### COMCAST CORP Form 4 November 20, 2002

ORM	NITED STAT	ES SECUR W	ITIES A	ND EXCHA D.C. 20549	ANGE	CO	MM	ISS	ION	OMR APP	ROVAI			
4			OMB APPROVAL											
Check this box if no longer subject to Section 16. Form 4 or O Form 5 obligations may continue. See Instruction 1(b).	Filed p	ursuant to Section 17(a) of the Pu	of CHANGES IN BENEFICIAL OWNERSHIP  ant to Section 16(a) of the Securities Exchange Act of 1934, 7(a) of the Public Utility Holding Company Act of 1935 or ction 30(h) of the Investment Company Act of 1940								OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response			
(Print or Type Responses)														
Name and Address  Sovern	ess of Reporting Per  Michael	Comcast Corporation (formerly named AT&T x D							ationship of Reporting Person(s) to Issuer eck all applicable)  Director O 10% Owner  Officer O Other (specify below)					
(Last)	(First)	(Middle)	Corporation): CMCSA and CMCSK (give title below)  3. I.R.S. Identification 4. Statement for											
(Last) Sotheby's Holding: 1334 York Avenue		Number of Reporting Person, if an entity (Voluntary)  November 20, 2002						ear						
New York	(Street)	10021	Original (Mo <b>a</b> th <b>/Dhy</b> x Fo							widual or Joint/Group Filing  pc/Ke/applicable Line)  form filed by One Reporting Person  form filed by More than One Reporting Person				
(City)	(State)	(Zip)		Table I Non-	Derivativ	e Sec	curities	Acq	uired, Disp	osed of, or Benefi	cially Owned	d		
1. Title of Security (Instr. 3)			2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/ Day/ Year)	3. Transaction Code (Instr. 8	8)	. Securi	ties Aposeo 3, 4	Acquired (A d of (D) and 5)	1		7. Nature of Indirect Beneficia Owner- ship (Instr. 4)		
Class A Common	Stock		11/18/02		A		744	A	(1)	744	D D			
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						$oxed{+}$								
					-	H								

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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.

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#### 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)	sion or action Exercise Date Price of (Month/Deri-Day/		Execution Date, if any (Month/			ative Se Acquire Dispose		ConflateriExercisable cuminite Expiration d (Da)tor d (M(D)th/Day/Year) d (1 and 5)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		of Deriv- ative Security	of Deriv- ative Securities Bene-	10. Owner- ship Form of Deriv- ative
	vative Security	i ear)	Day/ Year)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		ficially Owned Following Reported Trans- action(s) (Instr. 4)	Securitie Direct (D) or Indirect (I) (Instr. 4)
Option to Purchase Class A Common Stock	\$25.0000	11/20/02		A	Ē	7,500		5/20/2003	11/20/2012	Class A Common Stock	7,500		7,500	D
	(2)					(2)					(2)			
						<u> </u>								
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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) With respect to equity awards converted in the Merger, the Reporting Person will file an amendment to this Form 4 when all variables necessary to calculate the conversions are known.

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/s/ Michael I. Sovern	November 20, 2002
** Signature of Reporting Person	Date
Michael I. Sovern	

\*\* 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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