FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

5. Relationship of Reporting Person(s) to Issuer

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

2. Issuer Name **and** Ticker or Trading Symbol

1. Name and Address of Reporting Person* BURKE STEPHEN B						2. Issuer Name and Ticker or Trading Symbol COMCAST CORP [CMCSA]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) Executive Vice President					
(Last) (First) (Middle) ONE COMCAST CENTER					3. Date of Earliest Transaction (Month/Day/Year) 03/20/2015													
(Street) PHILADELPHIA PA 19103					4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Indiv						
(City) (State) (Zip)													Form filed by More than One Reporting Person					
			Table I - Nor	n-Deriv	ative	Securit	ies Acc	quired	, Dis	posed of,	or Bene	ficially O	wned					
1. Title of Security (Instr. 3)				2. Transaction Date (Month/Day/Yea		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a		() or , 4 and 5)	5. Amount of Securities Beneficially Owned Foll Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount	(A) or (D)	Price	Transactio				IIISU. 4)	
Class A Common Stock				03/20/2015				M ⁽¹⁾		500,000	A	\$18.34	4 755,762			D		
Class A Common Stock				03/20/2015				M ⁽¹⁾	138,000 A \$14.54 893,762		762		D					
Class A Common Stock				03/20/2015				M ⁽¹⁾		43,840	A	\$25.44	44 937,602 <u>Г</u>		D			
Class A Common Stock				03/20/2015				M ⁽¹⁾		32,120	A	\$18.98	969,722			D		
Class A Common Stock				03/20/2015						30,240	A	\$17.5	999,962		D			
Class A Common Stock				03/20/2015						20,655	D	\$58.96	979,307			D		
Class A Common Stock				03/20/2015						22,302	D	\$58.975	957,005			D		
Class A Common Stock				03/20/2015				F ⁽¹⁾		32,599	D	\$59.01	924,406			D		
Class A Common Stock				03/20/2015						91,131	D	\$58.98	833,	833,275		D		
Class A Common Stock				03/20/2015		<u> </u>				155,451	D	\$59.26 ⁽²⁾				D		
Class A Common Stock				03/20/2015		 		F ⁽¹⁾		344,549	D	\$59.11	333,275		D			
Class A Common Stock				03/22/2015				M		17,145	A	\$0.0000	350,420			D		
Class A	Common St	ock		03/22/				F		9,436	D	\$59.45	340,	984		D		
										osed of, or convertible			ned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerci Expiration Dat (Month/Day/Ye		isable and ite	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securitie Beneficial Owned Following Reported	e es ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares	Transa (Instr. 4		tion(s)			
Option to Purchase	\$59.45	03/20/2015		A		453,800		(3)	03/19/2025	Class A Common Stock	453,800	\$0.0000	453,8	453,800			
Option to Purchase	\$18.34	03/20/2015		M ⁽¹⁾			500,000	(4	-)	03/25/2020	Class A Common Stock	500,000	\$0.0000	433,0	00	D		
Option to Purchase	\$17.5	03/20/2015		M ⁽¹⁾			30,240	03/10/2	2007 ⁽⁴⁾	03/09/2016	Class A Common Stock	30,240	\$0.0000	30,24	,240 D			
Option to Purchase	\$25.44	03/20/2015		M ⁽¹⁾			43,840	03/16/2008 ⁽⁴⁾		03/15/2017	Class A Common Stock	43,840	\$0.0000	43,84	40	D		
Option to Purchase	\$14.54	03/20/2015		M ⁽¹⁾			138,000	03/27/2010 ⁽⁴⁾		03/26/2019	Class A Common Stock	138,000	\$0.0000	230,000		D		
Option to Purchase	\$18.98	03/20/2015		M ⁽¹⁾			32,120	03/28/2009		03/27/2018	Class A Common Stock	32,120	\$0.0000 128,4		80	D		
Restricted Stock Units	\$0.0000 ⁽⁵⁾	03/20/2015		A		106,820	106,820)	(6)	Class A Common Stock	106,820	\$0.0000 145,6		808	D		
Restricted Stock Units	\$0.0000 ⁽⁵⁾	03/22/2015		М			17,145	(7)	(7)	Class A Common Stock	17,145	\$0.0000	128,4	63	D		

Explanation of Responses:

- 1. Transaction was effected pursuant to a Rule 10b5-1 trading plan.
- 2. This transaction was executed in multiple trades at prices ranging from \$58.890 to \$59.515. The price reported above reflects the weighted-average price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.
- 3. The options were granted on March 20, 2015 and become exercisable as follows: 30% becomes exercisable on the 2nd anniversary of the date of grant; an additional 15% on each of the 3rd, 4th and 5th anniversaries of the date of grant; and an additional 5% on each of the 6th, 7th, 8th, 9th and 9.5th anniversaries of the date of grant.
- 4. With respect to the number of shares set forth in Column 7, this option is immediately exercisable.
- $5. \ Each \ restricted \ stock \ unit \ represents \ a \ contigent \ right \ to \ receive \ one \ share \ of \ Class \ A \ Common \ Stock.$
- 6. The restricted stock units vest in installments of 15%, 15%, 15%, 15%, 15% and 40% on the 13th-month, 2nd, 3rd, 4th and 5th anniversaries of the date of grant (March 20, 2015), respectively.
- 7. These restricted stock units vest on the transaction date.

Arthur R. Block, Attorney-infact 03/23/2015

** 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.

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