COMCAST CORP Form 4 November 18, 2002

FORM 4	UNITED STATI	N	OMB APPROVAL									
Check this box if no longer subject to Section 16. Form 4 or x Form 5 obligations may continue. See Instruction 1(b).	Section	rsuant to Section n 17(a) of the Pu	ı 16(a) of the blic Utility l	N BENEFIC  e Securities Excha  Holding Company  nent Company Ac	ange Act of 19	of 1	Expire Estima	OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response0.5				
(Print or Type Responses) 1. Name and A	ddress of Reporting Pers	son*	2. Issuer Na	ame and Ticker or	Trading	Syı	nbol	e		ship of Reporting P	erson(s) to Is	ssuer
Salva	Lawrence	Comcast Corporation: CMCSA and CMCSK						(Check all applicable)  o Director o 10% Owner  x Officer o Other (specify below)				
(Last) (First) (Middle)  Comcast Corporation 1500 Market Street			3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)  4. Statement for Month/Day/Ye November 18,				/ear	(give title below)  Senior Vice President and Chief Accounting Officer				
Philadelphia	(Street)								attndfvidual or Joint/Group Filing  DtG/Meetr/Applicable Line)  x Form filed by One Reporting Person o Form filed by More than One Reporting Person			
(City)	(State)	(Zip)		Table I Nor	-Derivat	ive	Securities A	cqui	red, Dispo	sed of, or Benefici	ally Owned	
1. Title of Secur (Instr. 3)	rity		2. Transaction Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/ Day/ Year)	3. Transaction Code (Instr.		Amount	d of	(D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficia Owner- ship (Instr. 4)
Class A Special	Common Stock		11/18/02		D		4,531.5632 I	)	(1)	0	D D	
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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 Exercise Price of Deri-	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	4. Trans- action Code (Instr. 8)		ative Secu Acquired		of (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		Deriv- ative Security		10. Owner ship Form Deriv- ative
	vative Security			Code	V	(A)	(D)(1)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares (1)		ficially Owned Following Reported Trans- action(s) (Instr. 4)	Securi Direct (D) or Indirec (I) (Instr.
Option to Purchase Class A Special Common Stock	\$53.1250	11/18/02		D			7,528	(2)	1/21/2010	Class A Special Common Stock	7,528	(1)	0	D
Option to Purchase Class A Special Common Stock	\$53.1250	11/18/02		D			212,472	2 (3)	1/21/2010	Class A Special Common Stock	212,472	(1)	0	D
Option to Purchase Class A Special Common Stock	\$34.3750	11/18/02		D			14,545	(4)	8/04/2010	Class A Special Common Stock	14,545	(1)	0	D
Option to Purchase Class A Special Common Stock	\$34.3750	11/18/02		D			135,455	5 (5)	8/04/2010	Class A Special Common Stock	135,455	(1)	0	D
Option to Purchase Class A Special Common Stock	\$42.8125	11/18/02		D			100,000	(6)	2/16/2011	Class A Special Common Stock	100,000	(1)	0	D
Option to Purchase Class A Special Common Stock	\$36.9700	11/18/02		D			2,704	1/30/2011	7/30/2011	Class A Special Common Stock	2,704	(1)	0	D
Option to Purchase Class A Special Common Stock	\$36.9700	11/18/02		D			72,296	(7)	7/30/2011	Class A Special Common Stock	72,296	(1)	0	D
Option to Purchase Class A Special Common Stock	\$35.4900	11/18/02		D			90,000	(8)	1/24/2012	Class A Special Common Stock	90,000	(1)	0	D
Option to Purchase Class A Special Common Stock	\$23.8400	11/18/02		D			96,250	(9)	10/28/2012	Class A Special Common Stock	96,250	(1)	0	D
Option to Purchase Class A Special Common Stock	\$23.8400	11/18/02		D			3,750	4/28/2012	10/28/2012		3,750	(1)	0	D

Explanation of Responses:

<sup>(1)</sup> Pursuant to the merger agreement among the Issuer, AT&T Comcast Corporation (to be named Comcast Corporation, "Parent") and others, the Issuer will become a wholly-owned subsidiary of Parent (the "Merger") and will cease to have registered securities. See the Form 4 to be filed by the Reporting Person with respect to securities of Parent acquired by such Reporting Person as a result of the Merger.

<sup>(2) 1,882</sup> shares are immediately exercisable and 1,882 shares are exercisable on each of 1/21/2003, 1/21/2004 and 1/21/2005

<sup>(3) 86,118</sup> shares are immediately exercisable and 42,118 shares are exercisable on each of 1/21/2003, 1/21/2004 and 1/21/2005.

<sup>(4) 2,909</sup> shares are exercisable on each of 8/04/2006, 8/04/2007, 8/04/2008, 8/04/2009 and 2/04/2010.

- (5) 30,000 shares are immediately exercisable; 15,000 shares are exercisable on each of 8/04/2003, 8/04/2004 and 8/04/2005; and 12,091 shares are exercisable on each of 8/04/2006, 8/04/2007, 8/04/2008, 8/04/2009 and 2/04/2010.
- (6) 40,000 shares are immediately exercisable and 20,000 shares are exercisable on each of 1/21/2003, 1/21/2004 and 1/21/2005.
- (7) 23,500 shares are exercisable on 7/30/2003; 11,750 shares are exercisable on each of 7/30/2004, 7/30/2005 and 7/30/2006; 3,250 shares are exercisable on each of 7/30/2007, 7/30/2008, 7/30/2009 and 7/30/2010; and 546 shares are exercisable on 7/30/2011.
- (8) 29,500 shares are exercisable on 1/24/2004; 14,750 shares are exercisable on each of 1/24/2005, 1/24/2006 and 1/24/2007; and 3,250 shares are exercisable on each of 1/24/2008, 1/24/2009, 1/24/2010, 1/24/2011 and 7/24/2011.
- (9) 32,500 shares are exercisable on 10/28/2004; 16,250 shares are exercisable on each of 10/28/2005, 10/28/2006 and 10/28/2007; and 3,750 shares are exercisable on each of 10/28/2008, 10/28/2009, 10/28/2010 and 10/28/2011.

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/s/ Lawrence J. Salva	November 18, 2002					
** Signature of Reporting Person	Date					
Lawrence J. Salva						

\*\* 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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