## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

|  | Check this box if no longer subject to<br>Section 16. Form 4 or Form 5<br>obligations may continue. See<br>Instruction 1(b). |
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| OMB APPROVAL             |     |  |  |  |  |  |  |  |  |  |
|--------------------------|-----|--|--|--|--|--|--|--|--|--|
| OMB Number: 3235-0287    |     |  |  |  |  |  |  |  |  |  |
| Estimated average burden |     |  |  |  |  |  |  |  |  |  |
| hours per response.      | 0.5 |  |  |  |  |  |  |  |  |  |

| 1. Name and Address of Reporting Person*                 | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br>TEJON RANCH CO [ TRC ] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)  |  |  |  |  |
|--|--|---|--|--|--|--|
| <u>Leggio Anthony L.</u>                                 |  | X Director 10% Owner  |  |  |  |  |
| (Last) (First) (Middle)<br>2000 OAK STREET # 250         | 3. Date of Earliest Transaction (Month/Day/Year)<br>01/07/2014               | Officer (give title Other (specify below) below)  |  |  |  |  |
| (Street)<br>BAKERSFIELD CA 93301<br>(City) (State) (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year)                     | 6. Individual or Joint/Group Filing (Check Applicable<br>Line)<br>X Form filed by One Reporting Person<br>Form filed by More than One Reporting<br>Person |  |  |  |  |
|  |  |   |  |  |  |  |

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

| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |   |  |   |   |  |  |   |  |   |  |
|--|---|--|---|---|--|--|---|--|---|--|
| 2. Transaction<br>Date<br>(Month/Day/Year)                                       | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Code (Instr.   |   |   |  |  | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Benorted   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)  | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership   |  |
|  |   | Code   | v   | Amount  | (A) or<br>(D)  | Price  | Transaction(s)<br>(Instr. 3 and 4)  |  | (Instr. 4)  |  |
| 01/07/2014   |   | A  |   | 658   | A  | \$36.76  | 3,925   | D  |   |  |
|  | 2. Transaction<br>Date<br>(Month/Day/Year)                  | 2. Transaction<br>Date<br>(Month/Day/Year)<br>(Month/Day/Year)<br>(Month/Day/Year) | 2. Transaction<br>Date<br>(Month/Day/Year)<br>2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)<br>2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)<br>2006<br>(8)<br>Code | 2. Transaction<br>Date<br>(Month/Day/Year)<br>2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)<br>2. Transaction<br>Code (Instr.<br>8)<br>Code V | 2. Transaction<br>Date<br>(Month/Day/Year) 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) 3.<br>Transaction<br>Code (Instr. 4. Securities<br>Disposed Of<br>5)   20. Deemed<br>(Month/Day/Year) 5.   20. Deemed<br>(Month/Day/Year) 5.   20. Deemed<br>(Month/Day/Year) 2.   20. Deemed<br>(Month/Day/Year) 5.   20. Deemed<br>(Month/Day/Year) 2.   20. Deemed<br>(Month/Day/Year) 5.   20. Deemed<br>(Month/Day/Year) 2.   20. Deemed<br>(Month | 2. Transaction<br>Date<br>(Month/Day/Year)   2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)   3.<br>Transaction<br>Code (Instr.<br>8)   4. Securities Acquired<br>Disposed Of (D) (Instr.<br>5)     Code   V   Amount   (A) or<br>(D) | 2. Transaction<br>Date<br>(Month/Day/Year) 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) 3.<br>Transaction<br>Code (Instr. 8) 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5)   2. Transaction<br>Code (Instr. 8) 0.<br>Disposed Of (D) (Instr. 3, 4 and<br>5)   2. Transaction<br>Code (Instr. 8) 0.<br>Disposed Of (D) (Instr. 3, 4 and<br>5) | 2. Transaction<br>Date<br>(Month/Day/Year)   2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)   3.<br>Transaction<br>Code (Instr.   4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5)   5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 2. Transaction<br>Date<br>(Month/Day/Year)   2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)   3.<br>Transaction<br>Code (Instr. 4)   4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5)   5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported<br>Transaction(s)<br>(Instr. 4)   6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |  |

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

|   |   |  |   | 1                            |   |   |     | -                   |   | 1                     |   | 1  |  | 1  |  |
|---|---|--|---|------------------------------|---|---|-----|---------------------|---|-----------------------|---|--|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |     | ate                 | 7. Title<br>Amour<br>Securi<br>Underl<br>Deriva<br>Securi<br>and 4) | nt of<br>ties<br>ying | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|   |   |  |   | Code                         | v | (A)   | (D) | Date<br>Exercisable | Expiration<br>Date  | Title                 | Amount<br>or<br>Number<br>of<br>Shares              |  |  |  |  |

Explanation of Responses:

/s/ Anthony L. Leggio

01/08/2014 \*\* Signature of Reporting Person Date

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

 $\ast$  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.