SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 11-K

ANNUAL REPORT

Pursuant to Section 15(d) of the
Securities Exchange Act of 1934

COMCAST CORPORATION
[GRAPHIC OMITTED - LOGO]

(Mark One):

__X__ ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.
For the fiscal year ended December 31, 1998.

OR

_____ TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.
For the transition period from _________ to ________

Commission file number 0-6983

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

THE COMCAST CORPORATION RETIREMENT-INVESTMENT PLAN

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

Comcast Corporation
1500 Market Street
Philadelphia, PA 19102-2148

COMCAST CORPORATION RETIREMENT-
INVESTMENT PLAN

Financial Statements as of December 31, 1998 and 1997 and for each of the Three Years in the Period Ended December 31, 1998; Supplemental Schedules as of and for the Year Ended December 31, 1998; and Independent Auditors' Report

COMCAST CORPORATION RETIREMENT-INVESTMENT PLAN

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INDEPENDENT AUDITORS' REPORT

Plan Administrator
Comcast Corporation Retirement-Investment Plan
Philadelphia, Pennsylvania

We have audited the accompanying statement of net assets available for benefits with fund information of the Comcast Corporation Retirement-Investment Plan (the "Plan") as of December 31, 1998 and 1997, and the related statement of changes in net assets available for benefits with fund information for each of the three years in the period ended December 31, 1998. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such financial statements present fairly, in all material respects, the net assets available for benefits of the Comcast Corporation Retirement-Investment Plan as of December 31, 1998 and 1997, and the related changes in net assets available for benefits for each of the three years in the period ended December 31, 1998 in conformity with generally accepted accounting principles.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental information by fund in the statement of net assets available for benefits with fund information and the statement of changes in net assets available for benefits with fund information is presented for the purpose of additional analysis of the basic financial statements rather than to present information regarding the net assets available for benefits and changes in net assets available for benefits of each fund. The supplemental schedules on pages 11 and 12 are presented for the purpose of additional analysis and are not a required part of the basic financial statements, but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental information by fund and supplemental schedules are the responsibility of the Plan's management. The supplemental information by fund and supplemental schedules have been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, are fairly stated in all material respects when considered in relation to the basic financial statements taken as a whole.

/s/ DELOITTE & TOUCHE LLP
Philadelphia, Pennsylvania
June 24, 1999

COMCAST CORPORATION RETIREMENT-INVESTMENT PLAN

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS WITH FUND INFORMATION
DECEMBER 31, 1998 AND 1997

	Mutual Funds				
	Dodge and Cox Balanced Fund	Fidelity Blue Chip Growth Fund	PBHG Growth Fund	Ivy International Fund	Total Mutual Funds
DECEMBER 31, 1998					
ASSETS					
Investments, at fair or contract value	$21,852,109	$54,561,445	$ 6,036,037	$ 5,601,842	$88,051,433
Cash					
Loans receivable from participants					
NET ASSETS AVAILABLE FOR BENEFITS	$21,852,109	$54,561,445	$ 6,036,037	$ 5,601,842	$88,051,433
DECEMBER 31, 1997					
ASSETS					
Investments, at fair or contract value	$20,218,907	$39,071,781	$ 5,695,881	$ 5,688,630	$70,675,199
Cash					
Loans receivable from participants					
NET ASSETS AVAILABLE FOR BENEFITS	$20,218,907	$39,071,781	$ 5,695,881	$ 5,688,630	$70,675,199

	Comcast Stock Fund	Stable Value Fund	Total Investment Funds	Participant Loan Fund	Total
DECEMBER 31, 1998					
ASSETS					
Investments, at fair or contract value	$ 68,821,432	$ 34,741,046	$191,613,911	$	$191,613,911
Cash	7,509,536	5,793,376	13,302,912		13,302,912
Loans receivable from participants				6,338,905	6,338,905
NET ASSETS AVAILABLE FOR BENEFITS	$ 76,330,968	$ 40,534,422	$204,916,823	$ 6,338,905	$211,255,728
DECEMBER 31, 1997					
ASSETS					
Investments, at fair or contract value	$ 37,694,328	$ 29,194,986	$137,564,513	$	$137,564,513
Cash	1,450,289	5,079,040	6,529,329		6,529,329
Loans receivable from participants				6,174,371	6,174,371
NET ASSETS AVAILABLE FOR BENEFITS	$ 39,144,617	$ 34,274,026	$144,093,842	$ 6,174,371	$150,268,213

See notes to financial statements.

COMCAST CORPORATION RETIREMENT-INVESTMENT PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS WITH FUND INFORMATION
YEAR ENDED DECEMBER 31, 1998

	Mutual Funds				
	Dodge and Cox Balanced Fund	Fidelity Blue Chip Growth Fund	PBHG Growth Fund	Ivy International Fund	Total Mutual Funds
ADDITIONS TO NET ASSETS ATTRIBUTED TO:					
Investment income:					
Net realized and unrealized appreciation (depreciation) in fair value of investments	$ (451,133)	$ 11,749,165	$ 20,759	$ 349,453	$ 11,668,244
Interest and dividends	1,886,058	2,230,370		92,759	4,209,187
	1,434,925	13,979,535	20,759	442,212	15,877,431
Contributions:					
Employee	2,405,190	4,610,570	1,208,342	1,149,055	9,373,157
Employer	1,096,592	2,140,396	539,247	467,508	4,243,743
	3,501,782	6,750,966	1,747,589	1,616,563	13,616,900
	4,936,707	20,730,501	1,768,348	2,058,775	29,494,331
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:					
Benefits paid to participants or beneficiaries	1,520,891	3,506,735	412,058	488,497	5,928,181
	1,520,891	3,506,735	412,058	488,497	5,928,181
Net increase (decrease) prior to interfund transfers	3,415,816	17,223,766	1,356,290	1,570,278	23,566,150
Loan repayments--principal	321,940	633,852	107,941	117,918	1,181,651
Loan withdrawals	(328,828)	(770,731)	(108,968)	(100,883)	(1,309,410)
Other interfund transfers	(1,775,726)	(1,597,223)	(1,015,107)	(1,674,101)	(6,062,157)
Net increase (decrease)	1,633,202	15,489,664	340,156	(86,788)	17,376,234
NET ASSETS AVAILABLE FOR BENEFITS:					
Beginning of year	20,218,907	39,071,781	5,695,881	5,688,630	70,675,199
End of year	$ 21,852,109	$ 54,561,445	$ 6,036,037	$ 5,601,842	$ 88,051,433

	Comcast Stock Fund	Stable Value Fund	Total Investment Funds	Participant Loan Fund	Total
ADDITIONS TO NET ASSETS ATTRIBUTED TO:					
Investment income:					
Net realized and unrealized appreciation (depreciation) in fair value of investments	$ 32,155,179	$	$ 43,823,423	$	$ 43,823,423
Interest and dividends	340,913	2,343,130	6,893,230		6,893,230
	32,496,092	2,343,130	50,716,653		50,716,653
Contributions:					
Employee	3,825,451	2,564,913	15,763,521		15,763,521
Employer	2,197,074	1,642,510	8,083,327		8,083,327
	6,022,525	4,207,423	23,846,848		23,846,848
	38,518,617	6,550,553	74,563,501		74,563,501
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:					
Benefits paid to participants or beneficiaries	3,272,382	3,697,640	12,898,203	677,783	13,575,986
	3,272,382	3,697,640	12,898,203	677,783	13,575,986

Net increase (decrease) prior to interfund transfers	35,246,235	2,852,913	61,665,298	(677,783)	60,987,515
Loan repayments--principal	583,396	751,538	2,516,585	(2,516,585)	
Loan withdrawals	(1,158,161)	(891,331)	(3,358,902)	3,358,902	
Other interfund transfers	2,514,881	3,547,276			
Net increase (decrease)	37,186,351	6,260,396	60,822,981	164,534	60,987,515
NET ASSETS AVAILABLE FOR BENEFITS:					
Beginning of year	39,144,617	34,274,026	144,093,842	6,174,371	150,268,213
End of year	$ 76,330,968	$ 40,534,422	$ 204,916,823	$ 6,338,905	$ 211,255,728

See notes to financial statements.

COMCAST CORPORATION RETIREMENT-INVESTMENT PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS WITH FUND INFORMATION
YEAR ENDED DECEMBER 31, 1997

	Mutual Funds				
	Dodge and Cox Balanced Fund	Fidelity Blue Chip Growth Fund	PBHG Growth Fund	Ivy International Fund	Total Mutual Funds
ADDITIONS TO NET ASSETS ATTRIBUTED TO:					
Investment income:					
Net realized and unrealized appreciation (depreciation) in fair value of investments	$ 1,792,883	$ 5,929,901	$ (67,073)	$ 274,312	$ 7,930,023
Interest and dividends	1,532,461	1,884,234		133,488	3,550,183
	3,325,344	7,814,135	(67,073)	407,800	11,480,206
Contributions:					
Employee	3,121,095	5,240,073	1,535,385	2,047,378	11,943,931
Employer	898,586	1,649,103	390,842	423,160	3,361,691
	4,019,681	6,889,176	1,926,227	2,470,538	15,305,622
	7,345,025	14,703,311	1,859,154	2,878,338	26,785,828
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:					
Benefits paid to participants or beneficiaries	997,293	2,370,839	352,551	340,298	4,060,981
	997,293	2,370,839	352,551	340,298	4,060,981
Net increase (decrease) prior to interfund transfers	6,347,732	12,332,472	1,506,603	2,538,040	22,724,847
Loan repayments--principal	251,296	508,748	83,815	98,235	942,094
Loan withdrawals	(538,711)	(988,514)	(185,809)	(231,170)	(1,944,204)
Other interfund transfers	637,979	775,677	807,746	979,714	3,201,116
Net increase	6,698,296	12,628,383	2,212,355	3,384,819	24,923,853
NET ASSETS AVAILABLE FOR BENEFITS:					
Beginning of year	13,520,611	26,443,398	3,483,526	2,303,811	45,751,346
End of year	$ 20,218,907	$ 39,071,781	$ 5,695,881	$ 5,688,630	$ 70,675,199

	Comcast Stock Fund	Stable Value Fund	Total Investment Funds	Participant Loan Fund	Total
ADDITIONS TO NET ASSETS ATTRIBUTED TO:					
Investment income:					
Net realized and unrealized appreciation (depreciation) in fair value of investments	$ 16,106,341	$	$ 24,036,364	$	$ 24,036,364
Interest and dividends	272,014	2,071,125	5,893,322		5,893,322
	16,378,355	2,071,125	29,929,686		29,929,686
Contributions:					
Employee	2,990,886	3,450,752	18,385,569		18,385,569
Employer	1,352,577	1,048,735	5,763,003		5,763,003
	4,343,463	4,499,487	24,148,572		24,148,572
	20,721,818	6,570,612	54,078,258		54,078,258
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:					
Benefits paid to participants or beneficiaries	1,865,843	2,705,193	8,632,017	344,417	8,976,434
	1,865,843	2,705,193	8,632,017	344,417	8,976,434
Net increase (decrease) prior to interfund transfers	18,855,975	3,865,419	45,446,241	(344,417)	45,101,824
Loan repayments--principal	398,924	653,884	1,994,902	(1,994,902)	
Loan withdrawals	(910,792)	(999,704)	(3,854,700)	3,854,700	

Other interfund transfers	(2,750,470)	(450,646)			
Net increase	15,593,637	3,068,953	43,586,443	1,515,381	45,101,824
NET ASSETS AVAILABLE FOR BENEFITS:					
Beginning of year	23,550,980	31,205,073	100,507,399	4,658,990	105,166,389
End of year	$ 39,144,617	$ 34,274,026	$ 144,093,842	$ 6,174,371	$ 150,268,213

See notes to financial statements.

COMCAST CORPORATION RETIREMENT-INVESTMENT PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS WITH FUND INFORMATION
YEAR ENDED DECEMBER 31, 1996

	Mutual Funds					
	Dodge and Cox Balanced Fund	Fidelity Blue Chip Growth Fund	Crabbe Huson Fund	PBHG Growth Fund	Ivy International Fund	Total Mutual Funds
ADDITIONS TO NET ASSETS ATTRIBUTED TO:						
Investment income:						
Net realized and unrealized appreciation (depreciation) in fair value of investments	$ 1,123,805	$ 1,608,398	$ 63,591	$	$ 162,970	$ 2,958,764
Interest and dividends	570,737	1,799,338	108,042			2,478,117
	1,694,542	3,407,736	171,633		162,970	5,436,881
Contributions:						
Employee	1,776,306	3,555,790	470,359		490,235	6,292,690
Employer	678,511	1,351,871	144,218		146,388	2,320,988
	2,454,817	4,907,661	614,577		636,623	8,613,678
	4,149,359	8,315,397	786,210		799,593	14,050,559
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:						
Benefits paid to participants or beneficiaries	1,129,067	1,977,471	409,861		49,756	3,566,155
	1,129,067	1,977,471	409,861		49,756	3,566,155
Net increase (decrease) prior to interfund transfers	3,020,292	6,337,926	376,349		749,837	10,484,404
Loan repayments--principal	195,087	402,499	43,019		48,267	688,872
Loan withdrawals	(456,997)	(973,427)	(256,393)		(54,233)	(1,741,050)
Other interfund transfers	(10,487)	755,638	(3,253,617)	3,483,526	1,559,940	2,535,000
Net increase (decrease)	2,747,895	6,522,636	(3,090,642)	3,483,526	2,303,811	11,967,226
NET ASSETS AVAILABLE FOR BENEFITS:						
Beginning of year	10,772,716	19,920,762	3,090,642			33,784,120
End of year	$ 13,520,611	$ 26,443,398	$	$ 3,483,526	$ 2,303,811	$ 45,751,346

	Comcast Stock Fund	Stable Value Fund	Total Investment Funds	Participant Loan Fund	Total
ADDITIONS TO NET ASSETS ATTRIBUTED TO:					
Investment income:					
Net realized and unrealized appreciation (depreciation) in fair value of investments	($ 324,354)	$	$ 2,634,410	$	$ 2,634,410
Interest and dividends	225,709	2,064,686	4,768,512		4,768,512
	(98,645)	2,064,686	7,402,922		7,402,922
Contributions:					
Employee	2,558,327	3,132,940	11,983,957		11,983,957
Employer	1,499,994	1,267,824	5,088,806		5,088,806
	4,058,321	4,400,764	17,072,763		17,072,763
	3,959,676	6,465,450	24,475,685		24,475,685
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:					
Benefits paid to participants or beneficiaries	1,890,472	4,208,171	9,664,798	273,827	9,938,625
	1,890,472	4,208,171	9,664,798	273,827	9,938,625
Net increase (decrease) prior to					

interfund transfers	2,069,204	2,257,279	14,810,887	(273,827)	14,537,060
Loan repayments--principal	361,764	574,028	1,624,664	(1,624,664)	
Loan withdrawals	(801,711)	(1,598,338)	(4,141,099)	4,141,099	
Other interfund transfers	570,166	(3,105,166)			
Net increase (decrease)	2,199,423	(1,872,197)	12,294,452	2,242,608	14,537,060
NET ASSETS AVAILABLE FOR BENEFITS:					
Beginning of year	21,351,557	33,077,270	88,212,947	2,416,382	90,629,329
End of year	$ 23,550,980	$ 31,205,073	$ 100,507,399	$ 4,658,990	$ 105,166,389

See notes to financial statements.

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1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the Comcast Corporation Retirement-Investment Plan (the "Plan") are presented using the accrual basis of accounting. Investments in mutual funds and the Comcast Stock Fund are carried at fair value. Fair value is determined by the last sale or closing price as of the last trading day of the Plan year for investments in securities traded on a matured securities exchange or the Nasdaq National Market. Investment contracts which are included in the Stable Value Fund are fully benefit-responsive and are carried at contract value. Contract value represents contributions made, plus interest at the contract rate and transfers, less distributions. Loans receivable from participants are valued at cost which approximates fair value. Net unrealized appreciation or depreciation in the financial statements reflects changes in fair value of investments held at year end, while net realized gains and losses associated with the disposition of investments are recorded as of the trade date and calculated based on fair value as of such date. All costs associated with administering the Plan are paid or absorbed by Comcast Corporation ("Comcast," the "Company" or the "Plan Administrator").

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

2. PLAN DESCRIPTION

The following description of the Plan provides only general information. Plan participants should refer to the Plan document and applicable amendments for a more complete description of the Plan's provisions. Copies of these documents are available from the Plan Administrator.

The Plan is a defined contribution plan qualified under Internal Revenue Code (the "Code") Sections 401(k), 401(a) and 401(m). The original Plan has been amended and restated to reflect mergers of other plans with and into the Plan and to make certain other technical, compliance and design changes. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

An employee is eligible for participation in the Plan upon completion of one year of service, as defined in the Plan (see Note 9). Each eligible employee may direct the Company to make contributions to the Plan of any whole percentage from 1% through 17% of their compensation, subject to certain limits imposed by the Code. The Company matches 100% of the participant's contribution up to 1% of the participant's compensation for such payroll period, and 50% of the participant's contribution in excess of 1% of the participant's compensation for such payroll period, up to a maximum total matching contribution of 3.5% of the participant's compensation (see Note 9). Each participant has at all times a 100% nonforfeitable interest in the participant's contributions and earnings attributable thereto. Contributions by the Company and earnings thereon vest according to the following schedule:

Years of Service	Vested Percentage
1 year but less than 2 years	20%
2 years but less than 3 years	40
3 years but less than 4 years	60
4 years but less than 5 years	80
5 years or more	100

The Company contributes cash to purchase 10 shares of the Company's Class A Special Common Stock for the account of each newly eligible participant (see Note 9). These contributions are recorded at the market value of the shares at the date contributed.

Each participant has the right, in accordance with the provisions of the Plan, to direct the investment by the trustee of the Plan (the "Trustee") (see Note 9) of all amounts allocated to the separate accounts of the participant under the Plan among any one or more of the investment fund options (see Note 3). The Trustee pays benefits and expenses upon the written direction of the Plan Administrator.

Amounts contributed by the Company which are forfeited by participants as a result of the participants' separation from service prior to becoming 100% vested may be used to reduce the Company's required contributions. Pending application of the forfeitures, the Company may direct the Trustee to hold the forfeitures in cash or under investment in a suspense account. If the Plan should terminate with any forfeitures not applied against Company contributions, they will be allocated to then current participants in the proportion that each participant's compensation for that Plan year bears to the compensation for all such participants for the Plan year.

Any participant who has a separation from service for any reason except death, disability or attainment of age 65 shall be entitled to receive his vested account balance. Upon death, disability or attainment of age 65, a participant's account becomes fully vested in all Company contributions regardless of the participant's years of service. Generally, distribution will start no later than 60 days after the close of the Plan year in which the participant's separation from service occurs, subject to certain deferral rights under the Plan. The distribution alternatives permitted are a lump sum payment, an annuity, installments over a period of time or any combination of the foregoing.

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, each participant's account balance will become fully vested.

3. INVESTMENT OPTIONS

Upon enrollment in the Plan, a participant may direct employer and employee contributions in whole percentage increments among one or more of the funds listed below (see Note 9). A brief summary of the Funds, as described in each Fund's prospectus (where applicable), is as follows:

a. Dodge and Cox Balanced Fund - The assets of the Dodge and Cox Balanced Fund are invested in equity securities and fixed income obligations issued by corporations. The returns on these investments vary as the stock and bond markets fluctuate and there is no guarantee of principal or rate of return.

b. Fidelity Blue Chip Growth Fund - The assets of the Fidelity Blue Chip Growth Fund are invested in equity securities of well-established companies. The returns on these investments vary as the stock markets fluctuate and there is no guarantee of principal or rate of return.

c. PBHG Growth Fund - The assets of the PBHG Growth Fund are invested primarily in equity securities of mid-sized companies. The returns on these investments vary as the stock markets fluctuate and there is no guarantee of principal or rate of return. The PBHG Growth Fund replaced the Crabbe Huson Fund effective December 31, 1996.

d. Ivy International Fund - The assets of the Ivy International Fund are invested in equity securities which are principally traded in European, Pacific Basin and Latin American markets. The returns on these investments vary as the stock markets fluctuate and there is no guarantee of principal or rate of return.

e. Comcast Stock Fund - The assets of the Comcast Stock Fund, including earnings thereon, are invested in the Company's Class A Special Common Stock. The Trustee purchases the stock at prevailing rates in the open market and, in the normal course of business, sells such stock to meet the distribution requirements of the Plan. The value of the Comcast Stock Fund fluctuates and there is no guarantee of principal or rate of return.

f. Stable Value Fund - The assets of the Stable Value Fund are invested in a diversified group of high-quality, fixed-income investments consisting of investment contracts which are obligations of creditworthy life insurance companies and commercial banks, high-quality debt securities which are held by the Plan within contracts that are intended to minimize market volatility, and short-term money market instruments. The Fund's investment return typically fluctuates within a narrow range as interest rates rise and fall. Although the Fund's objective is to preserve the principal investment, there is a potential for loss if the issuing institutions suffer insolvency.

The selection of investments from the options listed above is the sole responsibility of each participant. Each participant assumes all risks connected with any decrease in the market value of any securities in these funds, and such funds are the sole source of payments under the Plan. If no investment direction is made by a participant, the participant's account is invested in the Stable Value Fund at the direction of the Plan Administrator.

4. INVESTMENTS

The Plan's investments are held by a bank-administered trust fund and are presented in the following table. Investments that represent 5% or more of the Plan's net assets available for benefits as of December 31, 1998 and 1997 are separately identified (number of shares/units are rounded to the nearest whole share or unit).

Class A Special Common Stock (Comcast Stock Fund) share amounts have been adjusted retroactively to reflect the stock split in the form of a dividend of one share of Class A Special Common Stock for each share of Class A Special Common Stock paid on May 5, 1999 to shareholders of record as of the close of business on April 20, 1999.

	December 31, 1998	
	Number of Shares/Units	Fair or Contract Value
Mutual Funds		
Dodge and Cox Balanced Fund	261,878	$21,852,109
Fidelity Blue Chip Growth Fund	898,714	54,561,445
PBHG Growth Fund	423,336	6,036,037
Ivy International Fund	128,900	5,601,842
		88,051,433
Comcast Stock Fund		
Class A Special Common Stock	2,345,352	68,821,432
Cash		7,509,536
		76,330,968
Stable Value Fund		
Investment Contracts	3,374,145	34,741,046
Cash		5,793,376
		40,534,422
Participant Loan Fund (interest rates from 7.00% to 10.00%; maturities from 1999 to 2003)		6,338,905
		$211,255,728

	December 31, 1997	
	Number of Shares/Units	Fair or Contract Value
Mutual Funds		
Dodge and Cox Balanced Fund	258,527	$ 20,218,907
Fidelity Blue Chip Growth Fund	866,413	39,071,781
PBHG Growth Fund	401,843	5,695,881
Ivy International Fund	140,506	5,688,630
		70,675,199
Comcast Stock Fund		
Class A Special Common Stock	2,388,552	37,694,328
Cash		1,450,289
		39,144,617
Stable Value Fund		
Investment Contracts	3,031,265	29,194,986
Cash		5,079,040
		34,274,026
Participant Loan Fund (interest rates from 7.00% to 10.00%; maturities from 1998 to 2002)		6,174,371
		$ 150,268,213

The contract and fair values of assets included in the Stable Value Fund were $40,534,422 and $41,082,726, respectively, as of December 31, 1998, and $34,274,026 and $34,327,825, respectively, as of December 31, 1997. The average yield of investment contracts held as of December 31, 1998 and 1997 was 5.97% and 6.18%, respectively. The average yield on investment contracts for the years ended December 31, 1998 and 1997 was 6.14% and 6.16%, respectively.

5. PARTICIPANT LOANS AND HARDSHIP WITHDRAWALS

Participants may borrow from their Plan account subject to the approval of the Plan Administrator in accordance with applicable regulations issued by the Internal Revenue Service ("IRS") and the Department of Labor. In general, participants may borrow a minimum of $500 up to a maximum of the lesser of $50,000 or 50% of the participant's nonforfeitable accrued benefit on the valuation date (as defined by the Plan) last preceding the date on which the loan request is processed by the Plan Administrator. The maximum term of a loan is five years. Interest accrues at a rate charged by commercial lenders for comparable loans on the date the loan application is approved. Loan transactions are treated as a transfer from (to) the investment fund to (from) the participant loan fund.

Participants may withdraw all or a portion of their benefits derived from salary reduction, rollovers or the vested portion of their employer contributions, and earnings thereon, on account of hardship, as defined by the Plan and applicable IRS regulations. Under these rules, the participant must exhaust the possibilities of all other distributions, loans, etc. available under the Plan and meet certain other requirements. Upon receiving a hardship withdrawal, the participant's elective contributions are suspended for twelve full calendar months.

6. BENEFITS PAYABLE

The following is a reconciliation of benefits paid to participants or beneficiaries per the Plan's financial statements to the Plan's Form 5500:

	Year Ended December 31, 1998	1997	1996
Benefits paid to participants or beneficiaries per the financial statements	$13,575,986	$8,976,434	$9,938,625
Add: amounts allocated to withdrawing participants at end of year			57,268
Less: amounts allocated to withdrawing participants at beginning of year		(57,268)	
Benefits paid to participants or beneficiaries per the Form 5500	$13,575,986	$8,919,166	$9,995,893

7. ADMINISTRATION OF THE PLAN

The Company, as Plan Administrator, has the authority to control and manage the operation and administration of the Plan and may delegate all or a portion of the responsibilities of controlling and managing the operation and administration of the Plan to one or more persons.

8. FEDERAL TAX CONSIDERATIONS

a. Income Tax Status of the Plan - The Plan received a determination letter dated December 19, 1995 in which the IRS stated that the Plan, as amended and restated effective January 1, 1993, is qualified and that the trust established under the Plan is tax-exempt. The Plan has been amended since receiving the determination letter (see Notes 2 and 9). The Company believes that the Plan continues to comply in form and operation with the applicable requirements of the Code. Therefore, the Company believes that the Plan was qualified and the related trust was tax-exempt as of December 31, 1998. Therefore, no provision for income taxes has been included in the Plan's financial statements.

b. Impact on Plan Participants - Matching contributions and salary reduction contributions, as well as earnings on Plan assets, are generally not subject to federal income tax until distributed from a qualified plan that meets the requirements of Sections 401(a), 401(k) and 401(m) of the Code.

9. SUBSEQUENT EVENTS

Effective for employees hired after January 15, 1999, the Company no longer contributes cash to purchase 10 shares of Class A Special Common Stock for the account of each newly eligible participant.

Effective April 1, 1999, State Street Bank and Trust Company was removed as Trustee of the trust established under the Plan and Putnam Fiduciary Trust Company, a Massachusetts trust company, was appointed Trustee of the trust established under the Plan. Concurrent with the change in Trustee, four of the five mutual funds previously provided as investment options under the Plan were replaced with five new mutual funds with similar investment objectives.

Subsequent to the Plan year ended December 31, 1998, the Plan Administrator approved changes to the eligibility requirements of the Plan such that an employee is eligible for participation in the Plan upon completion of 91 days of service, as defined in the Plan, provided that eligible employees shall not be entitled to participate in allocations of employer matching contributions under the Plan until after they complete one year of service. The effective date of this change is expected to be during the fourth quarter of 1999.

COMCAST CORPORATION RETIREMENT-INVESTMENT PLAN

LINE 27a - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
DECEMBER 31, 1998

FEIN #23-1709202
PLAN #001

Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Par or Maturity Value	Cost	Fair or Contract Value
Mutual Funds			
Dodge and Cox Balanced Fund	261,878 shares/units	$20,341,393	$21,852,109
Fidelity Blue Chip Growth Fund	898,714 shares/units	38,858,188	54,561,445
PBHG Fund	423,336 shares/units	5,902,967	6,036,037
Ivy International Fund	128,900 shares/units	5,210,982	5,601,842
		70,313,530	88,051,433
Comcast* Stock Fund			
Class A Special Common Stock	2,345,352 shares/units**	22,306,926	68,821,432
Cash		7,509,536	7,509,536
		29,816,462	76,330,968
Stable Value Fund			
Investment Contracts	3,374,145 shares/units	34,741,046	34,741,046
Cash		5,793,376	5,793,376
		40,534,422	40,534,422
Participant Loan Fund (Interest rates from 7.00% to 10.00%; maturities from 1999 to 2003)		6,338,905	6,338,905
		$147,003,319	$211,255,728

* Comcast is a party-in-interest to the Plan.

** Class A Special Common Stock (Comcast Stock Fund) share amounts have been adjusted retroactively to reflect the stock split in the form of a dividend of one share of Class A Special Common Stock for each share of Class A Special Common Stock paid on May 5, 1999 to shareholders of record as of the close of business on April 20, 1999.

COMCAST CORPORATION RETIREMENT-INVESTMENT PLAN

LINE 27d - SCHEDULE OF REPORTABLE TRANSACTIONS
YEAR ENDED DECEMBER 31, 1998

FEIN #23-1709202
PLAN #001

Identity of Party Involved/ Description of Asset	Purchase Price	Selling Price	Lease Rental	Expense Incurred with Transaction	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain
Category (iii)--Series of Transactions in Excess of 5% of Plan Assets							
Mutual Funds							
Dodge and Cox Balanced Fund	$ 6,110,520	$ 3,932,381	$	$	$ 3,490,780	$ 3,932,381	$ 441,601
Fidelity Blue Chip Growth Fund	13,695,007	9,600,100			7,554,011	9,600,100	2,046,089
Comcast Stock Fund							
Class A Special Common Stock	20,654,291	15,542,555			15,034,785	15,542,555	507,770
Stable Value Fund							
Investment Contracts	30,145,619	23,145,344			23,145,344	23,145,344	

There were no category (i), (ii) or (iv) reportable transactions during 1998.

INDEPENDENT AUDITORS' CONSENT

We consent to the incorporation by reference in Registration Statement Nos. 33-41440 and 33-63223 of Comcast Corporation on Form S-8 of our report dated June 24, 1999 appearing in the Annual Report on Form 11-K of the Comcast Corporation Retirement-Investment Plan for the year ended December 31, 1998.

/s/ DELOITTE & TOUCHE LLP
Philadelphia, Pennsylvania
June 29, 1999

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

THE COMCAST CORPORATION
RETIREMENT-INVESTMENT PLAN

By: Comcast Corporation
Plan Administrator

June 29, 1999

By: /s/ Joseph J. Euteneuer

Joseph J. Euteneuer
Vice President and Corporate Controller