FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPRO	VAL				
	OMB Number:	3235-0287				
l	Estimated average burde	en				
l	hours per response:	0.5				

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 ar		2. Issuer Name and Ticker or Trading Symbol COMCAST CORP [CMCSA]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)										
(Last)	LAWRI (Fi OMCAST C	rst)	3. 🗅	3. Date of Earliest Transaction (Month/Day/Year) 01/18/2011									Officer (give title below) SVP & (10% Ow Other (s below) Controller		· I				
(Street) PHILADELPHIA PA 19103 (City) (State) (Zip)							4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable le) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
Table I - Non-Deriva 1. Title of Security (Instr. 3) 2. Transact Date (Month/Day					action	tion 2A. Deemed Execution Date			3. Transa Code (ction	4. Securit	ties Acquire I Of (D) (Ins	ed (A)	or 5. Amou Securiti Benefic Owned		int of es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D)	Pri	ce	Reporte Transac (Instr. 3	ction(s)			(Instr. 4)		
Class A Common Stock 01/18/2							2011		M		6,024	A :		\$ <mark>0</mark>	64,006.9629			D			
Class A Common Stock 01/18/2							2011		F		2,335	D	\$0	0.0000 61		1,671.9629		D			
		Т	able II -								osed of converti				wned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deen Executio if any (Month/D	n Date,	4. Transa Code (1 8)		n of E		6. Date E: Expiration (Month/D	n Date	Amount o		f I s S g (e s Security		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)		
				Co	Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amo or Num of Shar	mber							
Restricted Stock	(1)	01/18/2011			M			6,024	(2)		(2)	Class A Common	6,0	24 5	0.0000	193,716	6	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.

Arthur R. Block, Attorney-in-01/20/2011

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.