

COMCAST CORP
Form DEFA14A
April 01, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities

Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to § 240.14a-12

COMCAST CORPORATION

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.

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Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- (1) Title of each class of securities to which transaction applies:

- (2) Aggregate number of securities to which transaction applies:

- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

- (4) Proposed maximum aggregate value of transaction:

- (5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount previously paid:

- (2) Form, Schedule or Registration Statement No.:

- (3) Filing Party:

- (4) Date Filed:

*** Exercise Your *Right to Vote* ***

**Important Notice Regarding the Availability of Proxy Materials for the
Annual Meeting of Shareholders to Be Held on May 11, 2011.**

COMCAST CORPORATION

ONE COMCAST CENTER

PHILADELPHIA, PA 19103

Meeting Information

Meeting Type: Annual Meeting of Shareholders

For holders as of: March 8, 2011

Date: May 11, 2011 **Time:** 9:00 a.m. EDT
(Doors Open at 8:00 a.m.)

Location: Pennsylvania Convention Center
One Convention Center Place
Philadelphia, PA 19107

For Meeting Directions:

Please visit: www.cmcsa.com/annual-proxy.cfm

You are receiving this communication because you hold Class A common stock in the above-named company, which entitles you to vote at the annual meeting, and the proxy materials you should review are now available.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that contain important information and are available to you on the Internet or by mail. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

Before You Vote

How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

PROXY STATEMENT ANNUAL REPORT ON FORM 10-K

How to View Online:

Have the information that is printed in the box marked by the arrow g (located on the following page) and visit: www.proxyvote.com.

How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy.

Please choose one of the following methods to make your request:

- 1) *BY INTERNET:* www.proxyvote.com
- 2) *BY TELEPHONE:* 1-800-579-1639
- 3) *BY E-MAIL*:* sendmaterial@proxyvote.com

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow g (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before April 27, 2011 to facilitate timely delivery.

How To Vote

Please Choose One of the Following Voting Methods

Vote In Person: This notice serves as your admission ticket. All shareholders must bring an admission ticket to the annual meeting. Without an admission ticket, shareholders will be admitted only upon verification of ownership. At the annual meeting, you will need to request a ballot to vote these shares. You may be asked to present a valid government-issued photo identification before entering the annual meeting. Video and audio recording devices will not be permitted at the annual meeting, and attendees will be subject to security inspections. Please check the proxy materials for additional requirements for, and information on, annual meeting admission requirements.

Vote By Internet: To vote now by Internet, go to www.proxyvote.com. Have the information that is printed in the box marked by the arrow g available and follow the instructions. Proxies submitted by Internet must be received by 11:59 p.m. Eastern Daylight Time on May 10, 2011.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

Voting Items

A Company Proposals The Board of Directors

Comcast Corporation

recommends a vote FOR all the nominees listed

Please do not submit this card. Please refer to the How To Vote section of this notice to view the voting instructions.

in Proposal 1:

1. Election of Directors
 - 01 - S. Decker Anstrom
 - 02 - Kenneth J. Bacon
 - 03 - Sheldon M. Bonovitz
 - 04 - Edward D. Breen
 - 05 - Joseph J. Collins
 - 06 - J. Michael Cook
 - 07 - Gerald L. Hassell
 - 08 - Jeffrey A. Honickman
 - 09 - Eduardo G. Mestre
 - 10 - Brian L. Roberts
 - 11 - Ralph J. Roberts
 - 12 - Dr. Judith Rodin

The Board of Directors recommends that you vote 3 Years on Proposal 7:

7. Advisory vote on the frequency of the vote on executive compensation

The Board of Directors recommends a vote FOR Proposals 2 - 6:

B Shareholder Proposals The Board of Directors recommends a vote AGAINST Proposals 8 and 9, if properly presented at the annual meeting:

2. Ratification of the appointment of our independent auditors
3. Approval of the Comcast-NBCUniversal 2011 Employee Stock Purchase Plan
4. Approval of the Comcast Corporation 2002 Restricted Stock Plan, as amended and restated
5. Approval of the Comcast Corporation 2003 Stock Option Plan, as amended and restated
6. Approval, on an advisory basis, of our executive compensation
8. To provide for cumulative voting in the election of directors
9. To require that the chairman of the board not be a current or former executive officer

