

TEJON RANCH CO

Form 4/A

March 24, 2014

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
TISCH DANIEL R

(Last) (First) (Middle)

500 PARK AVENUE

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
TEJON RANCH CO [TRC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/28/2013

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
09/03/2013

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☒ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☐ Form filed by One Reporting Person  
☒ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                          | Amount                                                                                                             | (D)                                                                  | Price                                                             |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|-----------------------------------------------------|------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|
|-----------------------------------------------------|------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|

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|                 | Derivative<br>Security |            | Code | V | Disposed of (D)<br>(Instr. 3, 4, and<br>5) |     | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>Number<br>Shares |
|-----------------|------------------------|------------|------|---|--------------------------------------------|-----|---------------------|--------------------|-----------------|----------------------------|
|                 |                        |            |      |   | (A)                                        | (D) |                     |                    |                 |                            |
| Warrants<br>(1) | \$ 40                  | 08/28/2013 | J    |   | 384,046                                    |     | 08/28/2013          | 08/31/2016         | Common<br>Stock | 384,046                    |

## Reporting Owners

| Reporting Owner Name / Address                          | Relationships |           |         |       |
|---------------------------------------------------------|---------------|-----------|---------|-------|
|                                                         | Director      | 10% Owner | Officer | Other |
| TISCH DANIEL R<br>500 PARK AVENUE<br>NEW YORK, NY 10022 | X             | X         |         |       |
| TOWERVIEW LLC<br>500 PARK AVENUE<br>NEW YORK, NY 10022  | X             | X         |         |       |

## Signatures

Daniel R. Tisch 03/24/2014

\_\_Signature of Date  
Reporting Person

Daniel R. Tisch 03/24/2014

\_\_Signature of Date  
Reporting Person

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) The Warrants were distributed by the Issuer to all holders of record of Common Stock on August 28, 2013 and expire on August 31, 2016, subject to the issuer's right to accelerate the expiration date under certain circumstance when the Warrants are in the money.

- (2) This Form 4A is being filed to correct a mistake in the number of Warrants reported in the Fowm 4 filed on September 3, 2013 from 348,046 to 384,046. This form is being jointly filed by Daniel R. Tisch, TowerView LLC and DT Four Partners, LLC. Daniel R. Tisch is General Member of TowerView LLC and DT Four Partners, LLC and may be deemed to have a pecuniary interest in securities owned by them. These Warrants are held directly by TowerView LLC.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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