

NEW YORK TIMES CO  
Form 4  
February 21, 2012

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**FOLLO JAMES M**

(Last) (First) (Middle)

**THE NEW YORK TIMES  
COMPANY, 620 EIGHTH  
AVENUE**

(Street)

**NEW YORK, NY 10018**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**NEW YORK TIMES CO [NYT]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/16/2012**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
**SVP & CFO**

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) |
|-------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                     |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) | Price                                                                                         |                                                          |                                                       |
| Class A Common Stock <sup>(1)</sup> | 02/16/2012                           |                                                    | A                              |                                                                   | 24,500 | A          | \$ 0                                                                                          | 63,002                                                   | D                                                     |
| Class A Common Stock                | 02/19/2012                           |                                                    | M                              |                                                                   | 10,000 | A          | <u>(2)</u>                                                                                    | 73,002                                                   | D                                                     |
| Class A Common Stock                | 02/19/2012                           |                                                    | D                              |                                                                   | 10,000 | D          | \$ 7.29                                                                                       | 63,002                                                   | D                                                     |

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

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 control number.

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)     | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and An<br>Underlying Se<br>(Instr. 3 and 4) |                    |                            |                  |
|---------------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|------------------------------------------------------|--------------------|----------------------------|------------------|
|                                                         |                                                                       |                                         |                                                             | Code                                    | V                                                                                                      | (A)                                                            | (D) | Date<br>Exercisable                                  | Expiration<br>Date | Title                      | 4<br>C<br>M<br>C |
| Option <sup>(3)</sup>                                   | \$ 7.215                                                              | 02/16/2012                              |                                                             | A                                       |                                                                                                        | 53,410                                                         |     | <sup>(3)</sup>                                       | 02/16/2022         | Class A<br>Common<br>Stock |                  |
| Cash-settled<br>restricted<br>stock unit <sup>(2)</sup> | \$ 7.29                                                               | 02/19/2012                              |                                                             | M                                       |                                                                                                        | 10,000                                                         |     | 02/19/2012                                           | 02/19/2012         | Class A<br>Common<br>Stock |                  |

## Reporting Owners

| Reporting Owner Name / Address                                                         | Relationships |           |           |       |
|----------------------------------------------------------------------------------------|---------------|-----------|-----------|-------|
|                                                                                        | Director      | 10% Owner | Officer   | Other |
| FOLLO JAMES M<br>THE NEW YORK TIMES COMPANY<br>620 EIGHTH AVENUE<br>NEW YORK, NY 10018 |               |           | SVP & CFO |       |

## Signatures

Kenneth A. Richieri, Attorney-in-fact for James M. Follo 02/21/2012

\_\_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) Consists of grant of stock-settled restricted stock units under The New York Times Company 2010 Incentive Compensation Plan. Each restricted stock unit represents a contingent right to receive one share of Class A Common Stock and vests on February 16, 2015.

The cash-settled restricted stock units granted on February 19, 2009 under The New York Times Company 1991 Executive Stock Incentive Plan vested on February 19, 2012. Each cash-settled restricted stock unit entitles the holder to receive the cash equivalent of one share of Class A Common Stock based on the market value of Class A Common Stock at vesting.

(3)

## Edgar Filing: NEW YORK TIMES CO - Form 4

Right to buy Class A Common Stock granted under The New York Times Company 2010 Incentive Compensation Plan. The options vest in three equal annual installments beginning on February 16, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.