011122 011	TES SECURITIES Washington	OMB APPROVAL						
	OMB Number: 3235-0104 Expires: January 31, 2005 Estimated average burden hours per response0.5							
-	2. Date of Event Requiring Statement (Month/Day/Year)		omcast Corporation): CMCSA and CMCSK					
) (Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	(Check all applicable) x Director o 10% (	Ovier (specify below) 7. Inc Fil x Fe	mendment, Date of ginal (Month/Day/Year) lividual or Joint/Group ing (Check Applicable Line) rm filed by One Reporting Person rm filed by More than One Reporting Person				
	Table I Non-Derivative Securities Beneficially Owned							
	2. Amount of Securities Beneficially Owned (Instr. 4) (1)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ov (Instr. 5)	vnership				
	ng Person* Michael ) (Middle) ) 19102	NITTIAL STATEMENT OF BENEFI         Filed pursuant to Section 16(a) of Section 17(a) of the Public Utili Section 30(h) of the Investigation and the section 30(	INITIAL STATEMENT OF BENEFICIAL OWNERSHI         Filed pursuant to Section 16(a) of the Securities Exchange Act of 1 Section 17(a) of the Public Utility Holding Company Act of 1933 Section 30(h) of the Investment Company Act of 1940         ng Person*       2. Date of Event Requiring Statement (Month/Day/Year)       4. Issuer Name and Ticker or 7 Comcast Corporation (form         Michael       November 18, 2002       5. Relationship of Reporting Person, if an entity (voluntary)       5. Relationship of Reporting P (Check all applicable)         y       Middle)       3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)       5. Relationship of Reporting P (Check all applicable)         y       Middle)       Chairman         19102       Table I Non-Derivation (Instr. 4)	INITIAL STATEMENT OF 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         ng Person*       2. Date of Event Requiring Statement (Month/Day/Year)       4. Issuer Name and Ticker or Trading Symbol Comcast Corporation (formerly named AT&T Comcast Corpor.         Michael       November 18, 2002       5. Relationship of Reporting Person(s) to Issuer (Check all applicable)       6.If A Ori (Check all applicable)         y       Middle)       3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)       5. Relationship of Reporting Person(s) to Issuer (Check all applicable)       6.If A Ori (Check all applicable)         x       Director       0 10% Owner x Officer       0 00% Owner x Officer       7. Intr Fill         19102       Table I Non-Derivative Securities Beneficially Owned (Instr. 4)       3. Ownership Form: Direct (1) (Instr. 5)       4. Nature of Indirect Beneficial Ov				

 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 5(b)(v).

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 control number.

## Table II -- Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Securities: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares	or Indirect (I) (Instr. 5)		
				(1)	(1)		

Explanation of Responses:

(1) Shares and equity awards with respect to shares of Issuer common stock were acquired pursuant to the merger of each of Comcast Holdings Corporation (formerly named Comcast Corporation) and AT&T Broadband Corp. with wholly-owned subsidiaries of the Issuer. These acquisitions will be reported on Form 4 on November 20, 2002.

Page 2 of 3

/s/ C. Michael Armstrong

\*\* Signature of Reporting Person C. Michael Armstrong November 18, 2002

Date

\*\* 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.