



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

Mailstop 3233

May 31, 2018

Via E-Mail

Jerald W. Richards  
Chief Financial Officer  
PotlatchDeltic Corporation  
601 West First Avenue, Suite 1600  
Spokane, WA 99201

**Re: PotlatchDeltic Corporation**  
**Form 10-K for the fiscal year ended December 31, 2017**  
**Filed February 16, 2018**  
**Form 10-Q for the interim period ended March 31, 2018**  
**Filed May 9, 2018**  
**File No. 1-32729**

Dear Mr. Richards:

We have limited our review of your filings to the financial statements and related disclosures and have the following comment. In our comment, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to this comment within ten business days by providing the requested information or advise us as soon as possible when you will respond. If you do not believe our comment applies to your facts and circumstances, please tell us why in your response.

After reviewing your response to this comment, we may have additional comments.

Form 10-Q for the interim period ended March 31, 2018

Performance Measures, page 31

1. We note you excluded both the cash portion of Deltic merger-related costs as well as capital expenditures from your reconciliation of cash available for distribution during the three months ended March 31, 2018. Please tell us how the exclusion of such charges requiring cash settlement from your measure, which appears to be a liquidity measure given it is reconciled from cash provided by operating activities, complies with Item 10(e)(1)(ii)(A) of Regulation S-K.

Jerald W. Richards  
PotlatchDeltic Corporation  
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We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

You may contact Mark Rakip, Staff Accountant at 202.551.3573 or the undersigned at 202.551.3856 with any questions.

Sincerely,

/s/ Kevin Woody  
on behalf of

Shannon Sobotka  
Senior Staff Accountant  
Office of Real Estate and  
Commodities