

COMCAST CORP  
Form 4  
November 15, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden 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).

**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 \*  
**BLOCK ARTHUR R**

(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)  
**11/13/2006**

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)  
SVP, GC and Secretary

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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Class A Special Common Stock <sup>(1)</sup>	11/13/2006		M		13,374	A	\$ 9.1875
					43,694		
Class A Special Common Stock <sup>(1)</sup>	11/13/2006		M		32,228	A	\$ 14.9375
					75,922		
Class A Special Common Stock <sup>(1)</sup>	11/13/2006		M		40,000	A	\$ 16.9375
					115,922		

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Class A Special Common Stock <u>(2)</u>	11/13/2006	F	42,381	D	\$ 40.13	73,541	D	
Class A Special Common Stock	11/14/2006	S	43,221	D	\$ <u>39.645</u> <u>(3)</u>	30,320	D	
Class A Special Common Stock						1,594	I	By Daughter
Class A Special Common Stock						1,594	I	By Son

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Option to Purchase <u>(4)</u>	\$ 9.1875	11/13/2006		M	13,374	<u>(5)</u>	02/05/2007	Class A Special Common Stock	13,374
Option to Purchase <u>(4)</u>	\$ 14.9375	11/13/2006		M	32,228	<u>(5)</u>	01/09/2008	Class A Special Common Stock	32,228
Option to Purchase <u>(4)</u>	\$ 16.9375	11/13/2006		M	40,000	<u>(5)</u>	06/16/2008	Class A Special Common	40,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BLOCK ARTHUR R COMCAST CORPORATION 1500 MARKET STREET PHILADELPHIA, PA 19102			SVP, GC and Secretary	

## Signatures

/s/ Block, Arthur  
R. 11/15/2006

\_\_Signature of  
Reporting Person Date

## Explanation of Responses:

- \* 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).
- (1) Shares acquired upon exercise of options.
- (2) Shares delivered for payment of option exercise price and tax liability.
- (3) These shares were all sold on November 14, 2006, at prices ranging from \$39.61 to \$39.68 per share.
- (4) This is an option to purchase Class A Special Common Stock.
- (5) This option is immediately exercisable.

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.