FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OMB APPROVAL OMB Number: 3235-

|     | OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |  |
|-----|--------------------------|-----------|--|--|--|--|--|--|--|--|
|     | Estimated average burden |           |  |  |  |  |  |  |  |  |
| - 1 | hours nor resnance.      | 0.5       |  |  |  |  |  |  |  |  |

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*  BREEN EDWARD D                         |  |  |   |                   |              | 2. Issuer Name and Ticker or Trading Symbol  COMCAST CORP [ CMCSA ]            |      |  |  |   |   |   |             |                 | Relationsh<br>heck all ap                           | ,   |   | ) to Is<br>0% O   |  |  |
|--|--|--|---|-------------------|--------------|--|------|--|--|---|---|---|-------------|-----------------|---|---|---|---|--|--|
| (Last) (First) (Middle) ONE COMCAST CENTER                                       |  |  |   |                   |              | 3. Date of Earliest Transaction (Month/Day/Year) 01/04/2010                    |      |  |  |   |   |   |             |                 | Offic<br>belo                                       | er (give title<br>w)  |   | ther (<br>elow)   | specify  |  |
| (Street) PHILADELPHIA PA 19103 (City) (State) (Zip)                              |  |  |   |                   | 4. If        | 4. If Amendment, Date of Original Filed (Month/Day/Year)                       |      |  |  |   |   |   |             |                 | ne)<br>X Fori<br>Fori                               | ·   |   |   |  |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |  |   |                   |              |  |      |  |  |   |   |   |             |                 |   |   |   |   |  |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Da                       |  |  |   |                   |              | Execution Date,  |      |  | Transaction Disposed Of (Code (Instr. 5)   |   | ies Acquired (A)<br>Of (D) (Instr. 3, 4 |   |             | d Secur<br>Bene | icially<br>d Following                              | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)                               |   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |  |
|  |  |  |   |                   |              |  |      |  | Code   | v | Amount                                  | (,  | A) or<br>D) | Price           | Trans   | action(s)<br>3 and 4)   |   |   | (IIISU. 4)   |  |
| Class A Common Stock 01/04/2   |  |  |   |                   |              |  | 2010 |  | A  |   | 441.9564                                |   | Α           | \$(             | 6,940.0748  |   | D   |   |  |  |
|  | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |   |                   |              |  |      |  |  |   |   |   |             |                 |   |   |   |   |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                              | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security  | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deems<br>Execution<br>if any<br>(Month/Da | Date,<br>ny/Year) | Code (<br>8) | ansaction of Derivati Securiti Acquire (A) or Dispose of (D) (Instr. 3, and 5) |      | rative<br>rities<br>ired<br>r<br>osed<br>)<br>: 3, 4 | 6. Date Exercisable and Expiration Date (Month/Day/Year)  Date Expiration Exercisable Date |   |   | 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)  Amoun or Numbe of Title Shares |             | unt<br>ber      | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Owner<br>Form:<br>Direct<br>or Indi<br>(I) (Ins | (D)<br>rect   | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |

**Explanation of Responses:** 

Remarks:

Arthur R. Block, Attorney-in-

fact

\*\* Signature of Reporting Person

Date

01/05/2010

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.