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): August 1, 2002

COMCAST CORPORATION
(Exact Name of Registrant Specified in Charter)

Pennsylvania	0-6983	23-1709202
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

1500 Market Street Philadelphia, Pennsylvania	19102-2148
(Address of Principal Executive Offices)	(Zip Code)

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

Item 7 (c). Exhibits

Exhibit Number	Description
99.1	Statement Under Oath of Principal Executive Officer Regarding Facts and Circumstances Relating to Exchange Act Filings.
99.2	Statement Under Oath of Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings.
99.3	Statement Under Oath of Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings.

Item 9. Regulation FD Disclosure

On August 1, 2002, Comcast Corporation ("Comcast") submitted to the Securities and Exchange Commission the Statements Under Oath of the Principal Executive Officer and the Principal Financial Officers of Comcast Regarding Facts and Circumstances Relating to Exchange Act Filings (the "Statements"). Such Statements are attached hereto as Exhibits 99.1, 99.2 and 99.3.

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.

Date: August 1, 2002

COMCAST CORPORATION

By: /s/ Lawrence J. Salva

Lawrence J. Salva
Senior Vice President
(Principal Accounting Officer)

Exhibit 99.1

STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE
OFFICER REGARDING FACTS AND CIRCUMSTANCES
RELATING TO EXCHANGE ACT FILINGS

I, Brian L. Roberts, Principal Executive Officer, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Comcast Corporation, and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and

- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Audit Committee of the Board of Directors of Comcast Corporation.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report on Form 10-K for the fiscal year ended December 31, 2001 of Comcast Corporation;

- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Comcast Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and

- any amendments to any of the foregoing.

/s/ Brian L. Roberts
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Brian L. Roberts

Date: August 1, 2002

Subscribed and sworn to before me this 1st day of August, 2002

/s/ Deborah L. Mogel

Notary Public

My Commission Expires:

March 28, 2005

Exhibit 99.2

STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL
OFFICER REGARDING FACTS AND CIRCUMSTANCES
RELATING TO EXCHANGE ACT FILINGS

I, Lawrence S. Smith, Principal Financial Officer, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Comcast Corporation, and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and

- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Audit Committee of the Board of Directors of Comcast Corporation.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report on Form 10-K for the fiscal year ended December 31, 2001 of Comcast Corporation;

- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Comcast Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and

- any amendments to any of the foregoing.

/s/ Lawrence S. Smith
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Lawrence S. Smith

Date: August 1, 2002

Subscribed and sworn to before me
this 1st day of August, 2002

/s/ Deborah L. Mogel

Notary Public

My Commission Expires:

March 28, 2005

Exhibit 99.3

STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, John R. Alchin, Principal Financial Officer, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Comcast Corporation, and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and

- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Audit Committee of the Board of Directors of Comcast Corporation.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report on Form 10-K for the fiscal year ended December 31, 2001 of Comcast Corporation;

- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Comcast Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and

- any amendments to any of the foregoing.

/s/ John R. Alchin
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John R. Alchin

Date: August 1, 2002

Subscribed and sworn to before me this 1st day of August, 2002

/s/ Deborah L. Mogel

Notary Public

My Commission Expires:

March 28, 2005