FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

1	OND AFFRO	/AL
	OMB Number:	3235-0287
	Estimated average burden	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

Name and Address of Reporting Person* COHEN DAVID L					2. Issuer Name and Ticker or Trading Symbol COMCAST CORP [CMCSA]								k all applical Director Officer (g	ble)			ner	
(Last) (First) (Middle) ONE COMCAST CENTER					3. Date of Earliest Transaction (Month/Day/Year) 06/13/2011								Executive Vice President					
(Street) PHILADELPHIA PA 19103			4. If Amendment, Date of Original Filed (I					(Month/Day/Year) 6.			6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)	(\$	State)	(Zip)										T OIIII IIIC	u by More	o triair C	ле пероп	ig i cison	
		•	Гable I - Nor	n-Deriva	ative	Securit	ies Acq	uired,	Dis	posed of,	or Bene	eficially (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) of Disposed Of (D) (Instr. 3, 4 a			Beneficially Ow Following Repo		wned (D) or orted (I) (Ins	Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership			
									v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Class A Common Stock				06/13/2011				J ⁽¹⁾		83,420	D	\$0.0000	107,917.3038		D			
Class A (Common St	ock		06/13/	2011			J (1)		83,420	A	\$0.0000	.0000 95,946 I		I 1	By Trust		
Class A (lass A Common Stock											149,	149,247			By GRATs		
			Table II -							osed of, o onvertibl			wned					
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	Code	Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Exerc tion Day/\day/\day			ies g Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securitie Beneficia Owned Following	re es ally	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exerci	sable	Expiration Date	Title	Amount or Number of Shares		Reported Transacti (Instr. 4)				
Option to Purchase	\$17.5	06/15/2011		G	v		81,700	03/10/	2007	03/09/2016	Class A Common Stock	81,700	\$0.0000	270,8	800	D		
Option to Purchase	\$18.98	06/15/2011		G	v		168,300	03/28/	2009	03/27/2018	Class A Common Stock	168,300	\$0.0000	205,7	700	D		
Option to Purchase	\$17.5	06/15/2011		G	v	81,700		(2))	03/09/2016	Class A Common Stock	81,700	\$0.0000	81,70	00	I	By Trust	
Option to	\$18.98	06/15/2011		G	v	168,300		(2))	03/27/2018	Class A Common	168,300	\$0.0000	168,3	800	I	By Trust	

Explanation of Responses:

- 1. The reporting person transferred 83,420 shares to a grantor trust of which his wife is a trustee and the beneficiaries are his immediate family members in exchange for a promissory note.
- 2. This option is immediately exercisable.

Arthur R. Block, Attorney-in-

Stock

06/15/2011

fact

** 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.