

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* <u>ROBERTS BRIAN L</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 of Board, Pres. & CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/15/2006</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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Special Common Stock	02/10/2006		G	V	18	D	\$0	202,190	D	
Class A Special Common Stock ⁽¹⁾	11/15/2006		M		140,372	A	\$9.1875	342,562	D	
Class A Special Common Stock ⁽¹⁾	11/15/2006		M		101,217	A	\$14.9375	443,779	D	
Class A Special Common Stock ⁽²⁾	11/15/2006		F		67,902	D	\$39.93	375,877	D	
Class A Special Common Stock	11/15/2006		S		70,040 ⁽³⁾	D	\$40.09	305,837	D	
Class A Special Common Stock ⁽¹⁾	11/16/2006		M		61,205	A	\$14.9375	367,042	D	
Class A Special Common Stock ⁽¹⁾	11/16/2006		M		500,000	A	\$16.9375	867,042	D	
Class A Special Common Stock ⁽⁴⁾	11/16/2006		F		363,883	D	\$40.02	503,159	D	
Class A Special Common Stock								41,132.488	I	By 401(k)
Class A Special Common Stock								160	I	By Daughter
Class A Special Common Stock								2,408,638	I	By LLC
Class A Special Common Stock								2,712	I	By Spouse
Class A Special Common Stock								122,163	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)	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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option to Purchase ⁽⁵⁾	\$9.1875	11/15/2006		M			140,372	(6)	02/05/2007	Class A Special Common Stock	140,372	\$0	0.0000	D	
Option to Purchase ⁽⁵⁾	\$14.9375	11/15/2006		M			101,217	(6)	01/09/2008	Class A Special Common Stock	101,217	\$0	61,205	D	
Option to Purchase ⁽⁵⁾	\$14.9375	11/16/2006		M			61,205	(6)	01/09/2008	Class A Special Common Stock	61,205	\$0	0.0000	D	
Option to Purchase ⁽⁵⁾	\$16.9375	11/16/2006		M			500,000	(6)	06/16/2008	Class A Special Common Stock	500,000	\$0	2,499,424	D	

Explanation of Responses:

1. Shares acquired upon exercise of options.
2. Shares delivered for payment of tax liability.
3. The reporting person sold shares of Issuer common stock in order to satisfy the payment of the exercise price in connection with the 11/15/06 option exercises reported on Table II.
4. Shares delivered for payment of option exercise price and tax liability.
5. This is an option to purchase Class A Special Common Stock.
6. This option is immediately exercisable.

Remarks:

By: Arthur R. Block, Attorney-
in-fact for Brian L. Roberts

11/17/2006

** 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.

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