



5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2  
(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
State of Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

7 SOLE VOTING POWER  
895,000 (see text of Items 4 and 5)

8 SHARED VOTING POWER  
741,334 (see text of Items 4 and 5)

9 SOLE DISPOSITIVE POWER  
1,636,334 (see text of Items 4 and 5)

10 SHARED DISPOSITIVE POWER  
0 (see text of Items 4 and 5)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,636,334 (see text of Items 4 and 5)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES [ ] (See text of Items 4 and 5)

13 PERCENT OF CLASS REPRESENTED  
BY AMOUNT IN ROW (11)  
4.926% (see text of Item 5)

14 TYPE OF REPORTING PERSON  
CO

The Washington Post Company, a Delaware corporation ("TWP"), hereby amends and supplements in its Statement on Schedule 13D (the "Original 13D") relating to the common stock, par value \$0.10 per share (the "Common Stock"), of ACTV, Inc., a Delaware corporation (the "Issuer") with its principal executive offices at 1270 Avenue of the Americas, New York, NY 10020, as such Original 13D was filed with the Securities and Exchange Commission (the "Commission") by TWP on March 26, 1992 and subsequently amended. The Original 13D, as amended by amendment no. 1, amendment no. 2, amendment no. 3 and amendment no. 4 is hereinafter referred to as "Schedule 13D". All capitalized terms not otherwise defined herein shall have the meanings ascribed to them in Schedule 13D.

Item 4. Purpose of Transaction.

The text of Item 4 is followed by the following:

On March 4, 1999, TWP withdrew 1,600,000 shares of Common Stock from the Voting Trust described above. Between March 9, 1999 and March 26, 1999, TWP sold 705,000 shares of Common Stock at prices between \$7.07374 and \$7.6225 per share for a total of \$5,211,545.57 (equal to \$7.39226 per share) on NASDAQ through Salomon Smith Barney. From time to time, TWP may withdraw additional shares from the Voting Trust and sell such shares.

Item 5. Interest in Securities of the Issuer.

Item 5 of the Schedule 13D is hereby deleted in its entirety and substituted by the following:

On March 4, 1999, TWP withdrew 1,600,000 shares of Common Stock from the Voting Trust described in Item 4 above. Between March 9, 1999 and March 26, 1999, TWP sold 705,000 shares of Common Stock at prices between \$7.07374 and \$7.6225 per share for a total of \$5,211,545.57 (equal to \$7.39226 per share) on NASDAQ through Salomon Smith Barney. TWP is deemed to beneficially own, in the aggregate, shares of Common Stock, or 4.926% of the outstanding Common Stock. Such percentage of shares is calculated on the basis that the 33,217,184 shares of Common Stock which the Issuer has disclosed were issued and outstanding on March 19, 1999, and continue to be the only shares of Common Stock outstanding.

Pursuant to the Voting Trust Agreement, William C. Samuels serves as the Voting Trustee for TWP's Deposited Shares as described in Item 4 above. Certain information about Mr. Samuels is set forth below:

William C. Samuels  
ACTV, Inc.  
1270 Avenue of the Americas  
New York, NY 10020  
President and Chief Executive Officer

To the best knowledge of TWP, during the last five years, Mr. Samuels has not been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors), nor has he been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Pursuant to the termination of the Issuer Option Agreement, TWP and the Issuer no longer share beneficial ownership of 1,000,000 shares of Common Stock.

Except as set forth above, neither TWP, nor, to the best knowledge of TWP, any person listed on Annex A, has effected any transactions in Common Stock during the past 60 days.

From time to time, TWP may withdraw additional shares from the Voting Trust described above and sell such shares.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: March 26, 1999

THE WASHINGTON POST COMPANY,

by /s/ John B. Morse, Jr.

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Name: John B. Morse, Jr.

Title: Vice President-Finance

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