

COMCAST CORP

Form 4

June 15, 2017

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ROBERTS BRIAN L

(Last) (First) (Middle)

ONE COMCAST CENTER

(Street)

PHILADELPHIA, PA 19103

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
COMCAST CORP [CMCSA]

3. Date of Earliest Transaction
(Month/Day/Year)
06/13/2017

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Chairman of Board, Pres. & CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|---|---|
| Class A Common Stock | 06/13/2017 | | J(1) | 1,289,214 A | (1) 22,752,309 | I | By LLC |
| Class A Common Stock | 06/13/2017 | | J(1) | 1,289,214 D | (1) 22,752,309 | I | By LLC |
| Class A Common Stock | 06/13/2017 | | J(2) | 2,693,337 A | (2) 22,752,309 | I | By LLC |
| Class A Common | 06/13/2017 | | J(2) | 2,693,337 D | (2) 22,752,309 | I | By LLC |

Stock

Class A
Common
Stock

911,818 D

Class A
Common
Stock

1,195,090 I By Trusts

Class A
Common
Stock480 I By
DaughterClass A
Common
Stock

551,044 I By Spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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 | 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 (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount Underlying Security (Instr. 3 and 4) | | | |
|---|--|---|---|--------------------------------------|--|--|-----|--|--------------------|----------------------------|----------------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount Underlying Security |
| Class B Common Stock ⁽³⁾ | <u>(1)</u> <u>(3)</u> | 06/13/2017 | | J ⁽¹⁾ | | 1,289,214 | | <u>(3)</u> | <u>(3)</u> | Class A Common Stock | 9,000,000 |
| Class B Common Stock ⁽³⁾ | <u>(1)</u> <u>(3)</u> | 06/13/2017 | | J ⁽¹⁾ | | 1,289,214 | | <u>(3)</u> | <u>(3)</u> | Class A Common Stock | 9,000,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|----------------------------------|
| | Director 10% Owner Officer Other |
| ROBERTS BRIAN L ONE COMCAST CENTER PHILADELPHIA, PA 19103 | X Chairman of Board, Pres. & CEO |

Signatures

/s/ Arthur R. Block, as
Attorney-in-Fact

06/15/2017

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Reflects distributions by grantor retained annuity trusts (GRATs) established by the Reporting Person to certain family trusts of a 14.26% interest in a limited liability company controlled by the Reporting Person, which conveyed to the family trusts an indirect interest in (i) 1,289,214 shares of Class A Common Stock and (ii) 1,289,214 shares of Class B Common Stock.

Reflects distributions by GRATs established by the Reporting Person to certain family trusts of a 19.64% interest in a limited liability company controlled by the Reporting Person, which conveyed to the family trusts an indirect interest in 2,693,337 shares of Class A Common Stock.

(3) Each share of Class B Common Stock is convertible at any time at the option of the holder into one share of Class A Common Stock.

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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