

GRAHAM DONALD

Form 4

June 08, 2011

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

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(Print or Type Responses)

1. Name and Address of Reporting Person *
GRAHAM DONALD

(Last) (First) (Middle)

C/O THE WASHINGTON POST
CO, 1150 15TH STREET, N.W.

(Street)

WASHINGTON, DC 20071

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
WASHINGTON POST CO [WPO]

3. Date of Earliest Transaction
(Month/Day/Year)
06/06/2011

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☒ Director ☒ 10% Owner
☒ Officer (give title below) _____ Other (specify below)
CEO and COB

6. 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 (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							8,971	I	Revocable Trust	
Class B Common Stock							600	D		
Class B Common Stock	06/06/2011		S		1,479	D	\$ 418.6	43,953	I	Trusts for Siblings ⁽¹⁾
Class B Common	06/07/2011		S		5,500	D	\$ 424.1	38,453	I	Trusts for Siblings ⁽¹⁾

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Stock				
Class B Common Stock	5,400	I	Trusts for Children ⁽¹⁾	
Class B Common Stock	5,964	I	Trusts for Children of Siblings ⁽¹⁾	
Class B Common Stock	5,000	I	Trust for Third Party ⁽¹⁾	
Class B Common Stock	4,923	I	Beneficiary of Trusts	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class A Common Stock	(2)							(2)	(2)	Class B Common Stock	(2)	
Class A Common Stock	(2)							(2)	(2)	Class B Common Stock	(2)	
Class A Common Stock	(2)							(2)	(2)	Class B Common Stock	(2)	

Class A Common Stock	(2)	(2)	(2)	Class B Common Stock	(2)
Class A Common Stock	(2)	(2)	(2)	Class B Common Stock	(2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRAHAM DONALD C/O THE WASHINGTON POST CO 1150 15TH STREET, N.W. WASHINGTON, DC 20071	X	X	CEO and COB	

Signatures

/s/ Veronica Dillon for Donald E.
Graham

06/08/2011

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) The reporting person disclaims any beneficial ownership of these securities.
- (2) Shares of Class A Common Stock are convertible into shares of Class B Common Stock at any time on a one-for-one basis and have no expiration date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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