

**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* <u>GRAHAM DONALD</u>  (Last) (First) (Middle) <u>THE WASHINGTON POST COMPANY</u> <u>1150 15TH STREET, N.W.</u>  (Street) <u>WASHINGTON DC</u> <u>20071</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>WASHINGTON POST CO [ WPO ]</u>	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)  <b>COB and CEO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/21/2006</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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	03/21/2006		J <sup>(1)</sup>		10,000	D	(2)	53,146	I	Revocable Trust
Class B Common Stock								300	D	
Class B Common Stock								2,975	I	Trust for Sibling <sup>(3)</sup>
Class B Common Stock								30,000	I	Trusts for Children <sup>(3)</sup>
Class B Common Stock								20,000	I	Trusts for Children of Sibling <sup>(3)</sup>
Class B Common Stock								5,000	I	Trust for Third Party <sup>(3)</sup>
Class B Common Stock								35,000	I	Spouse <sup>(3)</sup>
Class A Common Stock	03/21/2006		J <sup>(1)</sup>		10,000	A	(2)	402,695	D	
Class A Common Stock								7,200	I	Trust for Children <sup>(4)</sup>
Class A Common Stock								762,078	I	Trust for Siblings <sup>(4)</sup>
Class A Common Stock								386,236	I	Beneficiary of Trusts
Class A Common Stock								7,200	I	Trust for Siblings' Children <sup>(4)</sup>
Class A Common Stock								7,200	I	Spouse <sup>(4)</sup>

**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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

1. Exchange of Class B shares held indirectly by reporting person for the equivalent number of Class A shares held by a sibling.
2. N/A
3. The reporting person disclaims any beneficial ownership of these shares. 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 46,339 Class B shares in which I disclaim any beneficial ownership.
4. The reporting person disclaims any beneficial ownership of these securities.

**Remarks:**

Donald E. Graham

03/23/2006

\*\* Signature of Reporting Person

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.**