

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

FORM 8-K

**CURRENT REPORT
Pursuant To Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): January 29, 2015 (January 28, 2015)

Comcast Corporation

(Exact Name of Registrant as Specified in Charter)

Pennsylvania
(State or Other Jurisdiction
of Incorporation)

001-32871
(Commission
File Number)

27-0000798
(IRS Employer
Identification No.)

**One Comcast Center
Philadelphia, PA 19103-2838**
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: **(215) 286-1700**

N/A
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01. Other Events.

Pursuant to a letter dated January 28, 2015, and as contemplated by the Agreement and Plan of Merger, dated as of February 12, 2014, among Comcast Corporation, Tango Acquisition Sub, Inc. and Time Warner Cable Inc. (the "Merger Agreement"), the "End Date" of the Merger Agreement has been extended to August 12, 2015.

The foregoing descriptions of the letter, which is filed herewith as Exhibit 99.1, and the Merger Agreement, which was filed as Exhibit 2.1 to the Current Report on Form 8-K filed by Comcast Corporation on February 13, 2014, are qualified in their entirety by reference to the full text of such documents, both of which are incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

99.1 Letter dated January 28, 2015 among Comcast Corporation, Tango Acquisition Sub, Inc. and Time Warner Cable Inc.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Comcast Corporation

Date: January 29, 2015

By: /s/ Arthur R. Block
Name: Arthur R. Block
Title: Senior Vice President, General
Counsel and Secretary

EXHIBIT INDEX

Exhibit No.	Description
99.1	Letter dated January 28, 2015 among Comcast Corporation, Tango Acquisition Sub, Inc. and Time Warner Cable Inc.

[COMCAST LETTERHEAD]

January 28, 2015

Time Warner Cable Inc.
60 Columbus Circle
New York, NY 10023
Attention: General Counsel
Facsimile No.: (212) 364-8459

Re: Extension of "End Date"

Ladies and Gentlemen:

Reference is made to that certain Agreement and Plan of Merger (as amended or supplemented, the "**Merger Agreement**"), dated as of February 12, 2014, among Time Warner Cable Inc. ("**Time Warner Cable**"), Comcast Corporation ("**Comcast**") and Tango Acquisition Sub, Inc. Capitalized terms used and not otherwise defined herein shall have the respective meanings assigned thereto in the Merger Agreement.

Section 10.01(b)(i) of the Merger Agreement contemplates that the "End Date" of the Merger Agreement may be extended by a period of six months to August 12, 2015. Comcast and Time Warner Cable agree that the End Date is hereby extended to August 12, 2015, as contemplated by the Merger Agreement.

This letter shall be governed by, and construed in accordance with, the Merger Agreement. Except as expressly provided herein, the Merger Agreement shall remain in full force and effect in accordance with its terms.

Very truly yours,

COMCAST CORPORATION

By /s/ Arthur R. Block

Name: Arthur R. Block

Title: Senior Vice President, General Counsel and
Secretary

TANGO ACQUISITION SUB, INC.

By /s/ Arthur R. Block

Name: Arthur R. Block

Title: Secretary and Treasurer

Agreed as of the date first above written:

TIME WARNER CABLE INC.

By /s/ Christian Lee

Name: Christian Lee

Title: SVP Mergers & Acquisitions

[Signature Page to Letter]
