

COMCAST CORP
Form 3
January 24, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â COMCAST CORP

(Last) (First) (Middle)

1500 MARKET STREET

(Street)

PHILADELPHIA,Â PAÂ 19102

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

01/14/2005

3. Issuer Name **and** Ticker or Trading Symbol

LIBERATE TECHNOLOGIES [LBRT]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner

___ Officer ___X___ Other

(give title below) (specify below)

Schedule 13D Filer(1)

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

6. Individual or Joint/Group

Filing(Check Applicable Line)

___X___ Form filed by One Reporting
Person

___ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

No securities owned ⁽¹⁾

0 ⁽¹⁾

I ⁽¹⁾

See footnote ⁽¹⁾

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

SEC 1473 (7-02)

**Persons who 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.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

Date Expiration
Exercisable Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title Amount or
Number of

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Warrant	Â (2)	05/31/2005	Common Stock	266,666	\$ 6.9	I	See footnote (3)
Warrant	Â (2)	05/31/2005	Common Stock	166,666	\$ 6.9	I	See footnote (4)
Warrant	Â (2)	05/31/2005	Common Stock	100,000	\$ 4.8	I	See footnote (4)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COMCAST CORP 1500 MARKET STREET PHILADELPHIA, PA 19102	Â	Â	Â	Schedule 13D Filer(1)

Signatures

/s/ Arthur R. Block, Senior Vice President, Comcast Corporation

01/24/2005

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) The Reporting Person has filed a Schedule 13D in connection with the proposed acquisition of the Issuer's assets by Double C Technologies, LLC, a joint venture of which a wholly-owned subsidiary of the Reporting Person is a member. As disclosed therein, the joint venture has entered into a voting agreement with certain shareholders of the Issuer. The Reporting Person disclaims beneficial ownership of securities of the Issuer except to the extent of its pecuniary interest therein.
- (2) Exercisable immediately.
- (3) The securities are jointly held by Comcast of Georgia, Inc. and Comcast of Michigan, LLC, each a wholly-owned indirect subsidiary of the Reporting Person.
- (4) The securities are held by Comcast Technology, Inc., a wholly-owned indirect subsidiary of the Reporting Person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. 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 number.