FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL
O IVID / II I I I VO V/ IE

hours per response:

3235-0287

0.5

OMB Number: Estimated average burden

## Check this box if no longer subject 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

1. Name and Address of Reporting Person*  ROBERTS BRIAN L						2. Issuer Name <b>and</b> Ticker or Trading Symbol COMCAST CORP [ CMCSA ]								ationship of l k all applicat Director	Reporting Person(s) to Issuer alle) 10% Owner			
(Last) (First) (Middle) ONE COMCAST CENTER				3. Date of Earliest Transaction (Month/Day/Year) 02/17/2012								- X	below)	Officer (give title below) Chairman of Boar		Other (specification)  other (specification)	´	
(Street) PHILADELPHIA PA 19103					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indi	lividual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)																-		
		T	able I - No			_		quired,	Dis	posed o	of, or B	enefi	cially (	Owned				
1. Title of Security (Instr. 3)  2. Transidate (Month/I					Exe if a	Deemed ecution Date ny onth/Day/Yea	Code (		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and				5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of ndirect Beneficial Ownership	
								Code	v	Amount	(A) (D)		Price	Reported Transactio (Instr. 3 ar			(	Instr. 4)
Class A Common Stock 02/17						/2012		M		1,286,250 A		A	\$18.08	1,671,016			D	
Class A Common Stock 02/1					7/2012			F	F 99		5,858 D		\$29.04	674,158			D	
Class A Common Stock														12,200	5.623			3y 401(k)
Class A Common Stock													2,034				By Spouse	
Class A Common Stock													58,000			I I	By Trusts	
	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)	vative Conversion Date Execution Date or Exercise (Month/Day/Year) if any		Code (Instr.		Der Sec Acq or D	lumber of ivative urities puired (A) Disposed of (Instr. 3, 4	Expiration	6. Date Exercisable Expiration Date (Month/Day/Year)		7. Title and Amo Securities Under Derivative Secur (Instr. 3 and 4)		erlying	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Cod	e V	(A)	(D)	Date Exercisab		xpiration late	Title		ount or ober of res		(Instr. 4)	ioli(s)		
Option to Purchase	\$18.08	02/17/2012		М			1,286,250	(1)	0	2/25/2013	Class A Common Stock	1,2	86,250	\$0.0000	138,7	50	D	

## **Explanation of Responses:**

1. This option is immediately exercisable.

Arthur R. Block, Attorney-in-

\*\* Signature of Reporting Person Date

02/21/2012

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

- $^{\star}$  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.