This report (including all exhibits)
consists of a total of 15 pages, of which this
page is number 1. The exhibit index is on page 13.

FORM 10-Q
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

Quarterly Report Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

For the Quarterly
Period Ended July 3, 1994 Commission File Number 1-6714

THE WASHINGTON POST COMPANY

(Exact name of registrant as specified in its charter)

Delaware	53-0182885
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

1150 15th Street, N.W.	Washington, D.C.	20071
(Address of principal executive offices)		(Zip Code)

(202) 334-6000

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes X . No .

Shares outstanding at July 31, 1994:

Class A Common Stock	1,843,250 Shares
Class B Common Stock	9,645,105 Shares

THE WASHINGTON POST COMPANY

INDEX TO FORM 10-Q

PART I. FINANCIAL INFORMATION
ITEM 1. FINANCIAL STATEMENTS

THE WASHINGTON POST COMPANY
CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

(IN THOUSANDS, EXCEPT PER SHARE AMOUNTS)	THIRTEEN WEEKS ENDED JULY 3, 1994	THIRTEEN WEEKS ENDED JULY 4, 1993	TWENTY-SIX WEEKS ENDED JULY 3, 1994	TWENTY-SIX WEEKS ENDED JULY 4, 1993
OPERATING REVENUES				
ADVERTISING	$261,682	$233,078	$473,877	$447,680
CIRCULATION AND SUBSCRIBER	110,098	112,779	219,263	226,207
OTHER	33,033	30,848	70,127	64,524
	404,813	376,705	763,267	738,411
OPERATING COSTS AND EXPENSES				
OPERATING	216,229	193,597	415,782	388,680
SELLING, GENERAL AND ADMINISTRATIVE	97,160	99,949	186,117	197,732
DEPRECIATION AND AMORTIZATION OF PROPERTY, PLANT AND EQUIPMENT	15,360	15,100	30,070	30,082
AMORTIZATION OF GOODWILL AND OTHER INTANGIBLES	6,502	4,058	10,533	8,125
	335,251	312,704	642,502	624,619
INCOME FROM OPERATIONS	69,562	64,001	120,765	113,792
OTHER INCOME (EXPENSE)				
EQUITY IN EARNINGS (LOSSES) OF AFFILIATES	2,211	(591)	(3,174)	(2,386)
INTEREST INCOME	2,030	2,488	5,595	5,094
INTEREST EXPENSE	(1,413)	(985)	(2,848)	(2,431)
OTHER	2	638	2,606	587
INCOME BEFORE INCOME TAXES AND CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE	72,392	65,551	122,944	114,656
PROVISION FOR INCOME TAXES				
CURRENT	31,763	28,237	54,725	49,228
DEFERRED	(628)	(677)	(1,850)	(1,068)
	31,135	27,560	52,875	48,160
INCOME BEFORE CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE	41,257	37,991	70,069	66,496
CUMULATIVE EFFECT OF CHANGE IN METHOD OF ACCOUNTING FOR INCOME TAXES	-	-	-	11,600
NET INCOME	$ 41,257	$ 37,991	$ 70,069	$ 78,096
EARNINGS PER SHARE:				
BEFORE CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE	$ 3.54	$ 3.23	$ 5.99	$ 5.65
CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE	-	-	-	.98
NET INCOME	$ 3.54	$ 3.23	$ 5.99	$ 6.63
DIVIDENDS DECLARED PER SHARE	$ -	$ -	$ 2.10	$ 2.10
AVERAGE NUMBER OF SHARES OUTSTANDING	11,667	11,755	11,693	11,775

THE WASHINGTON POST COMPANY
CONSOLIDATED BALANCE SHEETS (UNAUDITED)

(IN THOUSANDS)	JULY 3, 1994	JANUARY 2, 1994
ASSETS		
CURRENT ASSETS		
CASH AND CASH EQUIVALENTS	$ 97,257	$ 171,512
MARKETABLE SECURITIES	14,785	258,412
ACCOUNTS RECEIVABLE, LESS ESTIMATED RETURNS, DOUBTFUL ACCOUNTS AND ALLOWANCES	172,307	140,518
INVENTORIES	18,203	16,419
PROGRAM RIGHTS	17,950	15,460
OTHER CURRENT ASSETS	15,734	23,253
	336,236	625,574
INVESTMENTS IN AFFILIATES	162,159	155,251
PROPERTY, PLANT AND EQUIPMENT		
BUILDINGS	180,768	166,433
MACHINERY, EQUIPMENT AND FIXTURES	611,423	579,423
LEASEHOLD IMPROVEMENTS	29,639	29,287
	821,830	775,143
LESS ACCUMULATED DEPRECIATION AND AMORTIZATION	(493,742)	(469,359)
	328,088	305,784
LAND	32,416	28,799
CONSTRUCTION IN PROGRESS	57,540	29,135
	418,044	363,718
GOODWILL AND OTHER INTANGIBLES, LESS ACCUMULATED AMORTIZATION	528,795	309,157
DEFERRED CHARGES AND OTHER ASSETS	198,263	168,804
	$ 1,643,497	$ 1,622,504
LIABILITIES AND SHAREHOLDERS' EQUITY		
CURRENT LIABILITIES		
ACCOUNTS PAYABLE AND ACCRUED LIABILITIES	$ 176,729	$ 163,553
FEDERAL AND STATE INCOME TAXES	17,206	15,726
DEFERRED SUBSCRIPTION REVENUE	76,775	79,254
	270,710	258,533
OTHER LIABILITIES	198,168	191,088
LONG-TERM DEBT	50,332	51,768
DEFERRED INCOME TAXES	35,958	33,696
	555,168	535,085
SHAREHOLDERS' EQUITY		
CAPITAL STOCK	20,000	20,000
CAPITAL IN EXCESS OF PAR VALUE	21,290	21,354
RETAINED EARNINGS	1,616,017	1,570,546
UNREALIZED GAIN ON AVAILABLE-FOR-SALE SECURITIES	5,451	--
CUMULATIVE FOREIGN CURRENCY TRANSLATION ADJUSTMENT	5,291	2,908
COST OF CLASS B COMMON STOCK HELD IN TREASURY	(579,720)	(527,389)
	1,088,329	1,087,419
	$ 1,643,497	$ 1,622,504

THE WASHINGTON POST COMPANY
CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

(IN THOUSANDS)	TWENTY-SIX WEEKS ENDED JULY 3, 1994	TWENTY-SIX WEEKS ENDED JULY 4, 1993
CASH FLOWS FROM OPERATING ACTIVITIES:		
NET INCOME	$ 70,069	$ 78,096
ADJUSTMENTS TO RECONCILE NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES:		
CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE	--	(11,600)
DEPRECIATION AND AMORTIZATION OF PROPERTY, PLANT AND EQUIPMENT	30,070	30,082
AMORTIZATION OF GOODWILL AND OTHER INTANGIBLES	10,533	8,125
AMORTIZATION OF PROGRAM RIGHTS	10,195	9,501
PROVISION FOR DOUBTFUL ACCOUNTS	29,428	26,913
(DECREASE) IN INTEREST AND INCOME TAXES PAYABLE	(1,082)	(3,476)
PROVISION FOR DEFERRED INCOME TAXES	(1,850)	(1,068)
CHANGE IN ASSETS AND LIABILITIES:		
(INCREASE) IN ACCOUNTS RECEIVABLE	(60,837)	(49,132)
(INCREASE) DECREASE IN INVENTORIES	(1,784)	991
INCREASE IN ACCOUNTS PAYABLE AND ACCRUED LIABILITIES	12,556	2,771
OTHER	2,565	(1,894)
NET CASH PROVIDED BY OPERATING ACTIVITIES	99,863	89,309
CASH FLOWS FROM INVESTING ACTIVITIES:		
PURCHASES OF PROPERTY, PLANT AND EQUIPMENT	(44,108)	(44,732)
PURCHASES OF MARKETABLE SECURITIES	(14,657)	(208,743)
PROCEEDS FROM SALES OF MARKETABLE SECURITIES	256,617	261,200
INVESTMENTS IN CERTAIN BUSINESSES	(284,207)	--
PAYMENTS FOR PROGRAM RIGHTS	(9,867)	(10,704)
OTHER	405	(1,558)
NET CASH (USED) BY INVESTING ACTIVITIES	(95,817)	(4,537)
CASH FLOWS FROM FINANCING ACTIVITIES:		
PRINCIPAL PAYMENTS ON DEBT	(1,400)	--
DIVIDENDS PAID	(24,598)	(24,741)
COMMON SHARES REPURCHASED	(52,303)	(14,947)
OTHER	--	61
NET CASH (USED) BY FINANCING ACTIVITIES	(78,301)	(39,627)
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	(74,255)	45,145
BEGINNING CASH AND CASH EQUIVALENTS	171,512	86,840
ENDING CASH AND CASH EQUIVALENTS	$ 97,257	$ 131,985

THE WASHINGTON POST COMPANY
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

NOTE 1: RESULTS OF OPERATIONS, WHEN EXAMINED ON A QUARTERLY BASIS, REFLECT THE SEASONALITY OF ADVERTISING THAT AFFECTS THE NEWSPAPER, MAGAZINE AND BROADCASTING OPERATIONS. ADVERTISING REVENUES IN THE SECOND AND FOURTH QUARTERS ARE TYPICALLY HIGHER THAN FIRST AND THIRD QUARTER REVENUES. ALL ADJUSTMENTS REFLECTED IN THE INTERIM FINANCIAL STATEMENTS ARE OF A NORMAL RECURRING NATURE.

NOTE 2: SUMMARIZED COMBINED (UNAUDITED) RESULTS OF OPERATIONS FOR THE SECOND QUARTER AND YEAR-TO-DATE OF 1994 AND 1993 FOR THE COMPANY'S AFFILIATES ARE AS FOLLOWS (IN THOUSANDS):

	SECOND QUARTER		YEAR-TO-DATE	
	1994	1993	1994	1993
OPERATING REVENUES	$199,742	$166,021	$360,661	$328,322
OPERATING INCOME	19,111	13,685	16,670	9,556
NET INCOME (LOSS)	6,152	4,275	(240)	952

NOTE 3: IN APRIL 1994 THE COMPANY ACQUIRED SUBSTANTIALLY ALL OF THE ASSETS COMPRISING THE BUSINESSES OF TELEVISION STATIONS KPRC- TV, AN NBC AFFILIATE IN HOUSTON, TEXAS, AND KSAT-TV, AN ABC AFFILIATE IN SAN ANTONIO, TEXAS, FOR $253 MILLION IN CASH. THE TRANSACTION WAS ACCOUNTED FOR AS A PURCHASE AND THE RESULTS OF OPERATIONS OF THE TELEVISION STATIONS WERE INCLUDED WITH THOSE OF THE COMPANY FOR THE PERIOD SUBSEQUENT TO THE DATE OF ACQUISITION.

THE FOLLOWING STATEMENTS PRESENT THE COMPANY'S UNAUDITED PRO FORMA CONDENSED CONSOLIDATED INCOME STATEMENTS FOR THE SIX MONTHS ENDED JULY 3, 1994, AND JULY 4, 1993, AS IF THE ACQUISITION OF THE TELEVISION STATIONS HAD OCCURRED AT THE BEGINNING OF EACH SIX MONTH PERIOD. AMOUNTS REFLECT AN ALLOCATION OF THE PURCHASE PRICE TO THE ACQUIRED NET TANGIBLE ASSETS, WITH THE EXCESS BEING AMORTIZED OVER A PERIOD OF 15 YEARS. THE REVENUES AND RESULTS OF OPERATIONS PRESENTED IN THE PRO FORMA INCOME STATEMENTS DO NOT NECESSARILY REFLECT THE RESULTS OF OPERATIONS THAT WOULD ACTUALLY HAVE BEEN OBTAINED IF THE ACQUISITION HAD OCCURRED AT THE BEGINNING OF EACH SIX MONTH PERIOD.

	PRO FORMA INCOME STATEMENTS FOR THE SIX-MONTHS ENDED	
(IN THOUSANDS, EXCEPT PER SHARE AMOUNTS)	JULY 3, 1994	JULY 4, 1993
OPERATING REVENUES	$782,634	$770,564
NET INCOME		
BEFORE CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE	$69,605	$67,087
AFTER CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE	$69,605	$78,687
EARNINGS PER SHARE		
BEFORE CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE	$5.95	$5.70
AFTER CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING PRINCIPLE	$5.95	$6.68

IN MAY 1994 THE COMPANY ACQUIRED AN 80 PERCENT INTEREST IN MAMMOTH MICRO PRODUCTIONS, A PRODUCER AND PUBLISHER OF MULTIMEDIA CD-ROM TITLES, FOR $23 MILLION IN CASH. THIS TRANSACTION WAS ACCOUNTED FOR AS A PURCHASE AND, ACCORDINGLY THE ASSETS AND LIABILITIES HAVE BEEN RECORDED AT THEIR ESTIMATED FAIR VALUES AT THE DATE OF ACQUISITION. THE EXCESS OF THE COST OVER THE FAIR VALUE OF NET ASSETS ACQUIRED IS BEING AMORTIZED OVER VARIOUS PERIODS UP TO 15 YEARS. RESULTS OF OPERATIONS OF THE ACQUIRED BUSINESS WERE INCLUDED WITH THOSE OF THE COMPANY FOR THE PERIOD SUBSEQUENT TO THE DATE OF ACQUISITION.

NOTE 4: DURING THE SECOND QUARTER OF 1994 THE COMPANY REPURCHASED 224,600 SHARES OF ITS CLASS B COMMON STOCK AT A COST OF $52.3 MILLION.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS OF OPERATIONS AND FINANCIAL CONDITION

This analysis should be read in conjunction with the consolidated financial statements and the notes thereto.

Revenues and expenses in the first and third quarters are customarily lower than those in the second and fourth quarters because of significant fluctuations in advertising volume. For that reason, the results of operations for each quarter are compared with those of the corresponding quarter in the preceding year.

SECOND QUARTER COMPARISONS

Net income for the second quarter of 1994 was $41.3 million, an increase of 9 percent from net income of $38.0 million in the second quarter last year. Earnings per share increased 10 percent to $3.54 per share, from $3.23 per share in the second quarter of 1993, with a smaller number of shares outstanding.

Revenues for the second quarter of 1994 rose 7 percent to $404.8 million, from $376.7 million in the same period last year. Advertising revenues rose 12 percent and other revenues increased 7 percent, while circulation and subscriber revenues fell 2 percent. The newspaper division, Newsweek and other businesses all posted higher revenue in the second quarter this year. The broadcast division had exceptionally strong revenue gains, primarily reflecting the results of the two television stations acquired on April 22.

Costs and expenses for the second quarter of 1994 increased 7 percent to $335.3 million, from $312.7 million in the second quarter of 1993. Operating expenses increased 12 percent, while selling, general and administrative expenses decreased 3 percent compared with the second quarter last year. Approximately 50 percent of the total increase relates to additional expenses associated with the newly acquired businesses, while the remainder reflects normal increases in the costs of operations. In the second quarter of 1994 operating income rose to $69.6 million, a 9 percent increase over $64.0 million in 1993.

NEWSPAPER DIVISION. At the newspaper division revenues increased 5 percent in the second quarter of 1994. Advertising revenues for the division rose 6.5 percent, with a 1.1 percent increase in advertising linage at The Washington Post. Classified volume grew 6 percent in the quarter with recruitment advertising remaining strong. Retail linage was down 6 percent, while general rose almost 9 percent compared with the same period last year. Preprint volume increased 22 percent over the second quarter of 1993; lower rates initiated at the beginning of the fourth quarter of 1993, have attracted advertisers to preprints from other forms of outside advertising. Circulation revenues increased almost 1 percent compared with the first quarter of 1993.

BROADCAST DIVISION. Revenues at the broadcast division, which include the results of the two Texas television stations purchased at the end of April, increased 39 percent over the second quarter of 1993. Local advertising revenues increased 49 percent and national advertising revenues rose 36 percent in the second quarter of 1994. Approximately 80 percent of the increase is attributable to the newly acquired stations.

MAGAZINE DIVISION. Newsweek revenues in the second quarter of 1994 increased 1 percent. Advertising revenues rose almost 1 percent, primarily due to a slight increase in volume at the domestic edition and higher rates at the international editions. Circulation revenues were up 2 percent at Newsweek, with increased newsstand sales the major contributor to the improvement. In the second quarter Newsweek published the same number of weekly issues (13) as in 1993, but 1994 includes 1 additional newsstand-only special issue.

CABLE DIVISION. At the cable division second quarter 1994 revenues were 4 percent lower than 1993, primarily as a result of an 8 percent decline in subscriber revenues. This decrease in subscriber revenues is a result of the decrease in subscriber rates attributable to the rate freeze and reductions enacted in the 1992 Cable Act and the results of operations in the United Kingdom, which were subsequently sold during 1993. Excluding foreign operations, cable division revenues decreased 1 percent in the second quarter of 1994.

OTHER BUSINESSES. In the second quarter of 1994, revenues from other businesses, principally Stanley H. Kaplan Educational Center, Pro Am Sports System (PASS), and Legi-Slate, increased 8 percent. Revenues at Kaplan rose 5 percent over the second quarter of 1993, and enrollments increased 3 percent.

EQUITY IN EARNINGS AND LOSSES OF AFFILIATES. The company's equity in earnings of affiliates in the second quarter of 1994 was income of $2.2 million, compared with a loss of $.6 million in the second quarter of 1993. Better results at the company's newspaper affiliates were the major factor contributing to the improvement.

NON-OPERATING ITEMS. Interest income, net of interest expense, was $.6 million, compared with $1.5 million in the same period last year. The decrease was attributable to lower invested cash balances.

SIX MONTH COMPARISONS

Earnings for the first six months of 1994 were $70.1 million, an increase of 5 percent over net income of $66.5 million in the first half of 1993. Earnings per share increased 6 percent to $5.99 per share, from $5.65 per share in the first six months last year, with a smaller number of shares outstanding. Net income in 1993 does not include a one-time credit of $11.6 million ($.98 per share) resulting from the adoption of Statement of Financial Accounting Standards No. 109, "Accounting for Income Taxes." Including this credit, net income in the first half of 1993 was $78.1 million ($6.63 per share).

Total revenues for the first six months of 1994 increased 3 percent to $763.3 million, from $738.4 million in the comparable period last year. Advertising revenues, which include the results of the two new television stations in 1994, increased 6 percent, while circulation and subscriber revenues fell 3 percent. Other revenues increased 9 percent over the first half of 1993.

Total costs and expenses increased 3 percent during the first six months of 1994 to $642.5 million, from $624.6 million in the corresponding period of 1993. Operating expenses increased 7 percent, while selling, general and administrative expenses decreased 6 percent compared with the first half of 1993. Normal increases in fixed costs, such as payroll and fringe benefits, and circulation related expenses, were partially offset by lower newsprint and magazine paper expense. Over 60 percent of the total increase relates to additional expenses associated with the newly acquired businesses. In the first half of 1994 operating income rose to $120.8 million, a 6 percent increase over $113.8 million in the same period last year.

NEWSPAPER DIVISION. Newspaper division revenues were up 2 percent in the first half of 1994, over the comparable period of 1993. Although advertising volume at The Washington Post fell 1.2 percent in the first six months of 1994, advertising revenues for the division rose 3 percent in the period due to strong performances in general and classified advertising volume at The Post. Circulation revenues for the division increased almost 1 percent when compared with the first half of 1993. Daily circulation at The Post was essentially even with the prior year, while Sunday circulation was up by less than 1 percent.

BROADCAST DIVISION. Revenues at the broadcast division, which include the results of the two Texas television stations purchased at the end of April, increased 28 percent over the first six months of 1993. In the first half of 1994 local advertising revenues rose 33 percent and national advertising revenues increased 26 percent. Approximately 65 percent of the increase is attributable to the newly acquired stations.

MAGAZINE DIVISION. At Newsweek revenues decreased 3 percent in the first half of 1994. A major contributor to the decline was a 6 percent decrease in advertising revenues, which resulted from lower rates at the domestic edition and lower volume, despite the publication of one additional newsstand-only issue in 1994. In the first six months of 1994, circulation revenues decreased 1 percent, primarily due to lower newsstand volume and less favorable currency rates at the international editions.

CABLE DIVISION. Cable division revenues were down 3 percent in the first half of 1994. Subscriber revenues fell 8 percent in the first six months of 1994, principally due to a decrease in subscriber rates attributable to the rate freeze and reductions enacted in the Cable Act, which was partially offset by a 2 percent increase in basic subscribers. In 1993 results also included operations in the United Kingdom, which were subsequently sold. Excluding foreign operations, cable division revenues were even with the first six months of 1993.

OTHER BUSINESSES. At the company's other businesses, revenues rose 9 percent in the first half of 1994. Improved results at Stanley H. Kaplan Educational Center was the major contributor to the increase over 1993.

EQUITY IN EARNINGS AND LOSSES OF AFFILIATES. The company's equity in earnings of affiliates during the first half of 1994 was a loss of $3.2 million, compared with a loss of $2.4 million in the first six months of 1993. Lower results from the company's newsprint affiliates, which were partially offset by improved earnings at the newspaper affiliates, were the major contributors to the decrease.

NON-OPERATING ITEMS. Interest income, net of interest expense, was even with the first six months of 1993, primarily due to lower invested cash balances and higher interest rates. In 1993 net interest income included the capitalization of interest, higher invested cash balances and lower interest rates.

Other income in the first half of 1994 was $2.6 million, compared with $.6 million in the comparable period of 1993. In 1994 other income included a gain of $2.5 million resulting from a change in the company's ownership interest in one of its affiliates.

FINANCIAL CONDITION

In December 1993 the Federal Communications Commission (FCC) awarded a pioneer's preference for personal communications services (PCS) to American PCS, L.P. (known as American Personal Communications or APC), a limited partnership in which the company has a 70 percent interest. Under the terms of the initial award, the license was to be awarded at no cost to the pioneer. Pursuant to the award, in January 1994, APC filed an application for a PCS authorization with the FCC. APC has begun some operations, and immediately following receipt of authorization from the FCC, the company expects to substantially increase the level of capital investment in the business.

On August 9, 1994, the FCC reversed its position with respect to awarding licenses to pioneers at no cost. Under the terms of the new decision pioneers will now have to pay the lesser of either 90 percent of the winning bid for a similar license in the same market or 90 percent of the weighted average price of the top 10 winning bids nationwide. Such cost for APC will not be determinable until the conclusion of the auction process, but it will be in addition to the company's initial estimate of construction costs, which could approximate $200 million.

In February 1994, the FCC issued new rules related to pricing and the reregulation of the cable industry, which took effect on July 14, 1994, and which will reduce cable revenues. The company has evaluated the rules and does not expect them to have a material effect on consolidated financial results.

Post-Newsweek Stations now has six television stations, two each affiliated with ABC, CBS and NBC. Several of these stations have negotiated long-term affiliation agreements during the past 15 months. As a result of these agreements, Post-Newsweek Stations will receive significantly improved network compensation over the life of the contracts, which together with the acquisition of the Texas stations, is projected to increase materially broadcast division operating income. The full effect of the increases will be felt beginning in the third quarter of 1994 and in subsequent periods.

In July 1994, Katharine Graham, chairman of the executive committee, announced her intention to resign as a trustee of certain trusts holding Class A shares and to relinquish her right to vote certain other Class A shares held in trust. These changes are subject to the approval of the FCC because of the company's ownership of television properties. If effected these changes will reduce the percentage of Class A shares voted by Mrs. Graham, from 52.4 percent to 29.1 percent and the combined percentage of Class A shares voted by Mrs. Graham and Donald E. Graham, chairman and chief executive officer, from 66.6 percent to 56.8 percent.

During the first half of 1994 the company repurchased 224,600 shares of its Class B common stock at a cost of approximately $52.3 million.

The company has experienced no other significant changes in its financial condition since the end of 1993.

PART II - OTHER INFORMATION

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

At the Company's May 12, 1994, Annual Meeting of Stockholders, the stockholders elected each of the nominees to its Board of Directors named in the Company's proxy statement dated March 31, 1994. The voting results are set forth below:

Election of the nominees to the Board of Directors:

CLASS A DIRECTORS

NOMINEE	FOR	WITHHELD	BROKER NON-VOTES
Cohen	1,843,250	- 0 -	- 0 -
Gillespie	1,843,250	- 0 -	- 0 -
D. Graham	1,843,250	- 0 -	- 0 -
K. Graham	1,843,250	- 0 -	- 0 -
Ruane	1,843,250	- 0 -	- 0 -
Simmons	1,843,250	- 0 -	- 0 -
Spoon	1,843,250	- 0 -	- 0 -
Wilson	1,843,250	- 0 -	- 0 -

CLASS B DIRECTORS

NOMINEE	FOR	WITHHELD	BROKER NON-VOTES
Burke	8,018,824	13,532	- 0 -
Gomory	8,019,790	12,566	- 0 -
Keough	8,019,720	12,636	- 0 -
Preiskel	8,017,838	14,518	- 0 -

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K.

(a) The following document is filed as an exhibit to this report:

EXHIBIT NUMBER	DESCRIPTION	FILING PAGE NUMBER
11	Calculation of average number of shares outstanding..................................	15

(b) During the period covered by this report the Company filed a Current Report on Form 8-K dated April 22, 1994, which (i) described under Item 2 ("Acquisition or Disposition of Assets.") the Company's purchase of substantially all of the assets comprising the businesses of television stations KPRC-TV, an NBC affiliate in Houston, Texas, and KSAT-TV, an ABC affiliate in San Antonio, Texas, and (ii) included under Item 7 ("Financial Statements and Exhibits.") the financial information required by the instructions to such Item.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

THE WASHINGTON POST COMPANY
(Registrant)

Date: August 16, 1994

/s/ Donald E. Graham

Donald E. Graham, Chairman &
Chief Executive Officer
(Principal Executive Officer)

Date: August 16, 1994

/s/ John B. Morse, Jr.

John B. Morse, Jr., Vice President-Finance
(Principal Financial Officer)

Exhibit 11

CALCULATION OF AVERAGE
NUMBER OF SHARES OUTSTANDING
(In thousands of shares)

	Thirteen Weeks Ended		Twenty-Six Weeks Ended	
	July 3, 1994	July 4, 1993	July 3, 1994	July 4, 1993
Number of shares of Class A and Class B stock outstanding at beginning of period	11,713	11,750	11,713	11,798
Issuance of shares of Class B common stock (weighted), net of forfeiture of re-stricted stock awards	---	---	---	15
Repurchase of Class B common stock (weighted)	(50)	---	(25)	(43)
Unexercised stock option equivalent shares com-puted under the "treasury stock method"	4	5	5	5
Average number of shares outstanding during the period	11,667	11,755	11,693	11,775