TEJON RANCH CO

Form 4

December 07, 2015

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * TOWERVIEW LLC

(First)

(Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

TEJON RANCH CO [TRC]

(Check all applicable)

(Last)

(Middle)

(Zip)

3. Date of Earliest Transaction

X_ Director

10% Owner

460 PARK AVENUE

12/03/2015

(Month/Day/Year)

Filed(Month/Day/Year)

Officer (give title below)

_ Other (specify

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line) Form filed by One Reporting Person

X Form filed by More than One Reporting Person

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

20.75

NEW YORK, NY 10022

(City)

Stock

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ities A	cquired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or D	ispose	d of (D)	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(Instr. 3,	4 and	5)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(4)		Reported		
					(A)		Transaction(s)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	12/03/2015		P	3,483	A	\$ 20.8	2,710,000	D	
Common Stock	12/03/2015		P	2,880	A	\$ 20.75	2,712,880	D	
Common	12/04/2015		P	125	A	\$	2,713,005	D	

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

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amount	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securiti	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								^	Amount		
						Date	Expiration	Title N	Number		
						Exercisable	Date	0			
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
TOWERVIEW LLC 460 PARK AVENUE NEW YORK, NY 10022	X	X					
TISCH DANIEL R 460 PARK AVENUE NEW YORK, NY 10022	X	X					

Signatures

Daniel R. Tisch	12/07/2015	
**Signature of Reporting Person	Date	
Daniel R. Tisch	12/07/2015	
**Signature of	Date	

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).

Remarks:

1. In addition to the shares reported on this Form 4, Daniel R. Tisch owns 26,543 Shares of Common Stock of the Issuer and I owns 717,172 Shares of Common Stock of the Issuer. Daniel R. Tisch, TowerView LLC and DT Four Partners LLC also resp 105,393 Warrants to purchase the Issuer's Common Stock at \$40 per share which expire on August 16, 2016. Daniel R. Tisch TowerView LLC and DT Four Partners LLC and may be deemed to have a pecuniary interest in securities owned by them.

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

Reporting Owners 2

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