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# **The Washington Post Company**

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1974 Annual Report



# The Washington Post Company today...

## Newspaper Division

The Washington Post, *Washington, D.C.*

The Trenton Evening Times and Sunday Times-Advertiser, *Trenton, N.J.*

Robinson Terminal Warehouse Corporation, *Alexandria, Va.*

(85 percent ownership)

Newsprint warehousing

The Washington Post Writers Group, *Washington, D.C.*

Newspaper feature syndication and other publications

## Magazine and Book Division

Newsweek

Newsweek, *Atlantic and Pacific editions*

Newsweek Books

## Broadcasting Division

Television Stations

WTOP, *Washington, D.C. (CBS affiliate)*

WJXT, *Jacksonville, Fla. (CBS affiliate)*

WPLG, *Miami, Fla. (ABC affiliate)*

WFSB, *Hartford, Conn. (CBS affiliate)*

Radio Stations

WTOP-AM, *Washington, D.C.*

WCKY-AM, *Cincinnati, Ohio*

## Affiliates

Bowaters Mersey Paper Company Limited, *Liverpool, Nova Scotia*

(49 percent of common stock)

Newsprint manufacturing

International Herald Tribune, S.A., *Paris, France*

(30 percent of common stock)

Newspaper publishing

Los Angeles Times — Washington Post News Service

(50 percent interest in joint venture)

## Financial Highlights

	1974	1973
Revenues	<b>\$287,579,000</b>	\$246,949,000
Net Income	<b>\$ 14,441,000</b>	\$ 13,334,000
Earnings per Share	<b>\$ 3.04</b>	\$ 2.80
Dividends per Share	<b>\$ .50</b>	\$ .40
Shareholders' Equity	<b>\$102,745,000</b>	\$ 90,605,000

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## Report to Shareholders



Larry H. Israel, President

In 1974 the men and women of The Washington Post Company again were called upon to exercise their energy and professionalism. As the trauma of Watergate gave way to the onset of economic downturn, these and other events demanded—and received—extraordinary reporting and editing performances by the newspaper, magazine and broadcasting divisions of your Company. The financial strength and independence of The Washington Post Company provided its staff with the tools to perform the difficult role of informing the public.

Despite the very large resources needed to meet the challenges of 1974, the Company achieved an increase in earnings. Revenues for the year were \$287.6 million, an increase of 16.5% over 1973. Net income rose 8.3% to \$14.4 million or \$3.04 per share compared to net income of \$13.3 million or \$2.80 per share in the prior year.

For the entire year, each of the Company's three divisions reported increased revenues even before including the operations of Hartford television station WFSB and the Trenton Times, both of which were acquired in 1974. The increase in the Company's consolidated earnings was due primarily to healthy improvements in the operations of Newsweek magazine and the Company's Canadian newsprint manufacturing affiliate.

It is important to note the effects of the national economy. The year,



Katharine Graham, Chairman of the Board

which began and ended with an energy crisis, inflation and high unemployment, was marked by precipitous rises in the cost of newsprint and magazine paper, postage, wage and benefit rates and increased costs for other services and materials. Interest rates also reached record levels. Despite the "double digit" level of cost increases, the Company succeeded in increasing net income by 8.3 percent.

After a year of difficult bargaining, The Washington Post and the Columbia Typographical Union negotiated a landmark long-term labor agreement in September. Embracing a period of nearly six years, the agreement makes possible the use of the most modern composition techniques. It also eliminates the costly and anachronistic practice of "reproduce," and simultaneously provides for increased productivity and job security.

Innovation in a number of areas of operation showed our ability to keep abreast of the times and build for the future. These included the establishment of its own national sales organization by Post-Newsweek Stations, the launching of "Executive Newsweek," an advertising edition distributed to high-income business executives, and the establishment of a newspaper division as a parallel organization to the magazine and broadcasting divisions.

The competing application for the license of WPLG-TV in Miami was withdrawn in December and two of the

three competing parties for the license of WJXT-TV in Jacksonville withdrew in January 1975.

### The Outlook

With the Watergate atmosphere behind us, tensions have lessened between the executive branch of the federal government and the news reporting organizations.

Some of the uncertainty of broadcasting regulation has been removed by the recent FCC decision permitting "cross-ownership" of newspapers and broadcasting facilities in the same market provided competition exists. We feel the Company meets this requisite in the Washington, D.C., area.

A decline in advertising volume began late in 1974 and has continued into the first part of 1975. About 75 percent of the Company's revenues are from advertising, which historically is sensitive to fluctuations in the economy. Professional economists have expressed differing opinions as to when business conditions will improve. Although some of the extremely sharp cost increases may not recur in 1975, the pattern of inflation is continuing—perhaps at a slower rate.

The Company is pressing its cost containment programs and will continue its efforts to improve productivity.

With the strength of our organization and market positions, we expect to be able to continue progress when economic conditions turn favorable.

We are grateful to the individuals throughout the Company whose efforts have made its accomplishments possible and who are our principal resource for the future.

*Katharine Graham*

Katharine Graham  
Chairman of the Board

*Larry H. Israel*

Larry H. Israel  
President

February 6, 1975



## Newspaper Division

Significant changes in the newspaper division occurred in 1974. It was a year marked by a major step in the effort to improve productivity and by the Company's first newspaper acquisition since 1954.

It was a year of increased sales and increased costs. The division's operating revenues reached \$125.7 million, an increase of \$13.7 million or 12.3% over 1973. Operating income of \$10.7 million increased by only 2%. Economic controls were in effect until March 1974, and until the later stages of the year the division was unable to increase prices to recover the substantial increases in expenses.

The Washington Post made major increases in advertising rates during the year, and this together with the rapid economic downturn in the latter part of the year resulted in a reduction in advertising linage, as measured by Media Records, by 1.1% to 83.8 million lines in 1974. Despite the reduction in lines, the Post increased its competitive advantage in the two-newspaper metropolitan Washington market. Reorganization of the advertising sales function, vigorous retraining and new incentive sales programs were begun in 1974.

The Washington Post's circulation prices also were increased throughout the year. Single copy prices were increased from 10¢ to 15¢ daily and from 40¢ to 50¢ Sunday, and home delivery subscriptions were raised from \$4.25 to \$4.75 and subsequently to \$5.00 per month. As anticipated, these increases resulted in a leveling off of our circulation growth. For the six-month ABC period ended September 30, 1974, daily circulation declined by 11,692 to a total of 521,114 and Sunday circulation increased by less than 1,000 to 702,679.

The fundamental changes affecting the techniques and economics of

newspaper production, particularly composition of the paper, were reported in last year's annual report. The Company's contract with the Columbia Typographical Union expired late in 1973, but the advancing technology and concern for job security among the union members resulted in prolonged negotiations on a new contract, and not until September 22, 1974, was a settlement reached. We believe this to be a watershed agreement. While it provides job security for nearly 700 printers, the contract gives The Washington Post an opportunity to introduce new technology into the composing process and to significantly reduce through attrition and inducements for early retirement the number of printers working for the Post, which by the end of December had been reduced by slightly more than 100 persons. The settlement also ended "reproduce," a practice which entailed the resetting of advertisements sent to the newspaper already typeset. The backlog of such "reproduce" was eliminated through the payment by the Company of \$2.5 million to members of the union who worked at the Post. Since the Company had accrued the cost of resetting

such advertisements as they were received, there was no adverse impact on 1974 earnings as a result of this payment.

In April members of the Washington/Baltimore Newspaper Guild went on strike for a 16-day period. Members of the other unions at the Post continued to work. The news and business duties normally handled by Guild employees were performed by management and non-union employees. The paper was published throughout the strike without adverse affect on the

**... this year the Company purchased the Trenton Times, which is the dominant paper in its market ...**

Company's profits, since losses in advertising revenues were offset by the reduced payroll during the strike period.

The fallout from Watergate, President Nixon's resignation, the Mid-East, food and economic crises, energy, and the fall elections were the major stories of the year in The Washington Post. A 24-page section tracing the Richard Nixon years was published August 9, the day following Mr. Nixon's resignation. Home rule in the District of Columbia resulted in heavy coverage for the first full election in D.C. in 100 years.

In its first complete year of operation, The Washington Post Writers Group increased its number of syndications and also participated in several successful book publications.

On October 18 the company purchased the Trenton Times Corporation, publisher of the Trenton (New Jersey) Evening Times and Sunday Times-Advertiser, for \$16 million. The Times publishes Monday through Friday afternoon and Sunday morning. The Trenton Times is the dominant paper in Trenton and in Mercer County, although in recent years its daily margin over its morning competitor (which does not publish on Sun-





day) has declined.

These papers have an enviable journalistic history, and the Company believes there are long-range opportunities to substantially improve their financial performance. The Trenton Times has had annual revenues of about \$11 million and has almost 400 full-time employees.

The Trenton Times continues to operate profitably, although its operating revenues and costs, which are included in the Company's financial statements since the date of purchase, had no significant effect on consolidated operations.

With the acquisition of the Trenton Times, the Newspaper Division was formed in September. All of the Company's newspaper publishing and related activities are included in the division, and John Prescott, formerly president of The Washington Post, was named president. Mark Meagher, formerly corporate vice-president for finance and administration, was named executive vice president and general manager of The Washington Post.

On balance, while 1974 was not the best year for the Newspaper Division it was a year in which groundwork was laid for the future.

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## Magazine and Book Division

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Revenue of \$123.1 million and operating income of \$10.2 million for the Company's Magazine and Book Division were the highest in its history. Concurrently, Newsweek's editorial vitality continued unabated as 19 major awards were received in 1974, including a National Magazine Award presented by the Columbia Graduate School of Journalism.

Domestic edition advertising, ex-

clusive of affiliated advertising, as reported by the Publishers' Information Bureau, totaled 3,100 pages compared to 3,159 in 1973 when there was one more issue. For the seventh consecutive year, Newsweek was the advertising page leader among the newsweekly magazines. Gross advertising revenue, exclusive of affiliated advertising, reached \$89 million—an increase of 9 percent over 1973.

In September, Newsweek launched "Executive Newsweek," an advertising edition distributed to high-income business executives. This edition experienced extraordinary advertising acceptance and promises to be a significant ongoing contributor to the Company's profitability.

Newsweek's 1974 circulation performance was outstanding both in terms of circulation growth and price leadership. During the year, the average weekly circulation guaranteed to advertisers was increased by 175,000 to 2,900,000. Newsstand prices were increased from 50¢ to 60¢ in May, and to 75¢ in August. Basic subscription prices were increased in stages from \$14 to \$19.50 a year. Circulation rates also were increased by the international editions. Total circulation revenue for the year was \$39.3 million, an increase of 23.5 percent over 1973.

In addition, to counteract steep price increases in such areas as paper and ink, wages and postal rates, a number of operating economies were instituted. A revised press schedule now significantly reduces Newsweek's vulnerability to overtime printing. A photocomposition system was developed in 1974, and in 1975 is expected to create ongoing savings and production efficiencies.

The use of a new printing location in Old Saybrook, Connecticut will improve the magazine's delivery performance and provide capacity for future print order growth.

Newsweek's international editions had an outstanding year and reported an operating profit. The international editions carried 1,771 advertising pages in 1974 compared with 1,711



in 1973. Average weekly circulation increased from 398,000 in 1973 to 415,000 in 1974.

Book operations were disappointing. Sales were not as high as anticipated and a substantial operating loss resulted for the year.

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**...Newsweek's record year contributed substantially to the Company's improved earnings...**

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For the editors of Newsweek, 1974 was one of the most strenuous and rewarding years. Week in and week out, they were engaged in covering two dominant stories: The Watergate affair and the worsening global economic situation.

After Watergate, the energy crisis and economy were the preeminent and most pervasive stories in 1974. In fact, both the first issue of the year (on the spiraling cost of gasoline) and the final issue (on the impact of inflation and recession) probed aspects of this perplexing situation.

Among the many comprehensive reports compiled by Newsweek were examinations of the new pride and power of the Arab world, the trials of depressed and emotionally disturbed children, the progress of women in sports, the wonder of Stevie Wonder, the new Hollywood film makers, the world food crisis, women in politics, the tennis boom, the competence of doctors and a special issue on photography.

Three new columnists, Bill Moyers, Meg Greenfield and Pete Axthelm, appeared in the magazine in 1974; two new editorial sections, Update and On Scene, were added recently; and a new editorial bureau in Miami was opened in the Fall. Sadly, columnist Stewart Alsop died in May following a heroic 34-month battle against leukemia.

The international editions scored numerous editorial achievements in 1974. Restructured two years ago to

be more responsive to the needs of an international audience, Newsweek international demonstrated its individuality by featuring 35 cover stories that differed from those in the domestic magazine.

Two key members of Newsweek's management have announced their forthcoming retirement in May. Gibson McCabe, president, and Thomas Darrigan, executive vice-president and treasurer, have rendered a combined 63 years of service. They leave a legacy of sound business and financial management.

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## **Broadcasting Division**

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In many ways 1974 was an especially eventful year for Post-Newsweek Stations. Supplementing the steady growth of its television stations in Washington, Miami and Jacksonville, your Company commenced operation of WFSB-TV in Hartford, Connecticut on March 8.

In addition to broadcasting activity, your Company established an independent national sales representation firm, Top Market Television, Inc. and put the finishing touches on several television program productions for separate sale in 1975.

The Broadcasting Division's revenues increased by \$11.4 million to \$38.7 million in 1974, with about three-fourths of the increase due to the Hartford station acquired in March. Operating income was \$7.2 million compared with \$6 million in 1973 notwithstanding a number of unusual expenses. These included the initial operating costs resulting from the establishment of the national sales representation organization plus expenses associated with four challenges to the licenses of the Company's two Florida television stations.

Three of those four challenges to the renewal of our Florida licenses have now been withdrawn. At this writing, the sole remaining challenge is against WJXT in Jacksonville, with the lone Miami challenger and two of the three original Jacksonville challengers having abandoned their efforts. We have every confidence that the WJXT license will be renewed, based on the station's excellent record.

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**...Post-Newsweek Stations began operating WFSB-TV in Hartford on March 8, 1974...**

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1974 was a year of promise in Hartford—the promise of increased revenue and audience plus the promise of greater community service made originally when Post-Newsweek Stations proposed to acquire WTIC-TV, the predecessor to our WFSB-TV. Within the first few weeks of our arrival in Hartford, the 30-minute evening news was expanded to a full hour, and production started on "New England Journal," a daily hour of local happenings and personalities. Full-time news bureaus were opened in New Haven, Springfield and Waterbury. Local programming was expanded, local news coverage increased and greater resources were brought to bear on all station efforts. Beginning in July, revenues for each succeeding month of 1974 exceeded those of the preceding year.

WTOP-TV had an outstanding year. Its Eyewitness News team won a second successive Emmy for Washington's outstanding television news. Using advanced technology, including live portable electronic mini-cameras, WTOP-TV was able to bring the Washington region instant coverage of all major news events. By mid-1975 all the Post-Newsweek stations will have access to such equipment.

WJXT remains the preeminent station in north Florida and one of the



leading CBS affiliates in the nation, with an approximate 50% share of the news audience in its coverage area. The station continues its emphasis on public affairs, the most striking example of which is the program series "The Reading Show," produced in 1974 for broadcasting in 1975. With the cooperation of the Jacksonville public school system, the station has prepared a dozen prime time programs intended to improve reading skills.

WPLG-TV in Miami, while in a strongly competitive position, was the only Post-Newsweek television station not in first place at year's end. As our sole ABC-affiliated outlet, WPLG has built a strong demographic base among the younger audience, particularly young women, and worked during 1974 to strengthen that base and reach out for an even larger constituency within the Miami region. Both news and the widely varied daily schedule of local live programming were given increased emphasis and attention.

In radio, WTOP's news leadership continued. In October the Company agreed to sell WCKY in Cincinnati for

\$3,600,000, subject to FCC approval and certain other conditions.

Top Market Television, Inc., was established in July with offices in New York, Chicago, Detroit, Los Angeles, Atlanta and Boston. Although the new sales organization incurred an expected operating loss due partly to start-up expenses, the Broadcasting Division expects self-representation to build advertising volume and thus contribute to profitability.

Your Company is committed to the improvement of television programming wherever possible, with special emphasis on public affairs. An outstanding evidence of that commitment is "Agronsky & Co.," which began at WTOP-TV some five years ago; this distinguished discussion program among Washington-based journalists is now being distributed to 13 Eastern Educational Network stations. Post-Newsweek Stations is also producing an American Document series relating to U.S. historical and cultural events for use on Company stations and for syndication to other stations at the time of the nation's Bicentennial celebration.





## Five-Year Summary of Financial Highlights

(Amounts in thousands except per share data)	Fiscal Year				
	1974	1973	1972	1971	1970
<b>Year-end Financial Condition</b>					
Current assets . . . . .	\$ 70,009	\$ 78,283	\$ 61,754	\$ 52,137	\$ 45,722
Working capital . . . . .	31,108	47,740	36,125	32,400	22,976
Plant assets . . . . .	57,125	48,898	46,171	41,115	30,190
Total assets . . . . .	226,397	184,704	161,031	145,692	129,832
Long-term debt . . . . .	47,318	33,702	35,436	38,033	39,872
Deferred subscription income . . . . .	29,797	26,097	20,971	18,396	17,521
less related subscription procurement costs . . . . .	(12,119)	(13,082)	(11,998)	(10,496)	(9,368)*
Net . . . . .	17,678	13,015	8,973	7,900	8,153*
Shareholders' equity . . . . .	102,745	90,605	79,031	70,351	48,540*
<b>Revenues and Income</b>					
Net operating revenues . . . . .	287,579	246,949	217,844	192,749	178,031
Costs and expenses . . . . .	259,439	221,257	196,038	177,555	164,515
Income from operations . . . . .	28,140	25,692	21,806	15,194	13,516
Other income, primarily interest . . . . .	2,005	2,661	1,143	1,091	1,259
Other deductions, primarily interest . . . . .	(3,942)	(2,822)	(3,240)	(3,275)	(3,494)
Equity in earnings of affiliates . . . . .	2,571	1,022	512	509	499
Income before income taxes and extraordinary items and special credit . . . . .	28,774	26,553	20,221	13,519	11,780
Provision for income taxes					
Current . . . . .	13,664	10,562	7,485	5,698	6,811
Deferred . . . . .	669	2,657	2,721	1,037	(803)
	14,333	13,219	10,206	6,735	6,008
Income before extraordinary items and special credit . . . . .	14,441	13,334	10,015	6,784	5,772
Extraordinary items . . . . .	—	—	(283)	387	(853)
Special credit . . . . .	—	—	—	4,586	—
Net income . . . . .	14,441	13,334	9,732	11,757	4,919
Preferred dividend requirement . . . . .	—	—	—	—	33
Net income applicable to common stock . . . . .	\$ 14,441	\$ 13,334	\$ 9,732	\$ 11,757	\$ 4,886
<b>Amounts per Share</b>					
Earnings per common and common equivalent share					
Primary					
Income before extraordinary items and special credit . . . . .	\$3.04	\$2.80	\$2.08	\$1.52	\$1.43
Extraordinary items . . . . .	—	—	(.06)	.09	(.21)
Special credit . . . . .	—	—	—	1.04	—
Net income . . . . .	\$3.04	\$2.80	\$2.02	\$2.65	\$1.22
Fully diluted					
Income before extraordinary items and special credit . . . . .	\$3.04	\$2.80	\$2.07	\$1.52	\$1.37
Extraordinary items . . . . .	—	—	(.06)	.09	(.20)
Special credit . . . . .	—	—	—	1.03	—
Net income . . . . .	\$3.04	\$2.80	\$2.01	\$2.64	\$1.17
Cash dividends . . . . .	\$ .50	\$ .40	\$ .20	\$ .20	\$ .20
Average number of shares of common stock and common stock equivalents outstanding (in thousands):					
Primary . . . . .	4,750	4,755	4,807	4,429	4,000
Fully diluted . . . . .	4,750	4,755	4,837	4,449	4,206

\*These items have been restated on a pro forma basis which assumes that changes in accounting methods adopted and reflected as a special credit in 1971 had been applied to fiscal year 1970.



## Notes to Five-Year Summary of Financial Highlights

In 1971 the Company changed its method of accounting for magazine subscription procurement and book promotion costs so as to better match revenues and expenses. Previously these costs were expensed as incurred. With the change, magazine subscription procurement costs are amortized over the life of the related subscriptions and book promotion costs are amortized over the 12-month period following the dates incurred. The cumulative effect of the change is shown as a special credit in 1971. If the present method had been used in 1970, income before extraordinary items and net income in that year would each have increased by \$194,000, or five cents per share.

In 1971 the Company adopted the equity method of accounting for its investment in Bowaters Mersey Paper Company Limited. Net income for that year was reduced by \$26,000 as a result of the change. Results for 1970 have been restated to give effect to the change retroactively, thereby increasing net income by \$14,000. Dividends received from Bowaters in the last five fiscal years were \$521,000 in 1974, \$293,000 in 1973, \$441,000 in 1972, \$510,000 in 1971 and \$489,000 in 1970.

The extraordinary items in the past five years were as follows: in 1972, a \$283,000 loss on the sale of *Art News* magazine, including related income tax effects; in 1971, a \$387,000 tax benefit from the charitable contribution of an FM radio station; and in 1970, a provision for loss on retirement of facilities in connection with the newspaper plant expansion (\$1,327,000), a provision for loss on expiration of a land purchase option (\$197,000) and expenses in defending the renewal of a television broadcasting license acquired in 1969 (\$192,000), less an income tax saving (\$863,000) related to those items.

Earnings per share are based upon the weighted average number of common shares and common stock equivalents outstanding during each fiscal year.



## Lines of Business

The Washington Post Company and its subsidiaries are principally engaged in publishing newspapers (The Washington Post and the Trenton Times and Sunday Times-Advertiser) and magazines and books (Newsweek magazine and Newsweek Books) and the ownership and operation of television and radio broadcasting stations.

Operating revenues and operating profit of each of the three divisions of the Company are shown below. For comparative purposes income from operations of the magazine division has been restated for 1970 to give effect retroactively to a change in accounting method made in 1971. The effect of the retroactive change was to increase operating income by \$409,000 in 1970.

	<u>1974</u>	<u>1973</u>	<u>1972</u>	<u>1971</u>	<u>1970</u>
	(in thousands)				
<b>REVENUES</b>					
Newspaper publishing . . . . .	\$125,731	\$111,997	\$ 99,796	\$ 85,892	\$ 79,267
Magazine and books . . . . .	123,121	107,617	93,790	86,044	79,985
Broadcasting . . . . .	38,727	27,335	24,258	20,813	18,779
Total . . . . .	<u>287,579</u>	<u>246,949</u>	<u>217,844</u>	<u>192,749</u>	<u>178,031</u>
<b>INCOME FROM OPERATIONS</b>					
Newspaper publishing . . . . .	10,746	10,535	10,222	8,706	8,883
Magazine and books . . . . .	10,202	9,161	5,660	2,738	2,584
Broadcasting . . . . .	7,192	5,996	5,924	3,750	2,458
Total . . . . .	<u>\$ 28,140</u>	<u>\$ 25,692</u>	<u>\$ 21,806</u>	<u>\$ 15,194</u>	<u>\$ 13,925</u>

## Common Stock Prices and Dividends

The Class A Common Stock of the Company is not publicly traded. The Class B Common Stock is listed on the American Stock Exchange, where the high and low sales prices during the last two years were:

Quarter	<u>1974</u>		<u>1973</u>	
	<u>High</u>	<u>Low</u>	<u>High</u>	<u>Low</u>
January-March . . . . .	\$24.375	\$14.75	\$37.00	\$24.75
April-June . . . . .	23.375	19.75	26.50	18.625
July-September . . . . .	21.75	16.125	24.50	19.00
October-December . . . . .	20.625	14.75	24.875	15.75

Both classes of common stock participate equally as to dividends. In 1974 the quarterly dividend was paid at the rate of 12.5 cents per share; in 1973 the quarterly rate was 10 cents per share.

At the end of 1974 there were approximately 2,100 shareholders.



## Management's Discussion and Analysis of Consolidated Statements of Income \*

Operating revenues in 1974 increased by 16.5% over 1973. Of this increase approximately one-quarter was attributable to the acquisition of television station WFSB in March and the purchase of the Trenton Times in October, while three-quarters came from increases in advertising and circulation rates at The Washington Post and Newsweek, higher Newsweek circulation and improvements in advertising sales at the Company's other broadcasting stations. In 1973 operating revenues rose by 13.4% over the preceding year because of increases in the volume of newspaper and magazine advertising and circulation and the rates charged therefor and increases in sales of broadcast advertising.

Costs and expenses in 1974 increased by 17.3% over 1973. Of this increase approximately one-quarter consisted of operating costs and expenses of the television station and the newspaper acquired in 1974 and the remainder was due primarily to increases in the costs of wages, materials and services, and increased depreciation of plant facilities. In 1973 costs and expenses rose by 12.9% over 1972 because of increased volume, increases in costs of wages, materials and services, and increased depreciation of plant facilities.

Operating income in 1974 was 9.5% higher than in 1973, an increase that did not match the year's 16.5% revenue increase because operating income was adversely affected by losses incurred at Newsweek's book division and by lower profit margins in the newspaper and broadcasting divisions. In 1973, on the other hand, the 17.8% increase in operating income over 1972 was greater than the year's 13.4% revenue increase principally because of significantly improved profit margins in the magazine division.

Interest income increased in 1973 due to the temporary investment of increasing amounts of cash, which were utilized in 1974 in the purchase of station WFSB and the Trenton Times resulting in a decrease in interest income in the latter year.

The increase in interest expense in 1974 reflected a \$10 million bank borrowing in March to finance a portion of the purchase price of station WFSB and a \$12 million installment note issued in October as part of the purchase price of the Trenton Times.

Equity in earnings of affiliates increased in 1974 and 1973 because of improved earnings of Bowaters Mersey Paper Company Limited, reflecting large increases in newsprint prices together with high demand in both years.

While the deferred provision for income taxes decreased in 1974, the current provision in the year correlatively increased and the total provision increased in general proportion to pretax income, as was also the case in 1973.

\*Consolidated Statements of Income appear on page 10.



## Consolidated Statements of Income

	Fiscal Year Ended	
	December 29, 1974	December 30, 1973
OPERATING REVENUES		
Advertising . . . . .	\$216,001,000	\$188,472,000
Circulation . . . . .	67,546,000	54,612,000
Other . . . . .	4,032,000	3,865,000
	<u>287,579,000</u>	<u>246,949,000</u>
COSTS AND EXPENSES		
Operating . . . . .	188,382,000	164,688,000
Selling, general and administrative . . . . .	66,165,000	52,952,000
Depreciation and amortization of plant facilities . . . . .	4,319,000	3,617,000
Amortization of goodwill and other intangibles . . . . .	573,000	—
	<u>259,439,000</u>	<u>221,257,000</u>
INCOME FROM OPERATIONS . . . . .	28,140,000	25,692,000
OTHER INCOME (DEDUCTIONS)		
Other income (including interest of \$1,794,000 and \$2,481,000) . . . . .	2,005,000	2,661,000
Other deductions (including interest of \$3,461,000 and \$2,411,000) . . . . .	(3,942,000)	(2,822,000)
Equity in earnings of affiliates . . . . .	2,571,000	1,022,000
	<u>28,774,000</u>	<u>26,553,000</u>
INCOME BEFORE INCOME TAXES . . . . .	28,774,000	26,553,000
INCOME TAXES		
Current . . . . .	13,664,000	10,562,000
Deferred . . . . .	669,000	2,657,000
	<u>14,333,000</u>	<u>13,219,000</u>
NET INCOME . . . . .	<u>\$14,441,000</u>	<u>\$13,334,000</u>
EARNINGS PER COMMON AND COMMON EQUIVALENT SHARE . . . . .		
	<u>\$3.04</u>	<u>\$2.80</u>

The information on pages 15 through 20 is an integral part of the financial statements.



# Consolidated Statements of Changes in Financial Position

	Fiscal Year Ended	
	December 29, 1974	December 30, 1973
	<u>1974</u>	<u>1973</u>
<b>SOURCES OF WORKING CAPITAL</b>		
Net income . . . . .	<b>\$14,441,000</b>	\$13,334,000
Add charges to income not requiring working capital		
Depreciation and amortization of plant facilities . . . . .	<b>4,319,000</b>	3,617,000
Amortization of television film costs . . . . .	<b>2,622,000</b>	2,483,000
Amortization of goodwill and other intangibles . . . . .	<b>573,000</b>	—
Income tax timing differences . . . . .	<b>680,000</b>	2,739,000
Other . . . . .	<b>483,000</b>	429,000
Total provided by operations . . . . .	<b>23,118,000</b>	22,602,000
Increase in deferred subscription income . . . . .	<b>3,700,000</b>	5,126,000
Proceeds from exercise of Class B common stock options . . . . .	—	58,000
Increase in liabilities for cost of contracted television film rights . . . . .	<b>867,000</b>	1,620,000
Long-term debt incurred . . . . .	<b>22,000,000</b>	—
Other . . . . .	<b>745,000</b>	293,000
Total provided . . . . .	<b>50,430,000</b>	29,699,000
<b>USES OF WORKING CAPITAL</b>		
Acquisition of television station and newspaper, net of working capital acquired of \$3,536,000:		
Plant assets . . . . .	<b>9,462,000</b>	
Goodwill and other intangibles . . . . .	<b>37,966,000</b>	
Other, net . . . . .	<b>100,000</b>	
	<b>47,528,000</b>	
Deposits and other costs for purchase of television station in 1974 . . . . .	<b>(903,000)</b>	903,000
Purchases of plant assets . . . . .	<b>3,738,000</b>	6,619,000
Purchases of television film rights . . . . .	<b>3,671,000</b>	4,616,000
Reduction of long-term debt . . . . .	<b>8,384,000</b>	1,734,000
(Decrease) increase in deferred magazine subscription procurement costs . . . . .	<b>(963,000)</b>	1,084,000
Increase in other investments . . . . .	<b>2,129,000</b>	730,000
Dividends on common stock . . . . .	<b>2,376,000</b>	1,899,000
Other . . . . .	<b>1,102,000</b>	499,000
Total used . . . . .	<b>67,062,000</b>	18,084,000
Net (decrease) increase in working capital . . . . .	<b>(\$16,632,000)</b>	\$11,615,000
<b>CHANGES IN COMPOSITION OF WORKING CAPITAL</b>		
Cash and time deposits . . . . .	<b>(\$24,687,000)</b>	\$22,544,000
Commercial promissory notes . . . . .	<b>263,000</b>	(12,717,000)
Accounts receivable . . . . .	<b>10,041,000</b>	4,236,000
Inventories . . . . .	<b>5,034,000</b>	(336,000)
Prepaid expenses and other . . . . .	<b>1,075,000</b>	2,802,000
(Decrease) increase in current assets . . . . .	<b>(8,274,000)</b>	16,529,000
Accounts payable and accrued expenses . . . . .	<b>(2,169,000)</b>	(3,847,000)
Federal and state income taxes . . . . .	<b>48,000</b>	(1,283,000)
Contributions due to employee benefit trust funds . . . . .	<b>(587,000)</b>	216,000
Current portion of long-term debt . . . . .	<b>(5,650,000)</b>	—
(Increase) decrease in current liabilities . . . . .	<b>(8,358,000)</b>	(4,914,000)
Net (decrease) increase in working capital . . . . .	<b>(\$16,632,000)</b>	\$11,615,000



## Consolidated Balance Sheets

ASSETS	December 29, 1974	December 30, 1973
CURRENT ASSETS		
Cash and time deposits . . . . .	<b>\$ 8,072,000</b>	\$ 32,759,000
Commercial promissory notes and other marketable securities at cost which approximates market value . . . . .	<b>7,181,000</b>	6,918,000
Accounts receivable, less estimated returns, doubtful accounts and allowances of \$4,021,000 and \$3,088,000 . . . . .	<b>39,472,000</b>	29,431,000
Inventories at lower of cost or market . . . . .	<b>8,499,000</b>	3,465,000
Prepaid expenses and other . . . . .	<b>6,785,000</b>	5,710,000
	<b>70,009,000</b>	78,283,000
INVESTMENTS IN AFFILIATES		
Bowaters Mersey Paper Company Limited . . . . .	<b>11,521,000</b>	9,554,000
Other . . . . .	<b>1,205,000</b>	1,043,000
	<b>12,726,000</b>	10,597,000
PLANT ASSETS, AT COST		
Buildings . . . . .	<b>38,229,000</b>	32,984,000
Machinery, equipment and fixtures . . . . .	<b>44,607,000</b>	36,332,000
Leasehold improvements . . . . .	<b>2,787,000</b>	2,562,000
	<b>85,623,000</b>	71,878,000
Less accumulated depreciation and amortization . . . . .	<b>(36,594,000)</b>	(29,424,000)
	<b>49,029,000</b>	42,454,000
Land . . . . .	<b>7,343,000</b>	6,232,000
Construction in progress . . . . .	<b>753,000</b>	212,000
	<b>57,125,000</b>	48,898,000
GOODWILL AND OTHER INTANGIBLES		
less accumulated amortization . . . . .	<b>76,205,000</b>	38,314,000
DEFERRED CHARGES AND OTHER ASSETS . . . . .		
	<b>10,332,000</b>	8,612,000
	<b>\$226,397,000</b>	\$184,704,000

The information on pages 15 through 20 is an integral part of the financial statements.



<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b>December 29, 1974</b>	December 30, 1973
<b>CURRENT LIABILITIES</b>		
Accounts payable and accrued expenses . . .	<b>\$ 25,453,000</b>	\$ 23,284,000
Federal and state income taxes . . . . .	<b>4,377,000</b>	4,425,000
Contributions due to employee benefit trust funds . . . . .	<b>1,687,000</b>	1,100,000
Current portion of long-term debt . . . . .	<b>7,384,000</b>	1,734,000
	<b>38,901,000</b>	30,543,000
<b>OTHER LIABILITIES . . . . .</b>	<b>10,574,000</b>	7,620,000
<b>LONG-TERM DEBT . . . . .</b>	<b>47,318,000</b>	33,702,000
<b>DEFERRED SUBSCRIPTION INCOME</b>		
less related magazine subscription procurement costs of \$12,119,000 and \$13,082,000 . . . . .	<b>17,678,000</b>	13,015,000
<b>DEFERRED INCOME TAXES . . . . .</b>	<b>8,742,000</b>	8,816,000
<b>MINORITY INTEREST IN SUBSIDIARY COMPANY . . . . .</b>		
	<b>439,000</b>	403,000
<b>SHAREHOLDERS' EQUITY</b>		
Preferred stock, \$1 par value, authorized 1,000,000 shares . . . . .		
Common stock		
Class A common stock, \$1 par value, authorized 1,000,000 shares; 763,440 shares issued and outstanding . . . . .	<b>763,000</b>	763,000
Class B common stock, \$1 par value, authorized 10,000,000 shares; 4,304,040 shares issued; 3,986,368 shares outstanding . . . . .	<b>4,304,000</b>	4,304,000
Capital in excess of par value . . . . .	<b>10,302,000</b>	10,227,000
Retained earnings . . . . .	<b>92,335,000</b>	80,270,000
Less cost of 317,672 shares of Class B common stock held in Treasury . . . . .	<b>(4,959,000)</b>	(4,959,000)
<b>Total shareholders' equity . . . . .</b>	<b>102,745,000</b>	90,605,000
	<b>\$226,397,000</b>	\$184,704,000



## Consolidated Statements of Changes in Shareholders' Equity

	Capital in Excess of Par Value	Retained Earnings	Treasury Stock
Balance December 31, 1972 . . . .	\$10,149,000	\$68,835,000	\$5,020,000
Net income for the year . . . . .		13,334,000	
Dividends—\$.40 per share . . . . .		(1,899,000)	
Stock options exercised . . . . .	19,000		(39,000)
Other . . . . .	59,000		(22,000)
Balance December 30, 1973 . . . .	10,227,000	80,270,000	4,959,000
Net income for the year . . . . .		14,441,000	
Dividends—\$.50 per share . . . . .		(2,376,000)	
Other . . . . .	75,000		
Balance December 29, 1974 . . . .	<u>\$10,302,000</u>	<u>\$92,335,000</u>	<u>\$4,959,000</u>

The information on pages 15 through 20 is an integral part of the financial statements.

## Report of Independent Accountants

To the Board of Directors and Shareholders of  
The Washington Post Company

In our opinion, based upon our examinations and the report mentioned below of other independent accountants, the financial statements appearing on pages 10 through 14 present fairly the financial position of The Washington Post Company and subsidiaries at December 29, 1974 and December 30, 1973, the results of their operations and the changes in financial position for the years then ended, in conformity with generally accepted accounting principles consistently applied. Our examinations of these statements were made in accordance with generally accepted auditing standards and accordingly included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances. We did not examine the financial statements of Bowaters Mersey Paper Company Limited, a 49 percent owned affiliate, the investment in which is accounted for by the equity method, which represents 5 percent and 14 percent of consolidated assets and net income for 1974, respectively. These statements were examined by other independent accountants whose report thereon has been furnished to us, and our opinion expressed herein, insofar as it relates to the 1974 amounts included for Bowaters Mersey Paper Company Limited, is based solely upon the report of the other independent accountants.

*Price Waterhouse & Co.*

February 6, 1975  
Washington, D.C.



# Notes to Consolidated Financial Statements

## A. Summary of Accounting Policies

**Principles of Consolidation.** The accompanying financial statements include the accounts of all subsidiaries; significant intercompany transactions have been eliminated. The Company reports on a 52-53 week fiscal year ending on the Sunday nearest December 31. All except one of the subsidiaries, however, report on the calendar year.

**Investments in Affiliates.** The Company uses the equity method of accounting for its investments in, and the earnings of, affiliates.

**Plant Assets and Depreciation.** Plant assets are depreciated at annual rates based upon the estimated service lives of assets, using both accelerated and straight-line methods for calculating depreciation for assets acquired prior to 1971. For all plant assets acquired in 1971 and subsequent years the Company has adopted the straight-line method of calculating depreciation for financial reporting purposes. Useful lives of 3 to 11 years are used for machinery and equipment, 20 to 50 years for buildings and 5 to 20 years for land improvements. Leasehold improvements are amortized over the remaining lives of the leases.

Expenditures for maintenance, repairs and renewals are charged against income. Betterments are capitalized. The cost of assets retired or otherwise disposed of and the related accumulated depreciation are removed from the accounts in the year of disposal, and any losses or gains that result are reflected in the income statement.

**Deferred Film Costs.** The broadcasting subsidiaries are parties to agreements which entitle them to show motion pictures and syndicated programs on television. The costs of these rights and the liabilities for future payments under these agreements are reflected in the consolidated balance sheets. As films are shown, the costs of these rights are charged to expense using accelerated amortization rates for motion pictures and straight-line amortization rates for syndicated programs.

**Inventories.** Inventories are valued at the lower of cost or market. Cost of magazine paper is determined by the average cost method and cost of newsprint by the first-in, first-out method.

**Deferred Income and Magazine Subscription Procurement and Book Promotion Costs.** Amounts received from subscribers in advance of deliveries are deferred and recorded as income when deliveries are made. The Company amortizes magazine subscription procurement costs over the lives of the related magazine subscriptions and book promotion costs over the 12-month period following the dates when the costs are incurred.

**Goodwill and Other Intangibles** represent the unamortized excess of the cost of acquiring subsidiary and affiliated companies over the fair values of such companies' tangible assets at the dates of acquisition. Goodwill and other intangibles acquired prior to October 31, 1970, the effective date of Opinion 17 of the Accounting Principles Board of the American Institute of Certified Public Accountants, are not being amortized because in the opinion of the Company there has been no diminution in the value of such assets. Goodwill and other intangibles acquired subsequently are being amortized by use of the straight-line method over 40 years in accordance with the aforementioned Opinion 17 although in the opinion of the Company there has been no diminution in the value of such assets.

**Foreign Operations.** For balance sheet purposes foreign currency assets and liabilities have been translated into U.S. dollars at market rates of exchange in effect at year-end, except for plant assets and foreign indebtedness which are translated at exchange rates in effect at dates when acquired or incurred. Income



statement amounts, other than depreciation, are translated at annual average market rates of exchange. Gains and losses from currency adjustments which are not material in amount are included in costs and expenses on a current basis.

**Retirement Plans.** The Company and its subsidiaries contribute to various pension, incentive savings and profit sharing plans which cover employees who have prescribed periods of service. Newspaper dealers who have prescribed periods of service participate in an unfunded Circulation Dealers Profit Incentive Plan, the accrued costs of which are charged to current expense; liability under such plan, amounting to \$4,079,000 at December 29, 1974 and \$3,721,000 at December 30, 1973, is included in "Other liabilities" in the consolidated balance sheet.

In addition, the Company guarantees minimum retirement income benefits that require supplemental payments, which are not material in amount, to certain participants in the Company's profit sharing and newspaper dealer profit incentive plans.

Total expense under the plans described above was \$5,585,000 for 1974 and \$4,432,000 for 1973, which includes, as to certain of the plans, amortization of prior service costs over periods not exceeding 20 years.

### B. Acquisitions

The Company purchased television station WFSB (formerly WTIC-TV) Hartford, Connecticut on March 8, 1974 for approximately \$35 million, and purchased all the outstanding stock of the Trenton Times Corporation, a newspaper publisher, on October 18, 1974 for approximately \$16 million. The acquired properties are accounted for by the purchase method. The purchase prices exceeded the fair market values of the tangible net assets of the acquired businesses by an aggregate of \$37,966,000, which amount has been recorded as goodwill and other intangibles and is being amortized on a straight-line basis over a 40-year period from the respective acquisition dates. If the two purchases had been made on December 31, 1972, unaudited revenues, net income and net income per share after pro forma adjustment for amortization of goodwill and other intangibles and interest for the fiscal years ended December 29, 1974 and December 30, 1973, respectively, would have been: Revenues, \$297,657,000 and \$270,847,000; net income, \$13,562,000 and \$12,610,000; net income per share, \$2.85 and \$2.65.

### C. Inventories

The inventories used in determining operating costs and expenses for the periods presented were as follows:

	December 29, 1974	December 30, 1973	December 31, 1972
Newsprint . . . . .	\$1,914,000	\$ 420,000	\$ 349,000
Magazine paper . . . . .	3,043,000	1,449,000	1,792,000
Books . . . . .	2,664,000	900,000	910,000
Other materials . . . . .	878,000	696,000	750,000
	<u>\$8,499,000</u>	<u>\$3,465,000</u>	<u>\$3,801,000</u>

### D. Investments in Affiliates

**Bowaters Mersey Paper Company Limited.** The investment in Bowaters Mersey Paper Company Limited consists of 49 per cent of the common shares. Condensed statements of financial position and income of that company for 1974 and 1973, stated in Canadian dollars, are set forth on the next page.



Condensed Statements of Financial Position

December 31

	1974	1973
Current assets . . . . .	\$16,315,000	\$14,528,000
Less current liabilities . . . . .	(8,410,000)	(6,151,000)
Working capital . . . . .	7,905,000	8,377,000
Fixed assets, net . . . . .	24,968,000	22,726,000
Other assets . . . . .	279,000	347,000
Long-term debt . . . . .	(1,312,000)	(2,606,000)
Other liabilities . . . . .	(4,725,000)	(4,437,000)
Shareholders' equity:		
Preferred . . . . .	3,194,000	3,904,000
Common . . . . .	23,921,000	20,503,000
Total . . . . .	<u>\$27,115,000</u>	<u>\$24,407,000</u>

Condensed Statements of Income

Sales and other income . . . . .	\$42,273,000	\$32,507,000
Costs and expenses . . . . .	33,360,000	28,976,000
Income before income taxes . . . . .	8,913,000	3,531,000
Income taxes . . . . .	3,653,000	1,448,000
Net income . . . . .	5,260,000	2,083,000
Preferred dividend requirements . . . . .	191,000	229,000
Net income applicable to common shares . . . . .	<u>\$ 5,069,000</u>	<u>\$ 1,854,000</u>

The investment is reflected in the consolidated balance sheets as follows:

	December 29, 1974	December 30, 1973
Cost of investment . . . . .	\$ 8,354,000	\$8,354,000
Less amount included in consolidated Goodwill . . . . .	912,000	912,000
Equity in net assets at date of acquisition . . . . .	7,442,000	7,442,000
Increase in equity since date of acquisition . . . . .	4,079,000	2,112,000
	<u>\$11,521,000</u>	<u>\$9,554,000</u>

**Other Investments.** The Company has a 30 per cent interest in a French corporation which publishes the International Herald Tribune in Paris and a 50 per cent interest in a joint venture which operates the Los Angeles Times-Washington Post News Service.

**E. Income Taxes and Tax Timing Differences**

Income tax expense consisted of the following components:

1974	Current	Deferred
U.S. Federal . . . . .	\$11,691,000	\$ 389,000
Foreign . . . . .	78,000	292,000
State and Local . . . . .	1,895,000	(12,000)
	<u>\$13,664,000</u>	<u>\$ 669,000</u>
1973		
U.S. Federal . . . . .	\$ 8,836,000	\$2,284,000
Foreign . . . . .	241,000	29,000
State and Local . . . . .	1,485,000	344,000
	<u>\$10,562,000</u>	<u>\$2,657,000</u>



“Deferred” or “prepaid” tax expense results from timing differences (1) in the recognition of revenue and expense for tax and financial reporting purposes, (2) in the recognition of income tax to be withheld at source on distribution of earnings of foreign affiliates and (3) on the recognition of investment tax credits which for financial reporting purposes are applied as a reduction of income tax expense over the depreciable lives of the related assets. The sources and effect of these differences were as follows:

	1974	1973
Excess of tax over financial depreciation . . . . .	\$766,000	\$ 900,000
Magazine subscription procurement and book promotion costs deducted when incurred for tax reporting and deferred and amortized for financial reporting . . . . .	(697,000)	1,205,000
Deferred compensation and retirement benefits expensed as incurred for financial reporting and deducted when paid for tax reporting . . . . .	371,000	(188,000)
Eventual income tax withholding on undistributed earnings of foreign affiliates . . . . .	292,000	29,000
Investment tax credit, net . . . . .	(18,000)	229,000
Other . . . . .	(45,000)	482,000
	<u>\$669,000</u>	<u>\$2,657,000</u>

Total income tax expense exceeded 48% of income before taxes by \$522,000 in 1974 and \$473,000 in 1973. The reasons for the differences were as follows:

	1974	1973
State and local taxes on income, net of federal income tax benefit . . . . .	\$979,000	\$ 951,000
Amortization of goodwill, expensed for financial reporting and not deductible for tax reporting . . .	274,000	—
Canadian income tax netted in equity in earnings of affiliates . . . . .	(796,000)	(311,000)
Other . . . . .	65,000	(167,000)
	<u>\$522,000</u>	<u>\$ 473,000</u>

### F. Long-Term Debt and Restrictions on Dividends

Long-term debt consists principally of unsecured promissory notes which require payments each year to maturity. The amounts due within one year, \$7,384,000 at December 29, 1974 and \$1,734,000 at December 30, 1973, are included in current liabilities.

The composition of long-term debt is:

Interest Rate	Year of Final Maturity	Outstanding at	
		December 29, 1974	December 30, 1973
6.95%	1987	\$31,000,000	\$32,000,000
Prime	1979	9,000,000	—
8.50%	1979	12,000,000	—
4.00%	1977	1,602,000	2,136,000
5.00%	1981	1,100,000	1,300,000
		<u>\$54,702,000</u>	<u>\$35,436,000</u>

The agreements relating to the 6.95% promissory notes and the \$10 million borrowed on March 7, 1974 (described below) contain restrictive provisions which pertain principally to the payment of dividends and the redemption or purchase of the Company's capital stock. At the end of 1974 and 1973 retained earnings



unrestricted by these provisions were \$42,695,000 and \$38,601,000. Principal repayments on the 6.95% promissory notes are due as follows: \$2,250,000 in each of the years 1975 to 1986, and \$4,000,000 in 1987.

On March 7, 1974 the Company borrowed \$10,000,000 through the issuance of five-year unsecured notes repayable in semi-annual installments of \$1,000,000. These notes bear interest at the prime commercial rate for the first two years, ¼% above the prime rate for the next two years and ½% above the prime rate for the fifth year. The weighted average interest rate paid on these notes in 1974 was 11%.

On October 18, 1974 the Company issued a five-year unsecured note for \$12,000,000 bearing interest at 8.5% in connection with an acquisition. This indebtedness is payable in quarterly installments of \$600,000.

The 4% serial promissory notes are payable in Canadian currency in annual installments of \$536,000. As security the Company has pledged its common shares of Bowaters Mersey Paper Company Limited.

At December 29, 1974, maturities of long-term debt scheduled during each of the succeeding five years were as follows: 1975, 1976 and 1977, \$7,384,000; 1978, \$6,850,000; 1979, \$5,850,000.

The Company has lines of credit totaling \$12,000,000. As of December 29, 1974, no borrowing had been made under lines of credit.

### G. Capital Stock and Stock Options

Each share of Class A common stock and Class B common stock participates equally in dividends. The Class B stock has limited voting rights and as a class has the right to elect 30% of the Board of Directors; the Class A stock has unlimited voting rights, including the right to elect a majority of the Board of Directors.

In 1971 the Company adopted a Stock Option Plan and reserved 350,000 shares of Class B common stock for options to be granted under the Plan. The purchase price of the shares covered by an option must be equal to their fair market value on the granting date. Options may be granted for a term of up to ten years.

At December 29, 1974, 341,575 shares were reserved for issuance under the Stock Option Plan. Of this number, 296,400 shares were subject to options outstanding and 45,175 shares were available for future grants. Changes in the options outstanding for the two years ended December 29, 1974 and December 30, 1973 are as follows:

	1974		1973	
	Number Of Shares	Average Option Price	Number Of Shares	Average Option Price
Beginning of year . . . . .	292,650	\$25.99	279,650	\$26.34
Options				
Granted . . . . .	15,000	19.41	37,500	23.35
Exercised . . . . .	—	—	(2,250)	26.00
Cancelled . . . . .	(11,250)	26.69	(22,250)	26.00
End of year . . . . .	<u>296,400</u>	<u>\$25.63</u>	<u>292,650</u>	<u>\$25.99</u>

During 1974 options became exercisable on 72,925 shares having an average option price of \$26.02 per share. Of the shares covered by options outstanding at the end of 1974, 189,475 were then exercisable, 74,050 will become exercisable in 1975, 16,375 in 1976, 12,750 in 1977 and 3,750 in 1978.

Per share data is based upon the weighted average number of shares of common stock and common stock equivalents outstanding during the periods, 4,750,000 in 1974 and 4,755,000 in 1973. Shares issuable under stock options are considered common stock equivalents if the fair value of the shares was more than the option price during the period. The number of such equivalents is then reduced by the number of shares which could have been purchased with the proceeds from the sale of the optioned shares had the options been exercised.



## **H. Commitments and Contingencies**

The Company is contingently liable for payments under employment contracts and for claims and lawsuits arising in the ordinary course of business. The Company is a party to various civil lawsuits arising in the ordinary course of business including libel actions. In the opinion of management the Company carries adequate insurance against liability in such libel actions and is not a party to any other material litigation.

The Company has commitments to purchase plant equipment in the ordinary course of business.

**Leases.** Total rental expense included in operations was \$3,672,000 for fiscal year 1974 and \$3,214,000 for fiscal year 1973. As at December 29, 1974 minimum annual rental commitments under noncancelable leases were: \$2,024,000 for 1975; a lesser amount in each succeeding year to a total of \$538,000 for 1979; \$1,137,000 for the five-year period 1980-1984; and less than \$300,000 in each of the succeeding five-year periods thereafter, excluding a lease for approximately \$800,000 per year which expires in 1979 but which may be renewed for two successive 15-year periods at the option of the Company at amounts to be negotiated. All of these commitments were for real estate except for \$334,000 in 1975, \$322,000 in 1976, \$231,000 in 1977 and \$13,000 in 1978 which relate to equipment.

## **I. Television License Challenges**

In November 1972 the Company's television stations broadcasting on Channel 10 in Miami, Florida, and on Channel 4 in Jacksonville, Florida, filed with the Federal Communications Commission timely applications for three-year renewals of their licenses. One competing application was filed for Channel 10 in Miami; that application was withdrawn in December 1974 and the FCC has ordered the Company's license renewed. Three competing applications were filed for Channel 4 in Jacksonville; two of the competing applicants filed petitions to withdraw in January 1975. So long as the single competing application remains, the FCC is required to hold a comparative hearing for Channel 4 and the station's existing license will be continued in effect while the proceeding is pending. Based on the policies and precedents of the FCC, the Company believes that the license of its Jacksonville station will be renewed.

## **J. Sale of Radio Station**

On November 15, 1974, the Company contracted to sell radio station WCKY in Cincinnati, Ohio, to Truth Publishing Company for \$3,600,000, payable over a six-year period from the date of sale. Consummation of the transaction is subject to various conditions, including approval of the Federal Communications Commission for which an application was filed on December 20, 1974, and is presently pending.



# Corporate Directory

## Board of Directors and Executive Officers

**Katharine Graham**

*Director and Chairman of the Board  
Publisher of The Washington Post*

**Larry H. Israel**

*Director and President*

**Warren E. Buffett**

*Director  
Chairman, Berkshire Hathaway Inc. (textiles, insurance, banking)*

**Joel Chaseman**

*Director and Vice President  
President of Post-Newsweek Stations, Inc.*

**Osborn Elliott**

*Director and Vice President  
Chairman of Newsweek, Inc.*

**George J. Gillespie III**

*Director  
Attorney; Member of Crauth, Swaine & Moore*

**Donald E. Graham**

*Director  
Assistant Managing Editor/Sports, The Washington Post*

**Nicholas deB. Katzenbach**

*Director  
Vice President, International Business Machines Corporation*

**Gibson McCabe**

*Director  
President of Newsweek, Inc.*

**Mark J. Meagher**

*Director and Vice President  
Executive Vice President and General Manager of The Washington Post*

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*Director  
Physician; Professor, Johns Hopkins School of Medicine*

**Arjay Miller**

*Director  
Dean, Stanford University Graduate School of Business*

**Richard M. Paget**

*Director  
President of Cresap, McCormick and Paget, Inc.  
(management consultants)*

**John S. Prescott, Jr.**

*Director and Vice President  
President of The Washington Post Company Newspaper Division*

**John W. Sweeterman**

*Director  
Retired; former Vice Chairman of the Board and  
Publisher of The Washington Post*

**Martin Cohen**

*Vice President and Controller*

**Alan R. Finberg**

*Vice President, General Counsel and Secretary*

**Robert P. Thome**

*Treasurer*

## Transfer Agents and Registrars

**Morgan Guaranty Trust Company of New York**  
*New York, New York*

**American Security and Trust Company**  
*Washington, D.C.*

## Corporate Offices

*1150 15th Street, N.W.  
Washington, D.C. 20071*

## Annual Meeting

*The Annual Meeting of Stockholders  
will be held at 9:00 a.m.  
on Wednesday, May 7, 1975, at  
The Washington Post Company,  
1150 15th Street, N.W.,  
Washington, D.C. 20071*



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**The Washington Post  
Company**

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1974 Annual Report

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Washington, D.C. 20071