

COMCAST CORP
Form 4/A
December 05, 2002

FORM 4	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940	OMB APPROVAL OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response.....0.5
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	(Print or Type Responses)	
1. Name and Address of Reporting Person* Cohen David L. (Last) (First) (Middle) Comcast Corporation 1500 Market Street (Street) Philadelphia PA 19102 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Comcast Corporation (formerly named AT&T Corporation): CMCSA and CMCSK 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Day/Year November 18, 2002 5. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002
6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (specify below) (give title below) Executive Vice President		
7. Date of Filing (Month/Day/Year) November 20, 2002		
8. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
9. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
10. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
11. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
12. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
13. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
14. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
15. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
16. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
17. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
18. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
19. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
20. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
21. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
22. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
23. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
24. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
25. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
26. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
27. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
28. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
29. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
30. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
31. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
32. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
33. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
34. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
35. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
36. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
37. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
38. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
39. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
40. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
41. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
42. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
43. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
44. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
45. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
46. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
47. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
48. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
49. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
50. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
51. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
52. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
53. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
54. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
55. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
56. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
57. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
58. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
59. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
60. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
61. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
62. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
63. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
64. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
65. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
66. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
67. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
68. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
69. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
70. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
71. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
72. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
73. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
74. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
75. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
76. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
77. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
78. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
79. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
80. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
81. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
82. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
83. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
84. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
85. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
86. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
87. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
88. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
89. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
90. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
91. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
92. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
93. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
94. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
95. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
96. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
97. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
98. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
99. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		
100. If Amendment, Date of Amendment (Month/Day/Year) November 20, 2002		

Edgar Filing: COMCAST CORP - Form 4/A

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. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security(1)	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired / Disposed of (Instr. 3, 4 and 5)		6. Date-Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership For Derivative Securities (Instr. 4)
				Code	V	(A)(1)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares(1)			
Option to Purchase Class A Special Common Stock	\$23.8400	11/18/02		A		37,746		(2)	7/01/2012	Class A Special Common Stock	37,746		37,746	
Option to Purchase Class A Special Common Stock	\$23.8400	11/18/02		A		462,254		(3)	7/01/2012	Class A Special Common Stock	462,254		462,254	
Option to Purchase Class A Special Common Stock	\$23.8400	11/18/02		A		110,000		(4)	10/28/2012	Class A Special Common Stock	110,000		110,000	

Explanation of Responses:

- (1) Shares and options to purchase shares of Issuer common stock were acquired pursuant to 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) 4,194 shares are exercisable on each of 7/01/2004, 7/01/2005, 7/01/2006, 7/01/2007, 7/01/2008, 7/01/2009, 7/01/2010, 7/01/2011 and 1/01/2012.
- (3) 145,806 shares are exercisable on 7/01/2004; 70,806 shares are exercisable on each of 7/01/2005, 7/01/2006 and 7/01/2007; and 20,806 shares are exercisable on each of 7/01/2008, 7/01/2009, 7/01/2010, 7/01/2011 and 1/01/2012.
- (4) 35,500 shares are exercisable on 10/28/2004; 17,750 shares are exercisable on each of 10/28/2005, 10/28/2006 and 10/28/2007; and 4,250 shares are exercisable on each of 10/28/2008, 10/28/2009, 10/28/2010, 10/28/2011 and 4/28/2012.

Edgar Filing: COMCAST CORP - Form 4/A

/s/ David L. Cohen

December 5, 2002

** Signature of Reporting Person
David L. Cohen

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