
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20509**

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D)
OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported) March 4, 2019

Tejon Ranch Co.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

1-7183
(Commission
File Number)

77-0196136
(IRS Employer
Identification No.)

P. O. Box 1000, Lebec, California
(Address of Principal Executive Offices)

93243
(Zip Code)

Registrant's telephone number, including area code 661 248-3000

Not applicable
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

In a letter dated February 27, 2019, Director Robert A. Alter has informed the Board of Directors that he will complete his current term as a Director at the May 15, 2019 board meeting and annual meeting and will not stand for reelection as a director at the May 2019 annual meeting.

Mr. Alter has served the Company as a director since 2014. He served the Company on the Real Estate Committee and the Nominating and Corporate Governance Committee. Mr. Alter's extensive experience in the hospitality and real estate industry, and his business acumen, will be missed by the Board and the Company as he has been a valuable resource over his tenure.

Item 9.01 Financial Statements, Pro Forma Financial Information and Exhibits.

(d) Exhibits

99.1 [Letter from Robert A. Alter, dated February 27, 2019.](#)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: March 4, 2019

TEJON RANCH CO.

By: /s/ ALLEN E. LYDA

Name: Allen E. Lyda

Title: Executive Vice President, and Chief Operating Officer

ROBERT A. ALTER

February 27, 2019

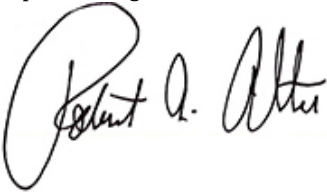
Mr. Norman Metcalf
Chairman of the Board
Tejon Ranch Company
4436 Lebec Road
Tejon Ranch, CA 93243

Dear Norm,

I regret to inform you that I have decided not to stand for reelection at Tejon Ranch's annual meeting in May. As you know, I have been a member of the Board since 2014 and have enjoyed the relationship with you and the other members of the Board and Company management. I have been fortunate to be a party to the outstanding progress and accomplishments of the Company over the years. I have tremendous confidence in the management and the direction of the Company.

I wish you and the other Board members and Company management continued success and I will continue to follow the Company with great interest.

Kindest personal regards,

A handwritten signature in black ink, appearing to read "Robert A. Alter". The signature is written in a cursive, flowing style with a large initial "R".

3334 EAST COAST HIGHWAY • CORONA DEL MAR • CA 92625