NEW YORK TIMES CO

Form 4 April 27, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

subject to

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MARRAM ELLEN R

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

below)

NEW YORK TIMES CO [NYT]

(Check all applicable)

(First) (Last)

3. Date of Earliest Transaction

X_ Director 10% Owner Officer (give title Other (specify

NORTH CASTLE PARTNERS. LLC. 183 EAST PUTNAM

(Street)

AVENUE

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

(Month/Day/Year)

04/26/2005

6. Individual or Joint/Group Filing(Check

Applicable Line)

(Middle)

X Form filed by One Reporting Person Form filed by More than One Reporting

(Instr. 4)

GREENWICH, CT 06830

(State) (Zip)

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

1. Title of Security (Instr. 3)

(City)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

(Instr. 8)

(Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership

(Instr. 4)

(A) or

Reported Transaction(s)

Following

(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)

1. Title of Derivative Conversion

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

5. Number of TransactionDerivative

6. Date Exercisable and **Expiration Date**

7. Title and Amour Underlying Securit

Edgar Filing: NEW YORK TIMES CO - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and	4)
				Code V	(A) (D) Date Exercisable	Expiration Date	Title	Amo Num Share
Options (Directors 2005) (1)	\$ 32.89	04/26/2005		A	4,000	<u>(1)</u>	04/26/2015	Class A Common Stock	4
Phantom Stock Unit	(2)	04/26/2005		A	849.3122	<u>(2)</u>	(2)	Class A Common Stock	849
Phantom Stock Unit	<u>(3)</u>	04/26/2005		A	1,069.3274	(3)	(3)	Class A Common Stock	1,06

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

MARRAM ELLEN R NORTH CASTLE PARTNERS, LLC 183 EAST PUTNAM AVENUE GREENWICH, CT 06830



Signatures

Solomon B. Watson IV, Attorney-in-Fact for Ellen R. Marram

04/27/2005

**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).
 - Right to buy Class A Common Stock under The New York Times Company 2004 Non-Employee Directors' Stock Incentive Plan.
- (1) Options become exercisable on the date of the first Annual Meeting of Stockholders subsequent to the grant date. The grant date for Option 2005 was April 26, 2005.
- Represents discretionary grant, with a value of \$30,000. Each Phantom Stock Unit is credited to the reporting person's account under The

 New York Times Company Non-Employee Directors Deferral Plan, on April 26, 2005, 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 an expiration date.
- Represents Board and Committee compensation deferred in the form of Phantom Stock Units. Each Phantom Stock Unit is credited to the reporting person's account under The New York Times Company Non-Employee Directors Deferral Plan, on April 26, 2005, 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 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