SEC Form 4

 \square

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

hours per response:	0.5
Estimated average burden	

1. Name and Address of Reporting Perso BURKE STEPHEN B	on*	2. Issuer Name and Ticker or Trading Symbol <u>COMCAST CORP</u> [CMCSA]		tionship of Reporting Pe all applicable) Director	10% Owner
(Last) (First) ONE COMCAST CENTER	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/26/2012	X	Officer (give title below) Executive Vice	Other (specify below) • President
(Street) PHILADELPHIA PA (City) (State)	19103 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Fili Form filed by One Re Form filed by More th Person	porting 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)		A. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) de (Instr.		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	03/26/2012		М		38,025	A	\$0.0000	333,392.599	D	
Class A Common Stock	03/26/2012		F		17,150	D	\$30.35	316,242.599	D	
Class A Common Stock	03/27/2012		М		47,250	A	\$0.0000	363,492.599	D	
Class A Common Stock	03/27/2012		F		21,310	D	\$30.17	342,182.599	D	

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. Transa Code (8)		of		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)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	\$0.0000 ⁽¹⁾	03/26/2012		м			38,025	(2)	(2)	Class A Common Stock	38,025	\$0.0000	138,620	D	
Restricted Stock Units	\$0.0000 ⁽¹⁾	03/27/2012		м			47,250	(2)	(2)	Class A Common Stock	47,250	\$0.0000	91,370	D	

Explanation of Responses:

1. Each restricted stock unit represents a contigent right to receive one share of Class A Common Stock.

2. These restricted stock units vest on the transaction date.

fact

03/28/2012

** 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.