FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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1. Name and Address of Reporting Person* STACK GEOFFREY L						2. Issuer Name <b>and</b> Ticker or Trading Symbol TEJON RANCH CO [ TRC ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner					
(Last) 18802 B	<u> </u>					3. Date of Earliest Transaction (Month/Day/Year) 07/09/2019									e title		10% Owner Other (specify below)		
(Street) IRVINE CA 92612-1521 (City) (State) (Zip)					4.	If Amend	Date	of Or	iginal F	Filed (Month/E		6. Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person							
		Tabl	eI-	Non-Deriv	ativ	e Seci	uritie	s Ac	qui	red, [	Disposed	of, or	Benefic	ially Own	ed				
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Yea					2A. Deemed Execution Date, if any (Month/Day/Year)		,   T	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr.		
								6	Code	v	Amount	(A) or (D)	Price	Reported Transaction (Instr. 3 and				4)	
Tejon Ranch Co. Common Stock 07/09/2019				19				A		1,380 <sup>(1)</sup>	A	\$16.59	67,838 <sup>(1)(2)</sup>		I(1)(2)		Tejon Ranch Co. Non- Qualifed Deferred Compensation Plan Truact		
		Та	ble	II - Derivat (e.g., pu							sposed of , converti								
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execution Date, if any			nsaction de (Instr. Sec Acq (A) o Disport (Inst and		ities red sed 3, 4	6. Date Ex Expiration (Month/Da			7. Titl Amou Secur Unde Deriv Secur and 4	int of rities rlying attive rity (Instr. 3)  Amount or		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Owner Form: Direct or Indi (I) (Ins	(D) irect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						ide V (A)		(D)	Date		Expiration	Title	Number of Shares						

## **Explanation of Responses:**

- 1. Indirect Ownership of 37,500 shares in the Non-Qualified Deferred Compensation Plan Trust
- 2. Direct Ownership of 30,338 TRC shares

## Remarks:

/s/ Geoffrey L. Stack

07/10/2019

\*\* Signature of Reporting Person

Date

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

- \* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.