NEW YORK TIMES CO

Form 4 April 20, 2006

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * MIDDELHOFF THOMAS

2. Issuer Name and Ticker or Trading

Symbol NEW YORK TIMES CO [NYT]

(Middle)

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

04/18/2006

INVESTCORP INTERNATIONAL LTD., 48 GROSVENOR STREET

(First)

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

3.

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

(Check all applicable)

X_ Director 10% Owner

Officer (give title Other (specify below)

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

Form filed by More than One Reporting

LONDON, X0 W1K 3HW

(City) (State) (Zip)

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

1.Title of Security (Instr. 3)

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

Execution Date, if (Month/Day/Year)

Code (Instr. 8)

4. Securities TransactionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct (D) or Indirect Beneficial (I) (Instr. 4)

Indirect Ownership (Instr. 4)

(A) or Code V Amount (D) Price

Transaction(s) (Instr. 3 and 4)

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 Security

Conversion or Exercise

3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if any

5. Number of **Transaction**Derivative Code Securities Acquired

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amour **Underlying Securit** (Instr. 3 and 4)

Edgar Filing: NEW YORK TIMES CO - Form 4

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8		(A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Num Share
Options (Directors 2006) (1)	\$ 25.445	04/18/2006		A		4,000		<u>(1)</u>	04/18/2016	Class A Common Stock	4
Phantom Stock Unit	<u>(2)</u>	04/18/2006		A		1,375.4109		(2)	(2)	Class A Common Stock	1,37

Reporting Owners

Reporting Owner Name / Address	Relationships					
200 po 2000 g 0 11 200 2 100 2	Director	10% Owner	Officer	Other		
MIDDELHOFF THOMAS INVESTCORP INTERNATIONAL LTD. 48 GROSVENOR STREET LONDON, X0 W1K 3HW	X					

Signatures

Kenneth A. Richieri, Attorney-in-Fact for Thomas
Middelhoff

04/20/2006

**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 2006 was April 18, 2006.
 - Phantom stock units credited to the reporting person's account in respect of a discretionary grant, with a value of \$35,000, and dividend equivalent payments and accumulated interest on previously granted phantom stock units. Each phantom stock unit was credited to the
- (2) reporting person's account under The New York Times Company Non-Employee Directors Deferral Plan, on April 18, 2006, 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