

NEW YORK TIMES CO
Form DEFA14A
March 12, 2010

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant ☒

Filed by a Party other than the Registrant ☐

Check the appropriate box:

Preliminary Proxy Statement ☐

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2)) ☐

Definitive Proxy Statement ☐

☒ Definitive Additional Materials ☐

Soliciting Material under §240.14a-12 ☐

THE NEW YORK TIMES COMPANY

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

☒ No fee required. ☐

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Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- (1) Title of each class of securities to which transaction applies:

- (2) Aggregate number of securities to which transaction applies:

- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

- (4) Proposed maximum aggregate value of transaction:

- (5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

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(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

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(4) Date Filed:

The New York Times Company

Important Notice Regarding the Availability of Proxy Materials for the Stockholder Meeting

to Be Held on Tuesday, April 27, 2010

The 2010 Proxy Statement, 2009 Annual Report and other proxy materials are

available at: <http://www.proxyvoting.com/nyt>

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet.

We encourage you to access and review all of the important information contained in the proxy materials before voting.

If you want to receive a paper or e-mail copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed below on or before April 19, 2010 to facilitate timely delivery.

TO REQUEST PAPER COPIES OF PROXY MATERIALS:

(please reference your 11-digit control number when requesting materials)

By opting out to receive printed materials, your preference for future proxy mailings will be kept on our file.

Telephone: **1-888-313-0164**

(outside of the U.S and Canada call 201-680-6688)

Email: **shrrelations@bnymellon.com**

(you must reference your 11-digit control number in your email)

Internet: **<http://www.proxyvoting.com/nyt>**

This Notice also constitutes Notice of the 2010 Annual Meeting of Stockholders.

TO VOTE YOUR SHARES SEE INSTRUCTIONS ON REVERSE SIDE

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This is not a proxy card. You cannot use this notice to vote your shares.

Dear Stockholder of The New York Times Company:

The 2010 Annual Meeting of Stockholders of The New York Times Company (the Company) will be held at TheTimesCenter, 242 West 41st Street, New York, New York 10018, on Tuesday, April 27, 2010, at 10:00 a.m. (local time). Meeting directions are available at <http://thetimescenter.com>.

Proposals to be considered at the Annual Meeting:

- (1) Election of Directors;
- (2) Adoption of The New York Times Company 2010 Incentive Compensation Plan;
- (3) Ratification of the selection of Ernst & Young LLP as auditors; and
- (4) To transact such other business as may properly come before the meeting.

The Board of Directors recommends a vote FOR Items 1, 2 and 3.

The Board of Directors has fixed the close of business on February 26, 2010 as the record date (the Record Date) for the determination of stockholders entitled to receive notice of and to vote at the Annual Meeting or any adjournment or postponement thereof. Class A stockholders are entitled to vote for the election of four of the 13 directors. Class A and Class B stockholders, voting together as a single class, are entitled to vote on the proposal to adopt The New York Times Company 2010 Incentive Compensation Plan and the proposal to ratify the selection of Ernst & Young LLP as auditors for the 2010 fiscal year. Class B stockholders are entitled to vote for the election of nine of the 13 directors and on all other matters presented to the meeting.

CONTROL NUMBER

YOU MUST REFERENCE YOUR 11-DIGIT CONTROL NUMBER WHEN

YOU REQUEST A PAPER COPY OF THE PROXY MATERIALS OR TO

VOTE YOUR PROXY ELECTRONICALLY.

Stockholders of record as of the Record Date are encouraged and cordially invited to attend the Annual Meeting.

Meeting Location:

TheTimesCenter

242 West 41st Street,

New York, New York 10018

The following Proxy Materials are available for you to review online:

the Company's 2010 Proxy Statement;
the Company's 2009 Annual Report; and
any other materials relating to the Annual Meeting.

To request a paper copy of the Proxy Materials:

(you must reference your 11-digit control number located on the reverse side of this form)

Telephone: **1-888-313-0164** (outside of the U.S and Canada call 201-680-6688)

Email: **shrrelations@bnymellon.com** *(you must reference your 11-digit control number in your email)*

Internet: **<http://www.proxyvoting.com/nyt>**

The Proxy Materials for the 2010 Annual Meeting of Stockholders of

The New York Times Company are available to review at:

<http://www.proxyvoting.com/nyt>

Have this notice available when you request a PAPER copy of the Proxy Materials,

when you want to view your proxy materials online,

OR WHEN YOU WANT TO VOTE YOUR PROXY ELECTRONICALLY.

HOW TO VOTE BY INTERNET

We encourage you to review the proxy materials online before voting.

Use the Internet to vote your shares. On the landing page of the above website in the box labeled "To Vote

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Your Shares by Internet click on **Vote Now** to access the electronic proxy card and
vote your shares. Have this letter in hand when you access the website.

You will need to reference the 11-digit control number located on the reverse side.