# SEC Form 4

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# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

#### OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

|   | Address of Reporting I |                 | 2. Issuer Name and Ticker or Trading Symbol<br>COMCAST CORP [ CMCSA ] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |   |                       |  |  |
|---|------------------------|-----------------|---|---|---|-----------------------|--|--|
| HASSELL GERALD L<br>(Last) (First) (Middle)<br>ONE COMCAST CENTER |                        |                 |   | X   | Director  | 10% Owner             |  |  |
|   |                        | (Middle)        | 3. Date of Earliest Transaction (Month/Day/Year)<br>01/26/2011        |   | Officer (give title below)                            | Other (specify below) |  |  |
|   |                        |                 | 4. If Amendment, Date of Original Filed (Month/Day/Year)              | 6. Indiv<br>Line)   | 6. Individual or Joint/Group Filing (Check Applicable |                       |  |  |
| (Street)<br>PHILADELPHIA PA                                       |                        | 19103           |   | X   | Form filed by One Reporting Person                    |                       |  |  |
|   |                        | 19105           |   |   | Form filed by More than One Reporting<br>Person       |                       |  |  |
| (City)  | (State)                | (Zip)           |   |   |   |                       |  |  |
|   |                        | Table I - Non-D | erivative Securities Acquired, Disposed of, or Ber                    | eficially   | Owned   |                       |  |  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) |   | 4. Securities A<br>Disposed Of ( |               |          | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |
|---------------------------------|--|---|------------------------------|---|----------------------------------|---------------|----------|---|---|---|
|                                 |  |   | Code                         | v | Amount                           | (A) or<br>(D) | Price    | Transaction(s)<br>(Instr. 3 and 4)  |   | (Instr. 4)  |
| Class A Common Stock            | 01/26/2011                                 |   | Α                            |   | 19.7608                          | Α             | \$0.0000 | 4,896.177   | D   |   |

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | Secur<br>Acqu<br>(A) or<br>Dispo<br>of (D) | Expiration Date<br>(Month/Day/Year)<br>urities<br>urities<br>prosed<br>D)<br>(Month/Day/Year) |                     | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|---|---|--|---|------------------------------|---|--|---|---------------------|---|-------|---|--|--|--|--|
|   |   |  |   | Code                         | v | (A)  | (D)   | Date<br>Exercisable | Expiration<br>Date  | Title | Amount<br>or<br>Number<br>of<br>Shares              |  |  |  |  |

Explanation of Responses:

## Arthur R. Block, Attorney-in-<u>fact</u>

01/27/2011

\*\* Signature of Reporting Person Date

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

\* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.