

HEEKIN CANEDY SCOTT H
 Form 4
 February 21, 2012

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 *
 HEEKIN CANEDY SCOTT H

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)
 THE NEW YORK TIMES
 COMPANY, 620 EIGHTH
 AVENUE

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/16/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 President - The New York Times

(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 Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Class A Common Stock ⁽¹⁾	02/16/2012		A	24,500	A	\$ 0	72,538	D
Class A Common Stock	02/19/2012		M	13,000	A	<u>(2)</u>	85,538	D
Class A Common Stock	02/19/2012		D	13,000	D	\$ 7.29	72,538	D
Class A							1,727 ⁽³⁾	I by 401(k)

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- The cash-settled restricted stock units granted on February 19, 2009 under The New York Times Company 1991 Executive Stock Incentive Plan vested on February 19, 2012. Each cash-settled restricted stock unit entitles the holder to receive the cash equivalent of one share of Class A Common Stock based on the market value of Class A Common Stock at vesting.
- (2)

- Represents shares of Class A stock equivalents attributed to holdings in the Company Stock Fund of The New York Times Companies Supplemental Retirement and Investment Plan (the "401(k) Plan"), based on a plan statement dated as of December 31, 2011. The number of shares was calculated by dividing the dollar value of the reporting person's holdings in such fund by the closing price of The New York Times Company Class A Common Stock on December 30, 2011.
- (3)

- Right to buy Class A Common Stock granted under The New York Times Company 2010 Incentive Compensation Plan. The options vest in three equal annual installments beginning on February 16, 2013.
- (4)

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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