

FALCONE PHILIP
Form 4
March 06, 2009

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 *
FALCONE PHILIP

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
555 MADISON AVE, 16TH FLOOR

3. Date of Earliest Transaction
(Month/Day/Year)
03/04/2009

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

*See Remarks

(Street)

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

NEW YORK, NY 10022

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 03/04/2009 | | J(1) | 0 | A | (1) | 28,538,434 (1) I |
| | | | | | | | Footnote (1) |

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)

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| 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) | 8. Price of Derivative Security (Instr. 5) | | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|----------------------------|-----------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Equity Swap | (1) | 01/17/2008 | | J(1) | 1 (1) | (1) | (1) | Class A Common Stock | 229,545 | \$ 15.304 |
| Equity Swap | (1) | 01/28/2008 | | J(1) | 1 (1) | (1) | (1) | Class A Common Stock | 450,000 | \$ 15.848 |
| Equity Swap | (1) | 01/29/2008 | | J(1) | 1 (1) | (1) | (1) | Class A Common Stock | 585,720 | \$ 15.961 |
| Equity Swap | (1) | 08/05/2008 | | J(1) | 1 (1) | (1) | (1) | Class A Common Stock | 150,000 | \$ 13.39 |
| Equity Swap | (1) | 08/08/2008 | | J(1) | 1 (1) | (1) | (1) | Class A Common Stock | 66,000 | \$ 13.439 |
| Equity Swap | (1) | 08/11/2008 | | J(1) | 1 (1) | (1) | (1) | Class A Common Stock | 99,000 | \$ 13.9 |
| Equity Swap | (1) | 08/12/2008 | | J(1) | 1 (1) | (1) | (1) | Class A Common Stock | 117,000 | \$ 13.542 |
| Equity Swap | (1) | 08/13/2008 | | J(1) | 1 (1) | (1) | (1) | Class A Common Stock | 142,200 | \$ 12.75 |
| Equity Swap | (1) | 08/14/2008 | | J(1) | 1 (1) | (1) | (1) | Class A Common Stock | 187,570 | \$ 13.111 |
| Equity Swap | (1) | 08/15/2008 | | J(1) | 1 (1) | (1) | (1) | Class A Common Stock | 120,000 | \$ 13.851 |
| Equity Swap | (1) | 08/18/2008 | | J(1) | 1 (1) | (1) | (1) | Class A Common Stock | 99,600 | \$ 13.83 |

| | | | | | | | | | |
|-------------|------------|------------|-------------|------------------------|------------|------------|----------------------------|---------|--------------|
| Equity Swap | <u>(1)</u> | 08/19/2008 | <u>J(1)</u> | <u>1</u> <u>(1)</u> | <u>(1)</u> | <u>(1)</u> | Class A Common Stock | 93,000 | \$ 13.48 |
| Equity Swap | <u>(1)</u> | 08/20/2008 | <u>J(1)</u> | <u>1</u> <u>(1)</u> | <u>(1)</u> | <u>(1)</u> | Class A Common Stock | 33,000 | \$ 12.8 |
| Equity Swap | <u>(1)</u> | 08/20/2008 | <u>J(1)</u> | <u>1</u> <u>(1)</u> | <u>(1)</u> | <u>(1)</u> | Class A Common Stock | 42,000 | \$ 12.904 |
| Equity Swap | <u>(1)</u> | 08/27/2008 | <u>J(1)</u> | <u>1</u> <u>(1)</u> | <u>(1)</u> | <u>(1)</u> | Class A Common Stock | 45,000 | \$ 12.839 |
| Equity Swap | <u>(1)</u> | 09/19/2008 | <u>J(1)</u> | <u>1</u> <u>(1)</u> | <u>(1)</u> | <u>(1)</u> | Class A Common Stock | 192,000 | \$ 15.272 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-----------------------------------------------------------------------|---------------|-----------|---------|--------------|
| | Director | 10% Owner | Officer | Other |
| FALCONE PHILIP 555 MADISON AVE 16TH FLOOR NEW YORK, NY 10022 | | X | | *See Remarks |

Signatures

Philip
Falcone(+) 03/06/2009

**Signature of Date
Reporting Person

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).

As a result of certain management agreements and related transactions entered into by the Reporting Person effective as of March 4,

- (1) 2009, the Reporting Person has increased his pecuniary interest in the shares previously reported to be beneficially owned by the Reporting Person as set forth on previous Form 4 filings.

Remarks:

(+) The Reporting Person may be deemed to be a member of a "group" for purposes of the Securities Exchange Act of 1934, as amended. The Reporting Person disclaims beneficial ownership of any securities deemed to be owned by the group that are not directly owned by the Reporting Person. This report shall not be deemed an admission that such Reporting Person is a member of a group or the beneficial owner of any securities not directly owned by such Reporting Person.

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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