FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPRO	VAL
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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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* ROBERTS BRIAN L					2. Issuer Name and Ticker or Trading Symbol COMCAST CORP [CMCSA]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
AODENIS DRIAN L												X	Offic		10% C			
(Last) (First) (Middle) COMCAST CORPORATION 1500 MARKET STREET				3. Date of Earliest Transaction (Month/Day/Year) 06/10/2004								X	X Officer (give title Other (specify below) Chairman of Board, Pres. & CEO					
(Street)				4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	6. Individual or Joint/Group Filing (Check Applicable Line)					
PHILADELPHIA PA 19102														X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State) (Zip)													1 03011					
			le I - Noi			_	ities Acq		Disp	1				_				
, (2. Transaction Date (Month/Day/Year		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)								6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount		(A) or (D)	Drice Trans		insaction(s) str. 3 and 4)		(iiisti. 4)	
Class A Special Common Stock				06/10/2004				J		0(1)		D	(1)	(1) 2,408,6		I	By LLC ⁽³⁾	
Class B Common Stock				06/10	06/10/2004			J		0(1)		D	(1) 9,		39,663 ⁽²⁾	I	By LLC ⁽³⁾	
Class A S	pecial Com	mon Stock												5	05,134	D		
Class A Special Common Stock														4	1,132	I	By 401(k)	
Class A Special Common Stock															160	I	By Daughter	
Class A Special Common Stock															2,712	I	By Spouse	
Class A Special Common Stock														1	22,163	I	By Trusts	
Class B Common Stock														4	04,712	I	By Trusts	
		Т	able II - I	Derivati e.a pu	ve Sec ts. cal	uriti Is. w	es Acqui arrants,	red, D	ispo s. cc	sed of, onvertib	or E	Benefic ecurit	ially C	wned				
1. Title of 2. 3. Transaction 3A. Deemed 4. Execution Date, Transaction Date		I. Fransaction	5. Number 6		6. Date Exercisable and Expiration Date (Month/Day/Year)		able and			8. F De See (In:	Price of rivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
	of Respons				Code V	(Date Exercisa		Expiration Date	Title	or Num of Shar						

- 1. On June 10, 2004, the LLC redeemed 1.1952% of the Reporting Person's membership interests in this LLC in exchange for cash. No shares of Issuer common stock were sold or otherwise disposed of in connection with this transaction.
- 2. The reporting person also beneficially owns 913.2920 shares of Class A Common Stock indirectly through Comcast Corporation's 401(k) plan and 1,356 shares of Class A Common Stock indirectly through
- 3. The Reporting Person disclaims beneficial ownership of securities owned by the LLC, except to the extent of his pecuniary interest therein.

Remarks:

By: Arthur R. Block, Attorneyin-fact for Brian L. Roberts

** 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.