

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>ROBERTS BRIAN L</u> (Last) (First) (Middle) <u>ONE COMCAST CENTER</u> (Street) <u>PHILADELPHIA PA 19103</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>03/28/2012</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 Common Stock	03/28/2012		M		41,400	A	\$0.0000	509,880	D	
Class A Common Stock	03/28/2012		F		18,346	D	\$29.92	491,534	D	
Class A Special Common Stock	03/27/2012		G ⁽¹⁾	V	606,785	D	\$0.0000	6,856,323	I	By LLC
Class B Common Stock	03/27/2012		G ⁽¹⁾	V	800,010	D	\$0.0000	9,039,663	I	By LLC
Class A Special Common Stock								36,797	D	
Class A Common Stock								12,206.623	I	By 401(k)
Class A Special Common Stock								65,224.62	I	By 401(k)
Class A Special Common Stock								240	I	By Daughter
Class A Common Stock								2,034	I	By Spouse
Class A Special Common Stock								4,068	I	By Spouse
Class A Common Stock								58,000	I	By Trust
Class A Special Common Stock								1,542,065	I	By Trusts
Class B Common Stock								404,712	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
Restricted Stock Units	\$0.0000 ⁽²⁾	03/28/2012		M			41,400	(3)	(3)	Class A Common Stock	41,400	\$0.0000	14,895	D	

Explanation of Responses:

- Reflects a transaction pursuant to which a grantor retained annuity trust (GRAT) established by the reporting person gifted 61,2895 units, representing an 8.85% interest, in BRCC Holdings, LLC to a family trust also established by the reporting person. BRCC Holdings owns shares of Class A Special Common Stock and Class B Common Stock, and this transaction conveyed an indirect interest from the GRAT to the family trust in 606,785 shares of Class A Special Common Stock and 800,010 shares of Class B Common Stock, over which the reporting person maintains an indirect pecuniary interest.
- Each restricted stock unit represents a contingent right to receive one share of Class A Common Stock.
- These restricted stock units vest on the transaction date.

Arthur R. Block, Attorney-in- 03/29/2012
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.