

COMCAST CORP  
Form 3  
April 07, 2017

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Â WATSON DAVID N                          |         | (Month/Day/Year)                     | COMCAST CORP [CMCSA]                               |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| ONE COMCAST CENTER                        |         |                                      | (Check all applicable)                             |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director                  | <input type="checkbox"/> 10% Owner                                     |
| PHILADELPHIA,Â PAÂ 19103                  |         |                                      | <input checked="" type="checkbox"/> Officer        | <input type="checkbox"/> Other   |
| (City)                                    | (State) | (Zip)                                | (give title below)                                 | (specify below)  |
|   |         |                                      | Sr. EVP  | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
|   |         |                                      |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      |  | <input type="checkbox"/> 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) |
|---------------------------------|---|--|---|
| Class A Common Stock            | 641,241.866   | D  | Â   |
| Class A Common Stock            | 5,328   | I  | By Children   |
| Class A Common Stock            | 140   | I  | By Spouse   |
| Class A Common Stock            | 135,160   | I  | By Trusts   |

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 | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial Ownership |
|--|---|--|---------------|--------------|--|
|--|---|--|---------------|--------------|--|

Edgar Filing: COMCAST CORP - Form 3

|                        | (Month/Day/Year)    |                    | Derivative Security<br>(Instr. 4) |                                  | or Exercise<br>Price of<br>Derivative<br>Security | Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | (Instr. 5) |
|------------------------|---------------------|--------------------|-----------------------------------|----------------------------------|---|--|------------|
|                        | Date<br>Exercisable | Expiration<br>Date | Title                             | Amount or<br>Number of<br>Shares |   |  |            |
| Option to Purchase     | Â <u>(1)</u>        | 03/26/2019         | Class A<br>Common<br>Stock        | 428,000                          | \$ 7.27   | D  | Â          |
| Option to Purchase     | Â <u>(2)</u>        | 03/25/2020         | Class A<br>Common<br>Stock        | 470,000                          | \$ 9.17   | D  | Â          |
| Option to Purchase     | Â <u>(3)</u>        | 03/27/2018         | Class A<br>Common<br>Stock        | 302,000                          | \$ 9.49   | D  | Â          |
| Option to Purchase     | Â <u>(4)</u>        | 03/24/2021         | Class A<br>Common<br>Stock        | 330,000                          | \$ 12.51  | D  | Â          |
| Option to Purchase     | Â <u>(5)</u>        | 02/24/2021         | Class A<br>Common<br>Stock        | 79,314                           | \$ 12.63  | D  | Â          |
| Option to Purchase     | Â <u>(6)</u>        | 03/22/2022         | Class A<br>Common<br>Stock        | 310,000                          | \$ 14.995   | D  | Â          |
| Option to Purchase     | Â <u>(7)</u>        | 03/21/2023         | Class A<br>Common<br>Stock        | 284,400                          | \$ 20.61  | D  | Â          |
| Option to Purchase     | Â <u>(8)</u>        | 03/20/2024         | Class A<br>Common<br>Stock        | 225,600                          | \$ 25   | D  | Â          |
| Option to Purchase     | Â <u>(9)</u>        | 03/19/2025         | Class A<br>Common<br>Stock        | 212,400                          | \$ 29.725   | D  | Â          |
| Option to Purchase     | Â <u>(10)</u>       | 03/17/2026         | Class A<br>Common<br>Stock        | 218,600                          | \$ 29.88  | D  | Â          |
| Option to Purchase     | Â <u>(11)</u>       | 03/16/2027         | Class A<br>Common<br>Stock        | 179,500                          | \$ 37.46  | D  | Â          |
| Restricted Stock Units | Â <u>(12)</u>       | Â <u>(12)</u>      | Class A<br>Common<br>Stock        | 196,660                          | \$ 0 <u>(13)</u>                                  | D  | Â          |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |           |       |
|--|---------------|-----------|-----------|-------|
|  | Director      | 10% Owner | Officer   | Other |
| WATSON DAVID N<br>ONE COMCAST CENTER<br>PHILADELPHIA, PA 19103 | Â             | Â         | Â Sr. EVP | Â     |

## Signatures

/s/ Arthur R. Block,  
Attorney-in-fact

04/06/2017

\*\*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 options were granted on March 27, 2009 and become exercisable as follows: 30% becomes exercisable on the 2nd anniversary of the date of grant; an additional 15% on each of the 3rd, 4th and 5th anniversaries of the date of grant; and an additional 5% on each of the 6th, 7th, 8th, 9th and 9.5th anniversaries of the date of grant.
  - (2) The options were granted on March 26, 2010 and become exercisable as follows: 30% becomes exercisable on the 2nd anniversary of the date of grant; an additional 15% on each of the 3rd, 4th and 5th anniversaries of the date of grant; and an additional 5% on each of the 6th, 7th, 8th, 9th and 9.5th anniversaries of the date of grant.
  - (3) The options were granted on March 28, 2008 and become exercisable as follows: 30% becomes exercisable on the 2nd anniversary of the date of grant; an additional 15% on each of the 3rd, 4th and 5th anniversaries of the date of grant; and an additional 5% on each of the 6th, 7th, 8th, 9th and 9.5th anniversaries of the date of grant.
  - (4) The options were granted on March 25, 2011 and become exercisable as follows: 30% becomes exercisable on the 2nd anniversary of the date of grant; an additional 15% on each of the 3rd, 4th and 5th anniversaries of the date of grant; and an additional 5% on each of the 6th, 7th, 8th, 9th and 9.5th anniversaries of the date of grant.
  - (5) The options are immediately exercisable.
  - (6) The options were granted on March 23, 2012 and become exercisable as follows: 30% becomes exercisable on the 2nd anniversary of the date of grant; an additional 15% on each of the 3rd, 4th and 5th anniversaries of the date of grant; and an additional 5% on each of the 6th, 7th, 8th, 9th and 9.5th anniversaries of the date of grant.
  - (7) The options were granted on March 22, 2013 and become exercisable as follows: 30% becomes exercisable on the 2nd anniversary of the date of grant; an additional 15% on each of the 3rd, 4th and 5th anniversaries of the date of grant; and an additional 5% on each of the 6th, 7th, 8th, 9th and 9.5th anniversaries of the date of grant.
  - (8) The options were granted on March 21, 2014 and become exercisable as follows: 30% becomes exercisable on the 2nd anniversary of the date of grant; an additional 15% on each of the 3rd, 4th and 5th anniversaries of the date of grant; and an additional 5% on each of the 6th, 7th, 8th, 9th and 9.5th anniversaries of the date of grant.
  - (9) The options were granted on March 20, 2015 and become exercisable as follows: 30% becomes exercisable on the 2nd anniversary of the date of grant; an additional 15% on each of the 3rd, 4th and 5th anniversaries of the date of grant; and an additional 5% on each of the 6th, 7th, 8th, 9th and 9.5th anniversaries of the date of grant.
  - (10) The options were granted on March 18, 2016 and become exercisable as follows: 30% becomes exercisable on the 2nd anniversary of the date of grant; an additional 15% on each of the 3rd, 4th and 5th anniversaries of the date of grant; and an additional 5% on each of the 6th, 7th, 8th, 9th and 9.5th anniversaries of the date of grant.
  - (11) The options were granted on March 17, 2017 and become exercisable as follows: 30% becomes exercisable on the 2nd anniversary of the date of grant; an additional 15% on each of the 3rd, 4th and 5th anniversaries of the date of grant; and an additional 5% on each of the 6th, 7th, 8th, 9th and 9.5th anniversaries of the date of grant.
  - (12) The restricted stock units vest in installments of 15%, 15%, 15%, 15% and 40% on the 13th-month, 2nd, 3rd, 4th and 5th anniversaries of the date of grant. The original dates of grant are August 10, 2012, March 22, 2013, March 21, 2014, March 20, 2015, March 18, 2016

and March 17, 2017.

(13) Each restricted stock unit represents a contingent right to receive one share of Class A Common Stock.

Â

**Remarks:**

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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.