

Edgar Filing: TEJON RANCH CO - Form 5

TEJON RANCH CO  
Form 5  
May 22, 2001

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

FORM 5

ANNUAL 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 to Section 16. Form 4 or Form 5 obligations  
may continue. See Instruction 1(b).

Form 3 Holdings Reported

Form 4 Transactions Reported

1. Name and Address of Reporting Person\*

Whitman	Martin	Jacob
-----	-----	-----
(Last)	(First)	(Middle)
767 Third Avenue, Fifth Floor		
-----		
(Street)		
New York	New York	10017
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(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

Tejon Ranch (TRC)

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

4. Statement for Month/Year

May 2001

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

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



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FORM 5 (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. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				(A) (D)	Exercisable Date	Expiration Date	Amount or Number of Shares
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Explanation of Responses:

\*\*Reporting person, Martin Jacob Whitman, personally resigned as a director of issuer on May 1, 2001. Mr. Whitman's oral resignation was accepted by issuer's board of directors on May 1, 2001. Thus, Mr. Whitman is no longer a reporting person subject to Section 16.

/s/ Martin J. Whitman May 22, 2001  
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\*\*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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Derivative Securities Codes (Except For Transactions Exempt Pursuant to Rule 16b-3)

C--Conversion of derivative security

E--Expiration of short derivative position

H--Expiration (or cancellation) of long derivative position with value received

O--Exercise of out-of-the-money derivative security

X--Exercise of in-the-money or at-the-money derivative security

Other Section 16(b) Exempt Transaction and Small Acquisition Codes (Except For Rule 16b-3 Codes Above)

G--Bona fide gift

L--Small acquisition under Rule 16a-6

W--Acquisition or disposition by will or the laws of descent and distribution

Z--Deposit into or withdrawal from voting trust

Other Transaction Codes

J--Other acquisition or disposition (describe transaction)

K--Transaction in equity swap or instrument with similar characteristics

U--Disposition pursuant to a tender of shares in a change of control transaction

To indicate that a holding should have been reported previously on Form 3, place a "3" in Table I, column 3 or Table II, column 4, as appropriate. Indicate in the space provided for explanation of responses the event triggering the Form 3 filing obligation. To indicate that a transaction should have been reported previously on Form 4, place a "4" next to the transaction code reported in Table I, column 3 or Table II, column 4 (e.g., an open market purchase of a non-derivative security that should have been reported previously on Form 4

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should be designated as "P4"). To indicate that a transaction should have been reported on a previous Form 5, place a "5" in Table I, column 3 or Table II, column 4, as appropriate. In addition, the appropriate box on the front page of the form should be checked.

### FORM 3 OR FORM 4 HOLDINGS OR TRANSACTIONS NOT PREVIOUSLY REPORTED

To indicate that a holding should have been reported previously on a Form 3, place a "3" in Table I, column 3 or Table II, column 4, as appropriate. Indicate in the space provided for explanation of responses the event triggering the Form 3 filing obligation. To indicate that a transaction should have been reported previously on Form 4, place a "4" next to the transaction code reported in Table I, column 3 or Table II, column 4 (e.g., an open market purchase of a non-derivative security that should have been reported previously on Form 4 should be designated as "P4"). In addition, the appropriate box on the front page of the form should be checked.