

TEJON RANCH CO

Form 4

March 15, 2005

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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 OF
SECURITIES**

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(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HASKELL DONALD

(Last) (First) (Middle)

2077 WEST COAST HIGHWAY

(Street)

NEWPORT BEACH, CA 92663

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

TEJON RANCH CO [TRC]

3. Date of Earliest Transaction
(Month/Day/Year)

03/14/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/14/2005		S	200 D \$ 48.49	12,372	I	By Sherman Foundation
Common Stock	03/14/2005		S	200 D \$ 48.48	12,172	I	By Sherman Foundation
Common Stock	03/14/2005		S	700 D \$ 48.47	11,472	I	By Sherman Foundation
Common Stock	03/14/2005		S	400 D \$ 48.4	11,072	I	By Sherman Foundation
Common Stock	03/14/2005		S	400 D \$ 48.3	10,672	I	By Sherman Foundation
	03/14/2005		S	100 D	10,572	I	

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Common Stock					\$ 48.31				By Sherman Foundation
Common Stock	03/14/2005		S	100	D	\$ 48.36	10,472	I	By Sherman Foundation
Common Stock	03/14/2005		S	900	D	\$ 48.29	9,572	I	By Sherman Foundation
Common Stock	03/14/2005		S	200	D	\$ 48.23	9,372	I	By Sherman Foundation
Common Stock	03/14/2005		S	300	D	\$ 48.2	9,072	I	By Sherman Foundation
Common Stock	03/14/2005		S	600	D	\$ 48.24	8,472	I	By Sherman Foundation
Common Stock	03/14/2005		S	100	D	\$ 48.52	8,372	I	By Sherman Foundation
Common Stock	03/14/2005		S	100	D	\$ 48.49	1,011,528	I	By Ardell Investment Company
Common Stock	03/14/2005		S	300	D	\$ 48.23	1,011,228	I	By Ardell Investment Company
Common Stock	03/14/2005		S	2,800	D	\$ 48.11	1,008,428	I	By Ardell Investment Company
Common Stock	03/14/2005		S	3,800	D	\$ 48.05	1,004,628 ⁽¹⁾	I	By Ardell Investment Company

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

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(9-02)

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)	3A. Deemed Execution Date, if any (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. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6)
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Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HASKELL DONALD 2077 WEST COAST HIGHWAY NEWPORT BEACH, CA 92663		X		

Signatures

Donald Haskell 03/15/2005

 **Signature of Reporting Person Date _____

Explanation of Responses:

- * 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).
- (1) In addition to these shares, 51,110 shares are held by the reporting person directly, and 1,140,630 shares are held by the reporting person indirectly through M.H. Sherman Company.

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