

TISCH DANIEL R
Form 4
November 03, 2017

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

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

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
460 PARK AVENUE,
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
10/27/2017

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

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

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

NEW YORK, NY 10022

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	10/27/2017		P	Amount (1) 10,682 or (D) A	Price \$ 18 44,704	D (2)	
Common Stock	10/27/2017		P	Amount (1) 207,828 or (D) A	\$ 18 925,000	D (3) (5) (6)	
Common Stock	10/27/2017		P	Amount (1) 877,659 or (D) A	\$ 18 3,672,659	D (4) (5)	

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

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SEC 1474
(9-02)

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TISCH DANIEL R 460 PARK AVENUE NEW YORK, NY 10022	X	X		
TOWERVIEW LLC 460 PARK AVENUE NEW YORK, NY 10022		X		
DT Four Partners, LLC 655 MADISON AVENUE 11TH FLOOR NEW YORK, NY 10065		X		

Signatures

Daniel R. Tisch	11/03/2017
<u> </u> Signature of Reporting Person	Date
Daniel R. Tisch	11/03/2017
<u> </u> Signature of Reporting Person	Date
Daniel R. Tisch	11/03/2017
<u> </u> Signature of Reporting Person	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).

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- (1) Represents Common Stock acquired upon exchange of the subscription rights in the rights offering conducted by the Issuer, which expired on 10/27/2017.
- (2) Represents shares owned by Daniel R. Tisch
- (3) Represents shares owned by DT Four Partners, LLC
- (4) Represents shares owned by TowerView LLC
- (5) Daniel R. Tisch is General Member of both DT Four Partners, LLc and TowerView LLC and may be deemed to have a pecuniary interest in securities owned by them.
- (6) The address for DT Four Partners, LLC is 11th Floor, 655 Madison Avenue, New York, NY 10065.

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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