

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

Cohen, Martin
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)

(X) 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. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
Class B Common	10/23/96	G	45	n/a	D	21,260

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. Derivative Securities Acquired (A) or Disposed of (D) Amount	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of Month	10. Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
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Explanation of Responses:

* In addition to the direct ownership of the 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

Martin Cohen by Diana Daniels

DATE

April 16, 1997