

SULZBERGER ARTHUR JR  
Form 4  
February 13, 2019

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

OMB APPROVAL

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

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 \*  
SULZBERGER ARTHUR JR

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
THE NEW YORK TIMES  
COMPANY, 620 EIGHTH  
AVENUE

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/11/2019

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

(Street)  
NEW YORK, NY 10018

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |  |
| Class A Common Stock            | 02/11/2019                           |  | M                              | 45,000 A  | \$ 11.13  | 324,024  | D  |
| Class A Common Stock            | 02/11/2019                           |  | S                              | 45,000 D  | \$ 31.1986 (1)  | 279,024  | D  |
| Class A Common Stock            |                                      |  |                                |   |   | 1,400,000 (2)  | I By trust.                                |
| Class A Common Stock            |                                      |  |                                |   |   | 25,000 (2)   | I By trust.                                |

|                      |  |  |  |  |                       |   |           |
|----------------------|--|--|--|--|-----------------------|---|-----------|
| Common Stock         |  |  |  |  |                       |   |           |
| Class A Common Stock |  |  |  |  | 25,000 <sup>(2)</sup> | I | By trust. |
| Class A Common Stock |  |  |  |  | 984 <sup>(2)</sup>    | I | By trust. |
| Class A Common Stock |  |  |  |  | 984 <sup>(2)</sup>    | I | By trust. |

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

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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 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Employee Stock Options - Rights to Buy     | \$ 11.13   | 02/11/2019                           |  | M                              | 45,000  | <sup>(3)</sup> 02/18/2020                                | Class A Common Stock 45,000                                   |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

SULZBERGER ARTHUR JR  
THE NEW YORK TIMES COMPANY  
620 EIGHTH AVENUE  
NEW YORK, NY 10018

## Signatures

/s/ Ellen S. Knarr as Attorney-in-fact for Arthur  
Sulzberger, Jr.

02/13/2019

\_\_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).

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.16 to \$31.29, inclusive. The reporting person undertakes to provide The New York Times Company, any security holder of The New York Times Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (1) The reporting person disclaims beneficial ownership of these shares.
  - (2) Rights to buy Class A Common Stock granted on February 18, 2010 under The New York Times Company 1991 Executive Stock Incentive Plan. The option vested in three equal annual installments beginning on February 18, 2011.
  - (3)

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

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