COMCAST CORP Form 4 November 18, 2002

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FORM	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB APPROVAL					
Check this box if no longer subject to		suant to Section	n 16(a) of the	N BENEFIC Securities Excha Holding Company	ange Act o	of 1934									
Subject to Section 16. Form 4 or x Form 5 obligations may continue. <i>See</i> Instruction 1(b).	Section	OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response0.5													
(Print of Type Responses)															
1. Name and Ad	dress of Reporting Perso	on*	2. Issuer Na	me and Ticker or	Trading S	Symbo	ol	Ċ		hip of Reporting Po l applicable)	erson(s) to Is	suer			
Salva	Lawrence	J.	Comca	st Corporation: C	CMCSA ar	nd CM	o Directoro 10% Ownerx Officero Other (specify below)								
(Last)	(First)	(Middle)		entification of Reporting f an entity	4. Statement for Month/Day/Year			(give ti	(give title below) Senior Vice President and						
Comcast Corpor 1500 Market Str			(Voluntai	ry)		No 2002	ovember 1	8,	Chie	of Accounting Office	cer				
Philadelphia	(Street) PA	19102							Dá (Ahéca tr)A x Form f	l or Joint/Group Fi pplicable Line) ïled by One Report ïled by More than	ting Person	ng Person			
(City)	(State)	(Zip)													
1. Title of Securi (Instr. 3)	ty		2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/ Day/ Year)	3. Trans- action Code (Instr.) Code	8)	Securities or Dispos (Instr. 3, Amount	sed of	(D)	Securities Beneficially Owned Following Reported Transaction(s)	ship Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Owner- ship (Instr. 4)			
Class A Special (Common Stock		11/18/02		D	4,5	531.5632		(1)	(Instr. 3 and 4) 0	(Instr. 4) D				
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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* 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. Conver- sion or Exercise Price of Deri- vative Security	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	4. Trans- action Code (Instr. 8)		ative Secu Acquired		of (D)onth/D	ation	7. Title and Underlyir (Instr. 3 a	ng Securities	of Deriv- ative Security	of Deriv- ative Securities Bene-	10. Owner ship Form Deriv- ative
				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	(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)	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	Class A Special Common Stock	3,750	(1)	0	D

Explanation of Responses:

(1) 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.

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

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

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

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- (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, 1/24/2010, 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.

Page 2 of 3

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/s/ Lawrence J. Salva

November 18, 2002

** Signature of Reporting Person Lawrence J. Salva 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