

OMB APPROVAL table with OMB Number 3235-0287 and estimated average burden of 0.5 hours per response.

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

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

Reporting person information: Betts Steven A., TEJON RANCH CO [ TRC ], 3300 NORTH THIRD AVE, PHOENIX AZ 93243. Relationship: Director, 10% Owner.

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

Table I with 2 rows of data. Row 1: Tejon Ranch Co. Common Stock, 07/02/2015, 729 shares at \$25.71. Row 2: Tejon Ranch Co. Common Stock, 07/02/2015, 250 shares at \$25.71.

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

Table II header with 11 columns: Title of Derivative Security, Conversion or Exercise Price, Transaction Date, Deemed Execution Date, Transaction Code, Number of Derivative Securities, Date Exercisable and Expiration Date, Title and Amount of Securities, Price of Derivative Security, Number of derivative Securities, Ownership Form, Nature of Indirect Beneficial Ownership.

Explanation of Responses:

- 1. Direct Ownership of 2063 TRC shares
2. Indirect ownership of 805 shares in the Non-Qualified Deferred Compensation Plan Trust

Remarks:

/s/Steven A. Betts 07/02/2015

\*\* 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.