CESAN RAUL E Form 4 May 02, 2013

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

(Print or Type Responses)

1. Name and Address of Reporting Person * **CESAN RAUL E**

(First) (Middle) (Last)

THE NEW YORK TIMES COMPANY, 620 EIGHTH

AVENUE

(Street)

NEW YORK, NY 10018

2. Issuer Name and Ticker or Trading

Symbol

NEW YORK TIMES CO [NYT]

3. Date of Earliest Transaction (Month/Day/Year) 05/01/2013

4. If Amendment, Date Original

Filed(Month/Day/Year)

Form filed by More than One Reporting

(State) (City)

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Month/Day/Year)

(Zip)

3. 4. Securities TransactionAcquired (A) or Code (Instr. 8)

Disposed of (D) (Instr. 3, 4 and 5)

Owned Following Reported (A)

Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

3. Transaction Date 3A. Deemed 1. Title of (Month/Day/Year) Execution Date, if TransactionDerivative Derivative Conversion

5. Number of

6. Date Exercisable and **Expiration Date**

7. Title and Amount of **Underlying Securities**

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

6. Ownership

Form: Direct

X Form filed by One Reporting Person

(I)

(Instr. 4)

(Check all applicable)

10% Owner

Other (specify

7. Nature of

Ownership (Instr. 4)

Indirect

(D) or Indirect Beneficial

Issuer

below)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

5. Amount of

Securities

Beneficially

X_ Director

Applicable Line)

Officer (give title

Estimated average

burden hours per

1

Edgar Filing: CESAN RAUL E - Form 4

| Security (Instr. 3) | or Exercise Price of Derivative Security | | any (Month/Day/Year) | Code Securities Acquired (Instr. 8) (A) or Disposed of (D) (Instr. 3, 4, and 5) | | (Month/Day/Year) | | (Instr. 3 and 4) | |
|------------------------------|--|------------|-------------------------|---|------------|-----------------------|--------------------|----------------------------|--------------------------------|
| | | | | Code V | (Α) (Γ |) Date Exercisable | Expiration Date | Title | Amount o Number o Shares |
| Phantom Stock Unit (1) | (1) | 05/01/2013 | | A | 6,357.2791 | <u>(1)</u> | <u>(1)</u> | Class A Common Stock | 6,357.2 |

Reporting Owners

Reporting Owner Name / Address

Director

Director

10% Owner

Officer

Other

CESAN RAUL E

THE NEW YORK TIMES COMPANY
620 EIGHTH AVENUE

NEW YORK, NY 10018

Signatures

Kenneth A. Richieri, Attorney-in-fact for Raul E.
Cesan

05/02/2013

**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).

Phantom stock units credited to the reporting person's account in respect of a discretionary grant, with a value of \$60,000. Each phantom stock unit was credited to the reporting person's account under The New York Times Company Non-Employee Directors Deferral Plan,

(1) on May 1, 2013, 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 following retirement. This transaction involved a derivative security that does not have an exercise date or an expiration date.

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.

Reporting Owners 2