

Edgar Filing: TEJON RANCH CO - Form 4

TEJON RANCH CO
Form 4
March 15, 2001

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person*

Whitman	Martin	Jacob
-----	-----	-----
(Last)	(First)	(Middle)
767 Third Avenue, 5th Floor		

(Street)		
New York,	New York	10017
-----	-----	-----
(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

Tejon Ranch Corporation (TRC)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

January 2001

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer
(Check all applicable)

<input checked="" type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)

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7. Individual or Joint/Group Filing (Check applicable line)

- Form filed by one Reporting Person
 Form filed by more than one Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
		Code	V	Amount	(A) or (D)	Price
Common Stock	01/08/01	P		408,927	A	19.0000
Common Stock	01/22/01	P		15,700	A	20.7913
Common Stock	01/23/01	P		9,300	A	20.2785
Common Stock	01/24/01	P		5,000	A	20.2500
Common Stock	01/25/01	P		2,400	A	20.2321
Common Stock	01/25/01	P		4,798	A	20.0000
Common Stock	01/26/01	P		2,600	A	20.0077
Common Stock	01/29/01	P		13,100	A	19.8840

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Responses)

(Over)

(Form 4-07/99)

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FORM 4 (continued)

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Exer- cisable Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Rights	19	01/08/01	J	3,324,608	01/08/01 01/16/01	Common 408,297
Rights	19	01/08/01	J	2,419	01/08/01 01/16/01	Common 298
Rights	19	01/08/01	X	3,324,608	01/08/01 01/16/01	Common 408,297
Rights	19	01/08/01	X	2,419	01/08/01 01/16/01	Common 298

Explanation of Responses:

(J) All shareholders were granted rights by the issuer for no consideration.

(1) The reporting person, Martin Jacob Whitman, is Chief Executive Officer and controls a majority of the shares of the corporation that holds these securities, EQSF Advisers, Inc. (see below). Martin Jacob Whitman disclaims beneficial ownership of these securities with respect to the shares of the corporation not owned by him, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(2) The reporting person, Martin Jacob Whtiman, is Chief Executive officer, Chief Investment Officer and controlling shareholder of the corporation that holds these securities, M.J. Whitman Advisers, Inc. Martin Jacob Whitman disclaims beneficial ownership of these securities with respect to the shares of the corporation not owned by him, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

EQSF Advisers, Inc. is also a reporting person as a 10% owner and is located at the same address as Martin Jacob Whitman.

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/s/ Martin J. Whitman

March 15, 2001

**Signature of Reporting Person

Date

** 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 provided is insufficient, see Instruction 6 for procedure.

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