

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0362
Estimated average burden hours per response:	1.0

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported.
- Form 4 Transactions Reported.

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

1. Name and Address of Reporting Person* <u>ROBERTS RALPH J</u> (Last) (First) (Middle) <u>COMCAST CORPORATION</u> <u>1500 MARKET STREET</u> (Street) <u>PHILADELPHIA PA</u> <u>19102</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>COMCAST CORP [CMCSA]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman-Exec & Finance Comm</u>
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <u>12/31/2004</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Class A Special Common Stock	10/07/2004		G	1,868	D ⁽¹⁾	(1)	2,023,549 ⁽²⁾	D	
Class A Special Common Stock	11/22/2004		G	561	D ⁽³⁾	(3)	2,022,988 ⁽²⁾	D	
Class A Special Common Stock	11/22/2004		G	561	D ⁽³⁾	(3)	2,022,427 ⁽²⁾	D	
Class A Special Common Stock	11/22/2004		G	654	D ⁽⁴⁾	(4)	2,021,773 ⁽²⁾	D	
Class A Special Common Stock	11/22/2004		G	654	D ⁽⁴⁾	(4)	2,021,119 ⁽²⁾	D	
Class A Special Common Stock							371,351 ⁽²⁾	I	By Family Partnerships

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- The shares were initially transferred by gift from the Reporting Person to the Reporting Person's spouse, who shares the Reporting Person's household, and then on 10/20/04 were transferred from the Reporting Person's spouse to family limited partnerships.
- Between 10/04/04 and 11/22/04, there were intervening changes in the reporting person's form of beneficial ownership. After the transactions reported on this Form 5, the reporting person directly beneficially owned at the end of the Issuer's fiscal year 2,021,119 shares of Class A Special Common Stock and indirectly beneficially owned 371,351 shares of Class A Common Stock through family limited partnerships.
- Gifts to spouse who shares the Reporting Person's household; gifts are units in family limited liability companies, which are the general partners of family limited partnerships holding shares of Class A Special Common Stock.
- Gifts of units in family limited liability companies, which are the general partners of family limited partnerships holding shares of Class A Special Common Stock.

Remarks:

/s/ Roberts, Ralph J. 02/10/2005
 ** 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.