

NEW YORK TIMES CO
Form 4
April 20, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DOLNICK LYNN

(Last) (First) (Middle)

C/O THE NEW YORK TIMES COMPANY, 229 WEST 43RD STREET

(Street)

NEW YORK, NY 10036

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
04/18/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. 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 (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 Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|
| | | | | (A) or (D) | Price | | | |
| | | | | Code | V | Amount | | |
| Class A Common Stock | 02/24/2006 | | G | V | 1,680 | D | \$ 0 9,740 | D |
| Class A Common Stock | 02/24/2006 | | G | V | 1,680 | A | \$ 0 38,126 | I |

See footnotes. (1) (2)

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

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number.

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 Security (Instr. 3 and 4) | Amount Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|------------|-------------------------------|--|---|----------------------------|
| | | | | | (A) | (D) | (D) | | | |
| Options ⁽³⁾ | \$ 25.445 | 04/18/2006 | | A | | 4,000 | ⁽³⁾ 04/18/2016 | Class A Common Stock | 4,000 | |
| Phantom Stock Unit ⁽⁴⁾ | ⁽⁴⁾ | 04/18/2006 | | A | | 1,375.4109 | ⁽⁴⁾ ⁽⁴⁾ | Class A Common Stock | 1,375.4109 | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DOLNICK LYNN
 C/O THE NEW YORK TIMES COMPANY
 229 WEST 43RD STREET
 NEW YORK, NY 10036

X

Signatures

/s/Theodore R. Wagner as Attorney-in-fact for Lynn Dolnick

04/20/2006

**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) Held indirectly by the reporting person through her husband as trustee of two trusts. The reporting person disclaims beneficial ownership.

(2) In addition, as previously reported, the reporting person owns 1,400,000 shares of Class A Common Stock indirectly by a trust.

Right to buy Class A Common Stock under The New York Times Company's 2004 Non-Employee Directors' Stock Incentive Plan.

(3) Options become exercisable on the date of the first Annual Meeting of Stockholders subsequent to the grant date. The grant date for the options reported was April 18, 2006.

(4) Represents a discretionary grant of 1,353.3736 phantom stock units with a value of \$35,000 and 22.0373 phantom stock units equal in value to dividend equivalent payments and accumulated interest on previously granted phantom stock units. Each Phantom Stock Unit was credited to the reporting person's account under The New York Times Company's Non-Employee Directors Deferral Plan, on April 18, 2006, based on the average closing price of a share of Class A Common Stock for the 30 trading days prior to the date of credit.

Distribution in cash is generally made upon retirement. This transaction involved a derivative security that does not have an exercise date or expiration date.

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