COMCAST CORP Form 4 November 20, 2002

FORM	UNITED STAT			ND EXCH A D.C. 20549	ANGE	C	DN	N OMB APPROVAL OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response0.5					
Check this box if no longer subject to Section 16. Form 4 or o Form 5 obligations may continue. <i>See</i> Instruction I(b).	Section	rsuant to Section n 17(a) of the Pu	n 16(a) of the blic Utility I	N BENEFIC	ange Act o Act of 19	of 1	OMB Expire Estim						
(Print or Type Responses) 1. Name and Ac	ddress of Reporting Pers	son*	2. Issuer Na	ame and Ticker or	Trading S	Syn	nbol			ship of Reporting P	erson(s) to Is	suer	
Roberts	Ralph	J.	Comcast	Corporation (forr	2		AT&T	x Direct x Office	(Check all applicable) x Director o 10% Owner x Officer o Other (specify below) (c)				
(Last) Comcast Corpo 1500 Market St		3. I.R.S. Ide Number o	entification of Reporting f an entity		4.	Statement f Month/Day November 02	(give title below) T Chairman of the Executive and Finance Committee						
Philadelphia	(Street) PA	5. If Amendment, Date Original (Month/D(6) x							Indi vidual or Joint/Group Filing (Chéekr)Applicable Line) x Form filed by One Reporting Person o Form filed by More than One Reporting Person				
(City)	(State)	19102 (Zip)		Table I Non	-Derivati	ve	Securities 2	Acqu	l iired, Dispo	osed of, or Benefic	ially Owned		
1. Title of Security (Instr. 3)		2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/ Day/ Year)				sed o 4 an (A)	of (D) d 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Owner- ship Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Owner- ship (Instr. 4)		
Class A Special	Common Stock		11/18/02		А		5,777,563	(D) A	(1)	(Instr. 3 and 4) 5,777,563	(I) (Instr. 4) D		
_	Common Stock		11/18/02		A		437,226	A	(1)	437,226	I	By Family	
												Partnership:	

Edgar Filing: COMCAST CORP - Form 4

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).

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Page 1 of 3

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

		1		1						1		1	1	
1. Title of Derivative	2. Conver-		3A. Deemed	4. Trans-		5. N	umb	6r DíalðeEixer	cisable	7. Title and A				10. Owner-
Security	sion or	action	Execution	action		ative SecanditiExpiration			Underlyin	Underlying Securities	of	of Deriv-	ship	
(Instr. 3)	Exercise	Date	Date, if	Code		Acquired (ate) or			(Instr. 3 and 4)		Deriv-	ative	Form of	
` '	Price of	(Month/	any	y (Instr. 8) Ionth/		Disposed Molfor(DD)/Day/Year)					ative	Securities	Deriv-	
	Deri-	Day/	(Month/			(Instr. 3, 4 and 5)					Security	Bene-	ative	
	vative		`			(1	nou.	5, 4 and 5)				(Instr.	ficially	Securities:
		Year)	Day/									[°]		
	Security		Year)									5)	Owned	Direct
								Date	Expiration		Amount or		Following	(D) or
				Code	V	(A)	(D)	Exercisable		Title	Number of		Reported	Indirect
								Exercisable	Date		Shares		Trans-	(I)
													action(s)	(Instr. 4)
													(Instr. 4)	
	(2)					(2)					(2)			
													<u> </u>	
F 1 6 B														

Explanation of Responses:

(1) Shares were acquired pursuant to the merger (the "Merger") of each of Comcast Holdings Corporation (formerly named Comcast Corporation) and Comcast Cable Communications Holdings, Inc. (formerly named AT&T Broadband Corp.) with wholly-owned subsidiaries of the Issuer.

(2) The Reporting Person will file an amendment to this Form 4 with respect to securities to be included in Table II when all variables necessary to calculate the conversions of equity awards in the Merger are known.

Page 2 of 3

Edgar Filing: COMCAST CORP - Form 4

/s/ Ralph J. Roberts

November 20, 2002

** Signature of Reporting Person Ralph J. Roberts Date

 ** 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.

Page 3 of 3