SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

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): January 18, 2000

COMCAST CORPORATION
(Exact name of registrant as specified in its charter)

Pennsylvania	0-6983	23-1709202
(State or other jurisdiction of incorporation)	(Commission file number)	(IRS employer identification no.)

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

Registrant's telephone number, including area code (215) 665-1700

Item 5. OTHER EVENTS

On January 18, 2000, Comcast Corporation ("Comcast"), through its wholly owned subsidiary Comcast LCI Holdings, Inc. ("LCI Holdings"), completed the acquisition of Lenfest Communications, Inc. ("Lenfest"), the nation's ninth largest cable television operator (the "Acquisition") for approximately 121.4 million shares, subject to closing adjustments, of Comcast's Class A Special Common Stock, par value $1.00 per share. As part of the Acquisition, Lenfest merged with and into LCI Holdings, with LCI Holdings as the surviving corporation of the merger.

A press release announcing the completion of the Acquisition was issued by Comcast on January 18, 2000. The information contained in the press release is incorporated herein by reference. The press release is attached hereto as Exhibit 99.1.

ITEM 7. Financial Statements and Exhibits.

(c) Exhibits:

99.1 Press Release dated January 18, 2000.

SIGNATURE

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: January 21, 2000

COMCAST CORPORATION

By: /s/ William E. Dordelman

William E. Dordelman
Vice President

EXHIBIT INDEX

99.1	Press Release dated January 18, 2000.

FOR IMMEDIATE RELEASE

COMCAST COMPLETES ACQUISITION OF LENFEST

Philadelphia, PA - January 18, 2000: Comcast Corporation announced today that it has completed the acquisition of Lenfest Communications, Inc. (Lenfest), the nation's ninth largest cable television operator. The acquisition adds approximately 1.25 million cable subscribers to Comcast Cable, solidifying its position as the third largest cable operator and creating one of the largest and most concentrated broadband operations in the country.

With the addition of Lenfest and other pending transactions, Comcast Cable will serve over 8.2 million customers. More than four million of these customers will be located in the mid-Atlantic region, stretching from New Jersey to suburban Washington, D.C. Comcast views geographic consolidation of key markets as critically important to the company's future, enhancing its ability to offer expanded digital video and high-speed Internet access services to its customers and helping accelerate deployment of future services, such as residential and commercial telephone, through its networks.

"This is a red-letter day in the history of Comcast," said Ralph J. Roberts, chairman of Comcast Corporation. "Two great cable companies, both of which have their roots in the Philadelphia area, are now one. Gerry Lenfest is an extraordinary entrepreneur, and he has built a great business in Suburban Cable. We salute Gerry for all that he has accomplished. We now look forward to officially welcoming Suburban Cable customers into the Comcast family."

"I did not take lightly the importance of turning over the ownership of Suburban Cable, the company we built over the last twenty-five years, to the right successor," said H.F. (Gerry) Lenfest, president and chief executive officer of Lenfest. "I am most pleased that the ownership of Suburban will pass to Comcast. Comcast is headquartered in Philadelphia and has grown into a major, national diversified communications company under the able leadership of Ralph and Brian Roberts and their management team. I am confident that the Suburban cable operations and our employees will benefit from being part of the Comcast family."

Comcast Corporation (www.comcast.com [http://www.comcast.com]) is principally engaged in the development, management and operation of broadband cable networks and in the provision of content through principal ownership of QVC, Comcast-Spectacor and Comcast SportsNet, a controlling interest in E! Entertainment Television and through other programming investments.

Comcast's Class A Special and Class A Common Stock are traded on The Nasdaq Stock Market under the symbols CMCSK and CMCSA, respectively.

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