

COMCAST CORP
Form DEFA14A
April 02, 2008

**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.

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:

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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.:
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 - (4) Date Filed:
-

Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to be held on 5/14/08 and Notice of Annual Meeting of Shareholders.

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.

The following materials are available for view:

Notice of Internet Availability of Proxy Materials, Proxy Statement and Annual Report on Form 10-K

To view these materials, have the **12-digit Control # (located on the following page)** available and visit:

www.proxyvote.com

If you want to receive a paper or e-mail copy of the above listed documents you must request one. There is no charge to you for requesting a copy. To facilitate timely delivery prior to the annual meeting, please make the request as instructed below on or before 4/30/08. You will have the opportunity to make your request for paper copies apply to all meetings (which you may later revoke at any time) or only for the 2008 annual meeting of shareholders.

To request material: **Internet:** www.proxyvote.com **Telephone:** 1-800-579-1639 ****Email:**
sendmaterial@proxyvote.com

****If requesting material by e-mail, please send a blank e-mail with the 12-digit Control # (located on the following page) in the subject line.**

Requests, instructions and other inquiries will NOT be forwarded to any broker or investment advisor.

*ONE COMCAST CENTER
PHILADELPHIA, PA 19103*

COMCAST CORPORATION

Vote In Person

All shareholders must bring an admission ticket to the meeting. Without an admission ticket, shareholders will be admitted only upon verification of ownership. This notice serves as your admission ticket. At the meeting you will need to request a ballot to vote these shares. Please check the proxy materials for additional requirements for, and information on, meeting admission requirements.

Vote By Internet

To vote *now* by Internet, go to www.proxyvote.com. Use the Internet to transmit your voting instructions. Proxies submitted by Internet must be received by 11:59 p.m. Eastern Daylight Time on May 13, 2008. Please have this notice in hand when you access the Web site and follow the instructions.

Meeting Location

The Annual Meeting of Shareholders is to be held on 5/14/08 at 9:00 a.m.

at: Wachovia Complex
3601 South Broad Street
Philadelphia, PA 19148

IMPORTANT NOTICE: All annual meeting attendees may be asked to present a valid government-issued photo identification, such as a driver's license or passport, before entering the meeting. In addition, video and audio recording devices and other electronic devices will not be permitted at the annual meeting, and attendees will be subject to security inspections.

Annual Meeting Agenda

8:00 a.m. Doors Open to Meeting Room

9:00 a.m. Welcome and Introduction; Matters for Shareholder Vote

DIRECTIONS

From New Jersey via the Walt Whitman Bridge

Take the Broad Street exit. At the bottom of the ramp, make a left onto Broad Street and follow the signs to the Sports Complex. The Wachovia Complex will be on your left.

From Interstate 76/Schuylkill Expressway

From I-76 Eastbound, follow the signs for South Jersey, Walt Whitman Bridge and Sports Complex. Take the Broad Street exit. At the bottom of the ramp, make a right onto Broad Street. The Wachovia Complex will be on your left.

From Interstate 476/Blue Route

Take I-476 South to the end. Follow signs for I-95 North, Philadelphia. Take I-95 North to the Broad Street exit. The Wachovia Complex will be on your right.

From Interstate 95

From I-95 Northbound or Southbound, take the Broad Street exit. The Wachovia Complex will be on your right.

Public Transportation

SEPTA (Southeastern Pennsylvania Transportation Authority). Take the Broad Street (Orange) line South to the Pattison Avenue stop (last stop). When you exit the subway, the Wachovia Complex will be immediately to the south and east.

Parking Information

There is ample free parking available in the Wachovia Complex. Shareholders should use the main entrance to the Wachovia Complex, which is located on Broad Street at 3601 South Broad Street. The gate attendant will direct you to the parking area and building.

Voting items

Company Proposals The Board of Directors

A recommends a vote FOR all the nominees listed in Proposal 1 and FOR Proposals 2-4.

1. Election of Directors

01	S. Decker Anstrom	08	Gerald L. Hassell
02	Kenneth J. Bacon	09	Jeffrey A. Honickman
03	Sheldon M. Bonovitz	10	Brian L. Roberts
04	Edward D. Breen	11	Ralph J. Roberts
05	Julian A. Brodsky	12	Dr. Judith Rodin
06	Joseph J. Collins	13	Michael I. Sovern
07	J. Michael Cook		

2. Ratification of independent auditors
3. Approval of our 2002 Restricted Stock Plan, as amended and restated
4. Approval of our 2003 Stock Option Plan, as amended and restated

B Shareholder Proposals The Board of Directors recommends a vote AGAINST Proposals 5-11, if properly presented at the meeting.

5. Adopt a recapitalization plan
6. Identify all executive officers who earn in excess of \$500,000
7. Nominate two directors for every open directorship
8. Require a pay differential report
9. Provide cumulative voting for Class A shareholders in the election of directors
10. Adopt principles for comprehensive health care reform
11. Adopt an annual vote on executive compensation