

COMCAST CORP  
Form 4  
December 13, 2004

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BURKE STEPHEN B**

(Last) (First) (Middle)

**COMCAST CORPORATION, 1500 MARKET STREET**

(Street)

**PHILADELPHIA, PA 19102**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**COMCAST CORP [CMCSA]**

3. Date of Earliest Transaction (Month/Day/Year)  
**12/09/2004**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 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 <sup>(1)</sup>	12/09/2004		M		1,000,000	A	\$ 17.0882
Class A Special Common Stock <sup>(2)</sup>	12/09/2004		F		142,157	D	\$ 30.5
Class A Special Common Stock	12/13/2004		S		757,843	D	\$ 30.3545 <sup>(3)</sup>



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- (3) These shares were all sold on December 13, 2004, at prices ranging from \$30.30 to \$30.60 per share.
- (4) This is an option to purchase Class A Special Common Stock.
- (5) 1,476,920 shares are immediately exercisable; 376,920 shares are exercisable on 6/03/2007 and 100,000 shares are exercisable on 12/03/2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.