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COMCAST CORP  
Form 8-K  
May 13, 2004

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): May 13, 2004

COMCAST CORPORATION

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(Exact name of registrant as specified in its charter)

|                                                               |                                      |                                               |
|---------------------------------------------------------------|--------------------------------------|-----------------------------------------------|
| Pennsylvania                                                  | 000-50093                            | 27-0000798                                    |
| -----<br>(State or other<br>jurisdiction of<br>incorporation) | -----<br>(Commission file<br>number) | -----<br>(IRS employer<br>identification no.) |

|                                                   |                     |
|---------------------------------------------------|---------------------|
| 1500 Market Street, Philadelphia, PA              | 19102-2148          |
| -----<br>(Address of principal executive offices) | -----<br>(Zip Code) |

Registrant's telephone number, including area code (215) 665-1700  
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Item 5. Other Events.

On May 13, 2004, Brian L. Roberts, President and Chief Executive Officer of Comcast Corporation, sent a letter to Institutional Shareholder Services stating his intention to abstain from participation in the Governance and Directors Nominating Committee of the Board of Directors. A copy of the letter is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 7(c). Exhibits

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Exhibit 99.1 Brian L. Roberts letter to Institutional Shareholder Services.

SIGNATURES

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Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: May 13, 2004

COMCAST CORPORATION

By: /s/ Arthur R. Block

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Arthur R. Block  
Senior Vice President,  
Secretary and General Counsel