

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL | |
|--|-----------|
| OMB Number: | 3235-0287 |
| Estimated average burden hours per response: | 0.5 |

| | | |
|--|--|---|
| 1. Name and Address of Reporting Person* GRAHAM DONALD (Last) (First) (Middle) C/O THE WASHINGTON POST COMPANY 1150 15TH STREET, N.W. (Street) WASHINGTON DC 20071 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol WASHINGTON POST CO [WPO] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CEO and COB |
| | 3. Date of Earliest Transaction (Month/Day/Year) 09/18/2008 | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|----------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Class B Common Stock | | | | | | | | 12,276 | I | Revocable Trust |
| Class B Common Stock | | | | | | | | 600 | D | |
| Class B Common Stock | 09/18/2008 | | S | | 4,695 | D | \$598.86 | 101,521 | I | Trusts for Siblings ⁽¹⁾ |
| Class B Common Stock | 09/19/2008 | | S | | 2,246 | D | \$600.82 | 99,275 | I | Trusts for Siblings ⁽¹⁾ |
| Class B Common Stock | | | | | | | | 21,800 | I | Trusts for Children ⁽¹⁾ |
| Class B Common Stock | | | | | | | | 21,800 | I | Trusts for Children of Siblings ⁽²⁾ |
| Class B Common Stock | | | | | | | | 5,000 | I | Trust for Third Party ⁽²⁾ |
| Class B Common Stock | | | | | | | | 91,950 | I | Spouse ⁽²⁾ |
| Class B Common Stock | | | | | | | | 96,558 | I | Beneficiary of Trusts |
| Class A Common Stock | | | | | | | | 339,897 | D | |
| Class A Common Stock | | | | | | | | 5,400 | I | Trusts for Children ⁽¹⁾ |
| Class A Common Stock | | | | | | | | 553,185 | I | Trusts for Siblings ⁽¹⁾ |
| Class A Common Stock | | | | | | | | 289,678 | I | Beneficiary of Trusts ⁽¹⁾ |
| Class A Common Stock | | | | | | | | 5,400 | I | Trusts for Children of Siblings ⁽¹⁾ |
| Class A Common Stock | | | | | | | | 5,400 | I | Spouse ⁽¹⁾ |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|--|---|--|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|--|---|--|

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative (Instr. 3) | 2. Conversion Date (Instr. 3) | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | Code V Transaction Code (Instr. 8) | (A) Number of Derivative Securities Acquired (D) Disposed of (Instr. 3, 4 and 5) | Date of Exercise (Month/Day/Year) | Expiration Date (Month/Day/Year) | Title of Underlying Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (Instr. 4) | 11. Nature of Indirect Ownership (Instr. 4) | |
|--|-------------------------------|--------------------------------------|--|------------------------------------|--|-----------------------------------|----------------------------------|---|--|--|---|---|--|
| <p>1. The reporting person disclaims any beneficial ownership of these securities.</p> <p>2. The reporting person disclaims any beneficial ownership of these shares. In addition, I am one of five following a charity which owns 16,339 Class B shares in which I disclaim any beneficial ownership.</p> <p>Remarks:</p> | | | | | | | | | | | | | |
| | | | | | | | | /s/ Veronica Dillon for Donald E. Graham | | Amount or Number of Shares | | Date | |
| Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. | | | | | | | | | | | | | |

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.