

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 Instructions 1(b).

1. Name and Address of Reporting Person  
 Graham, Katharine  
 The Washington Post Company  
 1150 15th Street, N.W.  
 Washington, DC 20071  
 USA
2. Issuer Name and Ticker or Trading Symbol  
 The Washington Post Company  
 WPO
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year  
 October 1996
5. If Amendment, Date of Original (Month/Year)  
 November 1996
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 Director  10% Owner  Officer (give title below) ( ) Other  
 (specify below)  
 Chairman of the Executive Committee
7. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

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

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D)			5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
			Amount	A/D	Price			
Class B Common Stock	10/21/96	G	76	D	n/a	138,297*	I	Revocable Trust
						2,600	I	Irrevocable Trst

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at Month	10. Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership

Explanation of Responses:

\* In addition to the direct and indirect ownership of Class B shares herein, I am one of five trustees of a charitable trust which owns 196,770 Class B shares in which I disclaim any beneficial interest.

Amendment intended to replace Form 4 filed on November 8, 1996.

SIGNATURE OF REPORTING PERSON  
 Katharine Graham by Diana Daniels

DATE  
 April 16, 1997