UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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): November 4, 1996

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 November 4, 1996, Comcast Corporation issued a press release regarding its third quarter 1996 results, a copy of which is attached as Exhibit 99.1 to the Form 8-K and incorporated herein by reference.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

Exhibit 99.1 - Comcast Corporation Press Release dated November 4, 1996.

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.

COMCAST CORPORATION

Dated: November 4, 1996

By: /s/ Joseph J. Euteneuer

Joseph J. Euteneuer
Vice President and
Corporate Controller

EXHIBIT INDEX

Exhibit Number	Description
99.1	Comcast Corporation Press Release dated November 4, 1996

Comcast Corporation
1500 Market Street
Philadelphia, PA 19102

NEWS

For further information contact:

John R. Alchin
(215) 981-7503

William E. Dordelman
(215) 981-7550

Marlene S. Dooner
(215) 981-7392

FOR IMMEDIATE RELEASE

COMCAST REPORTS THIRD QUARTER RESULTS

SEVENTH CONSECUTIVE QUARTER OF DOUBLE DIGIT REVENUE AND CASH FLOW GROWTH

Philadelphia, PA - November 4, 1996... Comcast Corporation today reported results for the three and nine months ended September 30, 1996. Revenues for the three months ended September 30, 1996 were $974.6 million, representing a 12.0% increase over the $870.2 million reported for the same period in 1995. Operating cash flow for the third quarter of 1996 was $295.8 million, an increase of 12.0% over the $264.1 million reported in the third quarter of 1995.

The Company reported a net loss of $10.0 million, or $0.04 per share for the three months ended September 30, 1996, as compared to a net loss of $7.4 million, or $0.03 per share for the same period in 1995. Ongoing losses are associated with financing costs and non-cash charges, such as depreciation and amortization, principally from acquisitions, and equity in net losses of affiliates.

For the nine months ended September 30, 1996, the Company reported revenues of $2.871 billion and operating cash flow of $862.0 million as compared to revenues and operating cash flow of $2.357 billion and $744.6 million, respectively, for the same period in 1995. Consolidated results for the Company do not include the results of QVC prior to the acquisition date of February 1995. On a pro forma basis, as if QVC had been owned for the entire nine month period ended September 30, 1995, the Company's consolidated revenues and operating cash flow for the period ended September 30, 1996 increased 15.4% and 12.3%, respectively, over the same period in 1995.

In the third quarter, the cable division reported revenue and operating cash flow growth of 6.6% over the prior year period. The cable division's results reflect strong growth in subscribers, which increased by more than 18,000 during the quarter as compared to approximately 10,500 customers added in the third quarter of 1995. For the twelve months ended September 30, 1996, the cable division has added almost 86,000 customers, a 2.6% growth rate.

During the third quarter, the cellular division continued its positive operating trend, with revenues and operating cash flow increasing 12.5% and 19.5%, respectively, over the prior year period.

QVC continued its impressive performance, with third quarter revenue and operating cash flow growth of 10.1% and 16.0%, respectively over the prior year period, despite strong competition for viewers as a result of the Summer Olympics.

Brian L. Roberts, President of Comcast said, "As we gear up for an active fourth quarter we are enthusiastic about the prospects of each of our core businesses. In particular, the cable division is continuing to aggressively upgrade its network infrastructure and customer service platforms to provide a broader and richer array of programming to our customers. We believe that the capacity of our upgraded networks will provide unique opportunities to market new products and services that will support continued cable growth."

"In each of our businesses, and throughout our service territories, we are delivering a range of valuable products and services to our customers. As an example, we recently opened our first Comcast Communications Center in suburban Philadelphia, a retail environment that showcases Comcast as an integrated provider of communications and entertainment services, selling and promoting all of the products available to our customer in this core market."

Comcast Corporation is principally engaged in the development, management and operation of wired telecommunications including cable television and telephone services; wireless telecommunications including cellular, personal communications services and direct to home satellite television; and content through principal ownership and management of QVC, the world's premier electronic retailer, and through majority ownership of Comcast-Spectacor and other programming investments. The Company's consolidated and affiliated operations serve more than ten million customers worldwide.

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

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COMCAST CORPORATION
Condensed Consolidated Statement of Operations (Unaudited)
(in thousands, except per share data)

	Three Months Ended September 30, 1996	Three Months Ended September 30, 1995	Nine Months Ended September 30, 1996	Nine Months Ended September 30, 1995
Service Income	$543,540	$478,758	$1,584,000	$1,381,510
Net Sales from Electronic Retailing	431,023	391,491	1,286,869	975,917
	974,563	870,249	2,870,869	2,357,427
Cost of Goods Sold from Electronic Retailing	262,338	234,369	774,718	584,615
Operating, Selling, General and Administrative Expenses	416,415	371,736	1,234,144	1,028,238
Operating Cash Flow	295,810	264,144	862,007	744,574
Depreciation Expense	78,325	59,244	223,718	278,610
Amortization Expense	88,393	88,388	267,272	256,065
Interest Expense	135,742	137,816	403,735	388,367
Investment Income	(16,215)	(44,727)	(63,706)	(202,307)
Equity in Net Losses of Affiliates	28,877	25,628	89,198	63,534
Gain from Equity Offering of Affiliate			(40,638)	
Other	(293)	(5,891)	22,673	(5,523)
	314,829	260,458	902,252	778,746
(Loss) Income Before Income Tax Expense, Minority Interest and Extraordinary Items	(19,019)	3,686	(40,245)	(34,172)
Income Tax Expense	9,282	18,435	33,894	32,470
Minority Interest	(18,329)	(12,796)	(47,423)	(34,767)
Loss Before Extraordinary Items	(9,972)	(1,953)	(26,716)	(31,875)
Extraordinary Items		(5,407)	(1,013)	(5,407)
Net Loss	($9,972)	($7,360)	($27,729)	($37,282)
Loss per Share				
Loss Before Extraordinary Items	($0.04)	($0.01)	($0.11)	($0.13)
Extraordinary Items		(0.02)		(0.02)
Net Loss	($0.04)	($0.03)	($0.11)	($0.15)
Weighted Average Number of Common Shares Outstanding During the Period	233,318	239,819	236,189	239,634
Cash Dividends per Share	$0.023	$0.023	$0.070	$0.070

COMCAST CORPORATION
Condensed Consolidated Balance Sheet (Unaudited)
(in thousands)

	September 30, 1996	December 31, 1995
Cash, Cash Equivalents and Short-term Investments	$526,662	$910,043
Accounts Receivable, net	350,675	390,698
Inventories, net	256,251	243,447
Other Current Assets	123,748	109,470
Investments, principally in affiliates	1,278,733	906,383
Property and Equipment, net	2,051,562	1,643,602
Deferred Charges, net	5,241,677	5,376,665
Total Assets	$9,829,308	$9,580,308
Current Liabilities	$1,140,964	$1,122,069
Long-term Debt, less current portion	7,233,745	6,943,766
Deferred Income Taxes	1,501,820	1,517,995
Minority Interest and Other	891,492	824,129
Stockholders' Deficiency	(938,713)	(827,651)
Total Liabilities & Stockholders' Deficiency	$9,829,308	$9,580,308

COMCAST CORPORATION
Pro Forma Financial and Other Data by Business Segment (Unaudited) (1)
(in thousands)

	Domestic Cable	(2) Electronic Retailing	Cellular	(3) Corporate and Other	Total
Three Months Ended September 30, 1996					
Revenues	$392,619	$431,023	$110,020	$40,901	$974,563
Operating Cash Flow (Deficit)	193,875	69,238	47,739	(15,042)	295,810
Capital Expenditures	67,025	19,317	32,475	52,483	171,300
Three Months Ended September 30, 1995					
Revenues	$368,453	$391,491	$97,830	$12,475	$870,249
Operating Cash Flow (Deficit)	181,955	59,705	39,955	(17,471)	264,144
Capital Expenditures	69,395	7,465	24,020	36,731	137,611
Nine Months Ended September 30, 1996					
Revenues	$1,170,951	$1,286,869	$317,116	$95,933	$2,870,869
Operating Cash Flow (Deficit)	578,880	208,646	118,826	(44,345)	862,007
Capital Expenditures	203,841	38,864	69,026	138,474	450,205
Nine Months Ended September 30, 1995					
Revenues	$1,078,033	$1,107,386	$274,243	$28,139	$2,487,801
Operating Cash Flow (Deficit)	529,655	178,501	110,736	(51,519)	767,373
Capital Expenditures	180,437	21,516	191,983	88,214	482,150

(1) The Company acquired QVC in February 1995. Pro forma financial data by business segment is presented as if the QVC acquisition occurred at the beginning of 1995. Accordingly, each period presented includes QVC's operating results for the entire period. The information presented above is not necessarily indicative of what the results would have been had the Company operated QVC since the beginning of 1995. Historical financial data by business segment is available in the Company's Quarterly Report on Form 10-Q.

(2) Effective April 1, 1995, QVC began consolidating its United Kingdom operations. Pro forma financial data by business segment for periods prior to April 1, 1995 excludes QVC's United Kingdom operations. For the three months ended March 31, 1995, revenues of QVC's United Kingdom operations were $7.4 million and operating cash flow (deficit) was ($2.2 million).

(3) Corporate and other includes certain operating businesses and elimination entries related to the segments presented.

Other Data (at end of period)

	3Q95	2Q96	3Q96	3Q95-3Q96 Growth
Domestic Cable				
Homes Passed	5,547	5,624	5,649	1.8%
Basic Cable Subscribers	3,361	3,429	3,447	2.6%
Basic Cable Penetration	60.6%	61.0%	61.0%	0.4 pts.
Primestar Subscribers	43	81	101	134.9%