

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  
 Keil, Beverly R.  
 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  
 July 1996
5. If Amendment, Date of Original (Month/Year)  
 August 1996
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 ( ) Director ( ) 10% Owner (X) Officer (give title below) ( ) Other  
 (specify below)  
 Vice President
7. Individual or Joint/Group Filing (Check Applicable Line)  
 (X) 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. Transaction Code | 4. Securities Acquired (A) or Disposed of (D) Amount | 5. Amount of Securities Beneficially Owned at End of Month | 6. Director (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership |
|----------------------|---------------------|---------------------|--|--|---------------------------------|--|
| Class B Common Stock | 7/1/96              | S                   | 100  | 320.00   |                                 |  |
| Class B Common Stock | 7/1/96              | S                   | 100  | 323.50   |                                 |  |
| Class B Common Stock | 7/2/96              | S                   | 400  | 318.00   |                                 |  |
| Class B Common Stock | 7/3/96              | S                   | 350  | 318.50   | 1127                            | D  |

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. Transaction Code | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount | 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 End of Month | 10. Director (D) or Indirect (I) | 11. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---------------------|---------------------|---|--|--|---------------------------------|---|----------------------------------|---|
|                                 |  |                     |                     |   |  |  |                                 |   |                                  |   |

Explanation of Responses:  
 Amendment intended to replace Form 4 filed on August 1, 1996.  
 SIGNATURE OF REPORTING PERSON  
 Beverly R. Keil by Diana M. Daniels  
 DATE  
 April 17, 1997