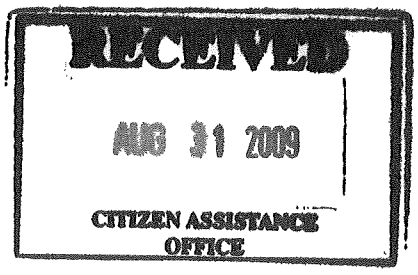


COMCAST OF VIRGINIA, INC

2009 ANNUAL REPORT

Submitted to the City of Alexandria
August 30, 2009

Marie Schuler
Director of Government and Community Affairs





2009 ANNUAL REPORT
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August 30, 2009

Ms. Rose Boyd
Director, Office of Citizen Assistance
City of Alexandria
301 King Street Room 1900
Alexandria, Virginia 22314

Dear Ms. Boyd,

Comcast is pleased to submit our 2009 Annual Report to the City of Alexandria, in accordance with Chapter 3 of Title 9 of the Alexandria City Code. Included are copies or summaries of the Year's Activities within Local Origination and Community Programming, a Summary of Customer Complaints, Financial Reports, Statements of Major Equipment and Capital Expenditures, Construction Plans, a list of Comcast Officers and Board of Directors, the Alexandria Employee Report, Television Channel Changes, the Plant Report, and Customer Service Telephone Statistics for the period of July 1, 2008 through June 30, 2009.

It's been another exciting year at Comcast! We have seen a significant increase in customers taking advantage of the wide array of products and services we offer. Comcast plans to continue its investment in the City bringing the latest programming and cutting edge technology to the community. We have evolved from the provider of cable television service to being a key provider of voice, video and data services, providing more choice to our customers. On the cable side, we have expanded our HD line-up and added more hours of VOD programming

Community highlights from the past year are:

- We continue to conduct Newsmaker interviews aired on Headline News to promote nonprofits, and community activities and events.
- Partnered with the City of Alexandria for the sixth annual Comcast Outdoor Film Festival at Ben Brenman Park.
- Sponsored the Alexandria Scholarship Fund Telethon, which raised over $150,000 for T.C. Williams Graduates.

Comcast and its employees pride themselves with being involved with the Community, and being in the forefront within the Company to deploy new services and technologies to our customers. We look forward to continuing this partnership in 2009.

Yours sincerely,

Marie Schuler
Director of Government and Community Affairs

Comcast Corporation

Comcast Corporation is the nation's leading provider of entertainment, information and communication products and services with 23.9 million cable customers, 15.3 million high-speed Internet customers and 7.0 million Comcast Digital Voice® customers. Comcast is principally involved in the development, management and operation of cable systems and in the delivery of programming content.*

Products and Services

Comcast provides a wide variety of consumer products and services:

Video Comcast is the nation's largest video provider offering interactive services packed with the most high-definition, video on demand and best content.

Comcast High-Speed Internet: Comcast is the nation's largest residential Internet service provider with an advanced fiber-optic network that offers the best of speeds and reliability as well as exceptional online content.

Comcast Digital Voice: Comcast delivers innovative and reliable IP-enabled home phone service that includes all of the functions of traditional phone service, plus enhanced features that are integrated with other Comcast services.

Comcast Business Class: Backed by industry-leading, 24/7 business-class support, Comcast provides advanced communication solutions to small and mid-sized organizations to help them meet their business objectives.

Content Networks and Investments

Comcast content networks, Comcast Interactive Media, and Comcast investments:

Comcast Programming Group E! Entertainment Television, Style Network, Golf Channel, VERSUS, G4, PBS KIDS Sprout, TV One, FEARnet and Comcast Sports Group.

Comcast Interactive Media (CIM): CIM is dedicated to developing and operating online and cross-platform entertainment and media businesses, including Comcast.net, Fancast.com, DailyCandy, Fandango, Plaxo, and thePlatform.

Comcast-Spectacor Major holdings include the Philadelphia Flyers NHL hockey team, the Philadelphia 76ers NBA basketball team and two large multipurpose arenas in Philadelphia.

Headquarters Philadelphia, PA

Web site www.comcast.com

Stock Symbols NASDAQ: CMCSA, CMCSK

Employees 100,000 total nationwide; 86,000 cable; 14,000 content and other

Customers 23.9 million cable customers
15.3 million high-speed Internet customers
7.0 million voice customers

*As of June 30, 2009, Comcast served customers in 39 states and the District of Columbia.

Comcast

Comcast Digital Voice®

Reinventing residential phone service for the 21st Century.

Comcast Digital Voice is an innovative and reliable IP-enabled home phone service that delivers all of the functions of traditional phone service, plus enhanced features that are integrated with other Comcast services.

Less Expensive Phone Services

According to a 2007 Microeconomic Consulting and Research Associates (MiCRA) study, consumers have already saved $23.5 billion, including $13 billion in 2007 alone, from increasing facilities-based phone competition mainly provided by cable companies.

Features

Residential, primary line replacement PLUS differentiation — Not your Plain Old Telephone Service

Comcast Digital Voice Unlimited gives customers unlimited local and domestic long-distance calling, plus free calls to Canada and Puerto Rico and great international rates to more than 100 countries.

Includes 12 popular calling features plus enhanced voice mail:

3-way calling	Call return	Caller ID blocking
Anonymous call rejection	Call screening	Caller ID with call waiting
Call forwarding selective	Call waiting	Repeat dialing
Call forwarding variable	Caller ID	Speed dial

E911, Battery Back-Up, Directory Assistance, Operator Services and CALEA

New Applications

Comcast is introducing a number of new features that will further integrate the Triple Play of services, including:

Universal Caller ID: across all services so customers can view caller information on their phone, TV and computer.

SmartZone™ Communications Center: the place that customers can go to access their comcast.net e-mail, view and listen to voice mail messages, universal address book and more from any Internet-connected computer. For more information about SmartZone Communications Center, visit: http://www.comcast.net/smartzonetour/.

Enhanced Cordless Telephone: through a home-based cordless phone, customers can access e-mail, listen to and view voice mail messages, access their universal address book and search Yellow Pages. The Enhanced Cordless Telephone is part of a Comcast Digital Voice self-install kit.

Comcast Digital Voice is Superior

"Comcast Digital Voice. Rated #1 in call clarity. So no word goes unheard."
- Keynote Competitive Research study, November 2008

Comcast Digital Voice is unrivalled because calls travel over Comcast's proprietary managed IP network (as opposed to the public Internet). The use of a managed IP network gives Comcast the ability to provide service quality that may not be available from non-facilities-based VoIP service providers. Comcast also provides E911 capability by routing calls directly to PSAPs along with Automatic Location Information (ALI), identifying the caller's location.



comcast

Enhanced Cordless Telephone

A next-generation cordless home phone.

Key Features

The Enhanced Cordless Telephone is feature-rich cordless home phone that will soon be part of a Comcast Digital Voice® self-install kit. The phone offers all of the popular features that come with Comcast Digital Voice plus integrated services and advanced functionality such as the ability to check e-mail, view voice mail, read news, sports and horoscopes, access your universal address book, search the Yellow Pages and more.

- E-mail – send and receive comcast.net e-mail
- Visual Voice mail – view voice mail messages and select which voice mail to listen to, in the order you prefer
- Universal Address Book, powered by Plaxo – store and access contact information from different places and multiple devices into one convenient location
- Yellow Pages – access the Yellow Pages to find local stores and services
- Extras – get news, sports, horoscopes and local weather

ENHANCED CORDLESS TELEPHONE CONTRIBUTORS*

Thomson www.thomson-store.com

Comcast customer Web site

Casabi www.casabi.com

Focused on the user interface integration, content and activation of service

**Contributors involved in the development of the Enhanced Cordless Telephone currently in trial.*

Availability

The Enhanced Cordless Telephone self-install kit is currently in trial, with wider availability scheduled for 2009*.

**Note: availability may vary by market.*





comcast

Comcast Video Services

With 23.9 million customers, Comcast is the nation's leading provider of cable television.

Comcast offers more video on demand, more HD and more content choices than any other provider.

Digital Cable

Comcast Digital Cable features up to 250 or more channels, over 10,000 On Demand choices, more than 1,000 HD choices, and an interactive program guide that makes it easy for customers to find what they want to watch, when they want to watch it.

On Demand

Comcast's industry-leading On Demand service offers an ever-growing library of more than 10,000 choices each month, and will be growing in the future as On Demand continues to change the way that we watch television. More than 90 percent of On Demand programs are available at no additional charge.

With On Demand, customers have complete control over their viewing experience and can fast-forward, rewind, pause and restart their selections. Comcast's On Demand lineup includes thousands of programs, including movies, TV shows, music videos, kids shows, primetime hits, news and educational shows, exercise programs and more.

AnyRoom™ On Demand

With AnyRoom™ On Demand Comcast customers can start a Video On Demand program in one room and finish it in another room that has a TV connected to a digital cable box. This service is available completely free of charge to digital cable customers with On Demand and no additional equipment is needed.

High-Definition (HD) Programming

Comcast gives customers more HD choices than any other provider, and has expanded its HD lineup to more than 1,000 choices, whenever a customer is ready to watch something in HD.

Comcast's HD choices include the most popular sports, TV shows, movies and music customers most want to watch in HD with unmatched flexibility to watch programs when it's convenient for them.

Digital Video Recorder (DVR)

Comcast's DVR service brings customers more control and convenience with the ability to digitally record up to 80 hours of standard-definition—or 15 hours of high-definition—programs and to pause and rewind live TV broadcasts. With dual-tuner DVRs, customers can record two programs at once or record one show while watching another.

DVR service from Comcast is one of the best values on the market today, and is the only option that gives consumers dual-tuner HD DVR functionality and access to Comcast's On Demand service all from one box.

Interactive Program Guide

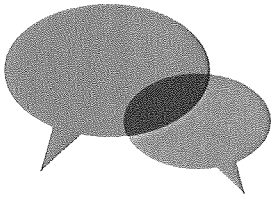
Comcast's interactive program guide enables customers to:

- Quickly find their favorite shows and discover new viewing choices
- Record any television show with a DVR
- Choose from thousands of On Demand programs and order at any time
- Set favorite channels to quickly scan their most-watched networks
- Use parental controls to determine which programming is appropriate for their families
- Choose from hundreds of HD programs



comcast

Comcast Digital Voice®



Top ten things you should know about Comcast Digital Voice.

1. **Comcast Digital Voice uses Internet Protocol and not the Internet.** Comcast Digital Voice calls travel on our private, managed network — not over the public Internet. That makes it superior to other 'Best Effort' services delivering phone traffic over the public Internet.

2. **Comcast Digital Voice offers digital quality phone service with all of the features that customers expect from their phone service,** plus enhancements like the ability to listen to and manage their home voice mail messages from any telephone or any Internet-connected computer.

3. **Comcast Digital Voice customers can save money** on home phone service when compared to similar service plans from traditional phone service providers.

4. **Comcast Digital Voice gives customers 12 popular calling features,** including: Caller ID, Call Waiting, Call Forwarding, Repeat Dialing and Speed Dialing.

5. Comcast will be introducing a number of new, integrated features such as **Universal Caller ID** across all services so customers can view incoming caller information on their phone, TV and computer; **Comcast's SmartZone™ Communications Center** where customers can manage key features of the Triple Play such as integrated e-mail and voice mail, and the universal address book and; the **Enhanced Cordless Telephone** that will enable customers to access e-mail, view voice mail, access their universal address book and Yellow Pages through a home-based cordless phone.

6. **Comcast Digital Voice offers E911 capability.** Customers' 911 calls are routed to public safety answering points ("PSAPs") along with Automatic Location Information ("ALI") identifying the caller's location.

7. **Comcast Digital Voice provides battery backup** in the embedded Multimedia Terminal Adapters (eMTAs). The eMTA will provide up to eight hours of backup power to keep Comcast Digital Voice working when a customer loses power in their home.

8. Trained, professional **Comcast technicians perform the whole standard installation** for customers, and once set up, all of the telephone jacks in the home will work with Comcast Digital Voice – not just one phone next to the modem as with some voice over the net providers.

9. **Comcast Digital Voice is compatible with the majority of home alarm systems,** including ADT and Brink's, using tone dialing and standard data communications protocols.

10. **Comcast Digital Voice customers receive a single bill for all of their services,** including Comcast Cable and Comcast High-Speed Internet services. Comcast customers can also access their single bill online through Comcast's paperless billing option. For more information visit http://www.comcast.com/ecobill. Also, customers can switch to Comcast Digital Voice and **keep the same phone number and use their existing touch-tone phone.** If customers intend on keeping their current phone number, Comcast will handle the transition from their current service provider for them.



comcast

Video On Demand and HD

Comcast customers have more On Demand, more HD and more choice

Comcast offers consumers more than 10,000 On Demand programs and more than 1,000 HD choices – all available at the click of a remote. In January, 2008 at The International Consumer Electronic Show (CES), Comcast announced Project Infinity – its vision to give consumers the ability to watch any movie, television show, user generated content or other video that a producer wants to make available On Demand.

On Demand

Comcast's signature On Demand service fundamentally changed the way people watch TV. Since launching in 2003, On Demand has grown from a few hundred choices to more than 10,000 choices each month.

Over that time, Comcast customers have watched more than eleven billion On Demand selections. This compares to about five billion music downloads from Apple iTunes over a similar period of time. Currently, Comcast customers are selecting over 300 million On Demand views a month, which means Comcast customers are starting an On Demand program more than 120 times every second.

Comcast's On Demand lineup includes a wide range of choices for all tastes and interests that are available 24x7, any time customers want to watch.

HD VOD

Comcast offers the nation's largest HD VOD selection today, and has expanded its lineup to include more than 1,000 HD choices, offering more HD than any other video provider. Comcast's HD experience includes live TV, HD On Demand and recorded programming on customers' digital video recorders.

More HD

Viewers have said they want to watch more HD— and that they want the ability to watch it on their schedules. So Comcast continues to add HD movies, TV shows, music videos and more to its On Demand service.

In addition to offering more HD choices, Comcast delivers a better HD picture. In a 2007 third-party survey, more satellite TV customers selected Comcast as providing the better picture.

More Movies

With 1,300 movie titles available each month, Comcast Digital Cable customers already have access to more movies On Demand than they can find anywhere else. Today, Comcast Digital Cable customers can choose from new releases as well as hundreds of free movies from Sony, MGM, FEARnet and Encore as well as movies from premium networks like Starz, HBO, Cinemax, Showtime and The Movie Channel – all available at their fingertips with no additional equipment.

*Available HD signals vary by market.



Comcast

Comcast High-Speed Internet

The nation's number one residential Internet service.

Comcast is the nation's largest residential Internet service provider with an advanced fiber-optic network that offers the best of speeds and reliability as well as exceptional online content.

Comcast.net

At www.comcast.net you can connect to your e-mail, Comcast voice mail and all the latest news, entertainment, and sports. The site provides what's important to you, like your messages, music, photos, weather and more.

- Access up to seven total e-mail accounts as well as your voice mail and address book from one convenient location.
- Explore a world of information and entertainment choices on TV, On Demand and in HD. With a simple search you can find out what's on TV now, later or On Demand. To experience all the benefits that Comcast.net has to offer go to: http://www.comcast.net/benefits.
- Online Video – News, entertainment, sports, and more – choose from a collection of more than 150,000 clips. With 1,000 plus HD choices – Comcast.net's HD Gallery gives you more online video choices in stunning HD. Catch up – Get easy access to Fancast's full length TV shows and movies to watch online, anytime, for free.
- Games Channel – Play free online game favorites including puzzle, arcade, card and word games.
- Comcast Photo Center – Transfer, store and print your favorite photos, get helpful tips from the pros on photography and create memorable gifts.
- TV Listings – the easiest way online to find the best of what's on – including On Demand and HD content – from the convenience of your computer.

Wideband

Comcast is making the leap from broadband to wideband with the launch of next-generation DOCSIS 3.0. With wideband, Comcast is introducing a brand new echelon of Internet speed tiers, which will redefine the customer experience online and create a platform for Internet innovation in the years ahead.

As part of its initial deployment of wideband, Comcast has introduced two new speed tiers: Extreme 50, offering up to 50 Mbps of download speed, and Ultra, offering up to 22 Mbps of download speed, and it is increasing speeds for the majority of existing customers. With Extreme 50, Comcast customers will be able to download a high-def movie (6 GB) in about 16 minutes, a standard-def movie (2 GB) in about 5 minutes and a standard-def TV show (300 MB) in a matter of seconds. Customers with Extreme 50 also will be able to download digital photos, songs and games faster than ever. This is only a preview of what's to come—wideband will provide the capability of delivering dramatically faster speeds in excess of 160 Mbps in the future.

To find out when wideband will be available in their area, customers can visit www.comcast.com/fastestfast or call 1-800-Comcast.

Security

- McAfee® Security Suite, a $120 value – 120 million Americans experienced a security issue with their online data in 2007. While some other Internet service providers charge for online security, Comcast helps you keep your family safer from growing online threats with the highly-acclaimed McAfee Security Suite at no additional charge! It's a $120 value – and it's one of the most robust, highly acclaimed Internet security solutions offered . This comprehensive suite can be installed on up to seven PCs per customer and includes must-have software like Identity Theft and virus protection, firewall, parental controls and much more.



Comcast

SmartZone™ Communications Center

Overview

The SmartZone Communications Center from Comcast is an innovative online application that brings simplicity and convenience to our customers' lives by converging and integrating key features of our phone and high-speed Internet services.

With the SmartZone Communications Center, Comcast customers can enjoy the convenience of going to one place to send and receive e-mail, check, manage and even forward voice mails via e-mail and manage a single address book.

Key Features

For the first time, customers will have the convenience of being able to access and control a number of innovative and popular communications and entertainment features in one converged, central location including:

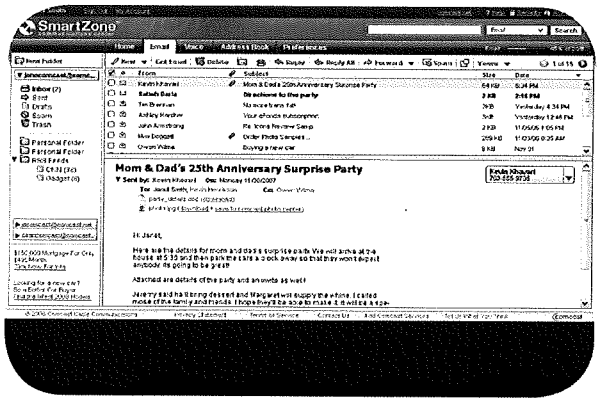
- Integrated E-mail and Voice mail – view, send and manage e-mail and voice mail together online in one convenient location.
- Visual Voice mail – review your call log online and select the voice mails you want to hear in the order you want to hear them.
- Voice Mail Forwarding – forward voice mail messages through e-mail.
- Universal Address Book, powered by Plaxo – combines and syncs up with contact information from multiple sources in one online location and can be accessed from any device with an Internet connection.
- New E-mail Options – drag and drop messages into folders, review e-mail messages in a preview pane and mouse-over to sneak-peak photo attachments.

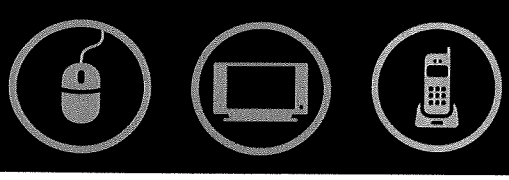
Key Contributors

Comcast partnered with best-in-class innovating companies to create the SmartZone Communications Center feature including:

- HP – selected as the primary implementer to design and build the SmartZone Communications Center platform.
- Plaxo – delivering the universal address book component.
- Zimbra – designing the SmartZone Communications Center user interface.

For more information about SmartZone Communications Center, visit http://www.comcast.net/smartzonetour/.





Comcast

Wideband

Comcast is making the leap from broadband to wideband with the launch of next generation DOCSIS 3.0

Overview **Comcast is introducing a brand new echelon of Internet speed tiers, redefining the customer experience online and creating a platform for Internet innovation in the years ahead.**

As part of its initial deployment of wideband, Comcast has introduced two new speed tiers and is increasing speeds for the majority of existing customers at no additional cost.

Residential Wideband Speed Tiers

New Tier—Extreme 50: (up to 50 Mbps download speed / 10 Mbps of upload speed)

New Tier—Ultra: (up to 22 Mbps download speeds / 5 Mbps of upload speed)

Blast!: (up to 16 Mbps download speed / 2 Mbps upload speed)
Existing Performance Plus customers (8 Mbps) are upgraded to Blast! as wideband becomes available in their market.

Performance: (up to 12 Mbps download speed / 2 Mbps upload speed)
Speeds for existing Performance (6 Mbps) customers are doubled as wideband becomes available in their market.

Plus with Comcast's PowerBoost enhancer, speeds are even faster!

Availability In the beginning of 2009, wideband was deployed to more than 30% of Comcast's footprint and is expected to reach more than 65% by the end of 2009. Wideband is currently available in Minneapolis and St. Paul, Minnesota; Greater Philly Metro; Greater Metropolitan Boston area and parts of Southern New Hampshire; Seattle; Portland, Oregon; Spokane and Eugene, Washington; areas of Atlanta, Georgia; Baltimore, Maryland; Chicago, Illinois; and parts of the Bay Area, including San Jose Silicon Valley, East Bay Area and Monterey-Salinas; the San Francisco region; parts of Arlington and Alexandria Virginia and Washington, D.C. and the surrounding metro area.

Additional markets will be announced throughout 2009.

To find out more about wideband availability, visit www.comcast.com/fastestfast or call 1-800-Comcast.

The Wideband Difference

See how wideband speeds compare:

Download Example	1.5 Mbps DSL	3 Mbps DSL	12 Mbps	50 Mbps
HD Movie	Over 5 hours	Over 3 hours	About 50 minutes	About 20 minutes
Standard Definition Movie	Over 2 hours	About 1 hour	Under 18 minutes	Under 5 minutes
PC Game (multi-player)	About 45 minutes	About 22 minutes	About 6 minutes	Under 2 minutes
20 Picture photo album	Almost 2 minutes	About 1 minute	About 12 seconds	About 3 seconds



Comcast's Network

America's Leading Network

Overview **Comcast has America's leading and most effective converged video, voice and data network. Its digital, high-capacity, fiber-optic network enables Comcast to provide an integrated—and unparalleled product experience to customers.**

Interactive Video and Converged Applications

Comcast is building the applications that will enable customers to consume more content when and where they want it – online, on television or on the go. The power of our network and our VOD service has changed the way people watch TV; now we will use it to change and improve the entire in-home entertainment and communications experience.

From Broadband to Wideband

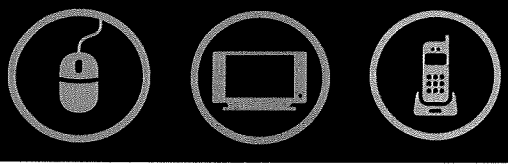
Comcast is evolving its network from broadband to wideband with the deployment of DOCSIS 3.0. (Data Over Cable Service Interface Specifications), a new standard for delivering high-speed Internet service across cable networks. Comcast will deliver significantly faster speeds of up to 100 Mbps to our customers over the next two years with the capability of delivering higher speeds of 160 Mbps or more in the future. With DOCSIS 3.0 (160 Mbps), you will be able to download an HD movie – which is the equivalent of 3,000 mp3 songs – in less than 4 minutes. On dial-up that would take days. And with wideband, you'll be able to watch another movie while you download.

Reinventing Residential Phone Service for the 21st Century

Comcast Digital Voice is a true home phone replacement service that delivers an integrated communications experience across all of Comcast's services (including cable and high-speed Internet) and customers' devices. Comcast will continue to innovate and introduce a number of major enhancements to Comcast Digital Voice in 2009, including Universal Caller ID and Enhanced Cordless Telephone.

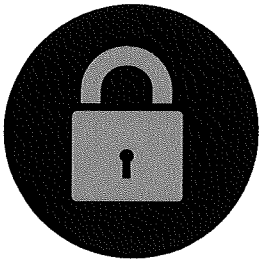
Network Facts

- Comcast delivers more than 1.5 Zettabytes of entertainment and information into our customers' homes every week—that's the equivalent of 20 Libraries of Congress and more than 900,000 times the amount of traffic on Youtube.
- Everyday Comcast delivers more than 14.3 million On Demand views, over 1.5 PetaBytes of IP-sourced video, 59 million e-mails, over 21.7 million web page views, 95 million Comcast Digital Voice® calls and 2.9 million voice mails.
- Content travels across 147,000 route miles of fiber—on the largest residential cable fiber network in the nation - that's equivalent to nearly 600,000 plant route miles in the network, enough fiber to wrap around the Earth nearly 24 times.



comcast

Comcast.net Security Channel



Tools, Tips, Resources

Comcast offers a comprehensive Security Channel on its consumer portal, Comcast.net (www.comcast.net/security). The Comcast Security Channel serves as an online resource to help customers protect themselves from spam, viruses and other online threats. Customers can also learn about parental controls that can help protect their children from cyber bullying, harassment and online predators. The Security Channel helps customers:

Get Protected! By downloading free online security tools:

- Comcast's McAfee® Internet Security Suite is a $120 value that includes McAfee VirusScan, McAfee Personal Firewall Plus and McAfee Privacy Service (with Parental Controls).
- The Comcast Toolbar, which includes free spyware detection and removal, pop-up blocker, and anti-phishing software.

Get Smart! Via Security Tips:

- Covering everything from keeping your kids safe online to identity protection, critical information about and links to national security resources as well as security forums and discussion boards.
- Real-time alerts about viruses and other Internet threats, with links to the tools needed to stay protected.
- Interactive quizzes and polls to help parents and children learn the fundamentals of internet safety.

Get Help! By taking action to:

- Report online safety issues such as cyber bullying, child pornography or phishing threats.
- Contact Customer Security Assurance for assistance.

In the last year, Comcast has taken an industry-leading position in spam protection. The Company has successfully reduced inbound/outbound spam by more than 70 percent using a variety of techniques that stop spam at the server level. These steps include:

Industry Associations We confirm that a sender's traffic originates from a reputable source and if it is known to distribute spam, then we block it.

Automated Spam Filtering Comcast uses best-in-class vendors to filter outbound spam using the latest tools and software.

Port 25 Blocking Port 25 is an open port on computers that spammers hijack and use to relay their unwanted mail often without the user ever knowing his/her computer has been infected. If this happens, Comcast works to move customers to a more secure mail connection – Port 587 – and creates a one-click fix that automatically configures their computers to use this safer port.

Spam Blocking (Blacklisting) Because Comcast has been so successful in blocking spam at the server level spammers continue to find new ways to target our customers. Comcast applies a precise, targeted approach to block IP addresses classified as sending excessive amounts of spam.

Industry Associations

Comcast also participates in a number of working groups and associations to share and learn about Internet safety best practices including:

- Anti-Phishing Working Group (APWG)
- Family Online Safety Institute (FOSI)
- Global Infrastructure Alliance for Internet Safety (GIAIS)
- Internet Association of Internet Professionals
- Messaging Anti-Abuse Work Group (MAAWG)



comcast

Comcast Business Class

Backed by industry-leading, 24/7 business-class support, Comcast Business Class provides advanced communication solutions to small and mid-sized organizations to help them meet their business objectives. Through an advanced, hybrid-fiber coax network that provides high-quality customer experience, Comcast delivers Business Class services for cost-effective, simplified communications management.

COMCAST BUSINESS CLASS VOICE provides a reliable alternative with better, more-integrated features for small businesses, such as Web access to voice mail (where available).

- Unlimited direct-dialed local and domestic long-distance calling to the U.S., Canada, Puerto Rico and other U.S. territories
- International calling
- Popular features like Hunt Group, Call Forwarding, Call Waiting, Call Transfer, Caller ID, Three-way calling, Business Directory Listing, and more
- Online access to monthly billing statements, call details and bill payment

COMCAST BUSINESS CLASS INTERNET offers businesses a feature-rich, reliable and secure Internet solution.

- Increased Internet speeds for small and medium sized businesses nationwide to keep SMBs on the cutting edge of new technology. Business customers benefit from Comcast's commitment to move from broadband to wideband technology with the launch of next-generation DOCSIS 3.0 (select market availability)
- With wideband technology, Comcast business customers can download a 3GB presentation file in about 8 minutes; that would take over an hour on a 6 Mbps DSL service. Uploading files is also faster. For example, a customer can e-mail a 60 MB graphics file in less than a minute with Comcast Business Services Deluxe speed
- Microsoft Communication Services
  - Microsoft Outlook 2007 - share & synchronize e-mail, calendars, contacts and tasks
  - Windows SharePoint Service – share files and coordinate projects with back-up and version control
- Web Hosting service including custom domain name, Web site, and site-builder tool
- Advanced Security
  - McAfee® Security Suite - Helps protect up to 25 PCs against viruses and spyware
  - IP Gateway - on-site firewall protection installed and managed by Comcast and supports multiple computers and VPN connectors

COMCAST BUSINESS CLASS TV provides reliable and cost-effective video content solutions to satisfy a variety of customers' business needs at office locations, from conference rooms and break rooms to waiting areas.

- Packages run from Basic TV to upgraded packages which include channels such as CNBC, Food Network, Discovery Kids, Golf Channel, The Weather Channel and more
- With certain levels of service, the Sports Pack is available which includes Fox College Sports, NBATV, NHL Network and CSTV (where available)

For more information about Comcast Business Class visit www.business.comcast.com

comcast® Business Class

Comcast Customer Care

We hold our products, service and people to the highest standards because our goal is to provide a superior customer experience the first time, every time – and, if something goes wrong, acknowledge it and fix it quickly. Our new Customer Guarantee lets customers know what they can expect from us and outlines our promises if we don't live up to their expectations.

Improvements

We've also been working on several fronts to improve the customer experience at Comcast, including:

- Giving our 16,000 field technicians handheld devices or laptops that help improve communication and on-time reliability
- Launching a new automated diagnostic/troubleshooting portal, called GrandSlam, that helps our customer care agents quickly and accurately resolve customer issues
- Introducing the Comcast Whole Home Check to address customers' feedback that they want us to eliminate the need for repeat or additional service calls - when our technicians are in customers' homes for specific service issues, they will make sure all of their other Comcast services are operating at peak performance
- Proactively monitoring our network and product performance 24x7 to find and fix issues *before* they impact customers
- Opening 11 new call centers since 2007 and hiring 15,000 new customer service agents and technicians across the country in the past two years
- Increasing training for new employees and providing ongoing training for current employees
- Making it easier for customers to contact us and do business with us with new features like customerCentral that lets customers manage all of their accounts with a single log-in on Comcast.com or Comcast.net
- Engaging and communicating with customers in new and different ways like on blogs, forums and Twitter

Commitment

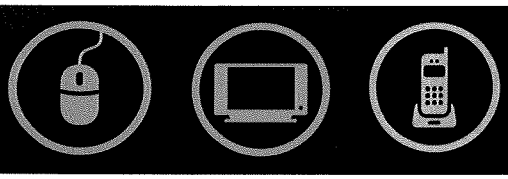
Our commitment to improving is ongoing, and our efforts are starting to make a difference:

- Network reliability is above 90%, a 35% improvement over the last two years
- Call center contact rates are down 4%, service truck rolls are down 6%; and repeat truck rolls/service calls are down 6%
- Our focus on the customer experience will continue in 2009, and beyond, with many important technical projects and new service initiatives

Facts

Customer Care Facts:

- Nearly 30,000 technicians and 24,000 customer service representatives serving 23.9 million customers in 39 states and the District of Columbia
- Nearly 300 million customer interactions a year:
  ~ 308M customer phone calls
  ~ 40M truck rolls/technician visits
- More than 50,000 customers helped by the Comcast Digital Care Team in the last year
- More than 40,000 public tweets and 15,000 private direct messages on Twitter since April 2008



comcast
dream big



2009 ANNUAL REPORT

YEAR'S ACTIVITIES SUMMARY

Local Origination and Community
Programming Service to the Community
AUGUST 30, 2009

YEAR'S ACTIVITY SUMMARY
Local Origination and Community Programming
Service to the Community

- Supported the Department of Human Services with their Foster Care program.
- Supported the Alexandria Volunteer Bureau An Evening in the Heart of Alexandria Gala
- Provided Cable in the Classroom magazines in conjunction with the CIC program to Alexandria Public Schools
- Awarded a Comcast scholarship to a T.C. Williams graduate pursuing film studies at the Scholarship Fund of Alexandria Awards Ceremony
- Filmed and participated in the USA/Alexandria Birthday Celebration at Founders Park
- Filmed and participated in the American Indian Festival, the African American Festival, the Italian Festival, the Irish Festival the Chirlagua Festival, and the Cambodian Festival.
- Promoted summer concerts throughout the area, Lunch Bunch Concerts, Ben Brenman Park Concert, Ft Ward Park Concerts, Waterfront Park Concerts, Montgomery Park Concerts, Henderson Park Concerts, and the King Street Gardens Concert.
- Sponsored the Alexandria Volunteer Bureau Philanthropy Summit Awards
- Donated to the T.C. Williams Drug and Alcohol Free Graduation Party
- Participated in the United Way campaign
- Supported the Alexandria Chamber of Commerce "Total Resource" Campaign
- Participated with the Region in Comcast Cares Day at the Arlington Food Assistance Center, the Good Shepherd Alliance in Loudoun, Friends of the Rappahannock in Fredericksburg, and ACTS (Action in the Community Through Service in Prince William.
- Live coverage of the Alexandria Special Election Returns
- Supported the Breast Cancer Walk, taped and broadcast the event
- Partnered with the City of Alexandria for the Comcast Outdoor Film Festival

- Taped and broadcast Agenda Alexandria monthly
- Taped and broadcast the Alexandria Chamber Business Leader of the Year Award
- Taped and broadcast the Grace Episcopal Concert
- Taped and broadcast & Supported the Alexandria Chamber of Commerce Chairman's Gala
- Taped and broadcast the Martin Luther King Birthday Ceremony for City employees
- Taped and broadcast the St Patrick's Day Parade
- Taped and broadcast the George Washington Day Parade
- Taped and broadcast the Martin Luther King Birthday Ceremony
- Taped and broadcast the Alexandria Birthday Celebration
- Taped and broadcast the Salute to Women Awards
- Taped and broadcast the Valor Awards
- Taped and broadcast the Episcopal Graduation
- Taped and broadcast the Bishop Ireton Graduation
- Taped and broadcast the T.C. Williams Graduation
- Taped and broadcast the Scholarship Awards Ceremony
- Taped and broadcast the St. Stephens /St. Agnes Graduation
- Taped and Broadcast the Scottish Christmas Walk
- Taped and Broadcast the Scottish Night at Ft. Ward Park
- Broadcast the Latter Day Saints Annual Conference
- Taped and Broadcast the Days of Remembrance
- Taped and Broadcast the Scottish Heritage Festival
- Taped and Broadcast the Christmas Tree Lighting Ceremony
- Taped and Broadcast the Excellence in Education Awards
- Taped and Broadcast the T.C. Williams vs. W. Springfield Boys Basketball Game
- Taped and Broadcast the T.C. Williams vs. W. Potomac Boys Basketball Game
- Taped and Broadcast the Grace Episcopal Spring Program
- Taped and Broadcast the CTE Awards Program
- Taped and Broadcast Monthly Program for Mayor of City of Alexandria
- Taped and Broadcast Monthly Program for Chamber of Commerce
- Taped and Broadcast Monthly Program for Economic Development / Visitor and Convention
- Taped and Broadcast Monthly Program for Fire Department
- Taped and Broadcast Monthly Program for Alexandria Library
- Taped and Broadcast Monthly Program for Alexandria Education Partnership
- Taped and Broadcast Monthly Program for Alexandria Civic Associations
- Taped and Broadcast Monthly Program for Alexandria Senior Citizens
- Taped and Broadcast Monthly Program for Hoop Academy International
- Supported the NAACP Awards Banquet
- Supported the Northern Virginia Urban League Gala
- Sponsored the Alexandria Scholarship Fund Telethon through in kind work planning and broadcasting live and on replay the telethon event. This year's telethon raised over $150,000.
- Sponsored the Training of Hoop Academy International Students in Field Production and Studio Class

Produced Comcast Local Edition interviews, appearing on Headline News for the following organizations:

City of Alexandria Recreation, Parks & Cultural Activities
Alexandria Chapter of the American Red Cross
Inova Blood
Alexandria Convention & Visitors Center
Office on Women - Domestic Violence
Office on Women – Walk to Fight Breast Cancer
Office on Women – Sexual Assault Awareness Month
Office on Women – Salute to Women Awards
The Scholarship Fund of Alexandria Telethon
SOC Enterprises - promotes independence for people with disabilities
Northern Virginia Aids Ministry
Alexandria Chamber of Commerce
Irish Festival
St. Patrick's Day Parade
Alexandria Commission for the Arts
Alexandria Outdoor Film Festival
The Campagna Center
American Red Cross
The Twig – Tour of Homes
Alexandria Symphony Orchestra
First Night Alexandria
Samaritan Ministry of Greater Washington
Pentagon Memorial Fund
Agenda Alexandria
Carpenter's Shelter
National MS Society
Vola Lawson Animal Shelter
Alzheimer's Association
Mother's Against Drunk Drivers
Child & Family Network Center
Northern Virginia Family Services
Armenian Festival
Girl Scout Council
The Art League
SCAN
CrisisLink
Azalea Charities
Avon Walk to Fight Breast Cancer
Alexandria Technology Achievement Awards
Lupus Foundation of Greater Washington
Alexandria United Way

Alexandria Symphony Ball
The Carlyle House
Northern Virginia Urban League
Alexandria Animal Welfare League
The Torpedo Factory
Opera Theater of Northern Virginia
Senior Services
Alexandria Volunteer Bureau
Pan Am Games for the Deaf Youth
Employer Support of the Guard and Reserve
Alexandria Convention and Visitors Center
National Museum of Marine Corp
Cable in the Classroom Leaders in Learning Awards
Arlington National Cemetery
Community Lodgings
First and Second Thursday in Del Ray
Capital Hospice
Boys & Girls Club of Greater Washington
Metro Stage
Coats for Kids
National Network to End Domestic Violence
The Leukemia & Lymphoma Society
United States Hispanic Chamber of Commerce
Bladder Cancer Advocacy Network
National Puerto Rican Coalition
Cure Autism Now
Northern Virginia Regional Park Authority
Cold War Museum
Parent Leadership Institute of Alexandria
AARP
Friends of the Occoquan
Northern Virginia Regional Center UMFS
League of United Latin American
Virginia Department of Transportation
Virginia Department of Health
Senate of Virginia
Gala Hispanic Theatre
Hopkins House
Community Residences
Alexandria Black History Museum
Ballyshaners
National Ms Society
American Diabetes Association
Smithsonian
Virginia Gang Investigators Association
National Cherry Blossom Festival

Colon Cancer Foundation
Metropolitan Washington Council of Governments
Y-Me, Breast Cancer Support Organization
Historic Alexandria Foundation
Arlington-Alexandria Coalition for the Homeless
National Center for Black Philanthropy
Special Olympics VA
Cultural Foundation for Children
Virginia Department of the Deaf and Hard of Hearing
Youth for Tomorrow
Commonwealth Homeland Security Foundation
Rotary Club of Alexandria
Capitla Hospice
Interntional Eye Foundation
Virginia Space Grant Consorium
City of Alexandria Public Schools
United Negro College Fund
Alexandria Tutoring Consortium
YMCA Alexandria
Alexandria Community Services Board
Partnership for a Healthier Alexandria
Street Light Ministries
Northern Virginia Healthy Kids Coalition
Hispanic Committee of Virginia
Leadership Alexandria

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Hispanic Committee of Virginia
Leadership Alexandria



2009 ANNUAL REPORT

SUMMARY OF CUSTOMER COMPLAINTS
AUGUST 30, 2009

Summary of Complaints
July 1, 2008– June 30, 2009
City of Alexandria, Virginia

1. **Complaint**: Property management complained about a pedestal being buried beneath the ground with cable wires exposed above ground and wanted the issues resolved.
   Resolution: Our Maintenance team and construction team were dispatched to replace the pedestal and bury all lines.
2. **Complaint**: Customer complained that he was not receiving the services that he paid for and had terminated service due to moving out of the area but was seeking additional credits on his account.
   Resolution: Advised the customer that we applied credit to his account and was satisfied with the resolution.
3. **Complaint**: Customer complained that channels 2-5 were "freezing" and that the Comcast website did not display the correct channel line up.
   Resolution: Advised the customer that there was a sixty day freeze on our website as our corporate office was upgrading the software. We also had our technical department look into the problems with the local channels 2-5 freezing and they were able to resolve the issue.
4. **Complaint**: Customer wanted a breakdown of his billing ledger.
   Resolution: Our call center lead went over the billing ledger by line item and sub was satisfied with the response and understood the bill including partial month prorates.
5. **Complaint:** Customer complained due to the length of time it took to get his service installed.
   Resolution: Dispatched a lead technician to troubleshoot the issues with service and complete the installation.
6. **Complaint**: Customer called in regarding the "Regulatory Recovery Fee" on her phone bill and wanted an explanation of charges.
   Resolution: Sub was told about all of the Regulatory Fee's stemming from phone service. Satisfied with response.
7. **Complaint**: Customer upset that he had issues receiving MHz.
   Resolution: We dispatched our maintenance team who found that some of the exterior equipment had to be replaced and the signal strength was fine.
8. **Complaint:** Customer complained about the installation of the Triple Play bundled offer and problems with service.
   Resolution: The customer received a call from our Manager of Technical Operations who addressed all of the issues that she experienced.
9. **Complaint**: Customer called about his lower channels not working. Said the issue was with the drop at his house, not inside his home.
   Resolution: We dispatched a team who found that there was evidence that his drop had been cut several times in the past and saw that he had a new sprinkler system installed. It appeared that someone had repaired the line by using Radio

Shack connectors which caused signal degradation. We installed a temporary line to restore his service.

10. **Complaint**: Customer complained that her service did not work for four months.
    Resolution: Investigated the installation and found that her service was working partially but provided a four month complimentary credit to her account. Sub satisfied.
11. **Complaint:** Customer was upset due to a payment that he made that did not clear his bank account and as such, we assessed a twenty-five dollar fee on his account.
    Resolution: We explained to the customer that our policy is to charge customers a "returned check" fee if the payment does not clear the banking facility.
12. **Complaint**: Customer did not understand the promotional charges for the Triple Play bundled offer and needed further explanation.
    Resolution: We explained to the customer that the Triple Play bundled offer promotional charge did not include the Franchise Fee and taxes and surcharge and explained those charges.
13. **Complaint:** Customer was upset because he signed up for automatic bill pay but it was sent back to him because his routing number was incorrect. He was upset because he was hit with a "late fee."
    Resolution: We explained to the customer that notification as mailed to him stating that the original routing number he provided was incorrect. Therefore, he had to complete another form with the corrected routing number which went through and we also removed the late fee.
14. **Complaint**: Customer disconnected service and continued to receive a bill.
    Resolution: We attempted to contact the customer but his home phone had been disconnected. The only bill that the customer continued to receive was in the amount of $22.30 which included a past due balance.
15. **Complaint**: Customer inquired about a "hanging wire and box" that he wanted removed.
    Resolution: We investigated this situation and found that the box belonged to Verizon.
    Complaint: Customer complained that throughout the period of May 10 through June 15, his cable service did not work and he requested credit.
    Resolution: Provided a credit in the amount of seventy one dollars and seventeen cents for thirty-five days without service. Sub satisfied.
16. **Complaint**: Customer states that cable went out on a number of occasions and she did not call Comcast.
    Resolution: Spoke with the customer and scheduled a service visit. Found that she had a loose splitter at the ground block.
17. **Complaint**: Customer complains that he has no audio on some of the channels.
    Resolution: We dispatched our maintenance team to see if there were any issues outside. We asked the customer to unplug the box and hook it up directly to the television. We found that his box was going bad so he swapped out the box.
18. **Complaint**: Customer states that he had issues getting his cable cards installed and said that the channels did not work.
    Resolution: We dispatched our lead technicians who went out and met with the customer. They were able to diagnose the problem and get the service working.

19. **Complaint**: Customer was upset about the length of prompts and roundabout nature of calling into the call center and getting a live agent on the phone.
    Resolution: Contact was made with the customer and his issue was not with the actual service but rather issues with downloading software for Vonage. It was explained that we do not support Vonage and that if he wanted to upgrade to Comcast Digital Voice service, we would accommodate that switch.
20. **Complaint**: Commercial subscriber called in stating that they were having problems with service and needed it restored.
    Resolution: We dispatched our commercial services team and maintenance team who found some issues on the line. Service was restored.
21. **Complaint**: Customer complained that the pictures were pixeling and freezing
    Resolution: Technical adjusted the signal and tightened the connectors
22. **Complaint**: Customer requested to have service terminated and wanted to know what the pro-rate would be.
    Resolution: We contacted the customer and advised that a refund in the amount of eleven dollars and sixteen cents would be generated. Sub satisfied.
23. **Complaint**: Customer thought that she was going to be charged for the Triple Play bundled offer when she upgraded her service but the bill was incorrect.
    Resolution: We backdated the customers billing and credited her account for one month in the amount of thirty three dollars. Sub satisfied.
24. **Complaint**: Customer states that his cable service was not working properly.
    Resolution: We found that the supervisor from Comcast had been in contact with the customer and followed through to ensure that their service was working fine and provided a credit for the time without service.
25. **Complaint:** Customer states that she had her service disconnected and moved to another location within the Comcast footprint but received a bill for eighty six dollars.
    Resolution: We investigated the inquiry and found that the customer had transferred service and removed the eighty six dollar fee. Sub satisfied.
26. **Complaint**: We received notification from a property manager wanting to know why one particular unit at Canterbury Square continues to get disconnected.
    Resolution: We investigated this issue and ensured that the lines were properly tagged. Sub satisfied.
27. **Complaint**: Customer states that HBO was added to their account without their authorization.
    Resolution: We investigated the inquiry and found that HBO was added "free" for two months and then converted to pay. We removed the channel and additional billing. Sub satisfied.
28. **Complaint**: Customer complained that DVR was recording in segments of twenty minute increments.
    Resolution: Contact was made with the customer explaining that the issue affected our customers in Northern Virginia and we were working with our engineers to get the issue corrected as quickly as possible.
29. **Complaint**: Customer was upset that her letter, which was addressed the call center manager, went unanswered.
    Resolution: Customer was contacted and the account adjusted accordingly.

30. **Complaint**: Customer states that he cannot receive local channels 4 and 5 and some pay per view channels.
    Resolution: We dispatched our maintenance team who adjusted the signal levels and changed out a bad splitter. Local channels accessed as well as Video on Demand.
31. **Complaint**: Customer states that his digital service tiled and froze for three months.
    Resolution: We found that the original installation was done through his smart box. We bypassed the smart box which was over amplifying the signal and the problem was corrected.
32. **Complaint**: Customer requested to have her service disconnected and did not understand the past due balance charge.
    Resolution: We contacted the customer and applied the past due balance credit. Sub satisfied.
33. **Complaint**: Customer states that his service is not viewable.
    Resolution: We found that the drop had been squirrel chewed and had to replace the aerial drop. Sub satisfied.
34. **Complaint**: Customer complains that an entire neighborhood is experiencing issues with freezing and pixeling pictures
    Resolution: We dispatched our maintenance team, who worked with our headend to resolve the problem.
35. **Complaint**: Customer stated that the billing name appeared to be in the name of her deceased husband and wanted the name changed on the account.
    Resolution: We changed the name on the account. Sub satisfied.
36. **Complaint**: Customer upset due to the 5% VA Sales Tax which appeared on her billing statement.
    Resolution: Explained to customer that the "Communications Tax" that appeared went into effect January 1, 2007. The House of Delegates, Bill 568 passed a new statue which eliminated the 3% Franchise Fee and replaced it with a 5% Communications Sales Tax and a $.64 Right of Way Fee. Sub satisfied with response.
37. **Complaint**: Customer claims that she had attempted to cancel service since November 2008.
    Resolution: Explained to the customer that we had access issues in attempting to disconnect service at the tap. Gained access by customer and disconnected service accordingly. Sub satisfied.
38. **Complaint**: Customer states that they have difficulty with Internet, Cable and Phone.
    Resolution: We dispatched our maintenance and construction team and found that a strand of hard line had to be replaced. We also applied a one month credit to the account. Sub satisfied.
39. **Complaint**: Customer states that the digital service freezes and blackouts for 15 to 40 seconds.
    Resolution: It was explained to the customer that we performed an upgrade with our controllers for the time change. For some reason, it caused a "glitch" in the

system where some of the channels were blacking out and pixelating. The issues were resolved and a credit was applied to his account. Sub satisfied.

40. **Complaint**: Customer states that the cable wire was not properly grounded and was seeking compensation.
    Resolution: We investigated the issue and turned the complaint over to our Quality Assurance Department. We satisfied the complainant by sending them a refund for the damages.
41. **Complaint**: Customer attempted to get service transferred but the address they were moving to was not in the system.
    Resolution: Construction went out and confirmed that the new address was serviceable. Set up a transfer of service and was successfully installed.
42. **Complaint**: Customer states that they had no service from January 16 to February 4.
    Resolution: We found that the hard line was damaged and had to wait on permits to complete the work.
43. **Complaint**: Customer attempted to have service installed in a townhouse unit that was turned into three apartments. The address was not in our system.
    Resolution: Comcast went out to determine the route/path for installation and created three separate apartment units in the system for billing purposes. Sub was set up for service and installed. Sub satisfied.
44. **Complaint**: Customer was upset due to the rate increase and wanted to understand why we increased rates and changed the channel alignment.
    Resolution: Comcast periodically adjusts certain prices to continue to provide the most value for our customers and the price change reflects the increased value in service.
54. **Complaint**: Customer was sent to collections and did not understand why.
    Resolution: Explained to customer that he had an unreturned modem which we found was turned after the fact. His credit was not affected in anyway.
55. **Complaint:** A long time customer who lives in Old Town requested to have the cable (aerial) relocated to the sub pole across the street.
    Resolution: After careful research, we found that Comcast, Dominion Power and Verizon all had rights to be on the sub pole that were an eyesore to the customer. We attempted to work with his neighbor but she did not agree to the terms. Although the customer understood, he realized that we could not do anything for him. If we took the cable underground, it would cost roughly $20,000.00 to perform the work at which time; the customer would be responsible for paying this said amount.
56. **Complaint:** Customer states that she has had problems with reception and was told that her yard had to be dug up to replace the underground cable.
    Resolution: We dispatched our construction coordinator who met with the customer. We stated that we could replace the underground drop before or after their party. She preferred that the work be performed after the fact.
57. **Complaint:** Customer was upset because MHz was moved to the digital tier but still an Expanded Basic channel.
    Resolution: We explained to the customer that the only way she could receive WMPT is by having a digital box installed. We provided the digital box free for

twelve months and then she would have to transition and pay the normal monthly published rate. Sub satisfied.

58. **Complaint:** Customer was upset because the NHL package was removed and he was billed for the regular NHL package not the Early Bird package.
    Resolution: We removed the additional charges and charged the customer for the NHL Early Bird package. Sub satisfied.
59. **Complaint:** Customer states that he disconnected service in December but was being billed for service in February.
    Resolution: We found that there was no record of the customer ever calling into the call center to request a disconnect of service. We honored the request and backdated his billing to reflect a December 22, 2008 disconnect date.
60. **Complaint:** Customer was upset regarding the relocation of AMC and loss of WMPT.
    Resolution: Sent a written response regarding the channel realignment in 2006 and WMPT's decision to go digital.
61. **Complaint:** Customer complained that he had difficulty getting service installed.
    Resolution: We successfully completed the installation. Sub satisfied.
62. **Complaint:** Customer complains of intermittent service on digital channels – sporadic channels.
    Resolution: We were dispatched to the consumer's home on a number of occasions and never could locate an issue. We provided the customer with the numbers to technical operations so if the issue happens again, we can immediately dispatch a technician. There were no problems found with the maintenance of the line, nor inside the lockbox or in the unit.
63. **Complaint:** Customer states that the cable cards are not compatible.
    Resolution: Our head end engineers were dispatched to the customer's home and we found that the issue stemmed from his television manufacturer.
64. **Complaint:** Customer states that there is a low hanging line across her deck near the back alley.
    Resolution: We dispatched our maintenance team who took care of the issue. Sub satisfied.
65. **Complaint:** Customer states that she has many issues with High-Definition and digital service.
    Resolution: We dispatched our technical team who swapped out the customer's box.
66. **Complaint:** Customer states that the bill jumped in one month for cable service.
    Resolution: We found that the rate codes that were entered on the customers account were entered incorrectly. We coached the customer account executive and applied the corrected rate codes – backdating the bill to the time it was changed.
67. **Complaint:** Customer states that she had many issues with service not showing up, many calls to customer service – unreturned, and needed to have service in general.
    Resolution: We researched the customers account history and applied a credit to her account. Her service issue was resolved and she wanted to convey all of the issues that she encountered. Sub satisfied.

68. **Complaint:** Customer states that he and four other town home units experienced the same inconsistency with service due to the hub with four ports.
Resolution: We dispatched our maintenance team who replaced the four ports to a six port and accommodated the new customers. Sub satisfied.
69. **Complaint:** Customer had landscaping performed in his yard and his landscapers severed the drop cable leading to the home causing service to go out.
Resolution: We dispatched our maintenance team who repaired the cut drop and service was restored.
70. **Complaint:** Customer complains that the Comcast line dangles 10 feet above the customer's property and is just asking to be pulled down.
Resolution: We dispatched our maintenance and construction team who raised the drop. Sub satisfied.

Comcast

August 30, 2009

Ms. Rose Boyd
Director, Office of Citizen Assistance
City of Alexandria
301 King Street Room 1900
Alexandria, Virginia 22314

Dear Ms. Boyd,

Comcast is pleased to submit our 2009 Annual Report to the City of Alexandria, in accordance with Chapter 3 of Title 9 of the Alexandria City Code. Included are copies or summaries of the Year's Activities within Local Origination and Community Programming, a Summary of Customer Complaints, Financial Reports, Statements of Major Equipment and Capital Expenditures, Construction Plans, a list of Comcast Officers and Board of Directors, the Alexandria Employee Report, Television Channel Changes, the Plant Report, and Customer Service Telephone Statistics for the period of July 1, 2008 through June 30, 2009.

It's been another exciting year at Comcast! We have seen a significant increase in customers taking advantage of the wide array of products and services we offer. Comcast plans to continue its investment in the City bringing the latest programming and cutting edge technology to the community. We have evolved from the provider of cable television service to being a key provider of voice, video and data services, providing more choice to our customers. On the cable side, we have expanded our HD line-up and added more hours of VOD programming

Community highlights from the past year are:

- We continue to conduct Newsmaker interviews aired on Headline News to promote nonprofits, and community activities and events.
- Partnered with the City of Alexandria for the sixth annual Comcast Outdoor Film Festival at Ben Brenman Park.
- Sponsored the Alexandria Scholarship Fund Telethon, which raised over $150,000 for T.C. Williams Graduates.

Comcast and its employees pride themselves with being involved with the Community, and being in the forefront within the Company to deploy new services and technologies to our customers. We look forward to continuing this partnership in 2009.

Yours sincerely,

Marie Schuler
Director of Government and Community Affairs



2009 ANNUAL REPORT

FINANCIAL REPORTS

UNAUDITED FINANCIAL REPORTS

10-K

AUGUST 30, 2009

FORM 10-K

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

(Mark One)

☒ ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE FISCAL YEAR ENDED DECEMBER 31, 2008

OR

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE TRANSITION PERIOD FROM TO

Commission file number 001-32871



COMCAST CORPORATION

(Exact name of registrant as specified in its charter)

PENNSYLVANIA	**27-0000798**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
One Comcast Center, Philadelphia, PA	**19103-2838**
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (215) 286-1700

SECURITIES REGISTERED PURSUANT TO SECTION 12(b) OF THE ACT:

Title of Each Class	Name of Each Exchange on which Registered
Class A Common Stock, $0.01 par value	Nasdaq Global Select Market
Class A Special Common Stock, $0.01 par value	Nasdaq Global Select Market
2.0% Exchangeable Subordinated Debentures due 2029	New York Stock Exchange
6.625% Notes due 2056	New York Stock Exchange
7.00% Notes due 2055	New York Stock Exchange
7.00% Notes due 2055, Series B	New York Stock Exchange
8.375% Guaranteed Notes due 2013	New York Stock Exchange
9.455% Guaranteed Notes due 2022	New York Stock Exchange

SECURITIES REGISTERED PURSUANT TO SECTION 12(g) OF THE ACT:

NONE

Indicate by check mark if the Registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes ☒ No ☐

Indicate by check mark if the Registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes ☐ No ☒

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of Registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendments to this Form 10-K. ☐

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definition of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer ☒ Accelerated filer ☐ Non-accelerated filer ☐ Small reporting company ☐

Indicate by check mark whether the Registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes ☐ No ☒

As of June 30, 2008, the aggregate market value of the Class A common stock and Class A Special common stock held by non-affiliates of the Registrant was $39.033 billion and $15.656 billion, respectively.

As of December 31, 2008, there were 2,060,982,734 shares of Class A common stock, 810,211,190 shares of Class A Special common stock and 9,444,375 shares of Class B common stock outstanding.

DOCUMENTS INCORPORATED BY REFERENCE

Part III—The Registrant's definitive Proxy Statement for its annual meeting of shareholders presently scheduled to be held in May 2009.

Comcast Corporation
2008 Annual Report on Form 10-K

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This Annual Report on Form 10-K is for the year ended December 31, 2008. This Annual Report on Form 10-K modifies and supersedes documents filed before it. The Securities and Exchange Commission ("SEC") allows us to "incorporate by reference" information that we file with them, which means that we can disclose important information to you by referring you directly to those documents. Information incorporated by reference is considered to be part of this Annual Report on Form 10-K. In addition, information that we file with the SEC in the future will automatically update and supersede information contained in this Annual Report on Form 10-K. Throughout this Annual Report on Form 10-K, we refer to Comcast Corporation as "Comcast;" Comcast and its consolidated subsidiaries as "we," "us" and "our;" and Comcast Holdings Corporation as "Comcast Holdings."

Our registered trademarks include Comcast and the Comcast logo. Our trademarks include Fancast and FEARnet. This Annual Report on Form 10-K also contains other trademarks, service marks and trade names owned by us as well as those owned by others.

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Part I

Item 1: Business

We are the nation's leading provider of cable services, offering a variety of entertainment, information and communications services to residential and commercial customers. As of December 31, 2008, our cable systems served approximately 24.2 million video customers, 14.9 million high-speed Internet customers and 6.5 million phone customers and passed over 50.6 million homes in 39 states and the District of Columbia. We report the results of these operations as our Cable segment, which generates approximately 95% of our consolidated revenue. Our Cable segment also includes the operations of our regional sports networks. Our other reportable segment, Programming, consists primarily of our national programming networks, including E!, Golf Channel, VERSUS, G4 and Style. We were incorporated under the laws of Pennsylvania in December 2001. Through our predecessors, we have developed, managed and operated cable systems since 1963.

Our other business interests include Comcast Interactive Media and Comcast Spectacor. Comcast Interactive Media develops and operates Comcast's Internet businesses focused on entertainment, information and communication, including Comcast.net, Fancast, thePlatform, Fandango, Plaxo and DailyCandy. Comcast Spectacor owns two professional sports teams and two large, multipurpose arenas, and manages other facilities for sporting events, concerts and other events. Comcast Interactive Media, Comcast Spectacor and all other consolidated businesses not included in our Cable or Programming segment are included in "Corporate and Other" activities.

For financial and other information about our reportable segments, refer to Item 8, Note 16 to our consolidated financial statements included in this Annual Report on Form 10-K.

Available Information and Web Sites

Our phone number is (215) 286-1700, and our principal executive offices are located at One Comcast Center, Philadelphia, PA 19103-2838. The public may read and copy any materials we file with the SEC at the SEC's Public Reference Room at 100 F Street, NE, Washington, DC 20549. The public may obtain information on the operation of the Public Reference Room by calling the SEC at 1-800-SEC-0330. Our Annual Reports on Form 10-K, Quarterly Reports on Form 10-Q, Current Reports on Form 8-K and any amendments to such reports filed with or furnished to the SEC under Sections 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), are available free of charge on the SEC's Web site at www.sec.gov and on our Web site at www.comcast.com as soon as reasonably practicable after such reports are electronically filed with the SEC. The information posted on our Web site is not incorporated into our SEC filings.

General Developments of Our Businesses

The following are the more significant developments in our businesses in 2008:

- growth in consolidated revenue of 10.9% to approximately $34.3 billion and an increase in consolidated operating income of 20.7% to approximately $6.7 billion
- growth in Cable segment revenue of 10.7% to approximately $32.4 billion and an increase in operating income before depreciation and amortization of 10.5% to approximately $13.2 billion
- the addition of approximately 1.5 million digital video customers, approximately 1.3 million high-speed Internet customers, approximately 2.0 million digital phone customers and a decrease of approximately 575,000 video customers (excluding in each case customers obtained through acquisitions)
- a reduction in Cable segment capital expenditures of 7.5% to approximately $5.5 billion
- the transition of more of our programming to digital transmission rather than analog transmission in order to recapture bandwidth that will allow us to continue to expand our service offerings
- the initial deployment of DOCSIS 3.0 high-speed Internet technology, also referred to as Wideband
- the acquisition of cable systems serving Illinois and Indiana (approximately 696,000 video customers), as a result of the dissolution of Insight Midwest, LP (the "Insight transaction"), in January 2008
- an investment as part of an investor group in a new entity named Clearwire that is focusing on the deployment of a nationwide 4G wireless network using its significant wireless spectrum holdings and was formed through the combination of the 4G wireless broadband businesses of Clearwire's legal predecessor and Sprint Nextel ("Sprint"); through related agreements entered into in connection with our investment, we will be able to offer wireless services utilizing Clearwire's 4G and certain of Sprint's existing wireless networks
- the completion of various transactions, including the acquisition of Internet-related businesses, which include Plaxo and DailyCandy, and the purchase of an additional ownership interest in Comcast SportsNet Bay Area
- the repurchase of approximately 141 million shares of our Class A common stock and Class A Special common stock for approximately $2.8 billion under our share repurchase authorization

- the initiation of a quarterly dividend of $0.0625 per share in February 2008; we declared dividends of approximately $727 million in 2008, of which $547 million were paid during 2008

We operate our businesses in an intensely competitive environment. Competition for the cable services we offer consists primarily of direct broadcast satellite ("DBS") operators and phone companies. In 2008, our competitors continued to add features and adopt aggressive pricing and packaging for services that are comparable to the services we offer and the local phone companies have continued to expand their service areas. A substantial portion of our revenue comes from residential customers whose spending patterns may be affected by prevailing economic conditions. Intensifying competition and a weakening economy affected our net customer additions in 2008 and may, if these conditions continue, adversely impact our results of operations in the future.

Description of Our Businesses

Cable Segment

The table below summarizes certain customer and penetration data for our cable operations as of December 31.

(in millions)	**2008**	2007	2006	2005	2004
Homes passed[a]	**50.6**	48.5	45.7	38.6	37.8
Video					
Video customers[b]	**24.2**	24.1	23.4	20.3	20.5
Penetration[c]	**47.8%**	49.6%	51.3%	52.7%	54.1%
Digital video customers[d]	**17.0**	15.2	12.1	9.1	8.1
Digital video penetration[c]	**70.3%**	63.1%	51.9%	44.8%	39.4%
High-speed Internet					
Available homes[e]	**50.3**	48.1	45.2	38.2	37.1
Internet customers	**14.9**	13.2	11.0	8.1	6.6
Penetration[c]	**29.7%**	27.5%	24.4%	21.1%	17.8%
Phone					
Available homes[e]	**46.7**	42.2	31.5	19.6	8.9
Phone customers	**6.5**	4.6	2.4	1.2	1.1
Penetration[c]	**13.9%**	10.8%	7.6%	6.0%	12.2%

Basis of Presentation: Information related to cable system acquisitions is included from the date acquired. Information related to cable systems sold or exchanged is excluded for all periods presented. All percentages are calculated based on actual amounts. Minor differences may exist due to rounding.

(a) Homes are considered passed ("homes passed") if we can connect them to our distribution system without further extending the transmission lines. As described in Note (b) below, in the case of certain multiple dwelling units ("MDUs"), such as apartment buildings and condominium complexes, homes passed are counted on an adjusted basis. Homes passed is an estimate based on the best available information. Homes passed and available homes do not include the number of small and medium-sized businesses passed, which cannot be reasonably estimated at this time.

(b) Generally, a dwelling or commercial unit with one or more television sets connected to our distribution system counts as one video customer. In the case of some MDUs, we count homes passed and video customers on a Federal Communications Commission ("FCC") equivalent basis by dividing total revenue received from a contract with an MDU by the standard residential rate where the specific MDU is located.

(c) Penetration is calculated by dividing the number of customers by the number of homes passed or available homes, as appropriate. The number of customers includes our small and medium-sized business customers.

(d) Digital video customers are those who receive any level of video service via digital transmissions. A dwelling with one or more digital set-top boxes counts as one digital video customer. On average, as of December 31, 2008, each digital video customer had 1.6 digital set-top boxes.

(e) Homes are considered available ("available homes") if we can connect them to our distribution system without further upgrading the transmission lines and if we offer the service in that area. Available homes for phone include digital and circuit-switched homes. See also note (a) above.

Cable Services

We offer a variety of services over our cable systems, including video, high-speed Internet and phone services ("cable services") and market these services individually and in packages. Substantially all of our customers are residential customers. We have traditionally offered our video services to restaurants and hotels, and we are now offering our cable services to small and medium-sized businesses. Monthly subscription rates and related charges vary according to the service selected and the type of equipment the customer uses, and customers typically pay us on a monthly basis. While residential customers may discontinue services at any time, business customers may only discontinue their services in accordance with the terms of their respective contracts, which typically have one to three year terms.

We are focusing our technology initiatives on extending the capacity and efficiency of our networks, increasing the capacity and functionality of advanced set-top boxes, developing and integrating cross-service features and functionality, and developing interactive services.

Video Services

Our video service offerings range from a limited analog service to a full digital service, as well as advanced services, including high-definition television ("HDTV") and digital video recorder ("DVR"). We tailor our channel offerings for each system serving a particular geographic area according to applicable local and federal regulatory requirements, programming preferences and demographics.

Our video services consist of a limited analog service, which generally includes access to between 20 and 40 channels of programming, an expanded analog service, which generally includes access to between 60 and 80 channels of programming, and digital video services with access to over 250 channels, depending on the level of service selected. Our video services generally include programming provided by national and local broadcast networks, national and regional cable networks, and governmental and public access programming. Our digital video services generally include access to multiple music channels; our On Demand service; and an interactive, on-screen program guide. We also offer some specialty tiers with sports, family or international themes.

Our video customers may also subscribe to premium channel programming. Premium channels include cable networks such as HBO, Showtime, Starz and Cinemax, which generally offer, without commercial interruption, movies, original programming, live and taped sporting events, concerts and other special features.

Our On Demand service allows our digital video customers the opportunity to choose from a selection of more than 10,000 standard-definition and high-definition programs over the course of a month; start the programs at whatever time is convenient; and pause, rewind and fast-forward the programs. The majority of our On Demand content is available to our digital video customers at no additional charge, with additional content available on a pay-per-view basis. Digital video customers subscribing to premium channels generally have access to the premium channel's On Demand content without additional fees. Our pay-per-view On Demand service allows our video customers to order, for a separate fee, individual new release and library movies and special-event programs, such as professional boxing, professional wrestling and concerts. We are continuing to expand the number of On Demand choices, including HDTV programming.

Video customers may also subscribe to our advanced services, HDTV and DVR. Our HDTV service provides our video customers with improved, high-resolution picture quality, improved audio quality and a wide-screen format. Our HDTV service offers our digital video customers a broad selection of high-definition programming, including most major broadcast networks, leading national cable networks, premium channels and regional sports networks. In addition, our On Demand service provides over 1,000 HDTV programming choices. We are continuing to expand our HDTV programming choices. Our DVR service lets digital video customers select, record and store programs and play them at whatever time is convenient. Our DVR service also provides the ability to pause and rewind "live" television.

High-Speed Internet Services

We offer high-speed Internet services with Internet access at downstream speeds of up to 24 Mbps, depending on the service selected, and up to 50 Mbps with the introduction of DOCSIS 3.0 technology, also referred to as Wideband, based on geographic market availability. These services also include our interactive portal, Comcast.net, which provides multiple e-mail addresses and online storage, as well as a variety of content and value-added features and enhancements that are designed to take advantage of the speed of the Internet services we provide.

Phone Services

We offer a Voice over Internet Protocol ("VoIP") digital phone service that provides either usage-based or unlimited local and domestic long-distance calling, including features such as voice mail, caller ID and call waiting. We phased out substantially all of our circuit-switched phone service in 2008.

Advertising

As part of our programming license agreements with programming networks, we often receive an allocation of scheduled advertising time that we may sell to local, regional and national advertisers. We also coordinate the advertising sales efforts of other cable operators in some markets, and in some markets we operate advertising interconnects. These interconnects establish a physical, direct link between multiple cable systems and provide for the sale of regional and national advertising across larger geographic areas than could be provided by a single cable company. We are also in the process of developing technology for interactive advertising.

Regional Sports Networks
Our regional sports networks include Comcast SportsNet (Philadelphia), Comcast SportsNet Mid-Atlantic (Baltimore/ Washington), Cable Sports Southeast, Comcast SportsNet Chicago, MountainWest Sports Network, Comcast SportsNet California (Sacramento), Comcast SportsNet New England (Boston), Comcast SportsNet Northwest (Portland) and Comcast SportsNet Bay Area (San Francisco). These networks generate revenue from monthly per subscriber license fees paid by multichannel video providers and through the sale of advertising time.

Other Revenue Sources
We also generate revenue from our digital media center, installation services, commissions from electronic retailing networks and fees from other services.

Sources of Supply
To offer our video services, we license from programming networks the substantial majority of the programming channels and the associated On Demand offerings we distribute, and we generally pay a monthly fee for such programming on a per video subscriber, per channel basis. We attempt to secure long-term programming licenses with volume discounts and/or marketing support and incentives. We also license individual programs or packages of programs from programming suppliers for our On Demand service, generally under shorter-term agreements.

Our video programming expenses depend on the number of our video customers, the number of channels and programs we provide, and the programming license fees we are charged. We expect our programming expenses to continue to be our largest single expense item and to increase in the future.

We purchase a significant number of the set-top boxes and network equipment from a limited number of suppliers that we use in providing our video services.

For our high-speed Internet portal, Comcast.net, we license software products (such as e-mail and security software) and content (such as news feeds) from a variety of suppliers under contracts in which we generally pay on a fixed-fee basis, or on a per customer basis in the case of software product licenses, or on a video advertising revenue share basis in the case of content licenses.

To offer our phone services, we license software products (such as voice mail) from a variety of suppliers under multiyear contracts. The fees we pay are based on the consumption of the related services.

In connection with our provision of cable services, we license all of our billing software from two vendors.

Customer and Technical Services
We service our customers through local, regional and national call and technical centers. These call centers provide 24/7 call-answering capability, telemarketing and other services. Our technical services group performs various tasks, including installations, transmission and distribution plant maintenance, plant upgrades, and activities related to customer service.

Technology
Our cable systems employ a network architecture of hybrid fiber coax that we believe is sufficiently flexible and scalable to support our future requirements. This network allows the two-way delivery of transmissions, which is essential to providing interactive video services, such as On Demand, and high-speed Internet and digital phone services.

We continue to work on technology initiatives, including:

- development of cross-platform functionality that will integrate key features of two or more of our services
- recapture of bandwidth available in our network, both by delivering more of our programming through digital, as opposed to analog, transmission and by exploiting digital optimization
- development of technology that provides early detection of problems within our network and provides our technicians with enhanced diagnostic tools
- development of software for our network and for set-top boxes that measures the reliability and quality of our video signals and identifies video problems for particular customers
- the internal development of strategically important software and technologies, as well as technology specifications that integrate third-party software
- expanding our use of open technology solutions that allow multiple vendors to more easily integrate with our technology
- working with members of CableLabs, a nonprofit research and development consortium founded by members of the cable industry, to develop and integrate a common software platform, known as tru2way, that enables cable companies, content developers, network programmers, consumer electronics companies and others to extend interactivity to the TV set and other types of devices
- exploring wireless options to extend our services outside the home to provide mobility and create new features that integrate with our services, including our November 2008 investment in a new entity named Clearwire that is focusing on the deployment of a nationwide 4G wireless network and our purchase of wireless spectrum, both directly and through a consortium

Sales and Marketing
We offer our products and services directly to customers through our call centers, door-to-door selling, direct mail advertising, television advertising, local media advertising, telemarketing and retail outlets. We also market our video, high-speed Internet and digital phone services individually and as bundled services.

Competition
We operate our businesses in an intensely competitive environment. We compete with a number of different companies that offer a broad range of services through increasingly diverse means. Competition for the cable services we offer consists primarily of DBS operators and local phone companies. In 2008, our competitors continued to add features and adopt aggressive pricing and packaging for services that are comparable to the services we offer, and the local phone companies have continued to expand their service areas. These competitive factors have had an impact on and are likely to continue to affect our results of operations. In addition, we operate in a technologically complex environment where it is likely that new technologies will further increase the number of competitors we face for our video, high-speed Internet and phone services, and for our advertising business. We expect advances in communications technology, such as video streaming over the Internet, to continue in the future, and we are unable to predict what effects these developments will have on our businesses and operations.

Video Services
We compete with a number of different sources that provide news, sports, information and entertainment programming to consumers, including:

- DBS providers that transmit satellite signals containing video programming, data and other information to receiving dishes located on the customer's premises
- certain local phone companies that have built and are continuing to build wireline fiber-optic-based networks, in some cases using Internet protocol ("IP") technology, to provide video and data services in substantial portions of their service areas and in an increasing number of our service areas, in addition to marketing DBS service in certain areas
- other providers that build and operate wireline communications systems in the same communities that we serve, including those operating as franchised cable operators
- online services that offer Internet video streaming, downloading and distribution of movies, television shows and other video programming
- satellite master antenna television systems, known as SMATVs, that generally serve condominiums, apartment and office complexes, and residential developments
- local television broadcast stations that provide free over-the-air programming
- wireless and other emerging mobile technologies that provide for the distribution and viewing of video programming
- video rental services and home video products

In recent years, Congress has enacted legislation and the FCC has adopted regulatory policies intended to provide a favorable operating environment for existing competitors and for potential new competitors to our cable systems. The FCC adopted rules favoring new investment by local phone companies in networks capable of distributing video programming and rules allocating and auctioning spectrum for new wireless services that may compete with our video service offerings. Furthermore, the FCC and various state governments have adopted measures that reduce or eliminate local franchising requirements for new entrants into the multichannel video marketplace, including local phone companies. Certain of these franchising entry measures have already been adopted in many states in which we operate. We could be materially disadvantaged if FCC and state franchising rules continue to set a different, less burdensome standard for some of our competitors than for ourselves (see "Legislation and Regulation" below).

Direct broadcast satellite systems
According to recent government and industry reports, conventional, medium-power and high-power satellites provide video programming to over 35 million customers in the United States. DBS providers with high-power satellites typically offer more than 250 channels of programming, including programming services substantially similar to those our cable systems provide. Two companies, DIRECTV and DISH Network, provide service to substantially all of these DBS customers.

High-power satellite service can be received throughout the continental United States through small rooftop or side-mounted outdoor antennas. Satellite systems use video compression technology to increase channel capacity and digital technology to improve the quality and quantity of the signals transmitted to their customers. Our digital cable service is competitive with the programming, channel capacity and quality of signals currently delivered to customers by DBS providers.

Federal legislation establishes, among other things, a compulsory copyright license that permits satellite systems to retransmit local broadcast television signals to customers who reside in the local television station's market. These companies are currently transmitting local broadcast signals in most markets that we serve. Additionally, federal law generally provides satellite systems with access to cable-affiliated video programming services delivered by satellite. DBS providers also have arrangements with local phone companies in which the DBS provider's video services are sold together with a local phone company's high-speed Internet and phone services.

Local phone companies

Local phone companies, in particular AT&T and Verizon, have built and continue to build fiber-optic-based networks to provide video services in substantial portions of their service areas. These local phone companies have continued to offer video services in an increasing number of our service areas, and we anticipate that local phone companies' video services will be offered in a substantial portion of our service areas in the near future. In certain areas, video services are being offered in addition to joint marketing arrangements local phone companies have entered into with DBS providers. Local phone companies have taken various positions on the question of whether they need a local cable television franchise to provide video services. Some, like Verizon, have applied for local cable franchises while others, like AT&T, claim that they can provide their video services without a local cable franchise. Notwithstanding their positions, both AT&T and Verizon have filed for video service franchise certificates under state franchising laws (see "Legislation and Regulation" below).

Other providers

We operate our cable systems under nonexclusive franchises that are issued by a local community governing body, such as a city council or county board of supervisors or, in some cases, by a state regulatory agency. Federal law prohibits franchising authorities from unreasonably denying requests for additional franchises, and it permits franchising authorities to operate cable systems. In addition to local phone companies, various other companies, including those that traditionally have not provided cable services and have substantial financial resources (such as public utilities, including those that own some of the poles to which our cables are attached), have obtained cable franchises and provide competing cable services. These and other cable systems offer cable services in various areas where we hold franchises. We anticipate that facilities-based competitors will emerge in other franchise areas that we serve.

Satellite master antenna television systems

Our cable systems also compete for customers with SMATV systems. SMATV system operators typically are not subject to regulation in the same manner as local, franchised cable system operators. SMATV systems offer customers both improved reception of local television stations and much of the programming offered by our cable systems. In addition, some SMATV operators offer packages of video, Internet and phone services to residential and commercial developments.

Local broadcast services

Local broadcast stations have the ability to broadcast multiple streams of free programming in their digital broadcast spectrum, and some broadcasters are providing such services in markets that we serve. The increasing use of such free multicast services could present competitive challenges to our cable service.

High-Speed Internet Services

We compete with a number of other companies, many of which have substantial resources, including:

- phone companies
- Internet service providers ("ISPs"), such as AOL, Earthlink and Microsoft
- wireless phone companies and other providers of wireless Internet service
- power companies

Digital subscriber line ("DSL") technology allows Internet access to be provided to customers over telephone lines at data transmission speeds substantially greater than those of dial-up modems. Local phone companies and other companies offer DSL service, and several of them have increased transmission speeds, lowered prices or created bundled service packages. In addition, some local phone companies, such as AT&T and Verizon, have built and are continuing to build fiber-optic-based networks that allow them to provide data transmission speeds that exceed those that can be provided with DSL technology and are now offering these higher speed services in many of our markets. The FCC has reduced the obligations of local phone companies to offer their broadband facilities on a wholesale or retail basis to competitors, and it has freed their DSL services of common carrier regulation.

Various wireless phone companies are offering wireless high-speed Internet services. In addition, in a growing number of commercial areas, such as retail malls, restaurants and airports, Wi-Fi Internet service is available. Numerous local governments are also considering or actively pursuing publicly subsidized Wi-Fi and WiMAX Internet access networks, and commercial WiMAX offerings are being rolled out.

The FCC has adopted an order that prohibits us from engaging in certain high-speed Internet network management practices, and Congress and the FCC are considering creating certain rights for Internet content providers and for users of high-speed Internet services by imposing "net neutrality" requirements on service providers. These requirements, as well as any other measures adopted by Congress or the FCC that impose additional obligations on high-speed Internet service providers, could adversely affect our high-speed Internet business (see "Legislation and Regulation" below).

Phone Services

Our digital phone service competes against local phone companies, wireless phone service providers, competitive local exchange carriers ("CLECs") and other VoIP service providers. The local phone companies have substantial capital and other resources, longstanding customer relationships, and extensive existing facilities and network rights-of-way. A few CLECs also have existing local networks and significant financial resources.

Advertising

We compete for the sale of advertising against a wide variety of media, including local broadcast stations, national broadcast networks, national and regional programming networks, local radio broadcast stations, local and regional newspapers, magazines and Internet sites.

Programming Segment

The table below presents a summary of our most significant consolidated national programming networks as of December 31, 2008.

Programming Network	Approximate U.S. Subscribers (in millions)	Description
E!	85	Pop culture and entertainment-related programming
Golf Channel	73	Golf and golf-related programming
VERSUS	66	Sports and leisure programming
G4	57	Gamer lifestyle programming
Style	51	Lifestyle-related programming

Revenue for our programming networks is primarily generated from the sale of advertising and from monthly per subscriber license fees paid by multichannel video providers that have typically entered into multiyear contracts to distribute our programming networks. To obtain long-term contracts with distributors, we may make cash payments, provide an initial period in which license fee payments are waived or do both. Our programming networks assist distributors with ongoing marketing and promotional activities to retain existing customers and acquire new customers. Although we believe prospects of continued carriage and marketing of our programming networks by larger distributors are generally good, the loss of one or more of such distributors could have a material adverse effect on our programming networks.

Sources of Supply

Our programming networks often produce their own television programs and broadcasts of live events. This often requires us to acquire the rights to the content that is used in such productions (such as rights to screenplays or sporting events). In other cases, our programming networks license the cable telecast rights to television programs produced by third parties.

Competition

Our programming networks compete with other television programming services for distribution and programming. In addition, our programming networks compete for audience share with all other forms of programming provided to viewers, including broadcast networks; local broadcast stations; pay and other cable networks; home video, pay-per-view and video on demand services; and Internet sites. Finally, our programming networks compete for advertising revenue with other national and local media, including other television networks, television stations, radio stations, newspapers, Internet sites and direct mail.

Other Businesses

Our other business interests include Comcast Interactive Media and Comcast Spectacor. Comcast Interactive Media develops and operates Comcast's Internet businesses focused on entertainment, information and communication, including Comcast.net, Fancast, thePlatform, Fandango, Plaxo and DailyCandy. Comcast Spectacor owns two professional sports teams and two large, multipurpose arenas, and manages other facilities for sporting events, concerts and other events.

We also own noncontrolling interests in certain networks and content providers, including MGM, iN DEMAND, TV One, PBS KIDS Sprout, FEARnet, New England Cable News, Pittsburgh Cable News Channel, Music Choice and SportsNet New York. In addition, we have noncontrolling interests in wireless-related companies, including Clearwire and SpectrumCo, LLC.

Legislation and Regulation

Our Cable segment is subject to regulation by federal, state and local governmental authorities under federal and state laws and regulations as well as agreements we enter into with franchising authorities. The Communications Act of 1934, as amended (the "Communications Act" or "Act") and FCC regulations and policies affect significant aspects of our Cable segment, including cable system ownership, video customer rates, carriage of broadcast television stations, the way we sell our programming packages to customers, access to cable system channels by franchising authorities and other parties, the use of utility poles and conduits and the offering of our high-speed Internet and phone services. Our Programming segment is subject to more limited governmental regulation.

Federal regulation and regulatory scrutiny of our Cable and Programming segments have increased over the last three years, even as the cable industry is subject to increasing competition from DBS providers, phone companies and others for video, high-speed Internet and phone services. Meanwhile, the FCC has provided regulatory relief and various regulatory advantages to our competitors, examples of which are provided below. Further, in some areas, the Communications Act treats certain multichannel video programming distributors ("MVPDs") differently from others. For example, ownership limits, pricing and packaging regulation, must-carry and franchising are not applicable to our DBS competitors. Regulation continues to present significant adverse risks to our businesses.

Regulators at all levels of government frequently consider changing, and sometimes do change, existing rules or interpretations of existing rules, or prescribe new ones. The transition to a new administration under President Obama will likely lead to turnover in the leadership of many federal agencies, including the FCC. We are unable to predict how new leadership in these agencies will ultimately affect regulation of our businesses. In addition, we always face the risk that Congress or one or more states will approve legislation significantly affecting our businesses, such as proposed federal legislation referred to as the Employee Free Choice Act, which would substantially liberalize the procedures for union organization.

The following paragraphs describe existing and potential future legal and regulatory requirements for our businesses.

Video Services

Ownership Limits

The FCC adopted an order in 2007 establishing a 30% limit on the percentage of multichannel video customers that any single cable provider can serve nationwide. Because we currently serve approximately 26% of multichannel video customers nationwide, the 30% ownership limit constrains our ability to take advantage of future growth opportunities. A federal appellate court struck down a similar 30% limit in a 2001 decision, and we have appealed the new limit in court. The FCC is also assessing whether it should reinstate a limit on the number of affiliated programming networks a cable operator may carry on its cable systems. The FCC's previous limit of 40% of the first 75 channels was also struck down by the federal appellate court in the 2001 decision. The percentage of affiliated programming networks we currently carry is well below the previous 40% limit. It is uncertain when the FCC will rule on this issue or how any regulation it adopts might affect us.

Pricing and Packaging

The Communications Act and FCC regulations and policies limit the prices that cable operators may charge for limited basic service, equipment and installation, as well as the manner in which cable operators may package premium or pay-per-view services with other tiers of service. These rules do not apply to cable systems that the FCC determines are subject to effective competition. The FCC has made this determination for systems covering 33% of our customers, and, as of December 31, 2008, we have pending before the FCC additional petitions for determination of effective competition for systems covering another 12% of our customers. An additional 35% of our customers are not subject to rate regulation because numerous local franchising authorities have chosen not to make the FCC certification filing necessary to regulate rates. From time to time, Congress and the FCC consider imposing new pricing or packaging regulations on the cable industry, including proposals that would require cable operators to offer programming networks on an a la carte or themed-tier basis instead of, or in addition to, our current packaged offerings. As discussed under "Legal Proceedings" in Item 3, we and others are currently involved in litigation that could force us and other MVPDs to offer programming networks on an a la carte basis. Additionally, uniform pricing requirements under the Communications Act may affect our ability to respond to increased competition through offers, promotions or other discounts that aim to retain existing customers or regain those we have lost. In October 2008, the FCC initiated several inquiries regarding the cable industry's transition from analog to digital transmission and the potential impact of these transition efforts on pricing and packaging for customers who lack the equipment necessary to receive digital programming. We believe that our product and service offerings will improve as we deliver more of our programming through digital transmission, because we will be able to provide more high-definition programming and video on demand services, better picture quality of our video services, faster Internet speeds and other services. There is a risk that the FCC could pursue regulatory or enforcement actions in this area, which could complicate or delay our transition to digital technology and could have an adverse effect on our business.

Must-Carry/Retransmission Consent

Cable operators are currently required to carry, without compensation, the programming transmitted by most local commercial and noncommercial television stations. Alternatively, local television stations may insist that a cable operator negotiate for retransmission consent, which may enable popular stations to demand cash payments or other significant concessions (such as the carriage of, and payment for, other programming networks affiliated with the broadcaster) as a condition of transmitting the TV broadcast signals that video customers expect to receive. As part of the transition from analog to digital broadcast transmission, Congress and the FCC gave each local broadcast station a digital channel, capable of carrying multiple programming streams, in addition to its current analog channel. After the broadcasters' transition to digital (the current transition date is June 12, 2009, although broadcasters have the option of making the transition earlier), cable operators will have to carry the primary digital programming stream of local broadcast stations, as well as an analog version of the primary digital programming stream. These requirements will last for at least three years from the date of the digital transition. The FCC has provided a limited exemption from these requirements for cable systems with an activated channel capacity of 552 MHz or less. Under this exemption, which applies to certain of our cable systems, the operator is only obligated to carry the analog version of the broadcaster's primary digital programming stream. The FCC is also considering proposals to require cable operators to carry, after the 2009 transition date, some or all of the multiple programming streams transmitted in the broadcaster's digital signal. Such expanded must-carry obligations would further constrain our ability to allocate bandwidth to more high-definition channels, faster Internet speeds and other services. In addition, the FCC is considering proposals that would require cable operators to carry certain low power broadcast television stations that, under current regulations, generally lack must-carry rights.

Program Access/Program Carriage/License Agreements

The Communications Act and the FCC's program access rules generally prevent video programmers affiliated with cable operators from favoring cable operators over competing MVPDs, such as DBS providers, and limit the ability of such affiliated programmers to offer exclusive programming arrangements to cable operators. The FCC has extended the exclusivity restrictions through October 2012. We have challenged this FCC action in federal court. In addition, the Communications Act and the FCC's program carriage rules prohibit cable operators and other MVPDs from requiring a financial interest in, or exclusive distribution rights for, any video programming network as a condition of carriage, or from unreasonably restraining the ability of an unaffiliated programming network to compete fairly by discriminating against the network on the basis of its nonaffiliation in the selection, terms or conditions for carriage. The FCC is considering proposals to expand its program access and program carriage regulations that, if adopted, could have an adverse effect on our businesses. In addition, under the FCC's July 2006 order approving our acquisition of Adelphia cable systems and related Time Warner transactions, until July 2012 our regional sports networks are generally covered by the program access rules, and MVPDs may invoke commercial arbitration against such regional sports networks as an alternative to filing a program access complaint with the FCC. In addition, we are a party to program carriage disputes at the FCC involving three programming networks (NFL Network, WealthTV and Mid-Atlantic Sports Network). Adverse decisions in these disputes could increase our costs and curtail our flexibility to deliver services to our customers.

Leased Access

The Communications Act requires a cable system to make available up to 15% of its channel capacity for commercial leased access by third parties to provide programming that may compete with services offered directly by the cable operator. To date, we have not been required to devote significant channel capacity to leased access. However, the FCC adopted rules in 2007 that dramatically reduce the rates we can charge for leased access channels. Although the lower rates initially will not apply to home shopping or infomercial programmers, the FCC has issued a further notice to determine if such programming should also have the benefit of the lower rates. These new FCC rules, which have been stayed by a federal court pending the outcome of a challenge brought by us and other cable operators and which also have been blocked by the Office of Management and Budget, could adversely affect our business by significantly increasing the number of cable system channels occupied by leased access users and by significantly increasing the administrative burdens and costs associated with complying with such rules.

Cable Equipment

The FCC has adopted regulations aimed at promoting the retail sale of set-top boxes and other equipment that can be used to receive digital video services. Effective July 2007, cable operators were prohibited from acquiring for deployment set-top boxes that perform both channel navigation and security functions. Set-top boxes purchased after that date must rely on a separate security device known as a CableCARD, which adds to the cost of set-top boxes. In addition, the FCC has adopted rules to implement an agreement between the cable and consumer electronics industries aimed at promoting the manufacture of plug-and-play TV sets that can connect directly to a cable network and receive one-way analog and digital video services without the need for a set-top box. The FCC is also considering proposals to establish regulations for plug-and-play retail devices that can access two-way cable services. Some of the proposals, if adopted, would impose substantial costs on us and impair our ability to innovate. In April 2008, we joined major consumer electronics companies, information technology companies and other major cable operators in an agreement to use certain technology to enable retail devices to access two-way cable services. We believe that this inter-industry agreement makes it less likely the FCC will adopt two-way plug-and-play requirements in the near future.

MDUs and Inside Wiring

In October 2007, the FCC adopted an order prohibiting the enforcement of exclusive video service access agreements between cable operators and MDUs and other private real estate developments. The order also prohibits the execution of new exclusive access agreements. The order has been appealed by the National Cable & Telecommunications Association ("NCTA"), the cable industry's trade organization. The FCC is also considering proposals to extend these prohibitions to non-cable MVPDs and to expand the scope of the rules to prohibit exclusive marketing and bulk billing agreements. Because we have a significant number of exclusive access agreements, the FCC's order to abrogate the exclusivity provisions of those agreements could negatively affect our business, as would adoption of new limits on exclusive marketing and bulk billing. The FCC has also adopted rules facilitating competitors' access to the cable wiring inside such MDUs. These rules could also have an adverse impact on our business as they allow our competitors to use wiring we have deployed to reach potential customers more quickly and inexpensively.

Pole Attachments

The Communications Act permits the FCC to regulate the rate that pole-owning utility companies (with the exception of municipal utilities and rural cooperatives) charge cable systems for attachments to their poles. States are permitted to preempt FCC jurisdiction and regulate the terms of attachments themselves, and many states in which we operate have done so. Most of these states have generally followed the FCC's pole rate standards. The FCC or a state could increase pole attachment rates paid by cable operators. Additionally, higher pole attachment rates apply to pole attachments that are subject to the FCC's telecommunications services pole rates. The applicability of and method for calculating those rates for cable systems over which phone services are transmitted remain unclear, and there is a risk that we could face materially higher pole attachment costs. In November 2007, the FCC initiated a proceeding to consider whether to modify its rules governing prices for pole attachments. Among other issues, the FCC is considering establishing a new unified pole attachment rate that would apply to cable system attachments where the cable operator provides high-speed Internet services and, perhaps, phone services as well. The proposed rate would be higher than the current rate paid by cable service providers but lower than the rate that applies to attachments used to provide telecommunications services. If adopted, this proposal could materially increase our costs by increasing our existing payments for pole attachments.

Franchising

Cable operators generally operate their cable systems under nonexclusive franchises granted by local or state franchising authorities. While the terms and conditions of franchises vary materially from jurisdiction to jurisdiction, franchises typically last for a fixed term; obligate the franchisee to pay franchise fees and meet service quality, customer service and other requirements; and are terminable if the franchisee fails to comply with material provisions. The Communications Act permits franchising authorities to establish reasonable requirements for public, educational and governmental access programming, and many of our franchises require substantial channel capacity and financial support for this programming. The Communications Act also contains provisions governing the franchising process, including, among other things, renewal procedures designed to protect incumbent franchisees against arbitrary denials of renewal. We believe that our franchise renewal prospects generally are favorable.

There has been considerable activity at both the federal and state levels addressing franchise requirements imposed on new entrants. This activity is primarily directed at facilitating local phone companies' entry into cable services. In December 2006, the FCC adopted new rules designed to ease the franchising process and reduce franchising burdens for new entrants by, among other things, limiting the range of financial, construction and other commitments that franchising authorities can request of new entrants, requiring franchising authorities to act on franchise applications by new entrants within 90 days, and preempting certain local "level playing field" franchising requirements. The FCC subsequently adopted more modest franchising relief for existing cable operators. We could be materially disadvantaged if the rules continue to set a different, less burdensome standard for some of our competitors than for ourselves. From time to time, Congress has also considered proposals to eliminate or streamline local franchising requirements for local phone companies and other new entrants. We cannot predict whether such legislation will be enacted or what effect it would have on our business.

In addition, approximately half of the states in which we operate have enacted legislation to provide statewide franchising or to simplify local franchising requirements for new entrants, thus relieving new entrants of many of the local franchising burdens faced by incumbent operators. Some of these statutes also allow new entrants to operate on more favorable terms than our current operations, for instance by not requiring that the applicant provide service to all parts of the franchise area or permitting the applicant to designate only those portions it wishes to serve. Certain of these state statutes allow incumbent cable operators to opt into the new state franchise where a competing state franchise has been issued for the incumbent's franchise area. However, even in those states where incumbent cable operators are allowed to opt into a state franchise, we often are required to retain certain franchise obligations that are more burdensome than the new entrant's state franchise.

Copyright Regulation

In exchange for filing reports and contributing a percentage of revenue to a federal copyright royalty pool, cable operators can obtain blanket permission to retransmit copyrighted material contained in broadcast signals. The possible modification or

elimination of this copyright license is the subject of ongoing legislative and administrative review. In June 2008, the Copyright Office issued a report to Congress in which it recommended eliminating the compulsory copyright license in favor of free market negotiations between cable operators and copyright owners. If adopted, this proposal could adversely affect our ability to obtain certain programming and substantially increase our programming costs. In May 2008, the Copyright Office rejected a cable industry request to clarify that copyright fees associated with the retransmission of out-of-market broadcast signals should be limited to system customers who actually receive those signals. The Copyright Office concluded it did not have authority under the governing statute to adopt that interpretation. There is a risk that the Copyright Office's determination on this issue could materially increase the copyright royalty fees that we and other cable operators pay to retransmit out-of-market broadcast signals. Further, in June 2008, the Copyright Office issued a Notice of Proposed Rulemaking addressing how the compulsory license will apply to digital broadcast signals and services. In this notice, the Copyright Office proposed to require royalty fees from cable operators for carriage of each digital multicast stream of programming from an out-of-market television broadcast station. If adopted, this proposal could significantly increase our royalty fees for the carriage of out-of-market television stations. In addition, we pay standard industry licensing fees to use music in the programs we create, including our Cable segment's local advertising and local origination programming, and our Programming segment's original programs. These licensing fees have been the source of litigation with music performance rights organizations in the past and we cannot predict with certainty whether license fee disputes may arise in the future.

High-Speed Internet Services

We provide high-speed Internet services by means of our existing cable systems. In 2002, the FCC ruled that this was an interstate information service that is not subject to regulation as a telecommunications service under federal law or to state or local utility regulation. However, our high-speed Internet services are subject to a number of regulatory obligations, including compliance with the Communications Assistance for Law Enforcement Act ("CALEA") requirement that high-speed Internet service providers must implement certain network capabilities to assist law enforcement in conducting surveillance of persons suspected of criminal activity.

Several parties are advocating that Congress and the FCC adopt so-called "net neutrality" rules that would define certain rights for users of high-speed Internet services and regulate or restrict some types of commercial agreements between service providers and providers of Internet content. In 2005, the FCC issued what was characterized at the time as a nonbinding policy statement identifying four principles that will guide its policymaking regarding high-speed Internet and related services. These principles provide that consumers are entitled to: (i) access lawful Internet content of their choice; (ii) run applications and services of their choice, subject to the needs of law enforcement; (iii) connect their choice of legal devices that do not harm the network; and (iv) enjoy competition among network providers, application and service providers, and content providers. Some have proposed that Congress and the FCC adopt these principles as formal rules and also impose nondiscrimination and disclosure requirements on high-speed Internet service providers. Congress has rejected similar proposals in the past, but such proposals may be revisited and possibly broadened. Any such rules or statutes could limit our ability to manage our cable systems (including use for other services), obtain value for use of our cable systems or respond to competitive conditions. We cannot predict whether "net neutrality" rules or statutes will be adopted.

All networks must be managed to provide high-quality, consistent and safe high-speed Internet services. In August 2008, the FCC found that we had violated "federal Internet policies" by engaging in certain network management practices intended to address congestion on our high-speed Internet network. As a result, we were ordered to disclose certain information about our network management practices to the FCC, and to cease the practices at issue by December 31, 2008. We are challenging that decision in federal court. In the interim, we complied with the disclosure requirements imposed by the FCC. In addition, as of December 31, 2008, we stopped using our earlier techniques in favor of a new set of protocol-agnostic network management congestion practices, and we have so informed the FCC. Continued FCC regulation of our high-speed Internet network management practices could adversely affect our business by impairing our ability to manage our network efficiently.

A federal program known as the Universal Service program generally requires telecommunications service providers to collect and pay a fee based on their revenue from telecommunications services (in recent years, roughly 10% of revenue) into a fund used to subsidize the provision of telecommunications services in high-cost areas and Internet and telecommunications services to schools, libraries and certain health care providers. Congress is considering proposals that could result in high-speed Internet services being subject to Universal Service fees. We cannot predict whether or how the Universal Service funding system might be extended to cover high-speed Internet services or, if that occurs, how it will affect us.

Congress and federal regulators have adopted a wide range of measures affecting Internet use, including, for example, consumer privacy, copyright protection, defamation liability, taxation, obscenity and unsolicited commercial e-mail. State and local governments have also adopted Internet-related regulations. Furthermore, Congress, the FCC and certain state and local governments are also considering proposals to impose customer

service, quality of service, taxation, child safety, privacy and standard pricing regulations on high-speed Internet service providers. It is uncertain whether any of these proposals will be adopted. The adoption of new laws or the application of existing laws to the Internet could have a material adverse effect on our high-speed Internet business.

Phone Services

We currently offer phone services using interconnected VoIP technology. Upon receipt of requested approvals for two remaining service areas, we will no longer provide circuit-switched phone service. The FCC has adopted a number of orders addressing regulatory issues relating to providers of nontraditional voice services such as ours, including regulations relating to customer proprietary network information, local number portability duties and benefits, disability access, E911, CALEA, and contributions to the federal Universal Service Fund, but has not yet ruled on the appropriate classification of the specific type of voice services that we provide. The regulatory environment for interconnected VoIP services therefore remains uncertain at both the federal and state level. Until the FCC definitively classifies interconnected VoIP services for state and federal regulatory purposes, state regulatory commissions and legislatures may continue to investigate imposing regulatory requirements on such services.

We and two other cable operators filed a complaint with the FCC against Verizon in 2008 claiming that Verizon had violated a statutory carrier proprietary information requirement in processing requests from us to transfer Verizon customers who had selected us to be their voice provider. The FCC subsequently upheld the complaint, and a federal appellate court rejected Verizon's appeal of the FCC's order. Verizon could seek additional judicial review and, if the order were overturned on further appeal, our ability to increase our voice services customer base could be adversely affected.

The FCC and Congress also are considering how nontraditional voice services should interconnect with local phone companies' phone networks. Since the FCC has not determined the appropriate classification of these services, the precise scope of local phone company interconnection rules applicable to providers of nontraditional voice services is not entirely clear. As a result, some local phone companies may resist interconnecting directly with these providers. In light of these concerns, providers of these services typically either secure CLEC authorization or obtain interconnection to local phone company networks by contracting with an existing CLEC, whose right, as a telecommunications carrier, to request and obtain interconnection with local phone companies is set forth in the Communications Act. We have arranged for such interconnection rights through our own CLECs and through third party CLECs, however certain parties have challenged our interconnection rights at the FCC and various state commissions and these proceedings remain unresolved.

It is uncertain whether and when the FCC or Congress will adopt further rules regarding interconnection rights and arrangements and how such rules would affect our voice services.

Other Areas

The FCC actively regulates other aspects of our Cable segment and limited aspects of our Programming segment, including the mandatory blackout of syndicated, network and sports programming; customer service standards; political advertising; indecent or obscene programming; Emergency Alert System requirements for analog and digital services; closed captioning requirements for the hearing impaired; commercial restrictions on children's programming; origination cablecasting (i.e., programming locally originated by and under the control of the cable operator); sponsorship identification; equal employment opportunity; lottery programming; recordkeeping and public file access requirements; telemarketing; technical standards relating to operation of the cable network; and regulatory fees. We are unable to predict how these regulations might be changed in the future and how any such changes might affect our Cable and Programming businesses. In addition, while we believe that we are in substantial compliance with FCC rules, we are occasionally subject to enforcement actions at the FCC, which can result in our having to pay fines to the agency.

State and Local Taxes

Some states and localities have imposed or are considering imposing new or additional taxes or fees on the services we offer, or imposing adverse methodologies by which taxes or fees are computed. These include combined reporting or other changes to general business taxes, central assessments for property tax, and taxes and fees on video and voice services. We and other cable industry members are challenging certain of these taxes through administrative and court proceedings. In addition, in some situations our DBS competitors do not face similar state tax and fee burdens. Congress has also considered, and may consider again, proposals to bar states from imposing taxes on DBS providers that are equivalent to the taxes or fees that we pay.

Privacy and Security Regulation

The Communications Act generally restricts the nonconsensual collection and disclosure to third parties of cable customers' personally identifiable information by cable operators. There are exceptions that permit the collection and disclosure of this information for rendering service, conducting legitimate business activities related to the service, and responding to legal requests. The Telecommunications Act of 1996 provides additional privacy protections for customer proprietary network information, commonly known as CPNI, related to our digital phone services.

A handful of states and the District of Columbia have enacted privacy laws that apply to cable services.

We are also subject to state and federal rules and laws regarding information security. Most of these rules and laws apply to customer information that could be used to commit identity theft. Forty-five states and the District of Columbia have enacted security breach notification laws. These laws generally require that a business give notice to its customers whose financial account information has been disclosed because of a security breach. The Federal Trade Commission ("FTC") is applying the "red flag rules" in the Fair and Accurate Credit Transactions Act of 2003 to both financial institutions and creditors. Because we permit customers to pay us for services usually 30 days after they receive them, we are considered a creditor according to the FTC's interpretation of the rules. We intend to comply with these rules, which become effective for us on May 1, 2009, by using an identity theft prevention program to identify, detect and respond to patterns, practices or specific activities that could indicate identity theft.

We are also subject to state and federal "do not call" laws regarding telemarketing and state and federal laws regarding unsolicited commercial e-mails. Additional and more restrictive requirements may be imposed if and to the extent that state or local authorities establish their own privacy or security standards or if Congress enacts new privacy or security legislation.

Employees

As of December 31, 2008, we employed approximately 100,000 employees, including part-time employees. Of these employees, approximately 89,000 were associated with our Cable business and the remainder were associated with our Programming and other businesses. Approximately 6,000 of our employees (including part-time employees) are covered by collective bargaining agreements or have organized but are not covered by collective bargaining agreements. We believe we have good relationships with our employees.

Caution Concerning Forward-Looking Statements

The SEC encourages companies to disclose forward-looking information so that investors can better understand a company's future prospects and make informed investment decisions. In this Annual Report on Form 10-K, we state our beliefs of future events and of our future financial performance. In some cases, you can identify these so-called "forward-looking statements" by words such as "may," "will," "should," "expects," "believes," "estimates," "potential," or "continue," or the negative of these words, and other comparable words. You should be aware that those statements are only our predictions. In evaluating those statements, you should specifically consider various factors, including the risks and uncertainties listed in "Risk Factors" under Item 1A and in other reports we file with the SEC. Actual events or our actual results may differ materially from any of our forward-looking statements.

Additionally, we operate in a highly competitive, consumer-driven and rapidly changing environment. The environment is affected by government regulation; economic, strategic, political and social conditions; consumer response to new and existing products and services; technological developments; and, particularly in view of new technologies, the ability to develop and protect intellectual property rights. Our actual results could differ materially from management's expectations because of changes in such factors. Other factors and risks could adversely affect our operations, business or financial results of our businesses in the future and could also cause actual results to differ materially from those contained in the forward-looking statements. We undertake no obligation to update any forward-looking statements.

Item 1A: Risk Factors

All of the services offered by our cable systems face a wide range of competition that could adversely affect our future results of operations.
We operate in an intensely competitive industry. Our cable systems compete with a number of different sources that provide news, information and entertainment programming to consumers. We compete directly with other programming distributors, including DBS companies, phone companies, companies that build competing cable systems in the same communities we serve and companies that offer programming and other communications services to our customers and potential customers, including high-speed Internet and voice service providers. Our business and results of operations could be adversely affected if we do not compete effectively.

We may face increased competition because of technological advances and new regulatory requirements, which could adversely affect our future results of operations.
In addition to marketing DBS services in certain areas, local phone companies have built and are continuing to build wireline, fiber-optic-based networks and, in some cases, are using IP technology to provide video services in substantial portions of their service areas. Local phone companies and various other companies also offer DSL and other Internet services. We expect other advances in communications technology, as well as changes in the marketplace, to occur in the future. If we choose technology that is not as

effective, cost-efficient or attractive to customers as that employed by our competitors, our business and results of operations could be adversely affected.

Further, new technologies and services have been developed, such as video streaming over the Internet, and may continue to be developed that compete with services that our cable systems offer, and such services may not be regulated in the same manner or to the same extent as our services. The success of these ongoing and future developments could have an adverse effect on our business and results of operations. Moreover, in recent years, Congress and various states have enacted legislation and the FCC has adopted regulatory policies that have had the effect of providing a more favorable operating environment for some of our existing and potential new competitors.

Programming expenses are increasing, which could adversely affect our future results of operations.
We expect our programming expenses to continue to be our largest single expense item in the foreseeable future. The MVPD industry has continued to experience an increase in the cost of programming, especially sports programming. In addition, as we add programming to our video services or distribute existing programming to more of our customers, we face increased programming expenses. If we are unable to raise our customers' rates or offset such programming cost increases through the sale of additional services, the increasing cost of programming could have an adverse impact on our results of operations.

We also expect to be subject to increasing demands, including demands for cash payments and other concessions, by broadcasters in exchange for their required consent for the retransmission of broadcast programming to our customers. We cannot predict the magnitude of these demands or the effect on our business and operations should we concede to certain of these demands or fail to obtain the required consents.

We are subject to regulation by federal, state and local governments, which may impose additional costs and restrictions.
Federal, state and local governments extensively regulate the video services industry and may increase the regulation of the Internet service and digital phone service industries. We expect that legislative enactments, court actions and regulatory proceedings will continue to clarify and in some cases adversely affect the rights and obligations of cable operators and other entities under the Communications Act and other laws. Congress considers new legislative requirements potentially affecting our businesses virtually every year. The results of these legislative, judicial and administrative actions may materially affect our business operations.

In addition, local authorities grant us franchises that permit us to operate our cable systems. We have to renew or renegotiate these franchises from time to time. Local franchising authorities often demand concessions or other commitments as a condition of renewal or transfer, and these concessions or other commitments could be costly to us. In addition, we could be materially disadvantaged if we remain subject to legal constraints that do not apply equally to our competitors, such as if local phone companies that provide video programming services are not subject to the local franchising requirements and other requirements that apply to us. For example, the FCC has adopted rules and several states have enacted legislation to ease the franchising process and reduce franchising burdens for new entrants. See "Legislation and Regulation" in Item 1 and refer to the "Franchising" discussion within that section.

We also face other risks related to federal, state and local regulations. For example, Congress and the FCC are also considering various forms of "net neutrality" regulation. See "Legislation and Regulation" in Item 1 and refer to the "High-Speed Internet Services" discussion within that section. For a more detailed discussion of the risks associated with our regulation by federal, state and local governments, see "Legislation and Regulation" in Item 1.

Weakening economic conditions may have a negative impact on our results of operations and financial condition.
During 2008, the global financial markets were in turmoil, and the equity and credit markets experienced extreme volatility, which caused already weak economic conditions to worsen. A substantial portion of our revenue comes from residential customers whose spending patterns may be affected by prevailing economic conditions. To the extent these conditions continue, customers may reduce the advanced or premium services to which they subscribe, or may discontinue subscribing to one or more of our cable services. This risk may be worsened by the expanded availability of free or lower cost competitive services, such as video streaming over the Internet, or substitute services, such as wireless phones. The weakening economy affected our net customer additions during 2008 and also had a negative impact on the advertising revenue of our Cable segment. If these economic conditions continue to deteriorate, the growth of our business and results of operations may be adversely affected.

Further, because of the turmoil in the global financial markets, some financial and other institutions have experienced, and continue to experience, significant financial distress. Although we have attempted to be prudent in our investment strategy, it is not possible to predict how the financial market turmoil and the deteriorating economic conditions may affect our financial position. Additional financial institution failures could reduce amounts available under committed credit facilities, could cause losses to the extent cash amounts or the value of securities exceed government deposit insurance limits and could restrict our access to the public equity and debt markets.

We rely on network and information systems and other technology, and a disruption or failure of such networks, systems or technology may disrupt our business.
Network and information systems and other technologies are critical to our business activities. Network and information systems-related events, such as computer hackings, computer viruses, worms or other destructive or disruptive software, process breakdowns, denial of service attacks, malicious social engineering or other malicious activities, or any combination of the foregoing, or power outages, natural disasters, terrorist attacks or other similar events, could result in a degradation or disruption of our cable services, excessive call volume to call centers or damage to our equipment and data. These network and information systems-related events also could result in large expenditures to repair or replace the damaged networks or information systems or to protect them from similar events in the future. Further, any security breaches, such as misappropriation, misuse, leakage, falsification or accidental release or loss of information maintained in our information technology systems and networks, including customer, personnel and vendor data, could damage our reputation and require us to expend significant capital and other resources to remedy any such security breach. The occurrence of any such network or information system-related events or security breaches could have a material adverse effect on our business and results of operations.

We may be unable to obtain necessary hardware, software and operational support.
We depend on third party vendors to supply us with a significant amount of the hardware, software and operational support necessary to provide certain of our services. Moreover, some of these vendors represent our primary source of supply or grant us the right to incorporate their intellectual property into some of our hardware and software products. While we actively monitor the operations and financial condition of key vendors in an attempt to detect any potential difficulties, there can be no assurance that we would timely identify any operating or financial difficulties associated with these vendors or that we could effectively mitigate our risks with respect to any such difficulties. If any of these vendors experience operating or financial difficulties or if demand exceeds their capacity or they cannot otherwise meet our specifications, our ability to provide some services may be materially adversely affected, in which case, our business, results of operation and financial position may be adversely affected.

Our business depends on certain intellectual property rights and on not infringing the intellectual property rights of others.
We rely on our patents, copyrights, trademarks and trade secrets, as well as licenses and other agreements with our vendors and other parties, to use our technologies, conduct our operations and sell our products and services. Legal challenges to our intellectual property rights and claims of intellectual property infringement by third parties could require that we enter into royalty or licensing agreements on unfavorable terms, incur substantial monetary liability or be enjoined preliminarily or permanently from further use of the intellectual property in question or from the continuation of our businesses as currently conducted, which could require us to change our business practices or limit our ability to compete effectively or could have an adverse effect on our results of operations. Even if we believe any such claims are without merit, they can be time-consuming and costly to defend and divert management's attention and resources away from our business. Moreover, because of the rapid pace of technological change, we rely on technologies developed or licensed by third parties, and if we are unable to obtain or continue to obtain licenses from these third parties on reasonable terms, our business and results of operations could be adversely affected.

We face risks arising from the outcome of various litigation matters.
We are subject to various legal proceedings and claims, including those described under the caption "Legal Proceedings" in Item 3 and those arising in the ordinary course of business, including regulatory and administrative proceedings, claims and audits. While we do not expect the final disposition of any of these litigation matters will have a material effect on our consolidated financial position, an adverse outcome in one or more of these matters could be material to our consolidated results of operations and cash flows for any one period, and any litigation resulting from any such legal proceedings could be time consuming, costly and injure our reputation. Further, no assurance can be given that any adverse outcome would not be material to our financial position.

Acquisitions and other strategic transactions present many risks, and we may not realize the financial and strategic goals that were contemplated at the time of any transaction.
From time to time we make acquisitions and investments and enter into other strategic transactions. In connection with acquisitions and other strategic transactions, we may incur unanticipated expenses; fail to realize anticipated benefits; have difficulty incorporating the acquired businesses; disrupt relationships with current and new employees, customers and vendors; incur significant indebtedness; or have to delay or not proceed with announced transactions. These factors could have a material adverse effect on our business, results of operations, cash flows and financial position.

Our Class B common stock has substantial voting rights and separate approval rights over several potentially material transactions, and our Chairman and CEO has considerable influence over our operations through his beneficial ownership of our Class B common stock.
Our Class B common stock has a nondilutable 33⅓% of the combined voting power of our common stock. This nondilutable voting power is subject to proportional decrease to the extent the number of shares of Class B common stock is reduced below 9,444,375, which was the number of shares of Class B common

stock outstanding on the date of our 2002 acquisition of AT&T Corp.'s cable business, subject to adjustment in specified situations. Stock dividends payable on the Class B common stock in the form of Class B or Class A Special common stock do not decrease the nondilutable voting power of the Class B common stock. The Class B common stock also has separate approval rights over several potentially material transactions, even if they are approved by our Board of Directors or by our other stockholders and even if they might be in the best interests of our other stockholders. These potentially material transactions include: mergers or consolidations involving Comcast Corporation, transactions (such as a sale of all or substantially all of our assets) or issuances of securities that require shareholder approval, transactions that result in any person or group owning shares representing more than 10% of the combined voting power of the resulting or surviving corporation, issuances of Class B common stock or securities exercisable or convertible into Class B common stock, and amendments to our articles of incorporation or by-laws that would limit the rights of holders of our Class B common stock.

Brian L. Roberts beneficially owns all of the outstanding shares of our Class B common stock and, accordingly, has considerable influence over our operations and the ability (subject to certain restrictions through November 17, 2012) to transfer potential effective control by selling the Class B common stock. In addition, under our articles of incorporation, Mr. Roberts is entitled to remain as our Chairman, Chief Executive Officer and President until May 26, 2010, unless he is removed by the affirmative vote of at least 75% of the entire Board of Directors or he is no longer willing or able to serve.

Item 1B: Unresolved Staff Comments

None.

Item 2: Properties

We believe that substantially all of our physical assets are in good operating condition.

Cable

Our principal physical assets consist of operating plant and equipment, including signal receiving, encoding and decoding devices; headends and distribution systems; and equipment at or near our customers' homes. The signal receiving apparatus typically includes a tower, antenna, ancillary electronic equipment and earth stations for reception of satellite signals. Headends consist of electronic equipment necessary for the reception, amplification and modulation of signals and are located near the receiving devices. Our distribution system consists primarily of coaxial and fiber-optic cables, lasers, routers, switches and related electronic equipment. Our cable plants and related equipment generally are connected to utility poles under pole rental agreements with local public utilities, although in some areas the distribution cable is buried in underground ducts or trenches. Customer premises equipment ("CPE") consists primarily of set-top boxes and cable modems. The physical components of cable systems require periodic maintenance and replacement.

Our signal reception sites, primarily antenna towers and headends, and microwave facilities, are located on owned and leased parcels of land, and we own or lease space on the towers on which certain of our equipment is located. We own most of our service vehicles.

Our high-speed Internet network consists of fiber-optic cables owned by us and related equipment. We also operate regional data centers with equipment that is used to provide services (such as e-mail, news and web services) to our high-speed Internet customers and digital phone service customers. In addition, we maintain a network operations center with equipment necessary to monitor and manage the status of our high-speed Internet network.

Throughout the country we own buildings that contain call centers, service centers, warehouses and administrative space. We also own a building that houses our media center. The media center contains equipment that we own or lease, including equipment related to network origination, global transmission via satellite and terrestrial fiber-optics, a broadcast studio, mobile and post-production services, interactive television services and streaming distribution services.

Programming

Television studios and business offices are the principal physical assets of our Programming operations. We own or lease the television studios and business offices of our Programming operations.

Other

Two large, multipurpose arenas that we own are the principal physical assets of our other operations.

As of December 31, 2008, we leased locations for our corporate offices in Philadelphia, Pennsylvania as well as numerous business offices, warehouses and properties housing divisional information technology operations throughout the country.

Item 3: Legal Proceedings

Antitrust Cases

We are defendants in two purported class actions originally filed in December 2003 in the United States District Courts for the District of Massachusetts and the Eastern District of Pennsylvania. The potential class in the Massachusetts case is our subscriber base in the "Boston Cluster" area, and the potential class in the Pennsylvania case is our subscriber base in the "Philadelphia and Chicago Clusters," as those terms are defined in the complaints. In each case, the plaintiffs allege that certain subscriber exchange transactions with other cable providers resulted in unlawful horizontal market restraints in those areas and seek damages under antitrust statutes, including treble damages.

Our motion to dismiss the Pennsylvania case on the pleadings was denied in December 2006 and classes of Philadelphia Cluster and Chicago Cluster subscribers were certified in May 2007 and October 2007, respectively. Our motion to dismiss the Massachusetts case, which was transferred to the Eastern District of Pennsylvania in December 2006, was denied in July 2007. We are proceeding with discovery on plaintiffs' claims concerning the Philadelphia Cluster. Plaintiffs' claims concerning the other two clusters are stayed pending determination of the Philadelphia Cluster claims.

In addition, we are among the defendants in a purported class action filed in the United States District Court for the Central District of California ("Central District") in September 2007. The plaintiffs allege that the defendants who produce video programming have entered into agreements with the defendants who distribute video programming via cable and satellite (including us, among others), which preclude the distributors from reselling channels to subscribers on an "unbundled" basis in violation of federal antitrust laws. The plaintiffs seek treble damages for the loss of their ability to pick and choose the specific "bundled" channels to which they wish to subscribe, and injunctive relief requiring each distributor defendant to resell certain channels to its subscribers on an "unbundled" basis. The potential class is comprised of all persons residing in the United States who have subscribed to an expanded basic level of video service provided by one of the distributor defendants. We and the other defendants filed motions to dismiss an amended complaint in April 2008. In June 2008, the Central District denied the motions to dismiss. In July 2008, we and the other defendants filed motions to certify certain issues decided in the Central District's June 2008 order for interlocutory appeal to the Ninth Circuit Court of Appeals. On August 8, 2008, the Central District denied the certification motions. In January 2009, the Central District approved a stipulation between the parties dismissing the action as to one of the two plaintiffs identified in the amended complaint as a Comcast subscriber. Discovery relevant to plaintiffs' anticipated motion for class certification is currently proceeding, with plaintiffs scheduled to file their class certification motion in April 2009.

Securities and Related Litigation

We and several of our current and former officers were named as defendants in a purported class action lawsuit filed in the United States District Court for the Eastern District of Pennsylvania ("Eastern District") in January 2008. We filed a motion to dismiss the case in February 2008. The plaintiff did not respond, but instead sought leave to amend the complaint, which the court granted. The plaintiff filed an amended complaint in May 2008 naming only us and two current officers as defendants. The alleged class was comprised of purchasers of our publicly issued securities between February 1, 2007 and December 4, 2007. The plaintiff asserted that during the alleged class period, the defendants violated federal securities laws through alleged material misstatements and omissions relating to forecast results for 2007. The plaintiff sought unspecified damages. In June 2008, we filed a motion to dismiss the amended complaint. In an order dated August 25, 2008, the Court granted our motion to dismiss and denied the plaintiff permission to amend the complaint again. The plaintiff has not timely appealed the Court's decision, so the dismissal of this case is final.

We and several of our current officers have been named as defendants in a separate purported class action lawsuit filed in the Eastern District in February 2008. The alleged class comprises participants in our retirement-investment (401(k)) plan that invested in the plan's company stock account. The plaintiff asserts that the defendants breached their fiduciary duties in managing the plan. The plaintiff seeks unspecified damages. The plaintiff filed an amended complaint in June 2008, and in July 2008 we filed a motion to dismiss the amended complaint. On October 29, 2008, the Court granted in part and denied in part that motion. The Court dismissed a claim alleging that defendants failed to provide complete and accurate disclosures concerning the plan, but did not dismiss claims alleging that plan assets were imprudently invested in company stock. We filed an answer to the amended complaint on December 11, 2008, and discovery is proceeding in the action.

Patent Litigation

We are a defendant in several unrelated lawsuits claiming infringement of various patents relating to various aspects of our businesses. In certain of these cases other industry participants are also defendants, and also in certain of these cases we expect that any potential liability would be in part or in whole the responsibility of our equipment vendors under applicable contractual indemnification provisions.

* * *

We believe the claims in each of the actions described above in this item are without merit and intend to defend the actions vigorously. Although we cannot predict the outcome of any of the actions described above or how the final resolution of any such actions would impact our results of operations or cash flows for any one period or our consolidated financial condition, the final disposition of any of the above actions is not expected to have a material adverse effect on our consolidated financial position, but could possibly be material to our consolidated results of operations or cash flows for any one period.

Other

We are subject to other legal proceedings and claims that arise in the ordinary course of our business. While the amount of ultimate liability with respect to such actions is not expected to materially affect our financial position, results of operations or cash flows, any litigation resulting from any such legal proceedings or claims could be time consuming, costly and injure our reputation.

Item 4: Submission of Matters to a Vote of Security Holders

Not applicable.

Part II

Item 5: Market for the Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities

Our Class A common stock is listed on the Nasdaq Global Select Market under the symbol CMCSA and our Class A Special common stock is listed on the Nasdaq Global Select Market under the symbol CMCSK. There is no established public trading market for our Class B common stock. Our Class B common stock can be converted, on a share for share basis, into Class A or Class A Special common stock.

In February, May, August and December 2008, our Board of Directors approved quarterly dividends of $0.0625 per share.

Holders of our Class A common stock in the aggregate hold 66⅔% of the voting power of our capital stock. The number of votes that each share of our Class A common stock has at any given time depends on the number of shares of Class A common stock and Class B common stock then outstanding. Holders of shares of our Class A Special common stock cannot vote in the election of directors or otherwise, except where class voting is required by law. In that case, shares of our Class A Special common stock have the same number of votes per share as shares of Class A common stock. Our Class B common stock has a 33⅓% nondilutable voting interest, and each share of Class B common stock has 15 votes per share. Mr. Brian L. Roberts beneficially owns all outstanding shares of our Class B common stock. Generally, including as to the election of directors, holders of Class A common stock and Class B common stock vote as one class except where class voting is required by law.

As of December 31, 2008, there were 798,947 record holders of our Class A common stock, 2,127 record holders of our Class A Special common stock and three record holders of our Class B Common Stock.

The table below summarizes our repurchases under our Board-authorized share repurchase program during 2008.

Period	Total Number of Shares Purchased	Average Price per Share	Total Number of Shares Purchased as Part of Publicly Announced Program	Total Dollars Purchased Under the Program	Maximum Dollar Value of Shares that May Yet Be Purchased Under the Program[a]
First Quarter 2008	53,240,452	$ 18.83	53,108,431	$ 1,000,000,000	$ 5,906,133,015
Second Quarter 2008	48,719,970	$ 20.79	48,123,097	$ 1,000,086,833	$ 4,906,046,182
Third Quarter 2008	39,678,437	$ 20.16	39,678,437	$ 800,001,409	$ 4,106,044,773
Fourth Quarter 2008	—	$ —	—	$ —	$ 4,106,044,773
Total 2008	**141,638,859**	**$ 19.87**	**140,909,965**	**$ 2,800,088,242**	**$ 4,106,044,773**

(a) In 2007, the Board of Directors authorized a $7 billion addition to the existing share repurchase program. Under the authorization, we may repurchase shares in the open market or in private transactions subject to market conditions. As of December 31, 2008, we had approximately $4.1 billion of availability remaining under our share repurchase authorization. We have previously indicated our plan to fully use our remaining share repurchase authorization by the end of 2009, subject to market conditions. However, it is unlikely that we will complete our share repurchase authorization by the end of 2009 as previously planned.

The total number of shares purchased during 2008 includes 728,894 shares received in the administration of employee share-based compensation plans.

Common Stock Sales Price Table

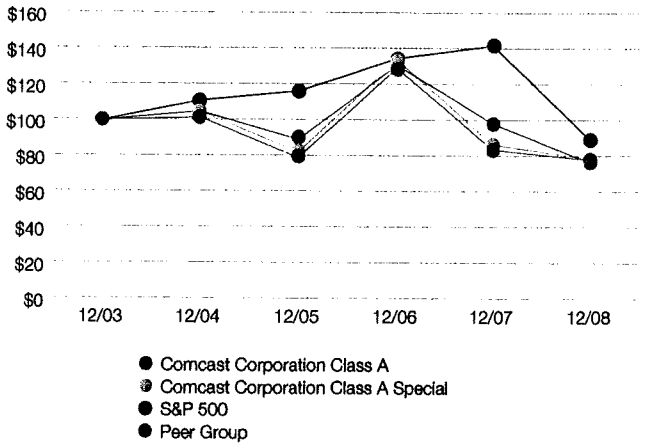
The following table sets forth, for the indicated periods, the high and low sales prices of our Class A and Class A Special common stock.

	Class A		Class A Special	
	High	Low	High	Low
2008				
First Quarter	**$ 20.70**	**$ 16.11**	**$ 20.45**	**$ 15.95**
Second Quarter	**$ 22.86**	**$ 18.48**	**$ 22.52**	**$ 18.28**
Third Quarter	**$ 22.54**	**$ 17.88**	**$ 22.37**	**$ 17.76**
Fourth Quarter	**$ 19.62**	**$ 12.50**	**$ 19.64**	**$ 12.10**
2007				
First Quarter	$ 30.18	$ 24.73	$ 29.64	$ 24.54
Second Quarter	$ 28.84	$ 25.60	$ 28.43	$ 25.24
Third Quarter	$ 29.41	$ 23.08	$ 29.19	$ 22.85
Fourth Quarter	$ 24.45	$ 17.37	$ 24.19	$ 17.31

Stock Performance Graph

The following graph compares the yearly percentage change in the cumulative total shareholder return on our Class A common stock and Class A Special common stock during the five years ended December 31, 2008 with the cumulative total return on the Standard & Poor's 500 Stock Index and with a selected peer group consisting of us and other companies engaged in the cable, communications and media industries. This peer group consists of Cablevision Systems Corporation (Class A), DISH Network Corporation, DirecTV Inc., Time Warner Cable Inc. and Time Warner Inc. The graph assumes $100 was invested on December 31, 2003 in our Class A common stock and Class A Special common stock and in each of the following indices and assumes the reinvestment of dividends.

Comparison of 5 Year Cumulative Total Return



(in dollars)	2004	2005	2006	2007	2008
Comcast Class A	101	79	129	84	78
Comcast Class A Special	105	82	134	87	78
S&P 500 Stock Index	111	116	135	142	90
Peer Group Index	105	89	131	98	76

Item 6: Selected Financial Data

Year ended December 31 (in millions, except per share data)	2008	2007	2006	2005	2004
Statement of Operations Data					
Revenue	**$ 34,256**	$ 30,895	$ 24,966	$ 21,075	$ 19,221
Operating income	**6,732**	5,578	4,619	3,521	2,829
Income from continuing operations	**2,547**	2,587	2,235	828	928
Discontinued operations[a]	**—**	—	298	100	42
Net income	**2,547**	2,587	2,533	928	970
Basic earnings per common share					
Income from continuing operations	**$ 0.87**	$ 0.84	$ 0.71	$ 0.25	$ 0.28
Discontinued operations[a]	**—**	—	0.09	0.03	0.01
Net income	**$ 0.87**	$ 0.84	$ 0.80	$ 0.28	$ 0.29
Diluted earnings per common share					
Income from continuing operations	**$ 0.86**	$ 0.83	$ 0.70	$ 0.25	$ 0.28
Discontinued operations[a]	**—**	—	0.09	0.03	0.01
Net income	**$ 0.86**	$ 0.83	$ 0.79	$ 0.28	$ 0.29
Dividends declared per common share	**$ 0.25**	$ —	$ —	$ —	$ —
Balance Sheet Data (at year end)					
Total assets	**$ 113,017**	$ 113,417	$ 110,405	$ 103,400	$ 105,035
Long-term debt	**30,178**	29,828	27,992	21,682	20,093
Stockholders' equity	**40,450**	41,340	41,167	40,219	41,422
Statement of Cash Flows Data					
Net cash provided by (used in):					
Operating activities	**$ 10,231**	$ 8,189	$ 6,618	$ 4,835	$ 5,402
Financing activities	**(2,522)**	(316)	3,546	(933)	(2,516)
Investing activities	**(7,477)**	(8,149)	(9,872)	(3,748)	(3,832)

(a) In July 2006, in connection with the transactions with Adelphia and Time Warner, we transferred our previously owned cable systems located in Los Angeles, Cleveland and Dallas to Time Warner Cable. These cable systems are presented as discontinued operations for the years ended on or before December 31, 2006 (see Item 8, Note 5 to our consolidated financial statements).

Item 7: Management's Discussion and Analysis of Financial Condition and Results of Operations

Introduction and Overview

We are the nation's leading provider of cable services, offering a variety of entertainment, information and communications services to residential and commercial customers. As of December 31, 2008, our cable systems served approximately 24.2 million video customers, 14.9 million high-speed Internet customers and 6.5 million phone customers and passed over 50.6 million homes in 39 states and the District of Columbia. We report the results of these operations as our Cable segment, which generates approximately 95% of our consolidated revenue. Our Cable segment also includes the operations of our regional sports networks. Our other reportable segment, Programming, consists primarily of our national programming networks. During 2008, our operations generated consolidated revenue of approximately $34.3 billion.

Our Cable segment generates revenue primarily through subscriptions to our video, high-speed Internet and phone services ("cable services"). We market our cable services individually and in packages, to residential customers and to small and medium-sized businesses. Our video services range from a limited analog service to a full digital service with access to hundreds of channels, including premium and pay-per-view channels; On Demand; music channels; and an interactive, on-screen program guide. Digital video customers may also subscribe to advanced digital video services, including digital video recorder ("DVR") and high-definition television ("HDTV"). As of December 31, 2008, approximately 48% of the homes in the areas we serve subscribed to our video service and approximately 70% of those video customers subscribed to at least one of our digital video services. Our high-speed Internet services provide Internet access at downstream speeds of up to 24 Mbps, depending on the service selected, and up to 50 Mbps with the introduction of DOCSIS 3.0 technology, also referred to as Wideband, based on geographic market availability. As of December 31, 2008, approximately 30% of the homes in the areas we serve subscribed to our high-speed Internet services. Our digital phone services provide local and long-distance calling and other features. As of December 31, 2008, approximately 14% of the homes in the areas we serve subscribed to our digital phone services. In addition to cable services, other Cable segment revenue sources include advertising and the operation of our regional sports networks.

Our Programming segment consists primarily of our consolidated national programming networks, including E!, Golf Channel, VERSUS, G4 and Style. Revenue from our Programming segment is generated primarily from the sale of advertising, from monthly per subscriber license fees paid by multichannel video providers and from licensing our programming internationally.

Our other business interests include Comcast Interactive Media and Comcast Spectacor. Comcast Interactive Media develops and operates Comcast's Internet businesses, including Comcast.net, Fancast, thePlatform, Fandango, Plaxo and DailyCandy. Revenue from Comcast Interactive Media is generated primarily from the sale of advertising. Comcast Spectacor owns two professional sports teams, and two large, multipurpose arenas in Philadelphia, and manages other facilities for sporting events, concerts and other events. Comcast Interactive Media, Comcast Spectacor and all other consolidated businesses not included in our Cable or Programming segments are included in "Corporate and Other" activities.

We operate our businesses in an intensely competitive environment. Competition for the cable services we offer consists primarily of direct broadcast satellite ("DBS") operators and phone companies. In 2008, our competitors continued to add features and adopt aggressive pricing and packaging for services that are comparable to the services we offer and the local phone companies have continued to expand their service areas. A substantial portion of our revenue comes from residential customers whose spending patterns may be affected by prevailing economic conditions. Intensifying competition and a weakening economy affected our net customer additions in 2008 and may, if these conditions continue, adversely impact our results of operations in the future.

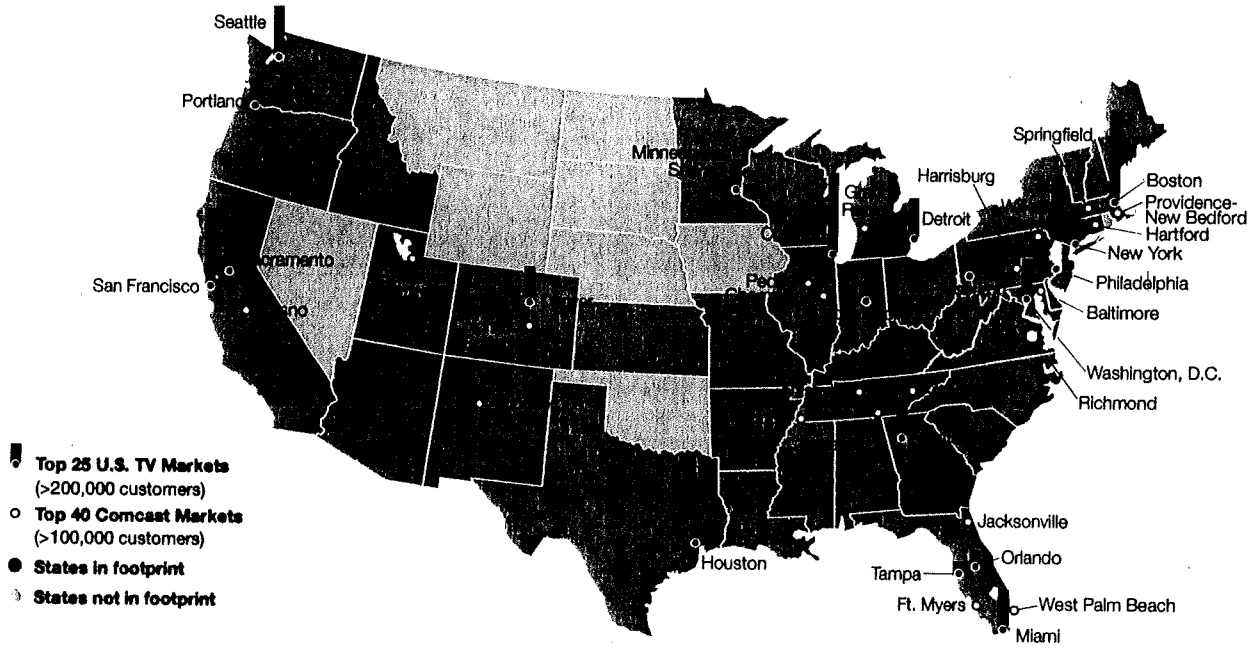
2008 Developments

- growth in consolidated revenue of 10.9% to approximately $34.3 billion and an increase in consolidated operating income of 20.7% to approximately $6.7 billion
- growth in Cable segment revenue of 10.7% to approximately $32.4 billion and an increase in operating income before depreciation and amortization of 10.5% to approximately $13.2 billion
- the addition of approximately 1.5 million digital video customers, approximately 1.3 million high-speed Internet customers, approximately 2.0 million digital phone customers and a decrease of approximately 575,000 video customers (excluding in each case customers obtained through acquisitions)
- a reduction in Cable segment capital expenditures of 7.5% to approximately $5.5 billion
- the transition of more of our programming to digital transmission rather than analog transmission in order to recapture bandwidth that will allow us to expand our service offerings

- the initial deployment of DOCSIS 3.0 high-speed Internet technology, also referred to as Wideband
- the acquisition of cable systems serving Illinois and Indiana (approximately 696,000 video customers), as a result of the dissolution of Insight Midwest, L.P. (the "Insight transaction"), in January 2008
- an investment as part of an investor group in a new entity named Clearwire that is focusing on the deployment of a nationwide 4G wireless network using its significant wireless spectrum holdings and was formed through the combination of the 4G wireless broadband businesses of Clearwire's legal predecessor and Sprint Nextel ("Sprint"); through related agreements entered into in connection with our investment, we will be able to offer wireless services utilizing Clearwire's 4G and certain of Sprint's existing wireless networks
- the completion of various transactions, including the acquisition of Internet-related businesses, which include Plaxo and DailyCandy, and the purchase of an additional ownership interest in Comcast SportsNet Bay Area
- the repurchase of approximately 141 million shares of our Class A common stock and Class A Special common stock for approximately $2.8 billion under our share repurchase authorization
- the initiation a quarterly dividend of $0.0625 per share in February 2008; we declared dividends of approximately $727 million in 2008, of which $547 million were paid during 2008

The Areas We Serve

The map below highlights our 40 major markets with emphasis on our operations in the top 25 U.S. TV markets.



Consolidated Operating Results

The comparability of our results of operations and customer data is impacted by the effects of cable system acquisitions we made in 2008, 2007 and 2006 resulting from the Insight transaction, the Houston transaction, the acquisition of Patriot Media, the Adelphia and Time Warner transactions and the acquisition of Susquehanna Communications, which we collectively refer to as the "newly acquired cable systems" (see Note 5 to our consolidated financial statements). As a result of transferring our previously owned cable systems located in Los Angeles, Cleveland and Dallas (the "Comcast exchange systems") as part of the Adelphia and Time Warner transactions in July 2006, the operating results of the Comcast exchange systems are reported as discontinued operations for 2006.

Year ended December 31 (in millions)	2008	2007	2006	% Change 2007 to 2008	% Change 2006 to 2007
Revenue	**$ 34,256**	$ 30,895	$ 24,966	**10.9%**	23.7%
Costs and expenses:					
Operating, selling, general and administrative (excluding depreciation and amortization)	**21,124**	19,109	15,524	**10.5**	23.1
Depreciation	**5,457**	5,107	3,828	**6.9**	33.4
Amortization	**943**	1,101	995	**(14.3)**	10.6
Operating income	**6,732**	5,578	4,619	**20.7**	20.8
Other income (expense) items, net	**(2,674)**	(1,229)	(1,025)	**117.4**	20.0
Income from continuing operations before income taxes and minority interest	**4,058**	4,349	3,594	**(6.7)**	21.0
Income tax expense	**(1,533)**	(1,800)	(1,347)	**(14.8)**	33.6
Income from continuing operations before minority interest	**2,525**	2,549	2,247	**(0.9)**	13.4
Minority interest	**22**	38	(12)	**(43.9)**	n/m
Income from continuing operations	**2,547**	2,587	2,235	**(1.6)**	15.8
Discontinued operations, net of tax	**—**	—	298	**n/m**	n/m
Net income	**$ 2,547**	$ 2,587	$ 2,533	**(1.6)%**	2.1%

All percentages are calculated based on actual amounts. Minor differences may exist due to rounding.

Consolidated Revenue

Our Cable and Programming segments accounted for substantially all of the increases in consolidated revenue for 2008 and 2007. Additional increases of approximately $129 million and approximately $103 million in 2008 and 2007, respectively, related to our other business activities, primarily growth in Comcast Interactive Media and revenue generated in 2008 by Comcast Spectacor's professional sports teams. Cable segment revenue and Programming segment revenue are discussed separately in "Segment Operating Results."

Consolidated Operating, Selling, General and Administrative Expenses

Our Cable and Programming segments accounted for substantially all of the increases in consolidated operating, selling, general and administrative expenses for 2008 and 2007. Additional increases of approximately $103 million and approximately $210 million in 2008 and 2007, respectively, related to our other business activities, including the continued expansion of our Comcast Interactive Media business, Comcast Spectacor and litigation expense incurred in 2007. Cable segment and Programming segment operating, selling, general and administrative expenses are discussed separately in "Segment Operating Results."

Consolidated Depreciation and Amortization

The increases in depreciation expense for 2008 and 2007 were primarily a result of an increase in property and equipment associated with capital spending in recent years, which resulted in increased depreciation of approximately $210 million and $700 million, respectively, and the newly acquired cable systems, which resulted in increased depreciation of approximately $138 million and $530 million, respectively.

The decrease in amortization expense for 2008 was primarily due to intangible assets associated with the AT&T Broadband acquisition in 2002 being fully amortized, partially offset by the amortization of similar intangible assets recorded in connection with our newly acquired cable systems. The increase in amortization expense for 2007 was primarily a result of the increases in the amortization of our intangible assets associated with our newly acquired cable systems, purchases of software-related intangibles and the write-down of intangible assets of approximately $30 million in 2007 related to the shutdown of the AZN network.

Segment Operating Results

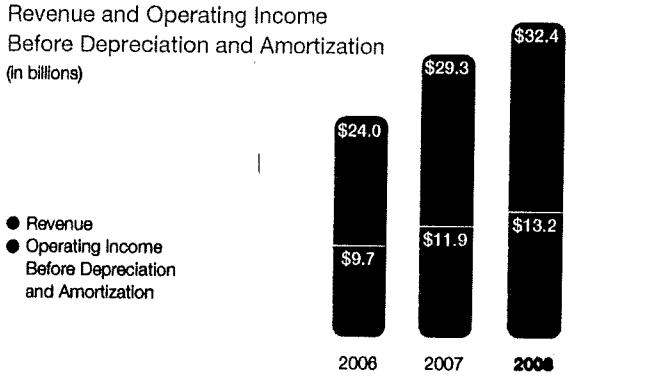
Our segment operating results are presented based on how we assess operating performance and internally report financial information. To measure the performance of our operating segments, we use operating income (loss) before depreciation and amortization, excluding impairments related to fixed and intangible assets, and gains or losses from the sale of assets, if any. This measure eliminates the significant level of noncash depreciation and amortization expense that results from the capital-intensive nature of our businesses and from intangible assets recognized in business combinations. Additionally, it is unaffected by our capital structure or investment activities. We use this measure to evaluate our consolidated operating performance and the operating performance of our operating segments and to allocate resources and capital to our operating segments. It is also a significant performance measure in our annual incentive compensation programs. We believe that this measure is useful to investors because it is one of the bases for comparing our operating performance with that of other companies in our industries, although our measure may not be directly comparable to similar measures used by other companies. Because we use this metric to measure our segment profit or loss, we reconcile it to operating income, the most directly comparable financial measure calculated and presented in accordance with generally accepted accounting principles in the United States ("GAAP") in the business segment footnote to our consolidated financial statements (see Note 16 to our consolidated financial statements). This measure should not be considered a substitute for operating income (loss), net income (loss), net cash provided by operating activities, or other measures of performance or liquidity we have reported in accordance with GAAP.

Cable Segment Overview

Our cable systems simultaneously deliver video, high-speed Internet and phone services to our customers. The majority of our Cable segment revenue is generated from subscriptions to these cable services. Customers are billed monthly, based on the services and features they receive and the type of equipment they use. While residential customers may discontinue service at any time, business customers may only discontinue their service in accordance with the terms of their respective contracts, which typically have one to three year terms. Our revenue and operating income before depreciation and amortization have increased as a result of the effects of our recent acquisitions, continued demand for our services (including our bundled and advanced service offerings), as well as other factors discussed below.

Of our total customers, in 2008 the newly acquired cable systems accounted for 696,000 video customers, 370,000 high-speed Internet customers and 74,000 phone customers. In 2007, they accounted for 81,000 video customers, 58,000 high-speed Internet customers and 16,000 phone customers. In 2006, they accounted for 3.5 million video customers, 1.7 million high-speed Internet customers and 173,000 phone customers. In 2008 and 2007, the newly acquired cable systems accounted for approximately $742 million and $2.6 billion of the increases in revenue, respectively. Intensifying competition and a weakening economy affected our net customer additions in 2008 and may, if these conditions continue, adversely impact our results of operations in the future.

Revenue and Operating Income Before Depreciation and Amortization
(in billions)



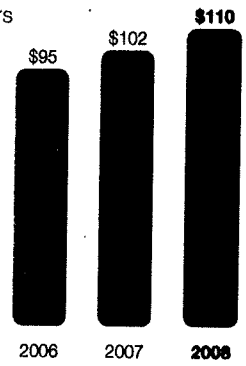
Cable Segment Results of Operations

Year ended December 31 (in millions)	2008	2007	2006	% Change 2007 to 2008	% Change 2006 to 2007
Video	**$18,849**	$17,686	$15,062	**6.6%**	17.4%
High-speed Internet	**7,225**	6,402	4,953	**12.9**	29.2
Phone	**2,649**	1,766	911	**50.0**	93.9
Advertising	**1,526**	1,537	1,468	**(0.5)**	4.5
Other	**1,283**	1,087	927	**17.6**	17.5
Franchise fees	**911**	827	721	**10.1**	14.7
Revenue	**32,443**	29,305	24,042	**10.7**	21.9
Operating expenses	**12,664**	11,409	9,322	**11.0**	22.4
Selling, general and administrative expenses	**6,609**	5,974	5,053	**10.6**	18.2
Operating income before depreciation and amortization	**$13,170**	$11,922	$ 9,667	**10.5%**	23.3%

Cable Segment Revenue

Our average monthly total revenue per video customer increased to approximately $110 in 2008 from approximately $102 in 2007 and approximately $95 in 2006. The increases in average monthly total revenue per video customer are primarily due to an increased number of customers receiving multiple services.

Average Monthly Total Revenue per Video Customers



Video

We offer video services ranging from a limited analog service to a full digital service with access to hundreds of channels, including premium and pay-per-view channels. Digital video customers may also subscribe to advanced digital video services, including DVR and HDTV. As of December 31, 2008, 70% of our video customers subscribed to at least one of our digital video services, compared to 63% and 52% as of December 31, 2007 and 2006, respectively.

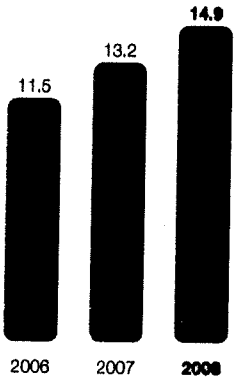
Our video revenue continued to grow in 2008 and 2007 due to customer growth in our digital video services, including the demand for digital features such as On Demand, DVR and HDTV; rate adjustments; and the addition of our newly acquired cable systems. During 2008 and 2007, we added approximately 1.5 million and 2.5 million digital video customers, respectively. During 2008 and 2007, the number of video customers decreased by approximately 575,000 and 180,000, respectively, excluding the impact of the newly acquired cable systems, primarily due to increased competition in our service areas, as well as weakness in the overall economy. Continued competition and weak economic conditions are expected to result in further declines in the number of video customers during 2009. In 2008, approximately $455 million of the increase in our video revenue was attributable to our newly acquired cable systems. In 2007, the amount was approximately $1.6 billion. Our average monthly video revenue per video customer increased to approximately $64 in 2008 from approximately $61 in 2007 and approximately $57 in 2006.

High-Speed Internet

We offer high-speed Internet services with Internet access at downstream speeds of up to 24 Mbps, depending on the service selected, and up to 50 Mbps with the introduction of DOCSIS 3.0 technology, also referred to as Wideband, based on geographic market availability. These services also include our Internet portal, Comcast.net, which provides multiple e-mail addresses and online storage, as well as a variety of proprietary content and value-added features and enhancements that are designed to take advantage of the speed our services provide.

Revenue increased in 2008 and 2007 primarily due to an increase in the number of customers and the addition of our newly acquired cable systems. As of December 31, 2008, 30% of the homes in the areas we serve subscribed to our high-speed Internet service, compared to 28% and 25% as of December 31, 2007 and 2006, respectively. In 2008, approximately $157 million of the increase in revenue was attributable to our newly acquired cable systems. In 2007, the amount was approximately $640 million. Average monthly revenue per high-speed Internet customer has remained relatively stable, between $42 and $43 from 2006 to 2008. We expect the rates of customer and revenue growth to slow in 2009 due to the market maturing, increased competition and weak economic conditions continuing.

High-Speed Internet Customers
(in millions)



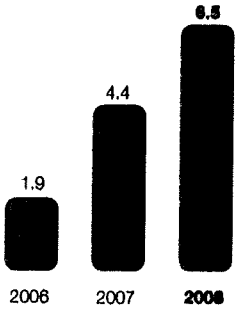
Phone

We offer digital phone services that provide local and long-distance calling and include features such as voice mail, caller ID and call waiting. As of December 31, 2008, our digital phone services were available to approximately 47 million or 92% of the homes in the areas we serve.

Revenue increased significantly in 2008 and 2007 as a result of increases in the number of digital phone customers. These increases were partially offset by the loss of approximately 170,000 and 470,000 circuit-switched phone customers in 2008 and 2007, respectively. We phased out substantially all of our circuit-switched phone service in 2008. In 2008, approximately $43 million of the increase in our phone revenue was attributable to our newly acquired cable systems. In 2007, the amount was approximately $100 million. Average monthly revenue per

customer for our digital phone service has declined, to approximately $39 in 2008 from approximately $42 in 2007 and approximately $45 in 2006, due to customers receiving service as part of a promotional offer or in a bundled service offering. We expect the rates of customer and revenue growth to slow in 2009, because we do not expect to launch any significant new service areas in 2009 and due to weak economic conditions continuing.

Comcast Digital Voice Customers
(in millions)



Advertising

As part of our programming license agreements with programming networks, we receive an allocation of scheduled advertising time that we may sell to local, regional and national advertisers. We also coordinate the advertising sales efforts of other cable operators in some markets, and in some markets we operate advertising interconnects. These interconnects establish a physical, direct link between multiple cable systems and provide for the sale of regional and national advertising across larger geographic areas than could be provided by a single cable operator.

Advertising revenue decreased in 2008 primarily due to a decline in the television advertising market, including the automotive and housing sectors, offset by an increase in political advertising and the addition of the newly acquired cable systems. Advertising revenue increased in 2007 as a result of our newly acquired cable systems. Absent the growth from the newly acquired cable systems, advertising revenue decreased slightly in 2007, reflecting weakness across the television advertising market, a lower level of political advertising and one less week in the broadcast calendar during 2007 compared to 2006. We expect our advertising revenue to decline in 2009 due to a deteriorating advertising market, less political advertising and weak economic conditions continuing.

Other

We also generate revenue from our regional sports networks, our digital media center, on-screen guide advertising, commissions from electronic retailing networks and fees for other services. Our regional sports networks include Comcast SportsNet (Philadelphia), Comcast SportsNet Mid-Atlantic (Baltimore/Washington), Cable Sports Southeast, Comcast SportsNet Chicago, Comcast SportsNet California (Sacramento), Comcast SportsNet Northwest (Portland), Comcast SportsNet New England (Boston), Comcast SportsNet Bay Area (San Francisco) and MountainWest Sports Network. These networks generate revenue through programming license agreements with multichannel video providers and the sale of advertising time.

Other revenue increased in 2008 and 2007 as a result of our acquisitions in June 2007 of Comcast SportsNet Bay Area and Comcast SportsNet New England and our acquisitions of the newly acquired cable systems.

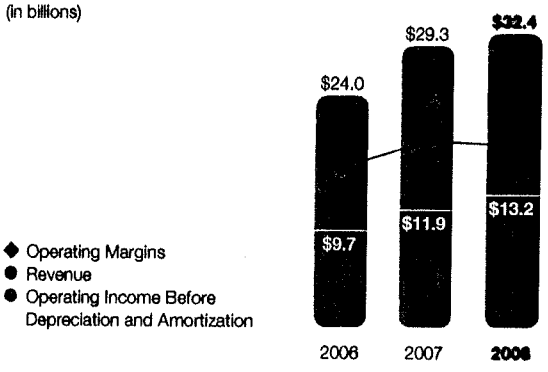
Franchise Fees

Our franchise fee revenue represents the pass-through to our customers of the fees required to be paid to state and local franchising authorities. Under the terms of our franchise agreements, we are generally required to pay to the franchising authority an amount based on our gross video revenue. The increases in franchise fees collected from our cable customers in 2008 and 2007 were primarily due to increases in the revenue on which the fees apply.

Cable Segment Expenses

We continue to focus on controlling the growth of expenses. Our operating margins (operating income before depreciation and amortization as a percentage of revenue) for 2008, 2007 and 2006 were 40.6 %, 40.7% and 40.2%, respectively.

Operating Margins
(in billions)



Cable Segment Operating Expenses

Year ended December 31 (in millions)	2008	2007	2006	% Change 2007 to 2008	% Change 2006 to 2007
Video programming	**$ 6,479**	$ 5,813	$4,848	**11.5%**	19.9%
Technical labor costs	**2,138**	1,899	1,572	**12.6**	20.8
High-speed Internet	**523**	575	435	**(9.0)**	32.2
Phone	**730**	685	427	**6.6**	60.4
Other	**2,794**	2,437	2,040	**14.6**	19.5
Total	**$12,664**	$11,409	$9,322	**11.0%**	22.4%

Video programming expenses, our largest operating expense, are the fees we pay to programming networks to license the programming we package, offer and distribute to our video customers. These expenses are affected by changes in the fees charged by programming networks, the number of our video customers and the number of programming options we offer. Video programming expenses increased in 2008 and 2007, primarily due to rate increases, additional digital customers, an additional number of programming options and additional customers from our newly acquired cable systems. We anticipate that our video programming expenses will continue to increase in 2009 and in the future as the fees charged by programming networks increase, as new fees for retransmission of broadcast networks are incurred and as we provide additional channels and video on demand programming options to our customers.

Technical labor expenses include the internal and external labor to complete service call and installation activities in the home, network operations, fulfillment and provisioning costs. These expenses increased in 2008 and 2007 primarily due to growth in the number of customers, which required additional personnel to handle service calls and provide in-house customer support and the addition of our newly acquired cable systems.

High-speed Internet expenses and phone expenses include certain direct costs identified by us for providing these services. Other related costs associated with providing these services are generally shared among all our cable services and are not allocated to these captions. The decrease in high-speed Internet expenses in 2008 was primarily driven by lower support service costs that were the result of our entering into new contracts with lower cost providers and renegotiating existing contracts. High-speed Internet expenses increased in 2007 primarily due to growth in the number of customers receiving these services and the addition of our newly acquired cable systems. Phone expenses grew at a lower rate in 2008 due to efficiencies associated with an increased number of customers as well as the least-cost routing of call traffic and lower support service costs that were the result of our entering into new contracts with lower cost providers and renegotiating existing contracts. Phone expenses increased in 2007 primarily due to growth in the number of customers receiving these services and the addition of our newly acquired cable systems.

Other operating expenses include franchise fees, pole rentals, plant maintenance and vehicle-related costs, including fuel, as well as expenses related to our regional sports networks. These expenses increased in 2008 and 2007 primarily due to the addition of our newly acquired cable systems and the acquisitions in June 2007 of Comcast SportsNet Bay Area and Comcast SportsNet New England.

Cable Segment Selling, General and Administrative Expenses

Year ended December 31 (in millions)	2008	2007	2006	% Change 2007 to 2008	% Change 2006 to 2007
Customer service	**$1,773**	$1,674	$1,326	**5.9%**	26.2%
Marketing	**1,625**	1,404	1,196	**15.7**	17.4
Administrative and other	**3,211**	2,896	2,531	**10.9**	14.4
Selling, general and administrative	**$6,609**	$5,974	$5,053	**10.6%**	18.2%

Customer service expenses remained relatively flat in 2008 primarily due to achieving operational efficiencies and the slower growth in customers. Customer service expenses increased in 2007 primarily due to growth in the number of customers and services offered.

Marketing expenses increased in 2008 and 2007 primarily due to additional marketing costs associated with attracting and retaining customers, as well as the addition of the newly acquired cable systems.

Administrative and other expenses increased in 2008 and 2007 primarily due to the addition of our newly acquired cable systems and the acquisitions in June 2007 of Comcast SportsNet Bay Area and Comcast SportsNet New England. Administrative and other expenses in 2008 also include severance costs of approximately $126 million primarily related to approximately 3,300 personnel reductions, a portion of which resulted from a divisional reorganization.

Programming Segment Overview

Our Programming segment consists primarily of our consolidated national programming networks. The table below presents a summary of our most significant consolidated national programming networks:

Programming Network	Approximate U.S. Subscribers (in millions)	Description
E!	85	Pop culture and entertainment-related programming
Golf Channel	73	Golf and golf-related programming
VERSUS	66	Sports and leisure programming
G4	57	Gamer lifestyle programming
Style	51	Lifestyle-related programming

We also own interests in MGM (20%), iN DEMAND (51%), TV One (33%), PBS KIDS Sprout (40%) and FEARnet (33%). The operating results of these entities are not included in our Programming segment's operating results because they are presented in equity in net (losses) income of affiliates.

Programming Segment Results of Operations

Year ended December 31 (in millions)	2008	2007	2006	% Change 2007 to 2008	% Change 2006 to 2007
Revenue	**$1,426**	$1,314	$1,054	**8.5%**	24.7%
Operating, selling, general and administrative expenses	**1,064**	1,028	815	**3.6**	26.1
Operating income before depreciation and amortization	**$ 362**	$ 286	$ 239	**26.3%**	19.8%

Programming Segment Revenue

Programming revenue for 2008 and 2007 increased as a result of continued growth in advertising revenue, programming license fee revenue and international revenue. In 2008, 2007 and 2006, advertising accounted for approximately 43%, 44% and 45%, respectively, of total Programming revenue. In 2008, 2007 and 2006, approximately 11% to 13% of our Programming revenue was generated from our Cable segment. These amounts are eliminated in our consolidated financial statements but are included in the amounts presented above.

Programming Segment Operating, Selling, General and Administrative Expenses

Programming operating, selling, general and administrative expenses consist mainly of the cost of producing television programs and live events, the purchase of programming rights, the marketing and promotion of our programming networks and administrative costs. Programming expenses increased significantly in 2007 primarily due to the programming rights costs for the PGA Tour on Golf Channel, as well as a corresponding increase in marketing expenses for this programming. We have invested and expect to continue to invest in new and live-event programming that will cause our programming expenses to increase in the future.

Consolidated Other Income (Expense) Items

Year ended December 31 (in millions)	2008	2007	2006
Interest expense	**$(2,439)**	$(2,289)	$(2,064)
Investment income (loss), net	**89**	601	990
Equity in net (losses) income of affiliates, net	**(39)**	(63)	(65)
Other income (expense)	**(285)**	522	114
Total	**$(2,674)**	$(1,229)	$(1,025)

Interest Expense

The increase in interest expense for 2008 was primarily due to an increase in our average debt outstanding and an increase in early extinguishment costs of approximately $61 million associated with the repayment and redemption of certain debt obligations prior to their maturity, partially offset by the effects of lower interest rates in 2008 on our fixed to variable rate interest rate exchange agreements. The increase for 2007 was primarily due to an increase in our average debt outstanding.

Investment Income (Loss), Net

The components of investment income (loss), net for 2008, 2007 and 2006 are presented in a table in Note 6 to our consolidated financial statements. We have entered into derivative financial instruments that we account for at fair value and that economically hedge the market price fluctuations in the common stock of all of

our investments accounted for as trading securities. The differences between the unrealized gains (losses) on trading securities and the mark to market adjustments on derivatives related to trading securities, as presented in the table in Note 6 to our consolidated financial statements, result from one or more of the following:

- there were unusual changes in the derivative valuation assumptions such as interest rates, volatility and dividend policy
- the magnitude of the difference between the market price of the underlying security to which the derivative relates and the strike price of the derivative
- the change in the time value component of the derivative value during the period
- the security to which the derivative relates changed due to a corporate reorganization of the issuing company to a security with a different volatility rate

Other Income (Expense)
Other expense for 2008 includes an impairment of approximately $600 million related to our investment in Clearwire (see Note 6 to our consolidated financial statements), partially offset by a gain of approximately $235 million on the sale of our 50% interest in the Insight asset pool in connection with the Insight transaction. Other income for 2007 consisted primarily of a gain of approximately $500 million on the sale of our 50% interest in the Kansas City asset pool in connection with the Houston transaction. Other income for 2006 consisted primarily of $170 million of gains on the sale of nonoperating assets, partially offset by a $59 million impairment related to one of our equity method investments.

Income Tax Expense

Our effective income tax rate for 2008, 2007 and 2006 was 37.8%, 41.4% and 37.5%, respectively. Income tax expense reflects an effective income tax rate that differs from the federal statutory rate primarily due to state income taxes and interest on uncertain tax positions. Our 2008 income tax expense was reduced by approximately $154 million, $80 million of which is due to the settlement of an uncertain tax position (see Note 13 to our consolidated financial statements) and the net impact of certain state tax law changes that primarily affected our deferred income tax liabilities and other noncurrent liabilities, and the balance of which is primarily due to the future deductibility of certain deferred compensation arrangements. Our tax rate in 2006 was impacted by adjustments to uncertain tax positions, which were primarily due to the favorable resolution of issues and revised estimates of the outcome of unresolved issues with various taxing authorities. We expect our 2009 annual effective tax rate to be in the range of 40% to 45%.

Discontinued Operations

The operating results of our previously owned cable systems located in Los Angeles, Dallas and Cleveland, which were reported as discontinued operations for 2006, included 7 months of operations in 2006 because the closing date of the transaction was July 31, 2006. As a result of the exchange of these systems in the Adelphia and Time Warner transactions, we recognized a gain of $195 million, net of tax of $541 million in 2006 (see Note 5 to our consolidated financial statements). The effective tax rate on the gain is higher than the federal statutory rate primarily due to the nondeductible amounts attributed to goodwill.

Liquidity and Capital Resources

Our businesses generate significant cash flows from operating activities. We believe that we will be able to meet our current and long-term liquidity and capital requirements, including fixed charges, through our cash flows from operating activities; through existing cash, cash equivalents and investments; through available borrowings under our existing credit facilities; and through our ability to obtain future external financing.

We anticipate that we will continue to use a substantial portion of our cash flows to fund our capital expenditures, to invest in business opportunities, to meet our debt repayment obligations and to return capital to investors.

The global financial markets have been and continue to be in turmoil, with extreme volatility in the equity and credit markets and with some financial and other institutions experiencing significant financial distress. As of December 31, 2008, we had approximately $5.5 billion remaining availability under our credit facilities and no outstanding commercial paper obligations. From 2009 to 2011, our scheduled debt maturities total approximately $5.3 billion. In addition, neither our access to nor the value of our cash equivalents or short-term investments have been negatively affected by the recent liquidity problems of financial institutions. Although we have attempted to be prudent in our investment strategy, it is not possible to predict how the financial market turmoil and the deteriorating economic conditions may affect our financial position. Additional financial institution failures could reduce amounts available under committed credit facilities, could cause losses to the extent cash amounts or the value of securities exceed government deposit insurance limits, and could restrict our access to the public equity and debt markets.

Operating Activities

Components of Net Cash Provided by Operating Activities

Year ended December 31 (in millions)	2008	2007	2006
Operating income	**$ 6,732**	$ 5,578	$ 4,619
Depreciation and amortization	**6,400**	6,208	4,823
Operating income before depreciation and amortization	**13,132**	11,786	9,442
Operating income before depreciation and amortization from discontinued operations	**—**	—	264
Noncash share-based compensation and contribution expense	**258**	223	223
Changes in operating assets and liabilities	**(251)**	(200)	(280)
Cash basis operating income	**13,139**	11,809	9,649
Payments of interest	**(2,256)**	(2,134)	(1,880)
Payments of income taxes	**(762)**	(1,638)	(1,284)
Proceeds from interest, dividends and other nonoperating items	**125**	185	233
Payments related to settlement of litigation of an acquired company	**—**	—	(67)
Excess tax benefit under SFAS No. 123R presented in financing activities	**(15)**	(33)	(33)
Net cash provided by operating activities	**$10,231**	$ 8,189	$ 6,618

The increases in interest payments in 2008 and 2007 were primarily due to an increase in our average debt outstanding.

The decrease in tax payments in 2008 was primarily due to the Economic Stimulus Act of 2008, which resulted in a reduction in our tax payments of approximately $600 million. The increase in tax payments in 2007 was primarily due to the effects of increases in income, sales of investments, and the settlement of federal and state tax audits of $376 million.

Financing Activities

Net cash provided by (used in) financing activities consists primarily of our proceeds from borrowings offset by our debt repayments, our repurchases of our Class A and Class A Special common stock and dividend payments. Proceeds from borrowings fluctuate from year to year based on the amounts paid to fund acquisitions and debt repayments. We have made, and may from time to time in the future make, optional repayments on our debt obligations, which may include repurchases of our outstanding public notes and debentures, depending on various factors, such as market conditions. In 2008, we made $307 million of optional public bond repurchases. See Note 9 to our consolidated financial statements for further discussion of our financing activities, including details of our debt repayments and borrowings.

Available Borrowings Under Credit Facilities

We traditionally maintain significant availability under our lines of credit and our commercial paper program to meet our short-term liquidity requirements. In January 2008, we entered into an amended and restated revolving bank credit facility that may be used for general corporate purposes. This amendment increased the size of the credit facility from $5.0 billion to $7.0 billion and extended the maturity of the loan commitment from October 2010 to January 2013. Under our credit facility, other lenders are not obligated to fund a defaulting lender's commitment, although another lender could agree to fund the defaulting lender's commitment. However, non-defaulting lenders are not able to use a default by another bank to avoid their own commitments. In December 2008, we terminated a $200 million commitment to our credit facility by Lehman Brothers Bank, FSB ("Lehman") as a result of Lehman's default under a borrowing request. At a discounted value, we repaid Lehman's portion of our outstanding credit facility, along with accrued interest and fees. Subsequent to this termination, the size of our credit facility is $6.8 billion. As of December 31, 2008, amounts available under all of our credit facilities totaled approximately $5.5 billion.

Debt Covenants

We and our cable subsidiaries that have provided guarantees are subject to the covenants and restrictions set forth in the indentures governing our public debt securities and in the credit agreements governing our bank credit facilities (see Note 18 to our consolidated financial statements). We and the guarantors are in compliance with the covenants, and we believe that neither the covenants nor the restrictions in our indentures or loan documents will limit our ability to operate our business or raise additional capital. Our credit facilities' covenants are tested on an ongoing basis. The only financial covenant in our $6.8 billion revolving credit

facility due 2013 relates to leverage (ratio of debt to operating income before depreciation and amortization). As of December 31, 2008, we met this financial covenant by a significant margin. Our ability to comply with this financial covenant in the future does not depend on further debt reduction or on improved operating results.

Share Repurchase and Dividends

As of December 31, 2008, we had approximately $4.1 billion of availability remaining under our share repurchase authorization. We have previously indicated our plan to fully use our remaining share repurchase authorization by the end of 2009, subject to market conditions. However, as previously disclosed, due to difficult economic conditions and instability in the capital markets, it is unlikely that we will complete our share repurchase authorization by the end of 2009 as previously planned.

Share Repurchases
(in billions)



Our Board of Directors declared a dividend of $0.0625 per share for each quarter in 2008 totaling approximately $727 million. We paid approximately $547 million of dividends in 2008. We expect to continue to pay quarterly dividends, though each subsequent dividend is subject to approval by our Board of Directors. We did not declare or pay any cash dividends in 2007 or 2006.

Investing Activities

Net cash used in investing activities consists primarily of cash paid for capital expenditures, acquisitions and investments, partially offset by proceeds from sales of investments.

Capital Expenditures

Our most significant recurring investing activity has been capital expenditures in our Cable segment and we expect that this will continue in the future. A significant portion of our capital expenditures is based on the level of customer growth and the technology being deployed. The table below summarizes the capital expenditures we incurred in our Cable segment from 2006 through 2008.

Year ended December 31 (in millions)	2008	2007	2006
Customer premises equipment[a]	**$3,147**	$3,164	$2,321
Scalable infrastructure[b]	**1,024**	1,014	906
Line extensions[c]	**212**	352	275
Support capital[d]	**522**	792	435
Upgrades (capacity expansion)[e]	**407**	520	307
Business services[f]	**233**	151	—
Total	**$5,545**	$5,993	$4,244

(a) Customer premises equipment ("CPE") includes costs incurred to connect our services at the customer's home. The equipment deployed typically includes standard digital set-top boxes, HD set-top boxes, digital video recorders, remote controls and modems. CPE also includes the cost of installing this equipment for new customers as well as the material and labor cost incurred to install the cable that connects a customer's dwelling to the network.

(b) Scalable infrastructure includes costs incurred to secure growth in customers or revenue units or to provide service enhancements, other than those related to CPE. Scalable infrastructure includes equipment that controls signal reception, processing and transmission throughout our distribution network, as well as equipment that controls and communicates with the CPE residing within a customer's home. Also included in scalable infrastructure is certain equipment necessary for content aggregation and distribution (video on demand equipment) and equipment necessary to provide certain video, high-speed Internet and digital phone service features (e.g., voice mail and e-mail).

(c) Line extensions include the costs of extending our distribution network into new service areas. These costs typically include network design, the purchase and installation of fiber-optic and coaxial cable, and certain electronic equipment.

(d) Support capital includes costs associated with the replacement or enhancement of non-network assets due to technical or physical obsolescence and wear-out. These costs typically include vehicles, computer and office equipment, furniture and fixtures, tools, and test equipment.

(e) Upgrades include costs to enhance or replace existing portions of our cable network, including recurring betterments.

(f) Business services include the costs incurred related to the rollout of our services to small and medium-sized businesses. The equipment typically includes high-speed Internet modems and phone modems and the cost of installing this equipment for new customers as well as materials and labor incurred to install the cable that connects a customer's business to the closest point of the main distribution network.

Cable capital expenditures decreased 7.5% in 2008 primarily due to lower spending in residential cable services. Line extensions decreased in 2008 compared to 2007 primarily due to the slowdown in the housing market. Cable capital expenditures increased 41.2% in 2007 primarily as a result of the continued rollout of our digital phone service and an increase in demand for advanced set-top boxes (including DVR and HDTV) and high-speed Internet modems. These increases were accelerated by the success of our triple play bundle and as a result of regulatory changes in 2007. We also incurred additional capital expenditures in our newly acquired cable systems and continued to improve the capacity and reliability of our network in 2007 in order to handle the additional volume and advanced services.

Capital expenditures in our Programming segment were not significant in 2008, 2007 and 2006. In 2008 and 2007, our other business activities included approximately $137 million and $110 million, respectively, of capital expenditures related to the consolidation of offices in Pennsylvania and the relocation of our corporate headquarters. Capital expenditures for 2009 and for subsequent years will depend on numerous factors, including acquisitions, competition, changes in technology, regulatory changes and the timing and rate of deployment of new services. Our 2009 capital expenditures will include the purchase of set-top boxes associated with our migration to all digital transmission for certain analog channels.

Acquisitions

In 2008, acquisitions were primarily related to our acquisition of an additional interest in Comcast SportsNet Bay Area; our acquisition of the remaining interest in G4 that we did not already own; and our acquisitions of Plaxo and DailyCandy. In 2007, acquisitions were primarily related to our acquisitions of Patriot Media, Fandango, Comcast SportsNet New England, and an interest in Comcast SportsNet Bay Area. In 2006, acquisitions were primarily related to the Adelphia and Time Warner transactions, the acquisition of the cable systems of Susquehanna Communications and the acquisition of our additional interest in E! Entertainment Television.

Proceeds from Sales of Investments

In 2008, proceeds from the sales of investments were primarily related to the disposition of available-for-sale debt securities. In 2007 and 2006, proceeds from the sales of investments were primarily related to the disposition of our ownership interests in Time Warner Inc.

Purchases of Investments

In 2008, purchases of investments consisted primarily of the funding of our investment in Clearwire. In 2007, purchases of investments consisted primarily of an additional investment in Insight Midwest, L.P. and the purchase of available-for-sale debt securities. In 2006, purchases of investments consisted primarily of the purchase of our interest in SpectrumCo LLC and our additional investment in Texas and Kansas City Cable Partners.

Contractual Obligations

Our unconditional contractual obligations as of December 31, 2008, which consist primarily of our debt obligations and the associated payments due in future periods, are presented in the table below.

	Payments Due by Period				
(in millions)	Total	Year 1	Years 2–3	Years 4–5	More than 5
Debt obligations[a]	$ 32,394	$ 2,269	$ 2,957	$ 5,613	$ 21,555
Capital lease obligations	62	9	36	8	9
Operating lease obligations	2,088	385	542	328	833
Purchase obligations[b]	16,069	3,666	3,915	2,462	6,026
Other long-term liabilities reflected on the balance sheet:					
Acquisition-related obligations[c]	153	118	32	3	—
Other long-term obligations[d]	3,795	232	511	383	2,669
Total	$ 54,561	$ 6,679	$ 7,993	$ 8,797	$ 31,092

Refer to Note 9 (long-term debt) and Note 15 (commitments) to our consolidated financial statements.

(a) Excludes interest payments.

(b) Purchase obligations consist of agreements to purchase goods and services that are legally binding on us and specify all significant terms, including fixed or minimum quantities to be purchased and price provisions. Our purchase obligations are primarily related to our Cable segment, including contracts with programming networks, CPE manufacturers, communication vendors, other cable operators for which we provide advertising sales representation and other contracts entered into in the normal course of business. We also have purchase obligations through Comcast Spectacor for the players and coaches of our professional sports teams. We did not include contracts with immaterial future commitments.

(c) Acquisition-related obligations consist primarily of costs related to exiting contractual obligations and other assumed contractual obligations of the acquired entity.

(d) Other long-term obligations consist primarily of prepaid forward sale agreement transactions of equity securities we hold; subsidiary preferred shares; effectively settled tax positions and related interest, net of deferred tax benefit; deferred compensation obligations; pension, post-retirement and post-employment benefit obligations; and programming rights payable under license agreements. Reserves for uncertain tax positions of approximately $1.4 billion are not included in the table above. The liability for unrecognized tax benefits has been excluded because we cannot make a reliable estimate of the period in which the unrecognized tax benefits will be realized.

Off-Balance Sheet Arrangements

We do not have any significant off-balance sheet arrangements that are reasonably likely to have a current or future effect on our financial condition, results of operations, liquidity, capital expenditures or capital resources.

Critical Accounting Judgments and Estimates

The preparation of our financial statements requires us to make estimates that affect the reported amounts of assets, liabilities, revenue and expenses, and the related disclosure of contingent assets and contingent liabilities. We base our judgments on historical experience and on various other assumptions that we believe are reasonable under the circumstances, the results of which form the basis for making estimates about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions.

We believe our judgments and related estimates associated with the valuation and impairment testing of our cable franchise rights and the accounting for income taxes are critical in the preparation of our financial statements. We had previously disclosed that the accounting judgments and estimates related to our legal contingencies were critical in the preparation of our financial statements. This identification was based in large part on the fact that significant amounts were included in our consolidated balance sheet representing management's estimates of the ultimate outcome of these legal contingencies. As substantially all of the contingencies to which these balance sheet estimates have been resolved and there are no significant estimates recorded for current legal contingencies as they are either not probable, estimable or both, estimates related to our legal contingencies are not critical in the preparation of our financial statements at December 31, 2008. Management has discussed the development and selection of these critical accounting judgments and estimates with the Audit Committee of our Board of Directors, and the Audit Committee has reviewed our disclosures relating to them, which are presented below.

Refer to Note 2 to our consolidated financial statements for a discussion of our accounting policies with respect to these and other items.

Valuation and Impairment Testing of Cable Franchise Rights
Our largest asset, our cable franchise rights, results from agreements we have with state and local governments that allow us to construct and operate a cable business within a specified geographic area. The value of a franchise is derived from the economic benefits we receive from the right to solicit new customers and to market new services, such as advanced digital video services and high-speed Internet and phone services, in a particular service area. The amounts we record for cable franchise rights are primarily a result of cable system acquisitions. Typically when we acquire a cable system, the most significant asset we record is the value of the cable franchise rights. Often these cable system acquisitions include multiple franchise areas. We currently serve approximately 6,400 franchise areas in the United States.

We have concluded that our cable franchise rights have an indefinite useful life since there are no legal, regulatory, contractual, competitive, economic or other factors which limit the period over which these rights will contribute to our cash flows. Accordingly, we do not amortize our cable franchise rights but assess the carrying value of our cable franchise rights annually, or more frequently whenever events or changes in circumstances indicate that the carrying amount may exceed its fair value ("impairment testing"), in accordance with Statement of Financial Accounting Standards ("SFAS") No. 142, "Goodwill and Other Intangible Assets," ("SFAS No. 142").

We estimate the fair value of our cable franchise rights primarily based on a discounted cash flow analysis that involves significant judgment. We also consider multiples of operating income before depreciation and amortization generated by underlying assets, current market transactions, and profitability information in analyzing the fair values indicated under the discounted cash flow models.

If we were to determine the value of our cable franchise rights is less than the carrying amount, we would recognize an impairment for the difference between the estimated fair value and the carrying value of the assets. For purposes of our impairment testing, we have grouped the recorded values of our various cable franchise rights into our cable divisions or units of account. We evaluate the unit of account periodically to ensure our impairment testing is performed at an appropriate level (see Note 2 to our consolidated financial statements).

Since the adoption of SFAS No. 142 in 2002, we have not recorded any significant impairments as a result of our impairment testing. A future change in the unit of account could result in the recognition of an impairment.

We could also record impairments in the future if there are changes in long-term market conditions, in expected future operating results, or in federal or state regulations that prevent us from recovering the carrying value of these cable franchise rights. Assumptions made about increased competition and a further slowdown in the economy on a longer-term basis could impact the valuations to be used in future annual impairment testing and result in a reduction of fair values from those determined in the July 1, 2008 annual impairment testing ("July 1 testing"). Such assumptions and fair values will not be determined until the July 1, 2009 annual impairment testing is performed. Our July 1 testing, which included assumptions related to the weakening economy,

indicated that the estimated fair value of our cable franchise rights exceeded the carrying value ("headroom") for each of our units of accounts by a significant amount (see table below). Given the significant headroom that existed on July 1, 2008, we do not believe the current economic environment, regulatory changes, or the decline in our market capitalization since our July 1 testing, represent events or changes in circumstances that are indicative of an impairment of value at December 31, 2008. The table below illustrates the impairment related to our various cable divisions that would have occurred had the hypothetical reductions in fair value existed at the time of our last annual impairment testing.

	Percent Hypothetical Reduction in Fair Value and Related Impairment			
(in millions)	10%	15%	20%	25%
Eastern Division	$ —	$ (55)	$ (999)	$ (1,942)
NorthCentral Division	—	—	—	—
Southern Division	—	—	—	—
Western Division	—	—	—	—
	$ —	$ (55)	$ (999)	$ (1,942)

Income Taxes

Our provision for income taxes is based on our current period income, changes in deferred income tax assets and liabilities, income tax rates, changes in estimates of our uncertain tax positions, and tax planning opportunities available in the jurisdictions in which we operate. We prepare and file tax returns based on our interpretation of tax laws and regulations, and we record estimates based on these judgments and interpretations.

On January 1, 2007, we adopted Financial Accounting Standards Board ("FASB") Interpretation ("FIN") No. 48, "Accounting for Uncertainty in Income Taxes – an Interpretation of FASB Statement No. 109," ("FIN 48"). We evaluate our tax positions using the recognition threshold and the measurement attribute in accordance with this interpretation. From time to time, we engage in transactions in which the tax consequences may be subject to uncertainty. Examples of these transactions include business acquisitions and disposals, including consideration paid or received in connection with these transactions, and certain financing transactions. Significant judgment is required in assessing and estimating the tax consequences of these transactions. We determine whether it is more likely than not that a tax position will be sustained on examination, including the resolution of any related appeals or litigation processes, based on the technical merits of the position. In evaluating whether a tax position has met the more-likely-than-not recognition threshold, we presume that the position will be examined by the appropriate taxing authority that has full knowledge of all relevant information. A tax position that meets the more-likely-than-not recognition threshold is measured to determine the amount of benefit to be recognized in the financial statements. The tax position is measured at the largest amount of benefit that has a greater than 50% likelihood of being realized when the position is ultimately resolved.

We adjust our estimates periodically because of ongoing examinations by and settlements with the various taxing authorities, as well as changes in tax laws, regulations and precedent. The effects on our financial statements of income tax uncertainties that arise in connection with business combinations and those associated with entities acquired in business combinations are discussed in Note 2 to our consolidated financial statements. We believe that adequate accruals have been made for income taxes. When uncertain tax positions are ultimately resolved, either individually or in the aggregate, differences between our estimated amounts and the actual amounts are not expected to have a material adverse effect on our consolidated financial position but could possibly be material to our consolidated results of operations or cash flow for any one period.

Item 7A: Quantitative and Qualitative Disclosures About Market Risk

Interest Rate Risk Management

We maintain a mix of fixed-rate and variable-rate debt. As of December 31, 2008, approximately 93% of our total debt of $32.5 billion was at fixed rates with the remaining debt at variable rates. We are exposed to the market risk of adverse changes in interest rates. In order to manage the cost and volatility relating to the interest cost of our outstanding debt, we enter into various interest rate risk management derivative transactions in accordance with our policies.

We monitor our interest rate risk exposures using techniques that include market value and sensitivity analyses. We do not engage in any speculative or leveraged derivative transactions.

We manage the credit risks associated with our derivative financial instruments through the evaluation and monitoring of the creditworthiness of the counterparties. Although we may be exposed to losses in the event of nonperformance by the counterparties, we do not expect such losses, if any, to be significant.

Our interest rate derivative financial instruments, which can include swaps, rate locks, caps and collars, represent an integral part of our interest rate risk management program. Our interest rate derivative financial instruments reduced the portion of our total debt at fixed rates from 93% to 82% as of December 31, 2008. The effect of our interest rate derivative financial instruments (decreased) increased our interest expense by approximately $(34) million, $43 million and $39 million in 2008, 2007 and 2006, respectively. Interest rate risk management instruments may have a significant effect on our interest expense in the future, including as a result of proposed changes in accounting for these instruments.

The table below summarizes the fair values and contract terms of financial instruments subject to interest rate risk maintained by us as of December 31, 2008.

(in millions)	2009	2010	2011	2012	2013	Thereafter	Total	Fair Value 12/31/08
Debt								
Fixed rate	$ 1,029	$ 1,172	$ 1,796	$ 831	$ 3,757	$ 21,547	$ 30,132	$ 29,693
Average interest rate	7.3%	5.7%	6.1%	9.4%	8.6%	6.6%	6.9%	
Variable rate	$ 1,249	$ 11	$ 14	$ 22	$ 1,011	$ 17	$ 2,324	$ 2,308
Average interest rate	2.2%	3.2%	4.5%	6.2%	3.2%	3.4%	2.7%	
Interest rate instruments								
Fixed to variable swaps	$ 750	$ 200	$ 750	$ —	$ —	$ 1,800	$ 3,500	$ 309
Average pay rate	4.9%	2.7%	3.4%	—%	—%	3.2%	3.6%	
Average receive rate	6.9%	5.9%	5.5%	—%	—%	5.5%	5.8%	

We use the notional amounts on the instruments to calculate the interest to be paid or received. The notional amounts do not represent the amount of our exposure to credit loss. The estimated fair value approximates the payments necessary or proceeds to be received to settle the outstanding contracts. We estimate interest rates on variable debt and swaps using the average implied forward London Interbank Offered Rate ("LIBOR") for the year of maturity based on the yield curve in effect on December 31, 2008, plus the applicable margin in effect on December 31, 2008.

As a matter of practice, we typically do not structure our financial contracts to include credit-ratings-based triggers that could affect our liquidity. In the ordinary course of business, some of our swaps could be subject to termination provisions if we do not maintain investment grade credit ratings. As of December 31, 2008 and 2007, the estimated fair value of those swaps was an asset of $44 million and a liability of $3 million, respectively. The amount to be paid or received upon termination, if any, would be based on the fair value of the outstanding contracts at that time.

Equity Price Risk Management

We are exposed to the market risk of changes in the equity prices of our investments in marketable securities. We enter into various derivative transactions in accordance with our policies to manage the volatility relating to these exposures. Through market value and sensitivity analyses, we monitor our equity price risk exposures to ensure that the instruments are matched with the underlying assets or liabilities, reduce our risks relating to equity prices and maintain a high correlation to the risk inherent in the hedged item.

To limit our exposure to and benefits from price fluctuations in the common stock of some of our investments, we use equity derivative financial instruments. These derivative financial instruments, which are accounted for at fair value, include equity collar agreements, prepaid forward sales agreements and indexed debt instruments.

Except as described above in "Investment Income (Loss), Net," the changes in the fair value of the investments that we accounted for as trading securities were substantially offset by the changes in the fair values of the equity derivative financial instruments.

Refer to Note 2 to our consolidated financial statements for a discussion of our accounting policies for derivative financial instruments and to Note 6 and Note 9 to our consolidated financial statements for discussions of our derivative financial instruments.

Item 8: Financial Statements and Supplementary Data

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Report of Management

Management's Report on Financial Statements
Our management is responsible for the preparation, integrity and fair presentation of information in our consolidated financial statements, including estimates and judgments. The consolidated financial statements presented in this report have been prepared in accordance with accounting principles generally accepted in the United States. Our management believes the consolidated financial statements and other financial information included in this report fairly present, in all material respects, our financial condition, results of operations and cash flows as of and for the periods presented in this report. The consolidated financial statements have been audited by Deloitte & Touche LLP, an independent registered public accounting firm, as stated in their report, which is included herein.

Management's Report on Internal Control Over Financial Reporting
Our management is responsible for establishing and maintaining an adequate system of internal control over financial reporting. Our system of internal control over financial reporting is designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in the United States.

Our internal control over financial reporting includes those policies and procedures that:

- Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect our transactions and dispositions of our assets.

- Provide reasonable assurance that our transactions are recorded as necessary to permit preparation of our financial statements in accordance with accounting principles generally accepted in the United States, and that our receipts and expenditures are being made only in accordance with authorizations of our management and our directors.

- Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of our assets that could have a material effect on the financial statements.

Because of its inherent limitations, a system of internal control over financial reporting can provide only reasonable assurance and may not prevent or detect misstatements. Further, because of changes in conditions, effectiveness of internal controls over financial reporting may vary over time. Our system contains self-monitoring mechanisms, and actions are taken to correct deficiencies as they are identified.

Our management conducted an evaluation of the effectiveness of the system of internal control over financial reporting based on the framework in *Internal Control – Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission. Based on this evaluation, our management concluded that our system of internal control over financial reporting was effective as of December 31, 2008. The effectiveness of our internal controls over financial reporting have been audited by Deloitte & Touche LLP, an independent registered public accounting firm, as stated in their report, which is included herein.

Audit Committee Oversight
The Audit Committee of the Board of Directors, which is comprised solely of independent directors, has oversight responsibility for our financial reporting process and the audits of our consolidated financial statements and internal control over financial reporting. The Audit Committee meets regularly with management and with our internal auditors and independent registered public accounting firm (collectively, the "auditors") to review matters related to the quality and integrity of our financial reporting, internal control over financial reporting (including compliance matters related to our Code of Ethics and Business Conduct), and the nature, extent, and results of internal and external audits. Our auditors have full and free access and report directly to the Audit Committee. The Audit Committee recommended, and the Board of Directors approved, that the audited consolidated financial statements be included in this Form 10-K.

Brian L. Roberts
Chairman and
Chief Executive Officer

Michael J. Angelakis
Executive Vice President and
Chief Financial Officer

Lawrence J. Salva
Senior Vice President,
Chief Accounting Officer
and Controller

Report of Independent Registered Public Accounting Firm

Board of Directors and Stockholders
Comcast Corporation
Philadelphia, Pennsylvania

We have audited the accompanying consolidated balance sheets of Comcast Corporation and subsidiaries (the "Company") as of December 31, 2008 and 2007, and the related consolidated statements of operations, cash flows, stockholders' equity and comprehensive income for each of the three years in the period ended December 31, 2008. We also have audited the Company's internal control over financial reporting as of December 31, 2008, based on criteria established in *Internal Control — Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission. The Company's management is responsible for these financial statements, for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying *Management's Report on Internal Control Over Financial Reporting*. Our responsibility is to express an opinion on these financial statements and an opinion on the Company's internal control over financial reporting based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement and whether effective internal control over financial reporting was maintained in all material respects. Our audits of the financial statements included examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audits also included performing such other procedures as we considered necessary in the circumstances. We believe that our audits provide a reasonable basis for our opinions.

A company's internal control over financial reporting is a process designed by, or under the supervision of, the company's principal executive and principal financial officers, or persons performing similar functions, and effected by the company's board of directors, management, and other personnel to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of the inherent limitations of internal control over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may not be prevented or detected on a timely basis. Also, projections of any evaluation of the effectiveness of the internal control over financial reporting to future periods are subject to the risk that the controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Comcast Corporation and subsidiaries as of December 31, 2008 and 2007, and the results of their operations and their cash flows for each of the three years in the period ended December 31, 2008, in conformity with accounting principles generally accepted in the United States of America. Also, in our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31, 2008, based on the criteria established in *Internal Control — Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission.

As discussed in Note 2 to the consolidated financial statements, the Company adopted Statement of Financial Accounting Standards No. 159, "The Fair Value Option for Financial Assets and Financial Liabilities Including an amendment of FASB Statement No. 115," effective January 1, 2008. As discussed in Note 3 to the consolidated financial statements, the Company adopted EITF Issue No. 06-10, "Accounting for Collateral Assignment Split-Dollar Life Insurance Arrangements," effective January 1, 2008. As discussed in Note 2 to the consolidated financial statements, the Company adopted FASB Interpretation No. 48, "Accounting for Uncertainty in Income Taxes — an Interpretation of FASB Statement 109," effective January 1, 2007.

/s/ Deloitte & Touche LLP
Philadelphia, Pennsylvania
February 20, 2009

Consolidated Balance Sheet

December 31 (in millions, except share data)	2008	2007
Assets		
Current Assets:		
Cash and cash equivalents	**$ 1,195**	$ 963
Investments	**59**	98
Accounts receivable, less allowance for doubtful accounts of $190 and $181	**1,626**	1,645
Deferred income taxes	**292**	214
Other current assets	**544**	747
Total current assets	**3,716**	3,667
Investments	**4,783**	7,963
Property and equipment, net of accumulated depreciation of $23,235 and $19,808	**24,444**	23,624
Franchise rights	**59,449**	58,077
Goodwill	**14,889**	14,705
Other intangible assets, net of accumulated amortization of $8,160 and $6,977	**4,558**	4,739
Other noncurrent assets, net	**1,178**	642
Total assets	**$ 113,017**	$ 113,417
Liabilities and Stockholders' Equity		
Current Liabilities:		
Accounts payable and accrued expenses related to trade creditors	**$ 3,393**	$ 3,336
Accrued salaries and wages	**624**	494
Other current liabilities	**2,644**	2,627
Current portion of long-term debt	**2,278**	1,495
Total current liabilities	**8,939**	7,952
Long-term debt, less current portion	**30,178**	29,828
Deferred income taxes	**26,982**	26,880
Other noncurrent liabilities	**6,171**	7,167
Minority interest	**297**	250
Commitments and contingencies (Note 15)		
Stockholders' equity		
Preferred stock—authorized, 20,000,000 shares; issued, zero	**—**	—
Class A common stock, $0.01 par value—authorized, 7,500,000,000 shares; issued, 2,426,443,484 and 2,419,025,659; outstanding, 2,060,982,734 and 2,053,564,909	**24**	24
Class A Special common stock, $0.01 par value—authorized, 7,500,000,000 shares; issued, 881,145,954 and 1,018,960,463; outstanding, 810,211,190 and 948,025,699	**9**	10
Class B common stock, $0.01 par value—authorized, 75,000,000 shares; issued and outstanding, 9,444,375	**—**	—
Additional paid-in capital	**40,620**	41,688
Retained earnings	**7,427**	7,191
Treasury stock, 365,460,750 Class A common shares and 70,934,764 Class A Special common shares	**(7,517)**	(7,517)
Accumulated other comprehensive income (loss)	**(113)**	(56)
Total stockholders' equity	**40,450**	41,340
Total liabilities and stockholders' equity	**$ 113,017**	$ 113,417

See notes to consolidated financial statements.

Consolidated Statement of Operations

Year ended December 31 (in millions, except per share data)	2008	2007	2006
Revenue	**$ 34,256**	$ 30,895	$ 24,966
Costs and Expenses:			
Operating (excluding depreciation and amortization)	**13,472**	12,169	9,819
Selling, general and administrative	**7,652**	6,940	5,705
Depreciation	**5,457**	5,107	3,828
Amortization	**943**	1,101	995
	27,524	25,317	20,347
Operating income	**6,732**	5,578	4,619
Other Income (Expense):			
Interest expense	**(2,439)**	(2,289)	(2,064)
Investment income (loss), net	**89**	601	990
Equity in net income (losses) of affiliates, net	**(39)**	(63)	(65)
Other income (expense)	**(285)**	522	114
	(2,674)	(1,229)	(1,025)
Income from continuing operations before income taxes and minority interest	**4,058**	4,349	3,594
Income tax expense	**(1,533)**	(1,800)	(1,347)
Income from continuing operations before minority interest	**2,525**	2,549	2,247
Minority interest	**22**	38	(12)
Income from continuing operations	**2,547**	2,587	2,235
Income from discontinued operations, net of tax	**—**	—	103
Gain on discontinued operations, net of tax	**—**	—	195
Net income	**$ 2,547**	$ 2,587	$ 2,533
Basic earnings per common share			
Income from continuing operations	**$ 0.87**	$ 0.84	$ 0.71
Income from discontinued operations	**—**	—	0.03
Gain on discontinued operations	**—**	—	0.06
Net income	**$ 0.87**	$ 0.84	$ 0.80
Diluted earnings per common share			
Income from continuing operations	**$ 0.86**	$ 0.83	$ 0.70
Income from discontinued operations	**—**	—	0.03
Gain on discontinued operations	**—**	—	0.06
Net income	**$ 0.86**	$ 0.83	$ 0.79
Dividends declared per common share	**$ 0.25**	$ —	$ —

See notes to consolidated financial statements.

Consolidated Statement of Cash Flows

Year ended December 31 (in millions)	2008	2007	2006
Operating Activities			
Net income	**$ 2,547**	$ 2,587	$ 2,533
Adjustments to reconcile net income to net cash provided by (used in) operating activities:			
Depreciation	**5,457**	5,107	3,828
Amortization	**943**	1,101	995
Depreciation and amortization of discontinued operations	**—**	—	139
Share-based compensation	**258**	212	190
Noncash interest expense (income), net	**209**	114	99
Equity in net losses (income) of affiliates, net	**39**	63	65
(Gains) losses on investments and noncash other (income) expense, net	**321**	(938)	(920)
Gain on discontinued operations	**—**	—	(736)
Noncash contribution expense	**—**	11	33
Minority interest	**(22)**	(38)	12
Deferred income taxes	**495**	247	674
Changes in operating assets and liabilities, net of effects of acquisitions and divestitures:			
Change in accounts receivable, net	**39**	(100)	(357)
Change in accounts payable and accrued expenses related to trade creditors	**(38)**	175	560
Change in other operating assets and liabilities	**(17)**	(352)	(497)
Net cash provided by (used in) operating activities	**10,231**	8,189	6,618
Financing Activities			
Proceeds from borrowings	**3,535**	3,713	7,497
Retirements and repayments of debt	**(2,610)**	(1,401)	(2,039)
Repurchases of common stock	**(2,800)**	(3,102)	(2,347)
Dividends paid	**(547)**	—	—
Issuances of common stock	**53**	412	410
Other	**(153)**	62	25
Net cash provided by (used in) financing activities	**(2,522)**	(316)	3,546
Investing Activities			
Capital expenditures	**(5,750)**	(6,158)	(4,395)
Cash paid for intangible assets	**(527)**	(406)	(306)
Acquisitions, net of cash acquired	**(738)**	(1,319)	(5,110)
Proceeds from sales of investments	**737**	1,761	2,720
Purchases of investments	**(1,167)**	(2,089)	(2,812)
Other	**(32)**	62	31
Net cash provided by (used in) investing activities	**(7,477)**	(8,149)	(9,872)
Increase (decrease) in cash and cash equivalents	**232**	(276)	292
Cash and cash equivalents, beginning of year	**963**	1,239	947
Cash and cash equivalents, end of year	**$ 1,195**	$ 963	$ 1,239

See notes to consolidated financial statements.

Consolidated Statement of Stockholders' Equity

(in millions)	Common Stock Class Shares A	Shares A Special	Shares B	Amount A	Amount A Special	Amount B	Additional Capital	Retained Earnings	Treasury Stock at Cost	Accumulated Other Comprehensive Income (Loss)	Total
Balance, January 1, 2006	2,045	1,153	9	$24	$12	$—	$42,989	$ 4,825	$(7,517)	$(114)	$40,219
Stock compensation plans	13	10					604	(33)			571
Repurchase and retirement of common stock		(113)			(1)		(1,235)	(1,111)			(2,347)
Employee stock purchase plan	2						43				43
Other comprehensive income										148	148
Net income								2,533			2,533
Balance, December 31, 2006	2,060	1,050	9	24	11	—	42,401	6,214	(7,517)	34	41,167
Cumulative effect related to the adoption of FIN 48 on January 1, 2007								60			60
Stock compensation plans	17	6					688	(28)			660
Repurchase and retirement of common stock	(25)	(108)			(1)		(1,459)	(1,642)			(3,102)
Employee stock purchase plan	2						58				58
Other comprehensive loss										(90)	(90)
Net income								2,587			2,587
Balance, December 31, 2007	2,054	948	9	24	10	—	41,688	7,191	(7,517)	(56)	41,340
Cumulative effect related to the adoption of EITF 06-10 on January 1, 2008								(132)			(132)
Stock compensation plans	**4**	**3**					**265**	**(49)**			**216**
Repurchase and retirement of common stock	**(20)**	**(121)**			**(1)**		**(1,562)**	**(1,237)**			**(2,800)**
Employee stock purchase plan	**3**						**63**				**63**
Other comprehensive loss										**(57)**	**(57)**
Share exchange	**20**	**(20)**					**166**	**(166)**			**—**
Dividend declared (per common share $0.25)								**(727)**			**(727)**
Net income								**2,547**			**2,547**
Balance, December 31, 2008	**2,061**	**810**	**9**	**$24**	**$ 9**	**$—**	**$40,620**	**$ 7,427**	**$(7,517)**	**$(113)**	**$40,450**

Consolidated Statement of Comprehensive Income

(in millions)	2008	2007	2006
Net income	**$2,547**	$2,587	$2,533
Holding gains (losses) during the period, net of deferred taxes of $7, $23 and $(69)	**(13)**	(42)	128
Reclassification adjustments for losses (gains) included in net income, net of deferred taxes of $(10), $46 and $(6)	**18**	(85)	11
Employee benefit obligations, net of deferred taxes of $30, $(16) and $(4)	**(55)**	29	7
Cumulative translation adjustments	**(7)**	8	2
Comprehensive income	**$2,490**	$2,497	$2,681

See notes to consolidated financial statements.

Note 1: Organization and Business

We are a Pennsylvania corporation and were incorporated in December 2001. Through our predecessors, we have developed, managed and operated cable systems since 1963. We classify our operations in two reportable segments: Cable and Programming.

Our Cable segment is primarily involved in the management and operation of cable systems in the United States. As of December 31, 2008, we served approximately 24.2 million video customers, 14.9 million high-speed Internet customers and 6.5 million phone customers. Our regional sports networks are also included in our Cable segment.

Our Programming segment operates our consolidated national programming networks, including E!, Golf Channel, VERSUS, G4 and Style.

Our other businesses consist primarily of Comcast Interactive Media and Comcast Spectacor. Comcast Interactive Media develops and operates Comcast's Internet businesses, including Comcast.net, Fancast, thePlatform, Fandango, Plaxo and DailyCandy. Comcast Spectacor owns two professional sports teams and two large, multipurpose arenas in Philadelphia, and manages other facilities for sporting events, concerts and other events. We also own equity method investments in other programming networks and wireless-related companies.

Note 2: Summary of Significant Accounting Policies

Basis of Consolidation

The accompanying consolidated financial statements include (i) all of our accounts, (ii) all entities in which we have a controlling voting interest ("subsidiaries") and (iii) variable interest entities ("VIEs") required to be consolidated in accordance with generally accepted accounting principles in the United States ("GAAP"). We have eliminated all significant intercompany accounts and transactions among consolidated entities.

Our Use of Estimates

We prepare our consolidated financial statements in conformity with GAAP, which requires us to make estimates and assumptions that affect the reported amounts and disclosures. Actual results could differ from those estimates. Estimates are used when accounting for various items, such as allowances for doubtful accounts, investments, derivative financial instruments, asset impairments, nonmonetary transactions, certain acquisition-related liabilities, programming-related liabilities, pensions and other postretirement benefits, revenue recognition, depreciation and amortization, income taxes, and legal contingencies. See Note 8 for our discussion on fair value estimates.

Cash Equivalents

The carrying amounts of our cash equivalents approximate their fair value. Our cash equivalents consist primarily of money market funds and U.S. government obligations, as well as commercial paper and certificates of deposit with maturities of less than three months when purchased.

Investments

We classify unrestricted, publicly traded investments as available-for-sale ("AFS") or trading securities and record them at fair value. For AFS securities, we record unrealized gains or losses resulting from changes in fair value between measurement dates as a component of other comprehensive income (loss), except when we consider declines in value to be other than temporary. For trading securities, we record unrealized gains or losses resulting from changes in fair value between measurement dates as a component of investment income (loss), net. We recognize realized gains and losses associated with our fair value method investments using the specific identification method. Effective with the adoption of Statement of Financial Accounting Standards ("SFAS") No. 159, "The Fair Value Option for Financial Assets and Financial Liabilities," ("SFAS No. 159"), we classify the cash flows related to purchases of and proceeds from the sale of trading securities based on the nature of the securities and purpose for which they were acquired (see Note 3).

We use the equity method to account for investments in which we have the ability to exercise significant influence over the investee's operating and financial policies. Equity method investments are recorded at cost and are adjusted to recognize (i) our proportionate share of the investee's net income or losses after the date of investment, (ii) amortization of basis differences, (iii) additional contributions made and dividends received, and (iv) impairments resulting from other-than-temporary declines in fair value. We generally record our share of the investee's net income or loss one quarter in arrears due to the timing of our receipt of such information. Gains or losses on the sale of equity method investments are recorded in other income (expense).

Restricted, publicly traded investments and investments in privately held companies are stated at cost and adjusted for any known decrease in value.

We review our investment portfolio each reporting period to determine whether there are identified events or circumstances that would indicate there is a decline in the fair value that is considered to be other than temporary. For our non-public investments, if there are no identified events or circumstances that would have a significant adverse effect on the fair value of the investment, then the fair value is not estimated. If an investment is deemed to have experienced an other-than-temporary decline below its cost basis, we reduce the carrying amount of the investment to its quoted or estimated fair value, as applicable, and establish a new cost basis for the invest-

ment. For our AFS and cost method investments, we charge the impairment to investment income (loss), net. For our equity method investments, the impairment is recorded to other income (expense) (see Note 6).

If a consolidated entity or equity method investee issues additional securities that change our proportionate share of the entity, we recognize the change as a gain or loss in our consolidated statement of operations. In cases where gain realization is not assured, we record the gain to additional paid-in capital.

Property and Equipment

Property and equipment are stated at cost. We capitalize improvements that extend asset lives and expense other repairs and maintenance charges as incurred. For assets that are sold or retired, we remove the applicable cost and accumulated depreciation and, unless the gain or loss on disposition is presented separately, we recognize it as a component of depreciation expense.

We capitalize the costs associated with the construction of our cable transmission and distribution facilities and new service installations. Costs include all direct labor and materials, as well as various indirect costs. We capitalize initial customer installation costs directly attributable to installation of the drop, including material, labor and overhead cost, in accordance with SFAS No. 51, "Financial Reporting by Cable Television Companies." All costs incurred in connection with subsequent service disconnects and reconnects are expensed as they are incurred.

We record depreciation using the straight-line method over estimated useful lives. Our significant components of property and equipment are as follows:

December 31 (in millions)	Weighted Average Original Useful Life	2008	2007
Cable transmission equipment and distribution facilities	12 years	**$ 15,660**	$ 14,978
Customer premises equipment	6 years	**17,788**	15,373
Scalable infrastructure	6 years	**5,776**	5,179
Support capital	5 years	**5,820**	5,521
Buildings and building improvements	20 years	**1,874**	1,667
Land	–	**205**	202
Other	8 years	**556**	512
Property and equipment, at cost		**47,679**	43,432
Less: Accumulated depreciation		**(23,235)**	(19,808)
Property and equipment, net		**$ 24,444**	$ 23,624

We evaluate the recoverability and estimated lives of our property and equipment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable or the useful life has changed. The evaluation is based on the cash flows generated by the underlying assets and profitability information, including estimated future operating results, trends or other determinants of fair value. If the total of the expected future undiscounted cash flows is less than the carrying amount of the asset, we would recognize a loss for the difference between the estimated fair value and the carrying value of the asset. Unless presented separately, the loss is included as a component of depreciation expense.

Intangible Assets

Indefinite-Lived Intangibles

Franchise Rights

Our franchise rights consist of cable franchise rights and sports franchise rights. Cable franchise rights represent the value attributed to agreements with local authorities that allow access to homes in cable service areas acquired in business combinations. Sports franchise rights represent the value we attribute to our professional sports teams. We do not amortize cable franchise rights or sports franchise rights because we have determined that they have an indefinite life. We reassess this determination periodically for each franchise based on the factors included in SFAS No. 142, "Goodwill and Other Intangible Assets," ("SFAS No. 142"). Costs we incur in negotiating and renewing cable franchise agreements are included in other intangible assets and are primarily amortized on a straight-line basis over the term of the franchise renewal period.

We evaluate the recoverability of our franchise rights annually, or more frequently whenever events or changes in circumstances indicate that the assets might be impaired. We estimate the fair value of our cable franchise rights primarily based on a discounted cash flow analysis. We also consider multiples of operating income before depreciation and amortization generated by the underlying assets, current market transactions, and profitability information in analyzing the fair values indicated under the discounted cash flow models. If the value of our cable franchise rights is less than the carrying amount, we would recognize an impairment for the difference between the estimated fair value and the carrying value of the assets. We evaluate the unit of account used to test for impairment of our cable franchise rights periodically to ensure testing is performed at an appropriate level. In July 2008, our Cable division management structure was reorganized from five divisions to four. Our impairment testing as of July 1, 2008 confirmed that no impairment existed before the change.

Goodwill

Goodwill is the excess of the acquisition cost of an acquired entity over the fair value of the identifiable net assets acquired. In accordance with SFAS No. 142, we do not amortize goodwill.

We assess the recoverability of our goodwill annually, or more frequently whenever events or changes in circumstances indicate that the asset might be impaired. We generally perform the assessment of our goodwill one level below the operating segment level. In our Cable business, since components one level below the segment level (Cable divisions) are not separate reporting units and have similar economic characteristics, we aggregate the components into one reporting unit at the Cable segment level.

* * *

Since the adoption of SFAS No. 142, we have performed annual impairment testing of our indefinite-lived intangibles, including cable franchise rights, sports franchise rights and goodwill, using April 1 as the measurement date. In 2008, we changed the timing of our financial and strategic planning process, including the preparation of long-term projections, from completion in the early part of each calendar year to a midyear completion. These long-term financial projections are used as the basis for performing our annual impairment testing. As a result, we have changed our measurement date from April 1 to July 1. We tested our indefinite-lived intangibles for impairment as of April 1, 2008 and July 1, 2008, and no impairments were indicated as of either date. Since the adoption of SFAS No. 142 in 2002, we have not recorded any significant impairments as a result of our impairment testing. We believe changing the measurement date to coincide with the completion of our long-term financial projections is preferable and does not result in the delay, acceleration or avoidance of an impairment.

Other Intangibles

Other intangible assets consist primarily of franchise-related customer relationships acquired in business combinations, programming distribution rights, software, cable franchise renewal costs, and programming agreements and rights. We record these costs as assets and amortize them on a straight-line basis over the term of the related agreements or estimated useful life. See Note 7 for the ranges of useful lives of our intangible assets.

Programming Distribution Rights

Our Programming subsidiaries enter into multiyear license agreements with various multichannel video providers for distribution of their programming ("distribution rights"). We capitalize amounts paid to secure or extend these distribution rights and include them within other intangible assets. We amortize these distribution rights on a straight-line basis over the term of the related license agreements. We classify the amortization of these distribution rights as a reduction of revenue unless the Programming subsidiary receives, or will receive, an identifiable benefit from the distributor separate from the fee paid for the distribution right, in which case we recognize the fair value of the identified benefit as an operating expense in the period in which it was received.

Software

We capitalize direct development costs associated with internal-use software, including external direct costs of material and services and payroll costs for employees devoting time to these software projects. We also capitalize costs associated with the purchase of software licenses. We include these costs within other intangible assets and amortize them on a straight-line basis over a period not to exceed 5 years, beginning when the asset is substantially ready for use. We expense maintenance and training costs, as well as costs incurred during the preliminary stage of a project, as they are incurred. We capitalize initial operating system software costs and amortize them over the life of the associated hardware.

* * *

We periodically evaluate the recoverability and estimated lives of our intangible assets subject to amortization whenever events or changes in circumstances indicate that the carrying amount may not be recoverable or the useful life has changed. The evaluation is based on the cash flows generated by the underlying assets and profitability information, including estimated future operating results, trends or other determinants of fair value. If the total of the expected future undiscounted cash flows is less than the carrying amount of the asset, we would recognize a loss for the difference between the estimated fair value and the carrying value of the asset. Unless presented separately, the loss would be included as a component of amortization expense.

Asset Retirement Obligations

SFAS No. 143, "Accounting for Asset Retirement Obligations," as interpreted by Financial Accounting Standards Board ("FASB") Interpretation ("FIN") No. 47, "Accounting for Conditional Asset Retirement Obligations — an Interpretation of FASB Statement No. 143," requires that a liability be recognized for an asset retirement obligation in the period in which it is incurred if a reasonable estimate of fair value can be made.

Certain of our franchise and lease agreements contain provisions requiring us to restore facilities or remove property in the event that the franchise or lease agreement is not renewed. We expect to continually renew our franchise agreements and therefore cannot estimate any liabilities associated with such agreements. A remote possibility exists that franchise agreements could terminate unexpectedly, which could result in us incurring significant expense in complying with restoration or removal provisions. The disposal obligations related to our properties are not material to our consolidated financial statements. No such liabilities have been recorded in our consolidated financial statements.

Revenue Recognition

Our Cable segment revenue is primarily derived from customer fees received for our video, high-speed Internet and phone services ("cable services") and from advertising. We recognize revenue from cable services as the service is provided. We manage credit risk by screening applicants through the use of credit bureau data. If a customer's account is delinquent, various measures are used to collect outstanding amounts, including termination of the customer's cable service. Installation revenue obtained from the connection of customers to our cable systems is less than related direct selling costs. Therefore, such revenue is recognized as connections are completed. We recognize advertising revenue when the advertising is aired and based on the broadcast calendar. Revenue earned from other sources is recognized when services are provided or events occur. Under the terms of our franchise agreements, we are generally required to pay to the local franchising authority an amount based on our gross video revenue. We normally pass these fees through to our cable customers and classify the fees as a component of revenue with the corresponding costs included in operating expenses. Prior to 2008, the corresponding costs were included in selling, general and administrative expenses. For 2007 and 2006, we reclassified approximately $863 million and $788 million, respectively, from selling, general and administrative expenses to operating expenses. The 2008 amount is approximately $933 million. We believe such classification is more appropriate based on the nature of these expenses. We present other taxes imposed on a revenue-producing transaction as revenue if we are acting as a principal or as a reduction to operating expenses if we are acting as an agent.

Our Programming segment recognizes revenue from distributors as programming is provided, generally under multiyear distribution agreements. From time to time these agreements expire while programming continues to be provided to the operator based on interim arrangements while the parties negotiate new contract terms. Revenue recognition is generally limited to current payments being made by the operator, typically under the prior contract terms, until a new contract is negotiated, sometimes with effective dates that affect prior periods. Differences between actual amounts determined upon resolution of negotiations and amounts recorded during these interim arrangements are recorded in the period of resolution.

Advertising revenue for our Programming segment is recognized in the period in which commercials or programs are aired. In some instances, our Programming businesses guarantee viewer ratings either for the programming or for the commercials. Revenue is deferred to the extent of an estimated shortfall in the ratings. Such shortfalls are primarily settled by providing additional advertising time, at which point the revenue is recognized.

Cable Programming Expenses

Cable programming expenses are the fees we pay to programming networks to license the programming we package, offer and distribute to our video customers. Programming is acquired for distribution to our video customers, generally under multiyear distribution agreements, with rates typically based on the number of customers that receive the programming, adjusted for channel positioning and the extent of distribution. From time to time these contracts expire and programming continues to be provided based on interim arrangements while the parties negotiate new contractual terms, sometimes with effective dates that affect prior periods. While payments are typically made under the prior contract terms, the amount of our programming expenses recorded during these interim arrangements is based on our estimates of the ultimate contractual terms expected to be negotiated. Differences between actual amounts determined upon resolution of negotiations and amounts recorded during these interim arrangements are recorded in the period of resolution.

When our Cable segment receives incentives from programming networks for the licensing of their programming, we classify the deferred portion of these fees within liabilities and recognize them over the term of the contract as a reduction of programming expenses, which are included in operating expenses.

Share-Based Compensation

Effective January 1, 2006, we adopted SFAS No. 123R, "Share-Based Payment," ("SFAS No. 123R"), using the Modified Prospective Approach. Under the Modified Prospective Approach, the amount of compensation cost recognized includes (i) compensation cost for all share-based payments granted before but not yet vested as of January 1, 2006, based on the grant date fair value estimated in accordance with SFAS No. 123, "Accounting for Stock-Based Compensation," ("SFAS No. 123"), and (ii) compensation cost for all share-based payments granted or modified after January 1, 2006, based on the estimated fair value at the date of grant or subsequent modification date in accordance with SFAS No. 123R. See Note 12 for further details regarding share-based compensation.

Income Taxes

Our provision for income taxes is based on our current period income, changes in deferred income tax assets and liabilities, income tax rates, changes in estimates of our uncertain tax positions, and tax planning opportunities available in the jurisdictions in which we operate. Substantially all of our income is from operations in the United States. We recognize deferred tax assets and liabilities when there are temporary differences between the financial reporting basis and tax basis of our assets and liabilities and for the expected benefits of using net operating loss carryforwards. When changes in tax rates or tax laws have an impact on deferred taxes, we apply the change during the years in which temporary differences are expected to reverse. These amounts are recorded in our consolidated financial statements in the period of enactment.

On January 1, 2007, we adopted FIN 48, "Accounting for Uncertainty in Income Taxes — an Interpretation of FASB Statement No. 109," ("FIN 48"). FIN 48 prescribes the recognition threshold and measurement attribute for the financial statement recognition and measurement of uncertain tax positions taken or expected to be taken in a tax return.

We account for income tax uncertainties that arise in connection with business combinations and those that are associated with entities acquired in business combinations in accordance with Emerging Issues Task Force ("EITF") Issue No. 93-7, "Uncertainties Related to Income Taxes in a Purchase Business Combination," ("EITF 93-7"). Deferred tax assets and liabilities are recorded as of the date of a business combination and are based on our estimate of the ultimate tax basis that will be accepted by the various taxing authorities. Liabilities for contingencies associated with prior tax returns filed by the acquired entity are recorded based on criteria set forth in FIN 48. We adjust the deferred tax accounts and the liabilities periodically to reflect any revised estimated tax basis and any estimated settlements with the various taxing authorities. The effect of these adjustments is generally applied to goodwill except for post-acquisition interest expense, which is recognized as an adjustment to income tax expense. Effective with the adoption on January 1, 2009 of SFAS No. 141R, "Business Combinations — a replacement of FASB Statement No. 141," ("SFAS No. 141R"), which also supersedes EITF 93-7, all tax adjustments recognized that would have impacted goodwill will be recognized within income tax expense.

We classify interest and penalties, if any, associated with our uncertain tax positions as a component of income tax expense.

Derivative Financial Instruments

We use derivative financial instruments to manage our exposure to the risks associated with fluctuations in interest rates and equity prices. All derivative transactions must comply with a derivatives policy authorized by our Board of Directors. We do not engage in any speculative or leveraged derivative transactions.

We manage our exposure to fluctuations in interest rates by using derivative financial instruments such as interest rate exchange agreements ("swaps") and interest rate lock agreements ("rate locks"). We sometimes enter into rate locks to hedge the risk that the cash flows related to the interest payments on an anticipated issuance or assumption of fixed-rate debt may be adversely affected by interest-rate fluctuations.

We manage our exposure to and benefits from price fluctuations in the common stock of some of our investments by using equity derivative financial instruments embedded in other contracts such as indexed debt instruments and prepaid forward sale agreements whose values, in part, are derived from the market value of certain publicly traded common stock.

We periodically examine the instruments we use to hedge exposure to interest rate and equity price risks to ensure that the instruments are matched with underlying assets or liabilities, to reduce our risks relating to changes in interest rates or equity prices and, through market value and sensitivity analysis, to maintain a high correlation to the risk inherent in the hedged item. For those instruments that do not meet the above conditions, and for those derivative instruments that are not designated as a hedge, changes in fair value are recognized on a current basis in earnings.

We manage the credit risks associated with our derivative financial instruments through the evaluation and monitoring of the creditworthiness of the counterparties. Although we may be exposed to losses in the event of nonperformance by the counterparties, we do not expect such losses, if any, to be significant.

For derivative instruments designated and effective as fair value hedges, such as fixed to variable swaps, changes in the fair value of the derivative instrument substantially offset changes in the fair value of the hedged item, each of which is recorded to interest expense. When fair value hedges are terminated, sold, exercised or have expired, any gain or loss resulting from changes in the fair value of the hedged item is deferred and recognized in earnings over the remaining life of the hedged item. When the hedged item is settled or sold, the unamortized adjustment in the carrying amount of the hedged item is recognized in earnings.

For derivative instruments designated as cash flow hedges, such as variable to fixed swaps and rate locks, the effective portion of the hedge is reported in other comprehensive income (loss) and recognized as an adjustment to interest expense over the same period in which the related interest costs are recognized in earnings. When hedged variable-rate debt is settled, the previously deferred effective portion of the hedge is written off to interest expense in a manner similar to debt extinguishment costs.

Equity derivative instruments embedded in other contracts are separated from their host contract. The derivative component is recorded at its estimated fair value in our consolidated balance sheet and changes in its value are recorded each period to investment income (loss), net.

Reclassifications

Reclassifications have been made between operating expenses and selling, general and administrative expenses in the prior years' consolidated financial statements to conform to classifications used in 2008.

Note 3: Recent Accounting Pronouncements

SFAS No. 141R

In November 2007, the FASB issued SFAS No. 141R, which continues to require that all business combinations be accounted for by applying the acquisition method. Under the acquisition method, the acquirer recognizes and measures the identifiable assets acquired, the liabilities assumed, and any contingent consideration and contractual contingencies, as a whole, at their fair value as of the acquisition date. Under SFAS No. 141R, all transaction costs are expensed as incurred. SFAS No. 141R rescinds EITF 93-7. Under EITF 93-7, the effect of any subsequent adjustments to uncertain tax positions was generally applied to goodwill, except for post-acquisition interest on uncertain tax positions, which was recognized as an adjustment to income tax expense. Under SFAS No. 141R, all subsequent adjustments to income tax liabilities and related interest that would have impacted goodwill are recognized within income tax expense. The guidance in SFAS No. 141R will be applied prospectively to any business combination for which the acquisition date is on or after January 1, 2009.

SFAS No. 157

In September 2006, the FASB issued SFAS No. 157, "Fair Value Measurements," ("SFAS No. 157"). SFAS No. 157 defines fair value, establishes a framework for measuring fair value and expands disclosure about fair value measurements. SFAS No. 157 is effective for financial assets and financial liabilities in fiscal years beginning after November 15, 2007 and for nonfinancial assets and nonfinancial liabilities in fiscal years beginning after March 15, 2008. Effective January 1, 2008, we adopted the provisions of SFAS No. 157 that relate to our financial assets and financial liabilities. We are evaluating the impact of the provisions of SFAS No. 157 that relate to our nonfinancial assets and nonfinancial liabilities, which are effective for us as of January 1, 2009, and currently do not expect the adoption to have a material impact on our consolidated financial statements. See Note 8 for further details regarding the adoption of this standard.

SFAS No. 159

In February 2007, the FASB issued SFAS No. 159, which provides the option to report certain financial assets and financial liabilities at fair value, with the intent to mitigate the volatility in financial reporting that can occur when related assets and liabilities are each recorded on a different basis. SFAS No. 159 amends FASB Statement No. 95, "Statement of Cash Flows," ("SFAS No. 95") and FASB Statement No. 115, "Accounting for Certain Investments in Debt and Equity Securities," ("SFAS No. 115"). SFAS No. 159 specifies that cash flows from trading securities, including securities for which an entity has elected the fair value option, should be classified in the statement of cash flows based on the nature of and purpose for which the securities were acquired. Before this amendment, SFAS No. 95 and SFAS No. 115 specified that cash flows from trading securities must be classified as cash flows from operating activities. Effective January 1, 2008, we adopted SFAS No. 159. We have not elected the fair value option for any financial assets or financial liabilities. Upon adoption, we reclassified $603 million of proceeds from the sale of trading securities within our statement of cash flows for the year ended December 31, 2007 from an operating activity to an investing activity. The adoption of SFAS No. 159 had no effect on our statement of cash flows for the year ended December 31, 2006.

SFAS No. 160

In November 2007, the FASB issued SFAS No. 160, "Accounting and Reporting of Noncontrolling Interest," ("SFAS No. 160"). SFAS No. 160 requires that a noncontrolling interest (previously referred to as a minority interest) be separately reported in the equity section of the consolidated entity's balance sheet. SFAS No. 160 also established accounting and reporting standards for (i) ownership interests in subsidiaries held by parties other than the parent, (ii) the amount of consolidated net income attributable to the parent and to the noncontrolling interest, (iii) changes in a parent's ownership interest and (iv) the valuation of retained noncontrolling equity investments when a subsidiary is deconsolidated. SFAS No. 160 is effective for us beginning January 1, 2009, at which time our financial statements will reflect the new presentation for noncontrolling interests.

EITF Issue No. 06-10

In March 2007, the EITF reached a consensus on EITF Issue No. 06-10, "Accounting for Deferred Compensation and Postretirement Benefit Aspects of Collateral Assignment Split-Dollar Life Insurance Arrangements," ("EITF 06-10"). EITF 06-10 provides that an employer should recognize a liability for the postretirement benefit related to collateral assignment split-dollar life insurance arrangements. We adopted EITF 06-10 on January 1, 2008, at which time we adjusted beginning retained earnings and recorded a liability of $132 million. See Note 10 for further details regarding the adoption of this standard.

Note 4: Earnings Per Share

Basic earnings per common share ("Basic EPS") is computed by dividing net income from continuing operations by the weighted-average number of common shares outstanding during the period.

Our potentially dilutive securities include potential common shares related to our stock options and restricted share units ("RSUs"). Diluted earnings per common share ("Diluted EPS") considers the impact of potentially dilutive securities using the treasury stock method except in periods in which there is a loss because the inclusion of the potential common shares would have an anti-dilutive effect. Diluted EPS excludes the impact of potential common shares related to our stock options in periods in which the option exercise price is greater than the average market price of our Class A common stock or our Class A Special common stock, as applicable (see Note 12).

Diluted EPS for 2008, 2007 and 2006 excludes approximately 159 million, 61 million and 116 million, respectively, of potential common shares related to our share-based compensation plans, because the inclusion of the potential common shares would have an antidilutive effect.

Computation of Diluted EPS

Year ended December 31 (in millions, except per share data)	2008 Income	2008 Shares	2008 Per Share Amount	2007 Income	2007 Shares	2007 Per Share Amount	2006 Income	2006 Shares	2006 Per Share Amount
Basic EPS	**$2,547**	**2,939**	**$0.87**	$2,587	3,098	$0.84	$2,235	3,160	$0.71
Effect of dilutive securities:									
Assumed exercise or issuance of shares relating to stock plans		**13**			31			20	
Diluted EPS	**$2,547**	**2,952**	**$0.86**	$2,587	3,129	$0.83	$2,235	3,180	$0.70

Note 5: Acquisitions and Other Significant Events

2008 Acquisitions

Insight Transaction

In April 2007, we and Insight Communications ("Insight") agreed to divide the assets and liabilities of Insight Midwest, a 50%-50% cable system partnership with Insight (the "Insight transaction"). On December 31, 2007, we contributed approximately $1.3 billion to Insight Midwest for our share of the partnership's debt. On January 1, 2008, the distribution of the assets of Insight Midwest was completed without assumption of any of Insight's debt by us and we received cable systems serving approximately 696,000 video customers in Illinois and Indiana (the "Comcast asset pool"). Insight received cable systems serving approximately 652,000 video customers, together with approximately $1.24 billion of debt allocated to those cable systems (the "Insight asset pool"). We accounted for our interest in Insight Midwest as an equity method investment until the Comcast asset pool was distributed to us on January 1, 2008. We accounted for the distribution of assets by Insight Midwest as a sale of our 50% interest in the Insight asset pool in exchange for acquiring an additional 50% interest in the Comcast asset pool. The estimated fair value of the 50% interest of the Comcast asset pool we received was approximately $1.2 billion and resulted in a pretax gain of approximately $235 million, which is included in other income (expense). We recorded our 50% interest in the Comcast asset pool as a step acquisition in accordance with SFAS No. 141, "Business Combinations," ("SFAS No. 141").

The results of operations for the cable systems acquired in the Insight transaction have been reported in our consolidated financial statements since January 1, 2008 and are reported in our Cable segment. The weighted-average amortization period of the franchise-related customer relationship intangible assets acquired was 4.5 years. Substantially all of the goodwill recorded is expected to be amortizable for tax purposes.

The table below presents the purchase price allocation to assets acquired and liabilities assumed as a result of the Insight transaction.

(in millions)	
Property and equipment	$ 587
Franchise-related customer relationships	64
Cable franchise rights	1,374
Goodwill	105
Other assets	27
Total liabilities	(31)
Net assets acquired	**$2,126**

The following unaudited pro forma information has been presented as if the Insight transaction had occurred on January 1, 2007. This information is based on historical results of operations, adjusted for purchase price allocations, and is not necessarily indicative of what the results would have been had we operated the cable systems since January 1, 2007.

Year ended December 31, 2007 (in millions, except per share data)	
Revenue	$31,582
Net income	$ 2,627
Basic EPS	$ 0.85
Diluted EPS	$ 0.84

Other 2008 Acquisitions

In April 2008, we acquired an additional interest in Comcast SportsNet Bay Area. In July 2008, we acquired Plaxo, an address book management and social networking Web site service. In August 2008, we acquired the remaining interest in G4 that we did not already own. In September 2008, we acquired DailyCandy, an e-mail newsletter and Web site. The results of operations for these acquisitions have been included in our consolidated results of operations since their respective acquisition dates. The results of operations for Plaxo and DailyCandy are reported in Corporate and

Other. The aggregate purchase price of these other 2008 acquisitions was approximately $610 million. None of these acquisitions were material to our consolidated financial statements for the year ended December 31, 2008.

2007 Acquisitions

The Houston Transaction

In July 2006, we initiated the dissolution of Texas and Kansas City Cable Partners (the "Houston transaction"), our 50%-50% cable system partnership with Time Warner Cable. On January 1, 2007, the distribution of assets by Texas and Kansas City Cable Partners was completed and we received the cable system serving Houston, Texas (the "Houston asset pool") and Time Warner Cable received the cable systems serving Kansas City, south and west Texas, and New Mexico (the "Kansas City asset pool"). We accounted for the distribution of assets by Texas and Kansas City Cable Partners as a sale of our 50% interest in the Kansas City asset pool in exchange for acquiring an additional 50% interest in the Houston asset pool. This transaction resulted in an increase of approximately 700,000 video customers. The estimated fair value of the 50% interest of the Houston asset pool we received was approximately $1.1 billion and resulted in a pretax gain of approximately $500 million, which is included in other income (expense). We recorded our 50% interest in the Houston asset pool as a step acquisition in accordance with SFAS No. 141.

The results of operations for the cable systems acquired in the Houston transaction have been reported in our Cable segment since August 1, 2006 and in our consolidated financial statements since January 1, 2007 (the date of the distribution of assets). The weighted-average amortization period of the franchise-related customer relationship intangible assets acquired was 7 years. As a result of the Houston transaction, we reversed deferred tax liabilities of approximately $200 million, which were primarily related to the excess of tax basis of the assets acquired over the tax basis of the assets exchanged, and reduced the amount of goodwill that would have otherwise been recorded in the acquisition. Substantially all of the goodwill recorded is expected to be amortizable for tax purposes.

The table below presents the purchase price allocation to assets acquired and liabilities assumed as a result of the Houston transaction.

(in millions)	
Property and equipment	$ 870
Franchise-related customer relationships	266
Cable franchise rights	1,954
Goodwill	426
Other assets	267
Total liabilities	(73)
Net assets acquired	$3,710

Other 2007 Acquisitions

In April 2007, we acquired Fandango, an online entertainment site and movie-ticket service. The results of operations of Fandango have been included in our consolidated financial statements since the acquisition date and are reported in Corporate and Other. In June 2007, we acquired Rainbow Media Holdings LLC's 60% interest in Comcast SportsNet Bay Area (formerly known as Bay Area SportsNet) and its 50% interest in Comcast SportsNet New England (formerly known as Sports Channel New England), expanding our regional sports networks. The completion of this transaction resulted in our 100% ownership in Comcast SportsNet New England and 60% ownership in Comcast SportsNet Bay Area. In August 2007, we acquired the cable system of Patriot Media serving approximately 81,000 video customers in central New Jersey. The results of operations of Patriot Media, Comcast SportsNet Bay Area and Comcast SportsNet New England have been included in our consolidated financial statements since their acquisition dates and are reported in our Cable segment. The aggregate purchase price of these other 2007 acquisitions was approximately $1.288 billion. None of these acquisitions were material to our consolidated financial statements for the year ended December 31, 2007.

2006 Acquisitions

The Adelphia and Time Warner Transactions

In April 2005, we entered into an agreement with Adelphia Communications ("Adelphia") in which we agreed to acquire certain assets and assume certain liabilities of Adelphia (the "Adelphia acquisition"). At the same time, we and Time Warner Cable Inc. and certain of its affiliates ("TWC") entered into several agreements in which we agreed to (i) have our interest in Time Warner Entertainment Company, L.P. ("TWE") redeemed, (ii) have our interest in TWC redeemed (together with the TWE redemption, the "redemptions") and (iii) exchange certain cable systems acquired from Adelphia and certain Comcast cable systems with TWC (the "exchanges"). On July 31, 2006, these transactions were completed. We collectively refer to the Adelphia acquisition, the redemptions and the exchanges as the "Adelphia and Time Warner transactions." Also in April 2005, Adelphia and TWC entered into an agreement for the acquisition of substantially all of the remaining cable system assets and the assumption of certain of the liabilities of Adelphia.

The Adelphia and Time Warner transactions resulted in a net increase of 1.7 million video customers, a net cash payment by us of approximately $1.5 billion and the disposition of our ownership interests in TWE and TWC and the assets of two cable system partnerships.

The Adelphia and Time Warner transactions added cable systems in 16 states (California, Colorado, Connecticut, Florida, Georgia, Louisiana, Maryland, Massachusetts, Minnesota, Mississippi, Oregon, Pennsylvania, Tennessee, Vermont, Virginia and West Virginia).

The cable systems we transferred to TWC included our previously owned cable systems located in Los Angeles, Cleveland and Dallas (the "Comcast exchange systems"). The operating results of the Comcast exchange systems are reported as discontinued operations and are presented in accordance with SFAS No. 144, "Accounting for the Impairment or Disposal of Long-Lived Assets," ("SFAS No. 144") (see "Discontinued Operations" below).

Purchase Price Allocation

The results of operations for the cable systems acquired in the Adelphia and Time Warner transactions have been included in our consolidated financial statements since July 31, 2006 (the acquisition date). The weighted-average amortization period of the franchise-related customer relationship intangible assets acquired was 7 years. As a result of the redemption of our investment in TWC and the exchange of certain cable systems in 2006, we reversed deferred tax liabilities of approximately $760 million, which were primarily related to the excess of tax basis of the assets acquired over the tax basis of the assets exchanged, and reduced the amount of goodwill and other noncurrent assets that would have otherwise been recorded in the acquisition. Substantially all of the goodwill recorded is expected to be amortizable for tax purposes.

The table below presents the purchase price allocation to assets acquired and liabilities assumed as a result of the Adelphia and Time Warner transactions.

(in millions)	
Property and equipment	$ 2,640
Franchise-related customer relationships	1,627
Cable franchise rights	6,730
Goodwill	420
Other assets	111
Total liabilities	(351)
Net assets acquired	$11,177

Discontinued Operations

As discussed above, the operating results of the Comcast exchange systems transferred to TWC are reported as discontinued operations and are presented in accordance with SFAS No. 144. The table below presents the operating results of the Comcast exchange systems through the closing date of the exchanges (July 31, 2006):

Year ended December 31, 2006 (in millions)	
Revenue	$734
Income before income taxes	$121
Income tax expense	$ (18)
Net income	$103

Other 2006 Acquisitions

E! Entertainment Television

In November 2006, we acquired the 39.5% of E! Entertainment Television, which operates the E! and Style programming networks, that we did not already own for approximately $1.2 billion. We have historically consolidated the results of operations of E! Entertainment Television. We allocated the purchase price to property and equipment, intangibles, and goodwill.

Susquehanna

In April 2006, we acquired the cable systems of Susquehanna Cable Co. and its subsidiaries ("Susquehanna") for a total purchase price of approximately $775 million. These cable systems are located primarily in Pennsylvania, New York, Maine and Mississippi. Before the acquisition, we held an approximate 30% equity ownership interest in Susquehanna that we accounted for as an equity method investment. On May 1, 2006, Susquehanna Cable Co. redeemed the approximate 70% equity ownership interest in Susquehanna held by Susquehanna Media Co., which resulted in Susquehanna becoming 100% owned by us. The results of operations of these cable systems have been included in our consolidated financial statements since the acquisition date and are reported in our Cable segment. We allocated the purchase price to property and equipment, franchise-related customer relationship intangibles, cable franchise rights, and goodwill. The acquisition of these cable systems was not material to our consolidated financial statements for the year ended December 31, 2006.

Note 6: Investments

The components of our investments are presented in the table below.

December 31 (in millions)	2008	2007
Fair Value Method		
Equity securities	**$ 940**	$2,080
Debt securities	**3**	621
	943	2,701
Equity Method		
Insight Midwest	**—**	1,877
SpectrumCo, LLC	**1,354**	1,352
Clearwire	**421**	—
Other	**402**	453
	2,177	3,682
Cost Method		
AirTouch	**1,479**	1,465
Other	**243**	213
	1,722	1,678
Total investments	**4,842**	8,061
Less: Current investments	**59**	98
Noncurrent investments	**$4,783**	$7,963

Fair Value Method

We hold equity investments in publicly traded companies that we account for as AFS or trading securities. As of December 31, 2008, we held $932 million of fair value method equity securities related to our obligations under prepaid forward contracts, which mature between 2011 and 2015. At maturity of these prepaid forward contracts, the counterparties are entitled to receive some or all of the equity securities, or an equivalent amount of cash at our option, based upon the market value of the equity securities at that time.

The net unrealized gains on investments accounted for as AFS securities as of December 31, 2008 and 2007 were $29 million and $42 million, respectively. The amounts were reported primarily as a component of accumulated other comprehensive income (loss), net of related deferred income taxes of $10 million and $15 million in 2008 and 2007, respectively.

The cost, fair value, and unrealized gains and losses related to our AFS securities are presented in the table below. The decreases in 2008 from 2007 are primarily due to the sale of debt securities.

Year ended December 31 (in millions)	2008	2007
Cost	**$60**	$685
Unrealized gains	**34**	44
Unrealized losses	**(5)**	(2)
Fair value	**$89**	$727

Proceeds from the sale of AFS securities in 2008, 2007 and 2006 were $638 million, $1.033 billion and $209 million, respectively. Gross realized gains on these sales in 2008, 2007 and 2006 were $1 million, $145 million and $59 million, respectively. Sales of AFS securities for the year ended December 31, 2008 consisted primarily of the sale of debt securities. Sales of AFS securities in 2007 and 2006 consisted primarily of sales of Time Warner Inc. common stock.

Equity Method

Insight Midwest Partnership

We accounted for our interest in Insight Midwest as an equity method investment until January 1, 2008, the date the Comcast asset pool was distributed to us (see Note 5). As of December 31, 2007, our recorded investment in Insight exceeded our proportionate interest in the book value of its net assets by $144 million. The basis difference was attributed to indefinite-lived intangible assets.

SpectrumCo, LLC

SpectrumCo, LLC ("SpectrumCo"), a consortium of investors including us, Time Warner Cable, Bright House Networks and Cox Communications ("Cox"), was the successful bidder for 137 wireless spectrum licenses for approximately $2.4 billion in the Federal Communications Commission's advanced wireless spectrum auction that concluded in September 2006. Our portion of the total cost to purchase the licenses was approximately $1.3 billion. In October 2008, SpectrumCo and its members entered into an agreement under which Cox would withdraw as a member of SpectrumCo and have its interest in SpectrumCo redeemed in accordance with its pre-existing exit rights. Under the agreement, Cox was entitled to receive from SpectrumCo at the closing approximately $70 million and certain spectrum licenses covering areas in or near Cox's service area. The agreement required the $70 million to be funded by contributions to SpectrumCo from the remaining members. This transaction closed in January 2009 and we contributed $45 million to SpectrumCo to satisfy our funding obligations under the agreement. Based on SpectrumCo's currently planned activities, we have determined that it is not a VIE. We have and continue to account for this joint venture as an equity method investment based on its governance structure, notwithstanding our majority interest.

Clearwire

In November 2008, Sprint Nextel ("Sprint") and the legal predecessor of Clearwire Corporation ("old Clearwire") closed on a series of transactions (collectively the "Clearwire transaction") with an investor group made up of us, Intel, Google, Time Warner Cable and Bright House Networks. As a result of the Clearwire transaction, Sprint and old Clearwire combined their next-generation wireless broadband businesses and formed a new independent holding company, Clearwire Corporation, and its operating subsidiary, Clearwire Communications LLC ("Clearwire

LLC"), that will focus on the deployment of a nationwide 4G wireless network. We, together with the other members of the investor group, have invested $3.2 billion in Clearwire LLC. Our portion of the investment was $1.05 billion. As a result of our investment, we received ownership units ("ownership units") of Clearwire LLC and Class B stock ("voting stock") of Clearwire Corporation, the publicly traded holding company that controls Clearwire LLC. The voting stock has voting rights equal to those of the publicly traded Class A stock of Clearwire Corporation, but has only minimal economic rights. We hold our economic rights through the ownership units, which have limited voting rights. One ownership unit combined with one share of voting stock are exchangeable into one share of Clearwire Corporation's publicly traded Class A stock. At closing, we received 52.5 million ownership units and 52.5 million shares of voting stock, which represents an approximate 7% ownership interest on a fully diluted basis. During the first quarter of 2009, the purchase price per share is expected to be adjusted based on the trading prices of Clearwire Corporation's publicly traded Class A stock. After the post-closing adjustment, we anticipate that we will have an approximate 8% ownership interest on a fully diluted basis.

In connection with the Clearwire transaction, we entered into an agreement with Sprint that allows us to offer wireless services utilizing certain of Sprint's existing wireless networks and an agreement with Clearwire LLC that allows us to offer wireless services utilizing Clearwire's next generation wireless broadband network. We allocated a portion of our $1.05 billion investment to the related agreements.

We will account for our investment under the equity method and record our share of net income or loss one quarter in arrears. Clearwire LLC is expected to incur losses in the early years of operation, which under the equity method of accounting, will be reflected in our future operating results and reduce the cost basis of our investment. We evaluated our investment at December 31, 2008 to determine if an other than temporary decline in fair value below our cost basis had occurred. The primary input in estimating the fair value of our investment was the quoted market value of Clearwire publicly traded Class A shares at December 31, 2008, which declined significantly from the date of our initial agreement in May 2008. As a result of the severe decline in the quoted market value, we recognized an impairment in other income (expense) of $600 million to adjust our cost basis in our investment to its estimated fair value. In the future, our evaluation of other than temporary declines in fair value of our investment will include a comparison of actual operating results and updated forecasts to the projected discounted cash flows that were used in making our initial investment decision, other impairment indicators, such as changes in competition or technology, as well as a comparison to the value that would be obtained by exchanging our investment into Clearwire Corporation's publicly traded Class A shares.

Cost Method

AirTouch Communications, Inc.

We hold two series of preferred stock of AirTouch Communications, Inc. ("AirTouch"), a subsidiary of Vodafone, which are redeemable in April 2020. As of December 31, 2008 and 2007, the AirTouch preferred stock was recorded at $1.479 billion and $1.465 billion, respectively.

As of December 31, 2008, the estimated fair value of the AirTouch preferred stock was $1.357 billion, which is below our carrying amount. The recent decline in fair value is attributable to changes in interest rates. We have determined this decline to be temporary. The factors considered were the length of time and the extent to which the market value has been less than cost, the credit rating of AirTouch, and our intent and ability to retain the investment for a period of time sufficient to allow for recovery. Specifically, we expect to hold the two series of AirTouch preferred stock until their redemption in 2020.

The dividend and redemption activity of the AirTouch preferred stock determines the dividend and redemption payments associated with substantially all of the preferred shares issued by one of our consolidated subsidiaries, which is a VIE. The subsidiary has three series of preferred stock outstanding with an aggregate redemption value of $1.750 billion. Substantially all of the preferred shares are redeemable in April 2020 at a redemption value of $1.650 billion. As of December 31, 2008 and 2007, the two redeemable series of subsidiary preferred shares were recorded at $1.468 billion and $1.465 billion, respectively, and those amounts are included in other noncurrent liabilities. The one nonredeemable series of subsidiary preferred shares was recorded at $100 million as of both December 31, 2008 and 2007 and those amounts are included in minority interest on our consolidated balance sheet.

Investment Income (Loss), Net

Year ended December 31 (in millions)	2008	2007	2006
Gains on sales and exchanges of investments, net	**$ 8**	$ 151	$ 733
Investment impairment losses	**(28)**	(4)	(4)
Unrealized gains (losses) on trading securities and hedged items	**(1,117)**	315	339
Mark to market adjustments on derivatives related to trading securities and hedged items	**1,120**	(188)	(238)
Mark to market adjustments on derivatives	**57**	160	(18)
Interest and dividend income	**149**	199	212
Other	**(100)**	(32)	(34)
Investment income (loss), net	**$ 89**	$ 601	$ 990

In connection with the Adelphia and Time Warner transactions in 2006, we recognized total gains of approximately $646 million on the redemptions and the exchange of cable systems held by Century and Parnassos (see Note 5). These gains are included within the "Gains on sales and exchanges of investments, net" caption in the table above.

Note 7: Goodwill and Other Intangible Assets

The changes in the carrying amount of goodwill by business segment (see Note 16) are presented in the table below.

(in millions)	Cable	Programming	Corporate and Other	Total
Balance, December 31, 2006	$12,010	$1,441	$317	$13,768
Acquisitions	660	—	146	806
Settlements and adjustments	172	41	(82)	131
Balance, December 31, 2007	$12,842	$1,482	$381	$14,705
Acquisitions	306	139	209	654
Settlements and adjustments	(475)	(1)	6	(470)
Balance, December 31, 2008	**$12,673**	**$1,620**	**$596**	**$14,889**

Cable segment acquisitions in 2008 were primarily related to the Insight transaction and the acquisition of an additional interest in Comcast SportsNet Bay Area. Programming segment acquisitions in 2008 were primarily related to the acquisition of the remaining interest in G4 that we did not already own. Corporate and Other acquisitions in 2008 were primarily related to Internet-related business, including Plaxo and DailyCandy. Settlements and adjustments in 2008 were primarily related to the settlement of an uncertain tax position of an acquired entity (see Note 13).

Cable segment acquisitions in 2007 were primarily related to the Houston transaction, the acquisition of the cable system of Patriot Media and various smaller acquisitions. Corporate and Other acquisitions in 2007 were primarily related to the acquisition of Fandango. Settlements and adjustments in 2007 were primarily related to valuation refinements made in connection with the Adelphia and Time Warner transactions and the adoption of FIN 48.

The gross carrying amount and accumulated amortization of our intangible assets subject to amortization are presented in the table below.

		2008		2007	
December 31 (in millions)	Useful Life	**Gross Carrying Amount**	**Accumulated Amortization**	Gross Carrying Amount	Accumulated Amortization
Customer relationships	4-12 years	**$ 5,512**	**$(4,030)**	$ 5,466	$(3,694)
Cable and satellite television distribution rights	6-22 years	**1,533**	**(859)**	1,482	(702)
Cable franchise renewal costs and contractual operating rights	5-15 years	**1,154**	**(484)**	1,045	(377)
Computer software	3-5 years	**1,887**	**(1,045)**	1,445	(798)
Patents and other technology rights	3-12 years	**244**	**(119)**	225	(90)
Programming agreements and rights	1-10 years	**1,508**	**(1,303)**	1,199	(1,017)
Other agreements and rights	2-21 years	**880**	**(320)**	854	(299)
Total		**$12,718**	**$(8,160)**	$11,716	$(6,977)

The estimated expense for each of the next five years recognized in amortization expense and other accounts are presented in the table below. The amortization of certain intangible assets of our Programming segment are not recognized as amortization expense but as a reduction to revenue or as an operating expense and are presented under the caption "Other Accounts."

(in millions)	Amortization Expense	Other Accounts
2009	$987	$154
2010	$882	$ 94
2011	$748	$ 39
2012	$623	$ 23
2013	$389	$ 6

Note 8: Fair Value of Financial Assets and Financial Liabilities

Effective January 1, 2008, we adopted the provisions of SFAS No. 157 that relate to our financial assets and financial liabilities ("financial instruments") as discussed in Note 3. SFAS No. 157 establishes a hierarchy that prioritizes fair value measurements based on the types of inputs used for the various valuation techniques (market approach, income approach and cost approach). The levels of the hierarchy are described below:

- Level 1: consists of financial instruments whose value is based on quoted market prices for identical financial instruments in an active market
- Level 2: consists of financial instruments that are valued using models or other valuation methodologies. These models use inputs that are observable either directly or indirectly; Level 2 inputs include (i) quoted prices for similar assets or liabilities in active markets, (ii) quoted prices for identical or similar assets or liabilities in markets that are not active, (iii) pricing models whose inputs are observable for substantially the full term of the financial instrument and (iv) pricing models whose inputs are derived principally from or corroborated by observable market data through correlation or other means for substantially the full term of the financial instrument
- Level 3: consists of financial instruments whose values are determined using pricing models that utilize significant inputs that are primarily unobservable, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation

Our assessment of the significance of a particular input to the fair value measurement requires judgment and may affect the valuation of financial instruments and their classification within the fair value hierarchy. As required by SFAS No. 157, financial instruments are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. There have been no changes in the classification of any financial instruments within the fair value hierarchy since our adoption of SFAS No. 157. Our financial instruments that are accounted for at fair value on a recurring basis are presented in the table below.

Recurring Fair Value Measures

	Fair value as of December 31, 2008			
(in millions)	Level 1	Level 2	Level 3	Total
Assets				
Trading securities	$932	$ —	$—	$ 932
Available-for-sale securities	7	3	—	10
Equity warrants	—	—	1	1
Cash surrender value of life insurance policies	—	147	—	147
Interest rate exchange agreements	—	291	—	291
	$939	**$ 441**	**$ 1**	**$1,381**
Liabilities				
Derivative component of indexed debt instruments	$ —	$ 23	$—	$ 23
Derivative component of prepaid forward sale agreements	—	(466)	—	(466)
Interest rate exchange agreements	—	1	—	1
	$ —	**$(442)**	**$—**	**$ (442)**

For the year ended December 31, 2008, the financial instruments measured at fair value on a nonrecurring basis are presented in the table below.

Nonrecurring Fair Value Measures

(in millions)	December 31, 2008	Level 1	Level 2	Level 3	Total Losses
Assets					
Equity method investments	**$421**	$—	$—	$421	$(600)

In accordance with Accounting Principles Board ("APB") No. 18, "The Equity Method of Accounting for Investments in Common Stock," we recognized an other than temporary impairment to other income (expense) of $600 million to adjust our cost basis in our investment in Clearwire LLC of approximately $1 billion to its estimated fair value (see Note 6). Our valuation methodology utilized a combination of the quoted market value of Clearwire Corporation's publicly traded Class A shares and unobservable inputs related to the ownership units of Clearwire LLC and the voting stock of Clearwire Corporation, including the use of discounted cash flow models. Our investment in Clearwire LLC is classified as a Level 3 financial instrument in accordance SFAS No. 157 in the fair value hierarchy, as a portion of the estimated fair value of the investment is based on unobservable inputs. We believe the estimated fair value is consistent with the underlying principle of SFAS No. 157, which is that the estimated fair value should represent the exit price from a marketplace participant's perspective.

Note 9: Long-Term Debt

December 31 (in millions)	Weighted Average Interest Rate as of December 31, 2008	2008	2007
Commercial paper	N/A	**$ —**	$ 300
Revolving bank credit facility due 2013	0.81%	**1,000**	—
Senior notes with maturities of 5 years or less	6.99%	**9,425**	6,895
Senior notes with maturities between 6 and 10 years	6.09%	**9,798**	11,429
Senior notes with maturities greater than 10 years	7.00%	**11,284**	11,435
Senior subordinated notes due 2012	10.63%	**202**	202
ZONES due 2029	2.00%	**408**	706
Other, including capital lease obligations	—	**339**	356
Total debt	6.44%[a]	**$ 32,456**	$ 31,323
Less: Current portion		**2,278**	1,495
Long-term debt		**$ 30,178**	$ 29,828

(a) Includes the effects of our derivative financial instruments.

As of December 31, 2008 and 2007, our debt had an estimated fair value of $32.001 billion and $32.565 billion, respectively. The estimated fair value of our publicly traded debt is based on quoted market values for the debt. To estimate the fair value of debt issuances for which there are no quoted market prices, we use interest rates available to us for debt issuances with similar terms and remaining maturities.

Some of our loan agreements require that we maintain certain financial ratios based on our debt and our operating income before depreciation and amortization. We were in compliance with all financial covenants for all periods presented. See Note 18 for a discussion of our subsidiary guarantee structures.

As of December 31, 2008 and 2007, accrued interest was $520 million and $546 million, respectively.

Debt Maturities

As of December 31, 2008 (in millions)	
2009	$ 2,278
2010	$ 1,183
2011	$ 1,810
2012	$ 853
2013	$ 4,768
Thereafter	$ 21,564

Debt Issuances and Borrowings

Year ended December 31, 2008 (in millions)	
Revolving bank credit facility due 2013	$ 1,510
5.70% notes due 2018	1,000
6.40% notes due 2038	1,000
Other, net	25
Total	$ 3,535

We used the net proceeds of these issuances and borrowings for the repayment of certain debt obligations, the repurchase of our common stock, the purchase of investments, working capital and general corporate purposes.

Debt Redemptions and Repayments

Year ended December 31, 2008 (in millions)	
Commercial paper	$ 300
Revolving bank credit facility due 2013	505
6.2% notes due 2008	800
7.625% notes due 2008	350
9.0% notes due 2008	300
ZONES due 2029	264
Other, net	91
Total	$ 2,610

Debt Instruments

Commercial Paper Program

Our commercial paper program provides a lower cost borrowing source of liquidity to fund our short-term working capital requirements. The program allows for a maximum of $2.25 billion of commercial paper to be issued at any one time. Our revolving bank credit facility supports this program. Amounts outstanding under the program are classified as long term in our consolidated balance sheet because we have both the ability and the intent to refinance these obligations, if necessary, on a long-term basis using funds available through our revolving bank credit facility.

Revolving Bank Credit Facility

In January 2008, we entered into an amended and restated revolving bank credit facility that may be used for general corporate purposes. This amendment increased the size of our existing revolving bank credit facility from $5.0 billion to $7.0 billion and extended the maturity of the loan commitment from October 2010 to January 2013. The base rate, chosen at our option, is either the London Interbank Offered Rate ("LIBOR") or the greater of the prime rate or the Federal Funds rate plus 0.5%. The borrowing margin is based on our senior unsecured debt ratings. As of December 31, 2008, the interest rate for borrowings under the credit facility was LIBOR plus 0.35%. In December 2008, we terminated a $200 million commitment to our credit facility by Lehman Brothers Bank, FSB ("Lehman") as a result of Lehman's default under a borrowing request. At a discounted value, we repaid Lehman's portion of our outstanding credit facility, along with accrued interest and fees. Subsequent to this termination, the size of the credit facility is $6.8 billion.

Lines and Letters of Credit

As of December 31, 2008, we and certain of our subsidiaries had unused lines of credit totaling $5.501 billion under various credit facilities and unused irrevocable standby letters of credit totaling $337 million to cover potential fundings under various agreements.

ZONES

At maturity, holders of our 2.0% Exchangeable Subordinated Debentures due 2029 (the "ZONES") are entitled to receive in cash an amount equal to the higher of the principal amount of the outstanding ZONES of $1.060 billion or the market value of approximately 14.1 million shares of Sprint Nextel common stock and approximately 0.7 million shares of Embarq common stock. Before maturity, each of the ZONES is exchangeable at the holder's option for an amount of cash equal to 95% of the aggregate market value of one share of Sprint Nextel common stock and 0.05 shares of Embarq common stock.

We separate the accounting for the ZONES into derivative and debt components. The following table presents the change in the carrying value of the debt component and the change in the fair value of the derivative component (see Note 6).

(in millions)	Debt Component	Derivative Component	Total
Balance as of January 1, 2008	$ 625	$ 81	$ 706
Change in debt component to interest expense	24	—	24
Change in derivative component to investment income (loss), net	—	(58)	(58)
Repurchases and retirements	(264)	—	(264)
Balance as of December 31, 2008	$ 385	$ 23	$ 408

Interest Rate Risk Management

We are exposed to the market risk of adverse changes in interest rates. To manage the volatility relating to these exposures, our policy is to maintain a mix of fixed-rate and variable-rate debt and to use interest rate derivative transactions.

Using swaps, we agree to exchange, at specified dates, the difference between fixed and variable interest amounts calculated by reference to an agreed-upon notional principal amount. The table below summarizes the terms of our existing swaps.

Fixed to Variable Swaps

December 31 (in millions)	2008	2007
Maturities	**2009-2018**	2008-2014
Notional amount	**$ 3,500**	$ 3,200
Average pay rate	**3.9%**	6.8%
Average receive rate	**5.8%**	5.9%
Estimated fair value	**$ 309**	$ 17

The notional amounts presented in the table above are used to measure interest to be paid or received and do not represent the amount of exposure to credit loss. The estimated fair value represents the approximate amount of proceeds or payments required to settle the contracts.

In 2008, 2007 and 2006, the effect of our interest rate derivative financial instruments was an (decrease) increase to our interest expense of approximately $(34) million, $43 million and $39 million, respectively.

Note 10: Postretirement, Pension and Other Employee Benefit Plans

The table below provides condensed information on our postretirement and pension benefit plans.

	2008		2007		2006	
Year ended December 31 (in millions)	**Postretirement Benefits**	**Pension Benefits**	Postretirement Benefits	Pension Benefits	Postretirement Benefits	Pension Benefits
Benefit obligation	**$ 338**	**$ 181**	$ 280	$ 179	$ 280	$ 184
Fair value of plan assets	**$ –**	**$ 152**	$ —	$ 157	$ —	$ 122
Plan funded status and recorded benefit obligation	**$ (338)**	**$ (29)**	$ (280)	$ (22)	$ (280)	$ (62)
Portion of benefit obligation not yet recognized in benefits expense	**$ (18)**	**$ 67**	$ (39)	$ 1	$ (4)	$ 12
Benefits expense	**$ 36**	**$ 1**	$ 34	$ 4	$ 29	$ 8
Discount rate	**6.15%**	**6.00%**	6.65%	6.25%	6.00%	5.75%
Expected return on plan assets	**N/A**	**8.00%**	N/A	8.00%	N/A	7.00%

Postretirement Benefit Plans

Our postretirement medical benefits cover substantially all of our employees who meet certain age and service requirements. The majority of eligible employees participate in the Comcast Postretirement Healthcare Stipend Program (the "stipend plan"), and a small number of eligible employees participate in legacy plans of acquired companies. The stipend plan provides an annual stipend for reimbursement of healthcare costs to each eligible employee based on years of service. Under the stipend plan, we are not exposed to the increasing costs of healthcare because the benefits are fixed at a predetermined amount.

Pension Benefit Plans

We sponsor two pension plans that together provide benefits to substantially all former employees of a previously acquired company. Future benefits for both plans have been frozen.

Other Employee Benefits

Deferred Compensation Plans

We maintain unfunded, nonqualified deferred compensation plans for certain members of management and nonemployee directors (each a "participant"). The amount of compensation deferred by each participant is based on participant elections. Participant accounts are credited with income primarily based on a fixed annual rate. Participants are eligible to receive distributions of the amounts credited to their account based on elected deferral periods that are consistent with the plans and applicable tax law. We have purchased life insurance policies to fund a portion of the unfunded obligation related to our deferred compensation plans. As of December 31, 2008 and 2007, the cash surrender value of these policies, which are recorded in other noncurrent assets, was approximately $147 million and $112 million, respectively.

Deferred Compensation Plans

Year ended December 31 (in millions)	2008	2007	2006
Benefit obligation	**$797**	$672	$554
Interest expense	**$ 76**	$ 65	$ 50

Split Dollar Life Insurance

We also have collateral assignment split-dollar life insurance agreements with select key employees that require us to bear certain insurance-related costs. Under some of these agreements, our obligation to provide benefits to the employees extends beyond retirement.

On January 1, 2008, in connection with the adoption of EITF 06-10, we adjusted beginning retained earnings and recorded a liability of $132 million for the present value of the postretirement benefit obligation related to our split-dollar life insurance agreements (see Note 3). As of December 31, 2008, this benefit obligation was $145 million. The related expenses were $24 million for the year ended December 31, 2008.

Retirement Investment Plans

We sponsor several 401(k) retirement plans that allow eligible employees to contribute a portion of their compensation through payroll deductions in accordance with specified guidelines. We match a percentage of the employees' contributions up to certain limits. For the years ended December 31, 2008, 2007 and 2006, expenses related to these plans amounted to $178 million, $150 million and $125 million, respectively.

Note 11: Stockholders' Equity

Common Stock

In the aggregate, holders of our Class A common stock have 66⅔% of the voting power of our common stock and holders of our Class B common stock have 33⅓% of the voting power of our common stock. Our Class A Special common stock is generally nonvoting. Each share of our Class B common stock is entitled to 15 votes. The number of votes held by each share of our Class A common stock depends on the number of shares of Class A and Class B common stock outstanding at any given time. The 33⅓% aggregate voting power of our Class B common stock cannot be diluted by additional issuances of any other class of common stock. Our Class B common stock is convertible, share for share, into Class A or Class A Special common stock, subject to certain restrictions.

Share Repurchase and Dividends

In 2007, our Board of Directors authorized a $7 billion addition to our existing share repurchase authorization. Under this authorization, we may repurchase shares in the open market or in private transactions, subject to market conditions. As of December 31, 2008, we had approximately $4.1 billion of availability remaining under our share repurchase authorization. We have previously indicated our plan to fully use our remaining share repurchase authorization by the end of 2009, subject to market conditions. However, due to difficult economic conditions and instability in the capital markets, it is unlikely we will complete our share repurchase authorization by the end of 2009 as previously planned. The table below shows our aggregate repurchases during 2008, 2007 and 2006.

Share Repurchases

(in millions)	2008	2007	2006
Aggregate consideration	**$2,800**	$3,102	$2,347
Shares repurchased	**141**	133	113

Our Board of Directors declared a dividend of $0.0625 per share for each quarter in 2008, totaling approximately $727 million, of which approximately $547 million was paid in 2008. We expect to continue to pay quarterly dividends, though each subsequent dividend is subject to approval by our Board of Directors. We did not declare or pay any cash dividends in 2007 or 2006.

Accumulated Other Comprehensive Income (Loss)

The table below presents our accumulated other comprehensive income (loss), net of taxes.

Year ended December 31 (in millions)	2008	2007
Unrealized gains (losses) on marketable securities	**$ 19**	$ 27
Unrealized gains (losses) on cash flow hedges	**(97)**	(110)
Unrealized gains (losses) on employee benefit obligations	**(31)**	24
Cumulative translation adjustments	**(4)**	3
Accumulated other comprehensive income (loss)	**$ (113)**	$ (56)

Unrealized losses on cash flow hedges in the table above relate to our interest rate lock agreements entered into to fix the interest rates of certain of our debt obligations in advance of their issuance. Unless we retire this debt early, these unrealized losses as of December 31, 2008 will be reclassified as an adjustment to interest expense over 9 years, the same period over which the related interest costs are recognized in earnings.

Note 12: Share-Based Compensation

Our Board of Directors may grant share-based awards, in the form of stock options and RSUs, to certain employees and directors. Additionally, through our employee stock purchase plan, employees are able to purchase shares of Comcast Class A stock at a discount through payroll deductions.

Recognized Share-Based Compensation Expense Under SFAS 123R

Year ended December 31 (in millions)	2008	2007	2006
Stock options	**$ 99**	$ 74	$120
Restricted share units	**96**	79	62
Employee stock purchase plan	**13**	11	8
Total	**$208**	$164	$190
Tax benefit	**$ 71**	$ 56	$ 66

As of December 31, 2008, we had unrecognized pretax compensation expense of $292 million and $279 million related to nonvested stock options and nonvested RSUs, respectively, that will be recognized over a weighted average period of approximately 2.0 years. The amount of share-based compensation capitalized was not material to our consolidated financial statements for the periods presented.

When stock options are exercised or RSU awards are settled through the issuance of shares, any income tax benefit realized in excess of the amount associated with compensation expense that was previously recognized for financial reporting purposes is presented as a financing activity rather than as an operating activity in our consolidated statement of cash flows. The excess cash income tax benefit classified as a financing cash inflow in 2008, 2007 and 2006 was approximately $15 million, $33 million and $33 million, respectively.

Option Plans

We maintain stock option plans for certain employees under which fixed-price stock options may be granted and the option price is generally not less than the fair value of a share of the underlying stock at the date of grant. Under our stock option plans, a combined total of approximately 226 million shares of our Class A and Class A Special common stock are reserved for the exercise of stock options, including those outstanding as of December 31, 2008. Option terms are generally 10 years, with options generally becoming exercisable between 2 and 9.5 years from the date of grant.

We use the Black-Scholes option pricing model to estimate the fair value of each stock option on the date of grant. The Black-Scholes option pricing model uses the assumptions summarized in the table below. Dividend yield is based on the yield at the date of grant. Expected volatility is based on a blend of implied and historical volatility of our Class A common stock. The risk-free rate is based on the U.S. Treasury yield curve in effect at the date of grant. We use historical data on the exercise of stock options and other factors expected to impact holders' behavior to estimate the expected term of the options granted. The table below summarizes the weighted-average fair values at the date of grant of a Class A common stock option granted under our stock option plans and the related weighted-average valuation assumptions.

Stock Option Fair Value and Significant Assumptions

	2008	2007	2006
Fair value	**$ 6.47**	$ 9.61	$ 7.30
Dividend yield	**1.3%**	0%	0%
Expected volatility	**32.8%**	24.3%	26.9%
Risk-free interest rate	**3.0%**	4.5%	4.8%
Expected option life (in years)	**7.0**	7.0	7.0

In 2007, we began granting net settled stock options instead of stock options exercised with a cash payment ("cash settled stock options"). In net settled stock options, an employee receives the number of shares equal to the number of options being exercised less the number of shares necessary to satisfy the cost to exercise the options and, if applicable, taxes due on exercise based on the fair value of the shares at the exercise date. The change to net settled stock options will result in fewer shares being issued and no cash proceeds being received by us when a net settled option is exercised. Following the change, we offered employees the opportunity to modify their outstanding stock options from cash settled to net settled. The modifications that were made did not result in any additional compensation expense.

2008 Stock Option Activity

	Cash Settled Options (in thousands)	Net Settled Options (in thousands)	Weighted-Average Exercise Price	Weighted-Average Remaining Contractual Term (in years)	Aggregate Intrinsic Value (in millions)
Class A Common Stock					
Outstanding as of January 1, 2008	56,272	62,246	$ 25.07		
Modified (cash-settled to net-settled)	(505)	505	$ 19.14		
Granted	—	24,728	$ 18.98		
Exercised	(2,254)	(1,245)	$ 18.10		
Forfeited	(986)	(2,911)	$ 21.16		
Expired	(6,216)	(2,408)	$ 36.84		
Outstanding as of December 31, 2008	46,311	80,915	$ 23.41	5.6	$ 2.1
Weighted-average exercise price, as of December 31, 2008	$ 25.91	$ 21.96			
Exercisable as of December 31, 2008	38,598	27,937	$ 25.89	3.5	$ 1.1
Weighted-average exercise price, as of December 31, 2008	$ 27.38	$ 23.83			
Class A Special Common Stock					
Outstanding as of January 1, 2008	15,206	41,396	$ 22.41		
Modified (cash-settled to net-settled)	(962)	962	$ 27.89		
Exercised	(1,747)	(5,679)	$ 11.29		
Forfeited	(11)	(2)	$ 23.44		
Expired	(815)	(79)	$ 24.41		
Outstanding as of December 31, 2008	11,671	36,598	$ 24.08	2.0	$ 2.6
Weighted-average exercise price, as of December 31, 2008	$ 23.34	$ 24.32			
Exercisable as of December 31, 2008	11,232	32,489	$ 24.15	1.9	$ 2.3
Weighted-average exercise price, as of December 31, 2008	$ 23.47	$ 24.39			

Cash received from cash settled options exercised during the year ended December 31, 2008 was $49 million.

The table below summarizes information on exercised stock options.

Year ended December 31 (in millions)	**2008**	2007	2006
Intrinsic value of options exercised	**$ 85**	$ 171	$ 180
Tax benefit of options exercised	**$ 30**	$ 58	$ 62

The stock option information above does not include 9.0 million stock options outstanding, with a weighted average exercise price of $31.41 per share, for the year ended December 31, 2008. These stock options were issued under a stock option liquidity program in 2005 and will expire by the end of 2012.

We also maintain a deferred stock option plan for certain employees and directors that provided the optionees with the opportunity to defer the receipt of shares of Class A or Class A Special common stock that would otherwise be deliverable when the stock options are exercised. As of December 31, 2008, approximately 2.0 million shares of Class A Special common stock were issuable under exercised options, the receipt of which was irrevocably deferred by the optionees under the deferred stock option plan.

Restricted Stock Plan

We maintain a restricted stock plan under which certain employees and directors ("participants") may be granted RSU awards in units of Class A or Class A Special common stock. Under the restricted stock plan, a combined total of approximately 50 million shares of our Class A and Class A Special common stock are reserved for issuance, including those outstanding as of December 31, 2008. RSUs, which are valued based on the closing price on the date of grant and discounted for the lack of dividends, if any, during the vesting period, entitle participants to receive, at the time of vesting, one share of common stock for each RSU. The awards vest annually, generally over a period not to exceed 5 years, and do not have voting or dividend rights.

The table below summarizes the weighted-average fair value at the date of grant of the RSUs.

	2008	2007	2006
Weighted-average fair value	**$ 18.06**	$ 25.65	$ 19.98

2008 Restricted Stock Plan Activity

	Nonvested Restricted Share Unit Awards (in thousands)	Weighted-Average Grant Date Fair Value
Class A Common Stock		
Nonvested awards as of January 1, 2008	**16,456**	$ 21.97
Granted	**8,652**	$ 18.06
Vested	**(3,342)**	$ 21.64
Forfeited	**(1,430)**	$ 20.87
Nonvested awards as of December 31, 2008	**20,336**	**$ 19.64**

The table below summarizes information on vested RSUs.

Year ended December 31 (in millions)	**2008**	2007	2006
Fair value of RSUs vested	**$ 65**	$ 75	$ 32
Tax benefit of RSUs vested	**$ 23**	$ 24	$ 9

The restricted stock plan also provides certain employees and directors the opportunity to defer the receipt of shares of Class A or Class A Special common stock that would otherwise be deliverable when their RSUs vest. As of December 31, 2008, approximately 941,000 and 89,000 shares of Class A common stock and Class A Special common stock, respectively, were issuable under vested RSU awards, the receipt of which was irrevocably deferred by participants.

Employee Stock Purchase Plan

We maintain an employee stock purchase plan that offers employees the opportunity to purchase shares of Class A common stock at a 15% discount. We recognize the fair value of the discount associated with shares purchased under the plan as share-based compensation expense in accordance with SFAS No. 123R. The employee cost associated with participation in the plan was satisfied with payroll withholdings of approximately $50 million, $48 million and $35 million in 2008, 2007 and 2006, respectively.

Note 13: Income Taxes

Components of Income Tax (Expense) Benefit

Year ended December 31 (in millions)	**2008**	2007	2006
Current (expense) benefit			
Federal	**$ (751)**	$ (1,280)	$ (887)
State	**(287)**	(273)	(77)
	(1,038)	(1,553)	(964)
Deferred (expense) benefit			
Federal	**(547)**	(128)	(301)
State	**52**	(119)	(82)
	(495)	(247)	(383)
Income tax (expense) benefit	**$ (1,533)**	$ (1,800)	$ (1,347)

Our income tax expense differs from the federal statutory amount because of the effect of the items detailed in the table below.

Year ended December 31 (in millions)	**2008**	2007	2006
Federal tax at statutory rate	**$ (1,420)**	$ (1,522)	$ (1,258)
State income taxes, net of federal benefit	**(45)**	(153)	(132)
Nondeductible losses from joint ventures and equity in net (losses) income of affiliates, net	**1**	3	18
Adjustments to uncertain and effectively settled tax positions	**(34)**	(35)	93
Accrued interest on uncertain and effectively settled tax positions	**(65)**	(110)	64
Other	**30**	17	(132)
Income tax expense	**$ (1,533)**	$ (1,800)	$ (1,347)

Components of Net Deferred Tax Liability

December 31 (in millions)	2008	2007
Deferred Tax Assets:		
Net operating loss carryforwards	**$ 220**	$ 252
Differences between book and tax basis of long-term debt	**153**	163
Nondeductible accruals and other	**1,351**	1,225
	1,724	1,640
Deferred Tax Liabilities:		
Differences between book and tax basis of property and equipment and intangible assets	**27,354**	25,935
Differences between book and tax basis of investments	**588**	1,542
Differences between book and tax basis of indexed debt securities	**472**	829
	28,414	28,306
Net deferred tax liability	**$ 26,690**	$ 26,666

Changes in net deferred income tax liabilities in 2008 that were not recorded as deferred income tax expense relate to reductions in deferred income tax liabilities of $79 million associated with acquisition-related purchase price allocations, of $365 million related to the settlement of an uncertain tax position of an acquired entity and of $27 million associated with items included in other comprehensive income (loss).

Net deferred tax assets included in current assets are primarily related to our current investments and current liabilities. As of December 31, 2008, we had federal net operating loss carryforwards of $229 million and various state net operating loss carryforwards that expire in periods through 2028. The determination of the state net operating loss carryforwards is dependent on our subsidiaries' taxable income or loss, apportionment percentages, and state laws that can change from year to year and impact the amount of such carryforwards.

In 2008, 2007 and 2006, income tax benefits attributable to share-based compensation of approximately $28 million, $49 million and $60 million, respectively, were allocated to stockholders' equity.

Uncertain Tax Positions

We adopted FIN 48 on January 1, 2007, at which time we recorded a cumulative effect adjustment increasing retained earnings by $60 million. Our uncertain tax positions as of December 31, 2008 totaled $1.45 billion, excluding the federal benefits on state tax positions that have been recorded as deferred income taxes. If we were to recognize the tax benefit for such positions in the future, approximately $1.2 billion would impact our effective tax rate with the remaining amount impacting deferred income taxes.

Reconciliation of Unrecognized Tax Benefits

(in millions)	2008	2007
Balance as of January 1	**$ 1,921**	$ 2,099
Additions based on tax positions related to the current year	**55**	65
Additions based on tax positions related to prior years	**30**	18
Reductions for tax positions of prior years	**(411)**	(157)
Reductions due to expiration of statute of limitations	**(3)**	(3)
Settlements with taxing authorities	**(142)**	(101)
Balance as of December 31	**$ 1,450**	$ 1,921

As of December 31, 2008 and 2007, we had accrued approximately $787 million and $766 million, respectively, of interest associated with our uncertain tax positions.

During 2008, we recognized approximately $411 million of income tax benefits as a result of the settlement of an uncertain tax position of an acquired entity. The tax position related to the deductibility of certain costs incurred in connection with a business acquisition. The primary impacts of the settlement were reductions to our deferred income tax and other long-term liabilities of approximately $542 million, a reduction to goodwill of approximately $477 million and a reduction to income tax expense of approximately $65 million.

We are litigating an uncertain tax position which is scheduled for trial in October 2009. As a result, it is reasonably possible that our uncertain tax positions could significantly change within the next 12 months. We are unable to estimate the range of possible change.

During 2007, the Internal Revenue Service ("IRS") completed its examination of our income tax returns for the years 2000 through 2004. The IRS proposed certain adjustments that relate primarily to certain financing transactions. We are currently disputing those proposed adjustments, but if the adjustments are sustained, they would not have a material impact on our effective tax rate. The IRS is currently examining our 2005 and 2006 tax returns and various states are currently conducting examinations of our income tax returns for years through 2007. In addition, the statutes of limitations could expire for certain of our tax returns over the next 12 months, which could result in decreases to our uncertain tax positions. These adjustments are not expected to have a material impact on our effective tax rate.

Note 14: Statement of Cash Flows — Supplemental Information

Cash Payments for Interest and Income Taxes

Year ended December 31 (in millions)	2008	2007	2006
Interest	**$ 2,256**	$ 2,134	$ 1,880
Income taxes	**$ 762**	$ 1,638	$ 1,284

Noncash Financing and Investing Activities
During 2008, we:

- exchanged our 50% interest in the Insight asset pool for Insight's 50% interest in the Comcast asset pool, which is a noncash investing activity
- recorded a liability of approximately $180 million for a quarterly cash dividend of $0.0625 per common share paid in January 2009, which is a noncash financing activity
- acquired approximately $559 million of property and equipment and software that are accrued but unpaid, which is a noncash investing activity
- issued an interest in a consolidated entity with a value of approximately $145 million in exchange for certain programming rights, which is a noncash investing activity

During 2007, we:

- exchanged our 50% interest in the Kansas City asset pool for TWC's 50% interest in the Houston asset pool, which is a noncash investing activity
- settled the remaining outstanding $49 million face amount of exchangeable notes by delivering approximately 1.8 million of the 2.2 million underlying Vodafone ADRs to the counterparty, which is a noncash financing and investing activity
- entered into capital leases totaling $46 million, which is a noncash investing and financing activity
- acquired approximately $593 million of property and equipment and software that are accrued but unpaid, which is a noncash investing activity

During 2006, we:

- exchanged investments for cable systems in the redemptions with a fair value of approximately $3.2 billion and cable systems for cable systems in the exchanges with a fair value of approximately $8.5 billion, which are noncash investing activities
- acquired an additional equity interest with a fair value of $21 million and recorded a liability for a corresponding amount in connection with our achievement of certain customer launch milestones, which is a noncash investing and operating activity
- assumed a $185 million principal amount variable-rate term loan in connection with the Susquehanna transaction, which is a noncash financing and investing activity
- acquired approximately $314 million of property and equipment and software that are accrued but unpaid, which is a noncash investing activity

Note 15: Commitments and Contingencies

Commitments
Our programming networks have entered into license agreements for programs and sporting events that are available for telecast. In addition, we, through Comcast Spectacor, have employment agreements with both players and coaches of our professional sports teams. Certain of these employment agreements, which provide for payments that are guaranteed regardless of employee injury or termination, are covered by disability insurance if certain conditions are met.

One of our subsidiaries supports debt compliance with respect to obligations of a cable television investment in which we hold an ownership interest. The obligation expires March 2011. Although there can be no assurance, we believe that we will not be required to meet our obligation under such commitment. The total notional amount of our commitment was $410 million as of December 31, 2008, at which time there were no quoted market prices for similar agreements. This amount reflects a decrease of approximately $555 million from December 31, 2007, primarily as a result of the Insight transaction (see Note 5).

The table below summarizes our minimum annual commitments under the programming license agreements of our programming networks and regional sports networks and our minimum annual rental commitments for office space, equipment and transponder service agreements under noncancelable operating leases.

As of December 31, 2008 (in millions)	Program License Agreements	Operating Leases
2009	$ 559	$ 385
2010	$ 593	$ 317
2011	$ 578	$ 225
2012	$ 510	$ 176
2013	$ 516	$ 152
Thereafter	$ 5,145	$ 833

The following table summarizes our rental expense and programming license expense charged to operations:

Year ended December 31 (in millions)	2008	2007	2006
Rental expense	**$ 436**	$ 358	$ 273
Programming license expense	**$ 548**	$ 484	$ 350

Contingencies

We and the minority owner group in Comcast Spectacor each have the right to initiate an exit process under which the fair market value of Comcast Spectacor would be determined by appraisal. Following such determination, we would have the option to acquire the 24.3% interest in Comcast Spectacor owned by the minority owner group based on the appraised fair market value. In the event we do not exercise this option, we and the minority owner group would then be required to use our best efforts to sell Comcast Spectacor. This exit process includes the minority owner group's interest in Comcast SportsNet (Philadelphia).

The minority owners in certain of our technology development ventures also have rights to trigger an exit process after a certain period of time based on the fair value of the entities at the time the exit process is triggered.

Antitrust Cases

We are defendants in two purported class actions originally filed in December 2003 in the United States District Courts for the District of Massachusetts and the Eastern District of Pennsylvania. The potential class in the Massachusetts case is our subscriber base in the "Boston Cluster" area, and the potential class in the Pennsylvania case is our subscriber base in the "Philadelphia and Chicago Clusters," as those terms are defined in the complaints. In each case, the plaintiffs allege that certain subscriber exchange transactions with other cable providers resulted in unlawful horizontal market restraints in those areas and seek damages under antitrust statutes, including treble damages.

Our motion to dismiss the Pennsylvania case on the pleadings was denied in December 2006 and classes of Philadelphia Cluster and Chicago Cluster subscribers were certified in May 2007 and October 2007, respectively. Our motion to dismiss the Massachusetts case, which was transferred to the Eastern District of Pennsylvania in December 2006, was denied in July 2007. We are proceeding with discovery on plaintiffs' claims concerning the Philadelphia Cluster. Plaintiffs' claims concerning the other two clusters are stayed pending determination of the Philadelphia Cluster claims.

In addition, we are among the defendants in a purported class action filed in the United States District Court for the Central District of California ("Central District") in September 2007. The plaintiffs allege that the defendants who produce video programming have entered into agreements with the defendants who distribute video programming via cable and satellite (including us, among others), which preclude the distributors from reselling channels to subscribers on an "unbundled" basis in violation of federal antitrust laws. The plaintiffs seek treble damages for the loss of their ability to pick and choose the specific "bundled" channels to which they wish to subscribe, and injunctive relief requiring each distributor defendant to resell certain channels to its subscribers on an "unbundled" basis. The potential class is comprised of all persons residing in the United States who have subscribed to an expanded basic level of video service provided by one of the distributor defendants. We and the other defendants filed motions to dismiss an amended complaint in April 2008. In June 2008, the Central District denied the motions to dismiss. In July 2008, we and the other defendants filed motions to certify certain issues decided in the Central District's June 2008 order for interlocutory appeal to the Ninth Circuit Court of Appeals. On August 8, 2008, the Central District denied the certification motions. In January 2009, the Central District approved a stipulation between the parties dismissing the action as to one of the two plaintiffs identified in the amended complaint as a Comcast subscriber. Discovery relevant to plaintiffs' anticipated motion for class certification is currently proceeding, with plaintiffs scheduled to file their class certification motion in April 2009.

Securities and Related Litigation

We and several of our current and former officers were named as defendants in a purported class action lawsuit filed in the United States District Court for the Eastern District of Pennsylvania ("Eastern District") in January 2008. We filed a motion to dismiss the case in February 2008. The plaintiff did not respond, but instead sought leave to amend the complaint, which the court granted. The plaintiff filed an amended complaint in May 2008 naming only us and two current officers as defendants. The alleged class was comprised of purchasers of our publicly issued securities between February 1, 2007 and December 4, 2007. The plaintiff asserted that during the alleged class period, the defendants violated federal securities laws through alleged material misstatements and omissions relating to forecast results for 2007. The plaintiff sought unspecified damages. In June 2008, we filed a motion to dismiss the amended complaint. In an order dated August 25, 2008, the Court granted our motion to dismiss and denied the plaintiff permission to amend the complaint again. The plaintiff has not timely appealed the Court's decision, so the dismissal of this case is final.

We and several of our current officers have been named as defendants in a separate purported class action lawsuit filed in the Eastern District in February 2008. The alleged class comprises participants in our retirement-investment (401(k)) plan that invested in the plan's company stock account. The plaintiff asserts that the defendants breached their fiduciary duties in managing the plan. The plaintiff seeks unspecified damages. The plaintiff filed an amended complaint in June 2008, and in July 2008 we filed a motion to dismiss the amended complaint. On October 29, 2008,

the Court granted in part and denied in part that motion. The Court dismissed a claim alleging that defendants failed to provide complete and accurate disclosures concerning the plan, but did not dismiss claims alleging that plan assets were imprudently invested in company stock. We filed an answer to the amended complaint on December 11, 2008, and discovery is proceeding in the action.

Patent Litigation

We are a defendant in several unrelated lawsuits claiming infringement of various patents relating to various aspects of our businesses. In certain of these cases other industry participants are also defendants, and also in certain of these cases we expect that any potential liability would be in part or in whole the responsibility of our equipment vendors under applicable contractual indemnification provisions.

* * *

We believe the claims in each of the actions described above in this item are without merit and intend to defend the actions vigorously. Although we cannot predict the outcome of any of the actions described above or how the final resolution of any such actions would impact our results of operations or cash flows for any one period or our consolidated financial condition, the final disposition of any of the above actions is not expected to have a material adverse effect on our consolidated financial position, but could possibly be material to our consolidated results of operations or cash flows for any one period.

Other

We are subject to other legal proceedings and claims that arise in the ordinary course of our business. While the amount of ultimate liability with respect to such actions is not expected to materially affect our financial position, results of operations or cash flows, any litigation resulting from any such legal proceedings or claims could be time consuming, costly and injure our reputation.

Note 16: Financial Data by Business Segment

Our reportable segments consist of our Cable and Programming businesses. In evaluating the profitability of our segments, the components of net income (loss) below operating income (loss) before depreciation and amortization are not separately evaluated by our management. Assets are not allocated to segments for management reporting although approximately 95% of our assets relate to the Cable segment. Our financial data by business segment is presented in the table below.

(in millions)	Cable[a][b]	Programming[c]	Corporate and Other[d][e]	Eliminations[e][f]	Total
2008					
Revenue[g]	**$ 32,443**	**$ 1,426**	**$ 644**	**$ (257)**	**$ 34,256**
Operating income (loss) before depreciation and amortization[h]	**13,170**	**362**	**(399)**	**(1)**	**13,132**
Depreciation and amortization	**6,125**	**199**	**107**	**(31)**	**6,400**
Operating income (loss)	**7,045**	**163**	**(506)**	**30**	**6,732**
Capital expenditures	**5,545**	**44**	**161**	**—**	**5,750**
2007					
Revenue[g]	$ 29,305	$ 1,314	$ 515	$ (239)	$ 30,895
Operating income (loss) before depreciation and amortization[h]	11,922	286	(425)	3	11,786
Depreciation and amortization	5,924	223	100	(39)	6,208
Operating income (loss)	5,998	63	(525)	42	5,578
Capital expenditures	5,993	35	130	—	6,158
2006					
Revenue[g]	$ 24,042	$ 1,054	$ 412	$ (542)	$ 24,966
Operating income (loss) before depreciation and amortization[h]	9,667	239	(318)	(146)	9,442
Depreciation and amortization	4,657	167	79	(80)	4,823
Operating income (loss)	5,010	72	(397)	(66)	4,619
Capital expenditures	4,244	16	31	104	4,395

(a) For the years ended December 31, 2008, 2007 and 2006, Cable segment revenue was derived from the following services:

	2008	2007	2006
Video	58.0%	60.4%	62.6%
High-speed Internet	22.3%	21.9%	20.6%
Phone	8.2%	6.0%	3.8%
Advertising	4.7%	5.2%	6.1%
Franchise fees	2.8%	2.8%	3.0%
Other	4.0%	3.7%	3.9%
Total	100.0%	100.0%	100.0%

Subscription revenue received from customers who purchase bundled services at a discounted rate is allocated proportionally to each service based on the individual service's price on a stand-alone basis.

(b) Our Cable segment includes our regional sports networks.

(c) Our Programming segment consists primarily of our consolidated national programming networks, including E!, Golf Channel, VERSUS, G4 and Style.

(d) Corporate and Other activities include Comcast Interactive Media, Comcast Spectacor, a portion of operating results of our less than wholly owned technology development ventures (see "(e)" below), corporate activities and all other businesses not presented in our Cable or Programming segments.

(e) We consolidate our less than wholly owned technology development ventures that we control or of which we are considered the primary beneficiary. These ventures are with various corporate partners, such as Motorola and Gemstar. The ventures have been created to share the costs of development of new technologies for set-top boxes and other devices. The results of these entities are included within Corporate and Other except for cost allocations, which are made to the Cable segment based on our percentage ownership in each entity.

(f) Included in the Eliminations column are transactions that our segments enter into with one another. The most common types of transactions are the following:

- our Programming segment generates revenue by selling cable network programming to our Cable segment, which represents a substantial majority of the revenue elimination amount
- our Cable segment receives incentives offered by our Programming segment when negotiating programming contracts that are recorded as a reduction of programming expenses
- our Cable segment generates revenue by selling advertising and by selling the use of satellite feeds to our Programming segment
- our Cable segment generates revenue by providing network services to Comcast Interactive Media

(g) Non-U.S. revenue was not significant in any period. No single customer accounted for a significant amount of our revenue in any period.

(h) To measure the performance of our operating segments, we use operating income before depreciation and amortization, excluding impairments related to fixed and intangible assets, and gains or losses from the sale of assets, if any. This measure eliminates the significant level of noncash depreciation and amortization expense that results from the capital-intensive nature of our businesses and from intangible assets recognized in business combinations. It is also unaffected by our capital structure or investment activities. We use this measure to evaluate our consolidated operating performance, the operating performance of our operating segments, and to allocate resources and capital to our operating segments. It is also a significant performance measure in our annual incentive compensation programs. We believe that this measure is useful to investors because it is one of the bases for comparing our operating performance with other companies in our industries, although our measure may not be directly comparable to similar measures used by other companies. This measure should not be considered a substitute for operating income (loss), net income (loss), net cash provided by operating activities or other measures of performance or liquidity reported in accordance with GAAP.

Note 17: Quarterly Financial Information (Unaudited)

(In millions, except per share data)	First Quarter	Second Quarter	Third Quarter	Fourth Quarter	Total Year
2008					
Revenue	**$ 8,389**	**$ 8,553**	**$ 8,549**	**$ 8,765**	**$ 34,256**
Operating income	**$ 1,555**	**$ 1,750**	**$ 1,670**	**$ 1,757**	**$ 6,732**
Net income	**$ 732**	**$ 632**	**$ 771**	**$ 412**	**$ 2,547**
Basic earnings per common share	**$ 0.24**	**$ 0.21**	**$ 0.26**	**$ 0.14**	**$ 0.87**
Diluted earnings per common share	**$ 0.24**	**$ 0.21**	**$ 0.26**	**$ 0.14**	**$ 0.86**
Dividends declared per common share	**$ 0.0625**	**$ 0.0625**	**$ 0.0625**	**$ 0.0625**	**$ 0.25**
2007					
Revenue	$ 7,388	$ 7,712	$ 7,781	$ 8,014	$ 30,895
Operating income	$ 1,261	$ 1,468	$ 1,391	$ 1,458	$ 5,578
Net income	$ 837	$ 588	$ 560	$ 602	$ 2,587
Basic earnings per common share	$ 0.27	$ 0.19	$ 0.18	$ 0.20	$ 0.84
Diluted earnings per common share	$ 0.26	$ 0.19	$ 0.18	$ 0.20	$ 0.83
Dividends declared per common share	$ —	$ —	$ —	$ —	$ —

Note 18: Condensed Consolidating Financial Information

Comcast Corporation and five of our cable holding company subsidiaries, Comcast Cable Communications, LLC ("CCCL"), Comcast Cable Communications Holdings, Inc. ("CCCH"), Comcast MO Group, Inc. ("Comcast MO Group"), Comcast Cable Holdings, LLC ("CCH") and Comcast MO of Delaware, LLC ("Comcast MO of Delaware"), have fully and unconditionally guaranteed each other's debt securities. Comcast MO Group, CCH and Comcast MO of Delaware are collectively referred to as the "Combined CCHMO Parents."

Comcast Corporation has unconditionally guaranteed Comcast Holdings' ZONES due October 2029 and its 10⅝% Senior Subordinated Debentures due 2012. Our condensed consolidating financial information is presented in the tables below.

Condensed Consolidating Balance Sheet
As of December 31, 2008

(in millions)	Comcast Parent	CCCL Parent	CCCH Parent	Combined CCHMO Parents	Comcast Holdings	Non-Guarantor Subsidiaries	Elimination and Consolidation Adjustments	Consolidated Comcast Corporation
Assets								
Cash and cash equivalents	$ —	$ —	$ —	$ —	$ —	$ 1,195	$ —	$ 1,195
Investments	—	—	—	—	—	59	—	59
Accounts receivable, net	—	—	—	—	—	1,626	—	1,626
Other current assets	171	8	—	—	—	657	—	836
Total current assets	171	8	—	—	—	3,537	—	3,716
Investments	—	—	—	—	—	4,783	—	4,783
Investments in and amounts due from subsidiaries eliminated upon consolidation	70,076	34,499	43,536	46,314	26,519	4,471	(225,415)	—
Property and equipment, net	306	—	—	—	—	24,138	—	24,444
Franchise rights	—	—	—	—	—	59,449	—	59,449
Goodwill	—	—	—	—	—	14,889	—	14,889
Other intangible assets, net	1	—	—	—	—	4,557	—	4,558
Other noncurrent assets, net	603	7	14	—	17	537	—	1,178
Total assets	**$ 71,157**	**$ 34,514**	**$ 43,550**	**$ 46,314**	**$ 26,536**	**$ 116,361**	**$ (225,415)**	**$ 113,017**
Liabilities and Stockholders' Equity								
Accounts payable and accrued expenses related to trade creditors	$ 196	$ —	$ —	$ —	$ —	$ 3,197	$ —	$ 3,393
Accrued expenses and other current liabilities	810	224	73	87	129	1,945	—	3,268
Current portion of long-term debt	1,242	1,006	—	—	—	30	—	2,278
Total current liabilities	2,248	1,230	73	87	129	5,172	—	8,939
Long-term debt, less current portion	19,839	2,294	4,462	2,691	610	282	—	30,178
Deferred income taxes	7,160	—	—	—	656	19,166	—	26,982
Other noncurrent liabilities	1,460	—	—	—	119	4,592	—	6,171
Minority interest	—	—	—	—	—	297	—	297
Stockholders' Equity								
Common stock	33	—	—	—	—	—	—	33
Other stockholders' equity	40,417	30,990	39,015	43,536	25,022	86,852	(225,415)	40,417
Total stockholders' equity	40,450	30,990	39,015	43,536	25,022	86,852	(225,415)	40,450
Total liabilities and stockholders' equity	**$ 71,157**	**$ 34,514**	**$ 43,550**	**$ 46,314**	**$ 26,536**	**$ 116,361**	**$ (225,415)**	**$ 113,017**

Condensed Consolidating Balance Sheet
As of December 31, 2007

(in millions)	Comcast Parent	CCCL Parent	CCCH Parent	Combined CCHMO Parents	Comcast Holdings	Non-Guarantor Subsidiaries	Elimination and Consolidation Adjustments	Consolidated Comcast Corporation
Assets								
Cash and cash equivalents	$ —	$ —	$ —	$ —	$ —	$ 963	$ —	$ 963
Investments	—	—	—	—	—	98	—	98
Accounts receivable, net	—	—	—	—	—	1,645	—	1,645
Other current assets	100	—	—	—	—	861	—	961
Total current assets	100	—	—	—	—	3,567	—	3,667
Investments	—	—	—	—	—	7,963	—	7,963
Investments in and amounts due from subsidiaries eliminated upon consolidation	67,903	32,760	40,240	43,356	25,815	2,244	(212,318)	—
Property and equipment, net	208	—	—	—	—	23,416	—	23,624
Franchise rights	—	—	—	—	—	58,077	—	58,077
Goodwill	—	—	—	—	—	14,705	—	14,705
Other intangible assets, net	—	—	—	—	—	4,739	—	4,739
Other noncurrent assets, net	281	11	17	—	30	303	—	642
Total assets	**$ 68,492**	**$ 32,771**	**$ 40,257**	**$ 43,356**	**$ 25,845**	**$ 115,014**	**$ (212,318)**	**$ 113,417**
Liabilities and Stockholders' Equity								
Accounts payable and accrued expenses related to trade creditors	$ 10	$ 3	$ —	$ —	$ —	$ 3,323	$ —	$ 3,336
Accrued expenses and other current liabilities	694	267	75	98	74	1,913	—	3,121
Current portion of long-term debt	—	1,142	—	305	—	48	—	1,495
Total current liabilities	704	1,412	75	403	74	5,284	—	7,952
Long-term debt, less current portion	19,133	3,294	3,498	2,713	908	282	—	29,828
Deferred income taxes	6,256	—	—	—	1,015	19,609	—	26,880
Other noncurrent liabilities	1,059	6	—	—	116	5,986	—	7,167
Minority interest	—	—	—	—	—	250	—	250
Stockholders' Equity								
Common stock	34	—	—	—	—	—	—	34
Other stockholders' equity	41,306	28,059	36,684	40,240	23,732	83,603	(212,318)	41,306
Total stockholders' equity	41,340	28,059	36,684	40,240	23,732	83,603	(212,318)	41,340
Total liabilities and stockholders' equity	**$ 68,492**	**$ 32,771**	**$ 40,257**	**$ 43,356**	**$ 25,845**	**$ 115,014**	**$ (212,318)**	**$ 113,417**

Condensed Consolidating Statement of Operations
For the Year Ended December 31, 2008

(in millions)	Comcast Parent	CCCL Parent	CCCH Parent	Combined CCHMO Parents	Comcast Holdings	Non-Guarantor Subsidiaries	Elimination and Consolidation Adjustments	Consolidated Comcast Corporation
Revenue								
Service revenue	$ —	$ —	$ —	$ —	$ —	$ 34,256	$ —	$34,256
Management fee revenue	735	226	413	413	—	—	(1,787)	—
	735	226	413	413	—	34,256	(1,787)	34,256
Costs and Expenses								
Operating (excluding depreciation)	—	—	—	—	—	13,472	—	13,472
Selling, general and administrative	358	226	413	413	53	7,976	(1,787)	7,652
Depreciation	23	—	—	—	—	5,434	—	5,457
Amortization	—	—	—	—	—	943	—	943
	381	226	413	413	53	27,825	(1,787)	27,524
Operating income (loss)	354	—	—	—	(53)	6,431	—	6,732
Other Income (Expense)								
Interest expense	(1,307)	(298)	(334)	(212)	(146)	(142)	—	(2,439)
Investment income (loss), net	(40)	—	—	—	57	72	—	89
Equity in net income (losses) of affiliates	3,196	1,712	2,704	2,842	1,455	24	(11,972)	(39)
Other income (expense)	(5)	—	—	—	—	(280)	—	(285)
	1,844	1,414	2,370	2,630	1,366	(326)	(11,972)	(2,674)
Income (loss) from continuing operations before income taxes and minority interest	2,198	1,414	2,370	2,630	1,313	6,105	(11,972)	4,058
Income tax (expense) benefit	349	104	117	74	50	(2,227)	—	(1,533)
Income (loss) from continuing operations before minority interest	2,547	1,518	2,487	2,704	1,363	3,878	(11,972)	2,525
Minority interest	—	—	—	—	—	22	—	22
Net income (loss)	**$ 2,547**	**$ 1,518**	**$ 2,487**	**$ 2,704**	**$ 1,363**	**$ 3,900**	**$ (11,972)**	**$ 2,547**

Condensed Consolidating Statement of Operations
For the Year Ended December 31, 2007

(in millions)	Comcast Parent	CCCL Parent	CCCH Parent	Combined CCHMO Parents	Comcast Holdings	Non-Guarantor Subsidiaries	Elimination and Consolidation Adjustments	Consolidated Comcast Corporation
Revenue								
Service revenue	$ —	$ —	$ —	$ —	$ —	$30,895	$ —	$ 30,895
Management fee revenue	630	213	338	338	—	—	(1,519)	—
	630	213	338	338	—	30,895	(1,519)	30,895
Costs and Expenses								
Operating (excluding depreciation)	—	—	—	—	—	12,169	—	12,169
Selling, general and administrative	297	213	338	338	17	7,256	(1,519)	6,940
Depreciation	6	—	—	—	—	5,101	—	5,107
Amortization	—	—	—	—	—	1,101	—	1,101
	303	213	338	338	17	25,627	(1,519)	25,317
Operating income (loss)	327	—	—	—	(17)	5,268	—	5,578
Other Income (Expense)								
Interest expense	(1,116)	(363)	(321)	(234)	(95)	(160)	—	(2,289)
Investment income (loss), net	7	—	5	—	70	519	—	601
Equity in net income (losses) of affiliates	3,095	1,551	2,274	2,427	1,305	(52)	(10,663)	(63)
Other income (expense)	1	—	—	—	—	521	—	522
	1,987	1,188	1,958	2,193	1,280	828	(10,663)	(1,229)
Income (loss) from continuing operations before income taxes and minority interest	2,314	1,188	1,958	2,193	1,263	6,096	(10,663)	4,349
Income tax (expense) benefit	273	128	112	81	15	(2,409)	—	(1,800)
Income (loss) from continuing operations before minority interest	2,587	1,316	2,070	2,274	1,278	3,687	(10,663)	2,549
Minority interest	—	—	—	—	—	38	—	38
Net income (loss)	**$ 2,587**	**$ 1,316**	**$ 2,070**	**$ 2,274**	**$ 1,278**	**$ 3,725**	**$ (10,663)**	**$ 2,587**

Condensed Consolidating Statement of Operations
For the Year Ended December 31, 2006

(in millions)	Comcast Parent	CCCL Parent	CCCH Parent	Combined CCHMO Parents	Comcast Holdings	Non-Guarantor Subsidiaries	Elimination and Consolidation Adjustments	Consolidated Comcast Corporation
Revenue								
Service revenue	$ —	$ —	$ —	$ —	$ —	$ 24,966	$ —	$ 24,966
Management fee revenue	526	193	298	298	8	—	(1,323)	—
	526	193	298	298	8	24,966	(1,323)	24,966
Costs and Expenses								
Operating (excluding depreciation)	—	—	—	—	—	9,819	—	9,819
Selling, general and administrative	256	193	298	298	16	5,967	(1,323)	5,705
Depreciation	8	—	—	—	2	3,818	—	3,828
Amortization	—	—	—	—	4	991	—	995
	264	193	298	298	22	20,595	(1,323)	20,347
Operating income (loss)	262	—	—	—	(14)	4,371	—	4,619
Other Income (Expense)								
Interest expense	(776)	(400)	(325)	(259)	(68)	(236)	—	(2,064)
Investment income (loss), net	—	—	—	—	34	956	—	990
Equity in net income (losses) of affiliates	2,867	1,509	1,900	2,069	1,266	(79)	(9,597)	(65)
Other income (expense)	—	—	—	—	—	114	—	114
	2,091	1,109	1,575	1,810	1,232	755	(9,597)	(1,025)
Income (loss) from continuing operations before income taxes and minority interest	2,353	1,109	1,575	1,810	1,218	5,126	(9,597)	3,594
Income tax (expense) benefit	180	143	114	90	26	(1,900)	—	(1,347)
Income (loss) from continuing operations before minority interest	2,533	1,252	1,689	1,900	1,244	3,226	(9,597)	2,247
Minority interest	—	—	—	—	—	(12)	—	(12)
Income (loss) from continuing operations	2,533	1,252	1,689	1,900	1,244	3,214	(9,597)	2,235
Income from discontinued operations, net of tax	—	—	—	—	—	103	—	103
Gain on discontinued operations, net of tax	—	—	—	—	—	195	—	195
Net income (loss)	**$ 2,533**	**$ 1,252**	**$ 1,689**	**$ 1,900**	**$ 1,244**	**$ 3,512**	**$ (9,597)**	**$ 2,533**

Condensed Consolidating Statement of Cash Flows
For the Year Ended December 31, 2008

(in millions)	Comcast Parent	CCCL Parent	CCCH Parent	Combined CCHMO Parents	Comcast Holdings	Non-Guarantor Subsidiaries	Elimination and Consolidation Adjustments	Consolidated Comcast Corporation
Operating Activities								
Net cash provided by (used in) operating activities	$ (446)	$ (241)	$ (200)	$ (175)	$ 9	$ 11,284	$ —	$ 10,231
Financing Activities								
Proceeds from borrowings	1,998	—	1,510	—	—	27	—	3,535
Retirements and repayments of debt	(308)	(1,150)	(541)	(300)	(263)	(48)	—	(2,610)
Repurchases of common stock	(2,800)	—	—	—	—	—	—	(2,800)
Dividends paid	(547)	—	—	—	—	—	—	(547)
Issuances of common stock	53	—	—	—	—	—	—	53
Other	(3)	—	—	—	(56)	(94)	—	(153)
Net cash provided by (used in) financing activities	(1,607)	(1,150)	969	(300)	(319)	(115)	—	(2,522)
Investing Activities								
Net transactions with affiliates	2,269	1,391	(769)	475	310	(3,676)	—	—
Capital expenditures	(140)	—	—	—	—	(5,610)	—	(5,750)
Cash paid for intangible assets	—	—	—	—	—	(527)	—	(527)
Acquisitions, net of cash acquired	—	—	—	—	—	(738)	—	(738)
Proceeds from sales of investments	—	—	—	—	—	737	—	737
Purchases of investments	—	—	—	—	—	(1,167)	—	(1,167)
Other	(76)	—	—	—	—	44	—	(32)
Net cash provided by (used in) investing activities	2,053	1,391	(769)	475	310	(10,937)	—	(7,477)
Increase (decrease) in cash and cash equivalents	—	—	—	—	—	232	—	232
Cash and cash equivalents, beginning of period	—	—	—	—	—	963	—	963
Cash and cash equivalents, end of period	**$ —**	**$ —**	**$ —**	**$ —**	**$ —**	**$ 1,195**	**$ —**	**$ 1,195**

Condensed Consolidating Statement of Cash Flows
For the Year Ended December 31, 2007

(in millions)	Comcast Parent	CCCL Parent	CCCH Parent	Combined CCHMO Parents	Comcast Holdings	Non-Guarantor Subsidiaries	Elimination and Consolidation Adjustments	Consolidated Comcast Corporation
Operating Activities								
Net cash provided by (used in) operating activities	$ (516)	$ (246)	$ (199)	$ (186)	$ (20)	$ 9,356	$ —	$ 8,189
Financing Activities								
Proceeds from borrowings	3,695	—	—	—	—	18	—	3,713
Retirements and repayments of debt	—	(600)	—	(245)	—	(556)	—	(1,401)
Repurchases of common stock	(3,102)	—	—	—	—	—	—	(3,102)
Issuances of common stock	412	—	—	—	—	—	—	412
Other	(12)	—	—	(8)	—	82	—	62
Net cash provided by (used in) financing activities	993	(600)	—	(253)	—	(456)	—	(316)
Investing Activities								
Net transactions with affiliates	(372)	846	199	439	20	(1,132)	—	—
Capital expenditures	(110)	—	—	—	—	(6,048)	—	(6,158)
Cash paid for intangible assets	—	—	—	—	—	(406)	—	(406)
Acquisitions, net of cash acquired	—	—	—	—	—	(1,319)	—	(1,319)
Proceeds from sales of investments	—	—	—	—	—	1,761	—	1,761
Purchases of investments	—	—	—	—	—	(2,089)	—	(2,089)
Other	(72)	—	—	—	—	134	—	62
Net cash provided by (used in) investing activities	(554)	846	199	439	20	(9,099)	—	(8,149)
Increase (decrease) in cash and cash equivalents	(77)	—	—	—	—	(199)	—	(276)
Cash and cash equivalents, beginning of period	77	—	—	—	—	1,162	—	1,239
Cash and cash equivalents, end of period	**$ —**	**$ —**	**$ —**	**$ —**	**$ —**	**$ 963**	**$ —**	**$ 963**

Condensed Consolidating Statement of Cash Flows
For the Year Ended December 31, 2006

(in millions)	Comcast Parent	CCCL Parent	CCCH Parent	Combined CCHMO Parents	Comcast Holdings	Non-Guarantor Subsidiaries	Elimination and Consolidation Adjustments	Consolidated Comcast Corporation
Operating Activities								
Net cash provided by (used in) operating activities	$ 90	$ (240)	$ (226)	$ (224)	$ 20	$ 7,198	$ —	$ 6,618
Financing Activities								
Proceeds from borrowings	7,474	—	—	—	—	23	—	7,497
Retirements and repayments of debt	(350)	(619)	—	(988)	(27)	(55)	—	(2,039)
Repurchases of common stock	(2,347)	—	—	—	—	—	—	(2,347)
Issuances of common stock	410	—	—	—	—	—	—	410
Other	33	—	—	—	—	(8)	—	25
Net cash provided by (used in) financing activities	5,220	(619)	—	(988)	(27)	(40)	—	3,546
Investing Activities								
Net transactions with affiliates	(5,272)	859	226	1,212	(3)	2,978	—	—
Capital expenditures	(8)	—	—	—	—	(4,387)	—	(4,395)
Cash paid for intangible assets	—	—	—	—	—	(306)	—	(306)
Acquisitions, net of cash acquired	—	—	—	—	—	(5,110)	—	(5,110)
Proceeds from sales of investments	47	—	—	—	10	2,663	—	2,720
Purchases of investments	—	—	—	—	—	(2,812)	—	(2,812)
Other	—	—	—	—	—	31	—	31
Net cash provided by (used in) investing activities	(5,233)	859	226	1,212	7	(6,943)	—	(9,872)
Increase (decrease) in cash and cash equivalents	77	—	—	—	—	215	—	292
Cash and cash equivalents, beginning of period	—	—	—	—	—	947	—	947
Cash and cash equivalents, end of period	**$ 77**	**$ —**	**$ —**	**$ —**	**$ —**	**$ 1,162**	**$ —**	**$ 1,239**

Item 9: Changes in and Disagreements With Accountants on Accounting and Financial Disclosure

None.

Item 9A: Controls and Procedures

Conclusions regarding disclosure controls and procedures
Our principal executive and principal financial officers, after evaluating the effectiveness of our disclosure controls and procedures (as defined in the Securities Exchange Act of 1934 Rules 13a-15(e) and 15d-15(e)) as of the end of the period covered by this report, have concluded that, based on the evaluation of these controls and procedures required by paragraph (b) of Exchange Act Rules 13a-15 or 15d-15, our disclosure controls and procedures were effective.

Management's annual report on internal control over financial reporting
Refer to Management's Report on Internal Control Over Financial Reporting on page 39.

Attestation report of the registered public accounting firm
Refer to Report of Independent Registered Public Accounting Firm on page 40.

Changes in internal control over financial reporting
There were no changes in our internal control over financial reporting identified in connection with the evaluation required by paragraph (d) of Exchange Act Rules 13a-15 or 15d-15 that occurred during our last fiscal quarter that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

Item 9B: Other Information

None.

Part III

Item 10: Directors and Executive Officers of the Registrant

Except for the information regarding executive officers required by Item 401 of Regulation S-K, we incorporate the information required by this item by reference to our definitive proxy statement for our annual meeting of shareholders presently scheduled to be held in May 2009. We refer to this proxy statement as the 2009 Proxy Statement.

Except for our Chairman and CEO (who continues in these offices through May 26, 2010 or earlier upon his death, resignation or removal), the term of office of each of our officers continues until his or her successor is selected and qualified, or until his or her earlier death, resignation or removal. The following table sets forth information concerning our executive officers, including their ages, positions and tenure as of December 31, 2008:

Name	Age	Officer Since	Position with Comcast
Brian L. Roberts	49	1986	Chairman and CEO; President
Michael J. Angelakis	44	2007	Executive Vice President; Chief Financial Officer
Stephen B. Burke	50	1998	Executive Vice President; Chief Operating Officer; President, Comcast Cable
David L. Cohen	53	2002	Executive Vice President
Arthur R. Block	53	1993	Senior Vice President; General Counsel; Secretary
Lawrence J. Salva	52	2000	Senior Vice President; Chief Accounting Officer; Controller

Brian L. Roberts has served as a director and as our President and Chief Executive Officer for more than five years and our Chairman of the Board since May 2004. As of December 31, 2008, Mr. Roberts had sole voting power over approximately 33 1/3% of the combined voting power of our two classes of voting common stock. He is a son of Mr. Ralph J. Roberts. Mr. Roberts is also a director of Comcast Holdings, a director of the National Cable and Telecommunications Association and Chairman of CableLabs.

Michael J. Angelakis has served as Executive Vice President and Chief Financial Officer of Comcast Corporation since March 2007. Before March 2007, Mr. Angelakis served as Managing Director and as a member of the Management and Investment Committees of Providence Equity Partners for more than five years. Mr. Angelakis is also a director of Comcast Holdings.

Stephen B. Burke has served as our Chief Operating Officer since July 2004 and as our Executive Vice President and President of Comcast Cable and Comcast Cable Communications Holdings for more than five years. Mr. Burke is also a director of JPMorgan Chase & Company.

David L. Cohen has served as an Executive Vice President for more than five years. Mr. Cohen is also a director of Comcast Holdings.

Arthur R. Block has served as our Senior Vice President, General Counsel and Secretary for more than five years. Mr. Block is also a director of Comcast Holdings.

Lawrence J. Salva has served as our Senior Vice President and Controller for more than five years and as Chief Accounting Officer since May 2004.

Item 11: Executive Compensation

We incorporate the information required by this item by reference to our 2009 Proxy Statement.

Item 12: Security Ownership of Certain Beneficial Owners and Management

We incorporate the information required by this item by reference to our 2009 Proxy Statement.

Item 13: Certain Relationships and Related Transactions

We incorporate the information required by this item by reference to our 2009 Proxy Statement.

Item 14: Principal Accountant Fees and Services

We incorporate the information required by this item by reference to our 2009 Proxy Statement.

We will file our 2009 Proxy Statement for our annual meeting of shareholders with the SEC on or before April 30, 2009.

Part IV

Item 15: Exhibits and Financial Statement Schedules

(a) Our consolidated financial statements are filed as a part of this report on Form 10-K in Item 8, Financial Statements and Supplementary Data, and a list of the consolidated financial statements are found on page 38 of this report. Schedule II, Valuation and Qualifying Accounts, is found on page 87 of this report; all other financial statement schedules are omitted because the required information is not applicable, or because the information required is included in the consolidated financial statements and notes thereto.

(b) Exhibits required to be filed by Item 601 of Regulation S-K:

3.1 Restated Articles of Incorporation of Comcast Corporation (incorporated by reference to Exhibit 3.1 to our Annual Report on Form 10-K for the year ended December 31, 2005).

3.2 Restated and Amended By-Laws of Comcast Corporation as of October 8, 2008.

4.1 Specimen Class A Common Stock Certificate (incorporated by reference to Exhibit 4.1 to our Annual Report on Form 10-K for the year ended December 31, 2002).

4.2 Specimen Class A Special Common Stock Certificate (incorporated by reference to Exhibit 4.2 to our Annual Report on Form 10-K for the year ended December 31, 2002).

4.3 Rights Agreement dated as of November 18, 2002, between Comcast Corporation and Computershare Trust Company, N.A. (f/k/a EquiServe Trust Company, N.A.), as Rights Agent, which includes the Form of Certificate of Designation of Series A Participant's Cumulative Preferred Stock as Exhibit A and the Form of Right Certificate as Exhibit B (incorporated by reference to our registration statement on Form 8-A12g filed on November 18, 2002).

4.4 Indenture, dated January 7, 2003, between Comcast Corporation, Comcast Cable Communications, LLC (f/k/a Comcast Cable Communications, Inc.), Comcast Cable Communications Holdings, Inc., Comcast Cable Holdings, LLC, Comcast MO Group, Inc. and The Bank of New York Mellon (f/k/a The Bank of New York), as Trustee relating to our 5.85% Notes due 2010, 6.50% Notes due 2015, 5.50% Notes due 2011, 7.05% Notes due 2033, 5.30% Notes due 2014, 4.95% Notes due 2016, 5.65% Notes due 2035, 5.45% Notes due 2010, 5.85% Notes due 2015, 6.50% Notes due 2035, 5.90% Notes due 2016, 6.45% Notes due 2037, 7.00% Notes due 2055, Floating Rate Notes due 2009, 6.50% Notes due 2017, 7.00% Notes due 2055 Series B, 5.875% Notes due 2018, 6.45% Notes due 2037, 6.625% Notes due 2056, 6.30% Notes due 2017, 6.95% Notes due 2037, 5.70% Notes due 2018, and 6.40% Notes due 2038.

4.5 Supplemental Indenture, dated March 25, 2003, to the Indenture between Comcast Corporation, Comcast Cable Holdings, LLC, Comcast Cable Communications Holdings, Inc., Comcast Cable Communications, LLC (f/k/a Comcast Cable Communications, Inc.), Comcast MO Group, Inc., Comcast MO of Delaware, LLC (f/k/a Comcast MO of Delaware, Inc.) and The Bank of New York Mellon (f/k/a The Bank of New York), as Trustee, dated January 7, 2003.

Certain instruments defining the rights of holders of long-term obligation of the registrant and certain of its subsidiaries (the total amount of securities authorized under each of which does not exceed ten percent of the total assets of the registrant and its subsidiaries on a consolidated basis), are omitted pursuant to Item 601(b)(4)(iii)(A) of Regulation S-K. We agree to furnish copies of any such instruments to the SEC upon request.

10.1 Amended and restated Five Year Revolving Credit Agreement dated as of January 30, 2008 among Comcast Corporation, Comcast Cable Communications Holdings, Inc., the Financial Institutions party thereto and JP Morgan Chase Bank, N.A., as Administrative Agent (incorporated by reference to Exhibit 10.53 to our Annual Report on Form 10-K for the year ended December 31, 2007).

10.2* Comcast Corporation 2002 Stock Option Plan, as amended and restated effective December 9, 2008.

10.3* Comcast Corporation 2003 Stock Option Plan, as amended and restated effective December 9, 2008.

10.4* Comcast Corporation 2002 Deferred Stock Option Plan, as amended and restated effective October 7, 2008 (incorporated by reference to Exhibit 10.2 to our Quarterly Report on Form 10-Q for the quarter ended September 30, 2008).

10.5* Comcast Corporation 2002 Deferred Compensation Plan, as amended and restated effective January 1, 2008 (incorporated by reference to Exhibit 10.5 to our Annual Report on Form 10-K for the year ended December 31, 2007).

10.6* Comcast Corporation 2005 Deferred Compensation Plan, as amended and restated effective May 13, 2008 (incorporated by reference to Exhibit 10.1 to our Quarterly Report on Form 10-Q for the quarter ended June 30, 2008).

10.7* Comcast Corporation 2002 Restricted Stock Plan, as amended and restated effective December 9, 2008.

10.8* 1992 Executive Split Dollar Insurance Plan (incorporated by reference to Exhibit 10.12 to the Comcast Holdings Corporation Annual Report on Form 10-K for the year ended December 31, 1992).

10.9* Comcast Corporation 2006 Cash Bonus Plan, as amended and restated effective February 28, 2007 (incorporated by reference to Exhibit 10.4 to our Quarterly Report on Form 10-Q for the quarter ended March 31, 2007).

10.10* Comcast Corporation 2003 Cable Division Advertising/Sales Group Long Term Incentive Plan, as amended and restated effective January 1, 2007 (incorporated by reference to Exhibit 10.11 to our Annual Report on Form 10-K for the year ended December 31, 2007).

10.11* Comcast Corporation Retirement Investment Plan, as amended and restated effective October 7, 2008 (incorporated by reference to Exhibit 10.3 to our Quarterly Report on Form 10-Q for the quarter ended September 30, 2008).

10.12* Comcast Corporation 2002 Non-Employee Director Compensation Plan, as amended and restated effective October 3, 2007 (incorporated by reference to Exhibit 10.13 to our Annual Report on Form 10-K for the year ended December 31, 2007).

10.13* Comcast Corporation 2002 Employee Stock Purchase Plan, as amended and restated effective January 1, 2008 (incorporated by reference to Exhibit 10.2 to our Quarterly Report on Form 10-Q for the quarter ended June 30, 2008).

10.14* Comcast Corporation Supplemental Executive Retirement Plan, as amended and restated effective January 1, 2005 (incorporated by reference to Exhibit 10.15 to our Annual Report on Form 10-K for the year ended December 31, 2007).

10.15* Certificate of Interest of Julian Brodsky under the Comcast Holdings Corporation Unfunded Plan of Deferred Compensation (incorporated by reference to Exhibit 10.21 to our Annual Report on Form 10-K for the year ended December 31, 2002).

10.16* Employment Agreement between Comcast Holdings Corporation and Julian A. Brodsky, dated as of May 1, 2002 (incorporated by reference to Exhibit 10.22 to our Annual Report on Form 10-K for the year ended December 31, 2002).

10.17* Amendment to Employment Agreement between Comcast Holdings Corporation and Julian A. Brodsky, dated as of November 18, 2002 (incorporated by reference to Exhibit 10.23 to our Annual Report on Form 10-K for the year ended December 31, 2002).

10.18* Employment Agreement between Comcast Corporation and Stephen B. Burke dated November 22, 2005 (incorporated by reference to Exhibit 99.1 to our Current Report on Form 8-K filed on November 23, 2005).

10.19* Amendment No. 1 to Employment Agreement between Comcast Corporation and Stephen B. Burke dated January 25, 2006 (incorporated by reference to Exhibit 10.23 to our Annual Report on Form 10-K for the year ended December 31, 2005).

10.20* Employment Agreement between Comcast Corporation and David L. Cohen dated November 7, 2005 (incorporated by reference to Exhibit 99.2 to our Current Report on Form 8-K filed on November 10, 2005).

10.21* Amendment No. 1 to Employment Agreement between Comcast Corporation and David L. Cohen dated November 11, 2005 (incorporated by reference to Exhibit 10.25 to our Annual Report on Form 10-K for the year ended December 31, 2005).

10.22* Amendment No. 2 to Employment Agreement between Comcast Corporation and David L. Cohen dated January 25, 2006 (incorporated by reference to Exhibit 10.26 to our Annual Report on Form 10-K for the year ended December 31, 2005).

10.23* Employment Agreement between Comcast Corporation and Brian L. Roberts, dated as of June 1, 2005 (incorporated by reference to Exhibit 99.1 to our Current Report on Form 8-K filed on August 5, 2005).

10.24* Term Life Insurance Premium and Tax Bonus Agreement between Comcast Holdings Corporation and Brian L. Roberts, dated as of September 23, 1998 (incorporated by reference to Exhibit 10.1 to our Quarterly Report on Form 10-Q for the quarter ended March 31, 2003).

10.25* Amendment to Term Life Insurance Premium and Tax Bonus Agreement between Comcast Corporation and Brian L. Roberts, dated as of May 22, 2006 (incorporated by reference to Exhibit 10.1 to our Quarterly Report on Form 10-Q for the quarter ended June 30, 2006).

10.26* Life Insurance Premium and Tax Bonus Agreement between Comcast Corporation and Brian L. Roberts, dated as of May 22, 2006 (incorporated by reference to Exhibit 10.2 to our Quarterly Report on Form 10-Q for the quarter ended June 30, 2006).

10.27*	Amendment to Life Insurance Premium and Tax Bonus Agreement between Comcast Corporation and Brian L. Roberts, dated as of September 15, 2006 (incorporated by reference to Exhibit 10.1 to our Quarterly Report on Form 10-Q for the quarter ended September 30, 2006).
10.28*	Employment Agreement between Comcast Corporation and Ralph J. Roberts dated as of December 27, 2007 (incorporated by reference to Exhibit 99.1 to our Current Report on Form 8-K filed on December 28, 2007).
10.29*	Amendment to Employment Agreement between Comcast Corporation and Ralph J. Roberts dated as of January 1, 2008 (incorporated by reference to Exhibit 99.1 to our Current Report on Form 8-K filed on February 13, 2008).
10.30*	Compensation and Deferred Compensation Agreement and Stock Appreciation Bonus Plan between Comcast Holdings Corporation and Ralph J. Roberts, as amended and restated March 16, 1994 (incorporated by reference to Exhibit 10.13 to the Comcast Holdings Corporation Annual Report on Form 10-K for the year ended December 31, 1993).
10.31*	Compensation and Deferred Compensation Agreement between Comcast Holdings Corporation and Ralph J. Roberts, as amended and restated August 31, 1998 (incorporated by reference to Exhibit 10.1 to the Comcast Holdings Corporation Quarterly Report on Form 10-Q for the quarter ended September 30, 1998).
10.32*	Amendment Agreement to Compensation and Deferred Compensation Agreement between Comcast Holdings Corporation and Ralph J. Roberts, dated as of August 19, 1999 (incorporated by reference to Exhibit 10.2 to the Comcast Holdings Corporation Quarterly Report on Form 10-Q for the quarter ended March 31, 2000).
10.33*	Amendment to Compensation and Deferred Compensation Agreement between Comcast Holdings Corporation and Ralph J. Roberts, dated as of June 5, 2001 (incorporated by reference to Exhibit 10.8 to the Comcast Holdings Corporation Annual Report on Form 10-K for the year ended December 31, 2001).
10.34*	Amendment to Compensation and Deferred Compensation Agreement between Comcast Holdings Corporation and Ralph J. Roberts, dated as of January 24, 2002 (incorporated by reference to Exhibit 10.16 to our Annual Report on Form 10-K for the year ended December 31, 2002).
10.35*	Amendment to Compensation and Deferred Compensation Agreement between Comcast Holdings Corporation and Ralph J. Roberts, dated as of November 18, 2002 (incorporated by reference to Exhibit 10.17 to our Annual Report on Form 10-K for the year ended December 31, 2002).
10.36*	Insurance Premium Termination Agreement between Comcast Corporation and Ralph J. Roberts, effective January 30, 2004 (incorporated by reference to Exhibit 10.1 to our Quarterly Report on Form 10-Q for the quarter ended March 31, 2004).
10.37*	Employment Agreement between Comcast Corporation and Michael J. Angelakis dated as of November 20, 2006 (incorporated by reference to Exhibit 99.1 to our Current Report on Form 8-K filed on November 28, 2006).
10.38*	Form of Amendment, dated as of December 16, 2008, to the Employment Agreements with Ralph J. Roberts, Brian L. Roberts, Michael J. Angelakis, Stephen B. Burke, and David L. Cohen.
10.39*	Form of Restricted Stock Unit Award under the Comcast Corporation 2002 Restricted Stock Plan.
10.40*	Form of Non-Qualified Stock Option under the Comcast Corporation 2003 Stock Option Plan.
10.41*	Form of Restricted Stock Unit Award under the Comcast Corporation 2002 Restricted Stock Plan.
12.1	Statement of Earnings to fixed charges and earnings to combined fixed charges and preferred dividends.
21	List of subsidiaries.
23.1	Consent of Deloitte & Touche LLP.
31	Certification of Chief Executive Officer and Chief Financial Officer pursuant to Section 302 of the Sarbanes- Oxley Act of 2002.
32	Certification of Chief Executive Officer and Chief Financial Officer pursuant to Section 906 of the Sarbanes- Oxley Act of 2002.

* Constitutes a management contract or compensatory plan or arrangement.

Signatures

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized in Philadelphia, Pennsylvania on February 20, 2009.

By: /s/ BRIAN L. ROBERTS
Brian L. Roberts
Chairman and CEO

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated.

Signature	Title	Date
/s/ BRIAN L. ROBERTS Brian L. Roberts	Chairman and CEO; Director (Principal Executive Officer)	February 20, 2009
/s/ RALPH J. ROBERTS Ralph J. Roberts	Founder; Chairman Emeritus of the Board	February 20, 2009
/s/ JULIAN A. BRODSKY Julian A. Brodsky	Non-Executive Vice Chairman; Director	February 20, 2009
/s/ MICHAEL J. ANGELAKIS Michael J. Angelakis	Executive Vice President (Principal Financial Officer)	February 20, 2009
/s/ LAWRENCE J. SALVA Lawrence J. Salva	Senior Vice President, Chief Accounting Officer and Controller (Principal Accounting Officer)	February 20, 2009
/s/ S. DECKER ANSTROM S. Decker Anstrom	Director	February 20, 2009
/s/ KENNETH J. BACON Kenneth J. Bacon	Director	February 20, 2009
/s/ SHELDON M. BONOVITZ Sheldon M. Bonovitz	Director	February 20, 2009
/s/ EDWARD D. BREEN Edward D. Breen	Director	February 20, 2009
/s/ JOSEPH J. COLLINS Joseph J. Collins	Director	February 20, 2009
/s/ J. MICHAEL COOK J. Michael Cook	Director	February 20, 2009
/s/ GERALD L. HASSELL Gerald L. Hassell	Director	February 20, 2009
/s/ JEFFREY A. HONICKMAN Jeffrey A. Honickman	Director	February 20, 2009
/s/ DR. JUDITH RODIN Dr. Judith Rodin	Director	February 20, 2009
/s/ MICHAEL I. SOVERN Michael I. Sovern	Director	February 20, 2009

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2009 ANNUAL REPORT

STATEMENT OF CAPITAL EXPENDITURES AND MAJOR EQUIPMENT EXPENDITURES

AUGUST 30, 2009

Statement of Major Capital Equipment and Expenditures

Actual 2008

Funds were designated for the purchase of Digital converters in the amount of $130,120 and High Definition converter boxes in the amount of $752,275. An additional $574,250 was designated for Digital Video Recorders (DVR) and $1,358,000 for HD DVRs. Total projected converters expenditures are $2,634,645. A year-end estimate of expenditures is $285,000.

Projected 2009

Comcast plans to designate approximately $255,450 for network extensions in the City of Alexandria. In addition, funds will be designated for the purchase of Digital converters in the amount of $284,024 and High Definition converter boxes in the amount of $315,293. Funds in the amount of $1,320,155 will be designated for HD DVRs. Total projected converter expenditures are $1,919,472.



2009 ANNUAL REPORT

CONSTRUCTION PLAN

AUGUST 30, 2009

CONSTRUCTION UPDATE

Through June 30, 2009 the construction department has designed, constructed and activated .14 miles of cable plant that included both coaxial and fiber hardline.

The Headend has been working on the deployment of additional HD channels for the customers

The Headend has been working on the technology required to rollout DOCSID 3.0 providing higher upload and download speeds to the customers

Comcast staff worked the City's IT department in the upgrade of equipment for the Institutional Network, as well as individual site problems.

Video On Demand hours were increased to 10,000 hours

Deployment of Comcast Digital Voice service continues to grow.



2009 ANNUAL REPORT

COMCAST OFFICERS AND BOARD OF DIRECTORS

AUGUST 30, 2009



Notice of 2009 Annual Meeting of Shareholders of Comcast Corporation

Date:	May 13, 2009	
Time:	Doors open:	8:00 a.m. Eastern Daylight Time
	Meeting begins:	9:00 a.m. Eastern Daylight Time
Place:	Pennsylvania Convention Center One Convention Center Place 1101 Arch Street Philadelphia, Pennsylvania 19107	

Purposes:

- Elect directors
- Ratify the appointment of our independent auditors
- Approve our 2002 Employee Stock Purchase Plan, as amended and restated
- Approve our 2002 Restricted Stock Plan, as amended and restated
- Approve our 2003 Stock Option Plan, as amended and restated
- Vote on four shareholder proposals
- Conduct other business if properly raised

All shareholders are cordially invited to attend the meeting. Travel directions can be found on page 74 of the attached proxy statement. At the meeting you will hear a report on our business and have an opportunity to meet our directors and executive officers.

Only shareholders of record on March 4, 2009 may vote at the meeting. Attendance at the meeting is limited to shareholders of record and one guest per shareholder. If the meeting is adjourned because a quorum is not present, those shareholders who attend the reconvened adjourned meeting shall constitute a quorum for the purpose of acting upon the matters presented at the adjourned meeting pursuant to the rules described in "Outstanding Shares and Voting Rights" in the attached proxy statement.

We are pleased to take advantage of the Securities and Exchange Commission rule allowing companies to furnish proxy materials to their shareholders via the Internet. We believe that the e-proxy process expedites shareholders' receipt of proxy materials and lowers the costs and reduces the environmental impact of our annual meeting of shareholders. Accordingly, we have mailed to our shareholders of record and beneficial owners a Notice of Internet Availability of Proxy Materials containing instructions on how to access the attached proxy statement and our Annual Report on Form 10-K via the Internet and how to vote online. The Notice of Internet Availability of Proxy Materials and the attached proxy statement also contain instructions on how you can receive a paper copy of the proxy materials. If you elect to receive a printed copy of our proxy materials, our 2008 Annual Report on Form 10-K will be mailed to you along with this proxy statement.

The Notice of Internet Availability of Proxy Materials is being mailed to our shareholders beginning on or about April 3, 2009. The attached proxy statement is being made available to our shareholders beginning on or about April 3, 2009.

Your vote is important. Please vote your shares promptly. To vote your shares, you can use the Internet as described in the Notice of Internet Availability of Proxy Materials, in the attached proxy statement and on your proxy card; call the toll-free telephone number as described in the attached proxy statement and on your proxy card; or complete, sign and date your proxy card and return your proxy card by mail.

ARTHUR R. BLOCK
Secretary

April 3, 2009

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* * *

Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to Be Held on May 13, 2009. Our proxy statement and our Annual Report on Form 10-K for the fiscal year ended December 31, 2008 are available at www.proxyvote.com.



PROXY STATEMENT

GENERAL INFORMATION

Who May Vote

Holders of record of Comcast Corporation's ("Comcast," the "Company" or "our," "we" or "us") Class A and Class B common stock at the close of business on March 4, 2009 may vote at the annual meeting of shareholders. Holders of our Class A Special common stock are not entitled to vote at the meeting. This proxy statement is made available to holders of Class A Special common stock for informational purposes only. The Notice of Internet Availability of Proxy Materials is being mailed to our shareholders beginning on or about April 3, 2009. This proxy statement is being made available to our shareholders beginning on or about April 3, 2009.

How to Vote

You may vote in person at the meeting or by proxy. We recommend that you vote by proxy even if you plan to attend the meeting. You can always change your vote at the meeting.

How Proxies Work

Our Board of Directors (the "Board") is asking for your proxy. Giving us your proxy means you authorize us to vote your shares at the meeting in the manner you direct. You may vote for all, some or none of our director candidates. You may also vote for or against the other proposals or abstain from voting.

You can vote by proxy in any of the following ways:

- *Via the Internet:* Go to www.proxyvote.com and follow the instructions outlined on the secure Web site.
- *By telephone:* Call toll free 1-800-690-6903 and follow the instructions provided on the recorded message. If you hold shares beneficially, through a broker, brokerage firm, bank or other nominee, please refer to the instructions provided to you by such broker, brokerage firm, bank or other nominee, regarding voting by telephone.
- *In writing:* Complete, sign and date your proxy card and return your proxy card in the enclosed envelope.

If you vote via the Internet or by telephone, your vote must be received by 11:59 p.m. Eastern Daylight Time on May 12, 2009.

If you give us your signed proxy but do not specify how to vote, we will vote your shares in favor of the director candidates; the ratification of the appointment of our independent auditors; the approval of our 2002 Employee Stock Purchase Plan, as amended and restated; the approval of our 2002 Restricted Stock Plan, as amended and restated; the approval of our 2003 Stock Option Plan, as amended and restated; and against the four shareholder proposals.

If you hold shares in the Comcast Corporation Retirement-Investment Plan and vote, your shares will be voted as you specify on your proxy card. If you hold shares in the Comcast Corporation Retirement-Investment Plan and do not vote, or you sign and return your proxy card without voting instructions, the plan trustee will vote your shares in the same proportion on each matter as it votes shares held in the plan for which voting directions were received. *To allow sufficient time for voting by the plan trustee, your voting instructions must be received by May 8, 2009.*

Notice of Electronic Availability of Proxy Materials

Pursuant to the rules of the Securities and Exchange Commission ("SEC"), we are making this proxy statement and our Annual Report on Form 10-K available to our shareholders electronically via the Internet. Accordingly, in compliance with this e-proxy process, on or about April 3, 2009, we mailed to our shareholders of record and beneficial owners a Notice of Internet Availability of Proxy Materials (the "Notice") containing instructions on how to access this proxy statement and our Annual Report on Form 10-K via the Internet and how to vote online. As a result, unless otherwise required, you will not receive a copy of the proxy materials unless you request a copy. All shareholders will be able to access the proxy materials on a Web site referred to in the Notice and in this proxy statement and to request to receive a set of the proxy materials by mail or electronically, in either case, free of charge. If you would like to receive a printed or electronic copy of our proxy materials, you should follow the instructions for requesting such materials included in the Notice. See "Electronic Access to Proxy Materials and Annual Report on Form 10-K" on page 72 for further information on electing to receive proxy materials electronically. By participating in the e-proxy process, we will save money on the cost of printing and mailing documents to you and reduce the impact of our annual meeting of shareholders on the environment.

Matters to be Presented

We are not aware of any matters to be presented other than those described in this proxy statement. If any matters not described in this proxy statement are properly presented at the meeting, the proxies will use their own judgment to determine how to vote your shares. If the meeting is postponed or adjourned, the proxies will vote your shares on the new meeting date in accordance with your previous instructions, unless you have revoked your proxy.

Revoking a Proxy

You may revoke your proxy before it is voted by:

- Submitting a new proxy with a later date, including a proxy given via the Internet or by telephone;
- Notifying our Secretary in writing before the meeting at the address given on page 3; or
- Voting in person at the meeting.

Attending in Person

Attendance at the meeting is limited to shareholders of record and one guest per shareholder. For safety and security reasons, video and audio recording devices and other electronic devices will not be allowed in the meeting. All 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, and attendees will be subject to security inspections.

Please bring an admission ticket with you to the meeting. Shareholders who do not present an admission ticket at the meeting will be admitted only upon verification of ownership. An admission ticket is attached to your proxy card. Your Notice of Internet Availability of Proxy Materials will also serve as an admission ticket.

Alternatively, if your shares are held in the name of your bank, brokerage firm or other nominee, the voting instruction form received from your bank, brokerage firm or other nominee will also serve as an admission ticket or you may bring to the meeting an account statement or letter from the nominee indicating that you beneficially owned the shares on March 4, 2009, the record date for voting. Such account statement or letter will serve as an admission ticket.

Registered shareholders may also request a replacement admission ticket by sending a written request to Comcast Corporation, in care of Broadridge Financial Solutions, Post Office Box 9160, Farmingdale, NY 11735.

Webcast of the Meeting

We are pleased to offer an audio webcast of the annual meeting of shareholders. If you choose to listen to the audio webcast of the meeting, you may do so via a link on our Web site at www.cmcsa.com or www.cmcsk.com.

Conduct of the Meeting

The Chairman of our Board has broad authority to conduct the annual meeting of shareholders in an orderly manner. This authority includes establishing rules of conduct for shareholders who wish to address the meeting, including limiting questions to the order of business and to a certain amount of time. Copies of these rules will be available at the meeting. To ensure that the meeting is conducted in a manner that is fair to all shareholders, the Chairman may also exercise broad discretion in recognizing shareholders who wish to speak, in determining the extent of discussion on each item of business and in managing disruptions or disorderly conduct.

Additional Information on the Annual Meeting of Shareholders

If you have questions or would like more information about the annual meeting of shareholders, you can contact us in any of the following ways:

- *Via the Internet:* Go to www.proxyvote.com.
- *By telephone:* Call toll free 1-866-281-2100.
- *By writing to the following address:*

  Arthur R. Block, Secretary
  Comcast Corporation
  One Comcast Center
  Philadelphia, PA 19103

Contacting Our Board, Board Committees or Directors

Our Board has provided a process for shareholders to communicate with its members. Shareholders and other interested parties who wish to communicate with our directors may address their correspondence to the Board, to the Presiding Director, to any other particular director, to the independent or nonemployee directors or to any other group of directors or committee of the Board, in care of Arthur R. Block, Secretary, Comcast Corporation, at the address given above. You may also send an e-mail in care of the Chair of the Audit Committee of the Board by using the following e-mail address: audit_committee_chairman@comcast.com. All such communications are promptly reviewed and, as appropriate, forwarded to either the Board, the relevant committee(s) of the Board or individual or group Board or committee member(s) based on the subject matter of the communication.

Corporate Governance

Our Board has adopted corporate governance guidelines. These guidelines address items such as the standards, qualifications and responsibilities of our directors and director candidates and corporate governance policies and standards applicable to us in general. In addition, we have a code of ethics and business conduct which applies to all our employees, including our executive officers and our directors. Both the guidelines and the code are posted under the "Governance" section of our Web site at www.cmcsa.com or www.cmcsk.com. The charters of each of the Board's Audit, Compensation and Governance and Directors Nominating Committees are also posted on our Web site. More information on our Board and its committees can be found beginning on page 11.

VOTING SECURITIES AND PRINCIPAL HOLDERS

Outstanding Shares and Voting Rights

At the close of business on March 4, 2009, the record date, we had outstanding 2,061,875,000 shares of Class A common stock, 810,251,790 shares of Class A Special common stock and 9,444,375 shares of Class B common stock.

On each matter to be voted upon, the holders of Class A common stock and Class B common stock will vote together. As of the record date, each holder of Class A common stock is entitled to 0.1374 votes per share and each holder of Class B common stock is entitled to 15 votes per share. Holders of Class A Special common stock are not entitled to vote at the meeting.

All of the information in this proxy statement regarding shares outstanding, per share voting information, shares underlying option and stock awards and option exercise prices reflects the three-for-two stock split in the form of a 50% stock dividend, which was paid on February 21, 2007 to shareholders of record on February 14, 2007. In connection with the stock split, holders of Class A common stock received an additional 0.5 share of Class A common stock for each share held of record on February 14, 2007, and holders of Class A Special common stock and Class B common stock received an additional 0.5 share of Class A Special common stock for each share held of record on February 14, 2007. Each shareholder who owned an odd number of shares immediately before the stock split received cash in lieu of the fractional share to which such shareholder would otherwise have been entitled as a result of the stock split.

In order to carry on the business of the annual meeting of shareholders, we must have a quorum. This means that, for each matter presented, shareholders entitled to cast a majority of the votes that all shareholders are entitled to cast on that matter must be represented at the meeting, either in person or by proxy. If the meeting is adjourned for one or more periods aggregating at least five days due to the absence of a quorum, those shareholders who are entitled to vote and who attend the adjourned meeting, even though they do not constitute a quorum as described above, will constitute a quorum for the purpose of electing directors at such reconvened meeting. If the meeting is adjourned for one or more periods aggregating at least 15 days due to the absence of a quorum, shareholders who are entitled to vote and who attend the adjourned meeting, even though they do not constitute a quorum as described above, will constitute a quorum for the purpose of acting on any matter described in this proxy statement other than the election of directors.

The director candidates who receive the most votes will be elected to fill the available seats on our Board. Approval of the other proposals requires the favorable vote of a majority of the votes cast. Only votes for or against a proposal count. Abstentions and broker nonvotes count for quorum purposes but not for voting purposes. Broker nonvotes occur on a matter when a bank, brokerage firm or other nominee is not permitted by applicable regulatory requirements to vote on that matter without instruction from the owner of the shares and no instruction is given. Absent instructions from you, your broker may vote your shares on the election of directors and ratification of the appointment of our independent auditors, but may not vote your shares on the approval of our 2002 Employee Stock Purchase Plan, as amended and restated, the approval of our 2002 Restricted Stock Plan, as amended and restated, the approval of our 2003 Stock Option Plan, as amended and restated or the adoption of the four shareholder proposals. In addition, withheld votes in regard to the election of directors count for quorum purposes.

Principal Shareholders

This table sets forth information as of March 4, 2009 about persons we know to beneficially own more than 5% of any class of our voting common stock.

Title of Voting Class	Name and Address of Beneficial Owner	Amount Beneficially Owned	Percent of Class
Class A common stock	Dodge & Cox 555 California Street, 40th Floor San Francisco, CA 94104	183,264,565[1]	8.9%
Class A common stock	Barclays Global Investors, N.A. 400 Howard Street San Francisco, CA 94105	104,521,426[2]	5.07%
Class B common stock	Brian L. Roberts One Comcast Center Philadelphia, PA 19103	9,444,375[3]	100%

(1) This information is based upon a filing with the SEC dated February 11, 2009 made by Dodge & Cox setting forth information as of December 31, 2008.

(2) This information is based upon a filing with the SEC dated February 5, 2009 made by Barclays Global Investors, N.A. setting forth information as of December 31, 2008. Shares listed as beneficially owned by Barclays Global Investors, N.A. are owned by the following entities: Barclays Global Investors, N.A., Barclays Global Fund Advisors, Barclays Global Investors, Ltd., Barclays Global Investors Japan Limited, Barclays Global Investors Canada Limited, Barclays Global Investors Australia Limited and Barclays Global Investors (Deutschland) AG.

(3) Includes 9,039,663 shares of Class B common stock owned by a limited liability company of which Mr. Brian L. Roberts is the managing member and 404,712 shares of Class B common stock owned by certain family trusts of which Mr. Roberts and/or his descendents are the beneficiaries. The shares of Class B common stock beneficially owned by Mr. Brian L. Roberts represent 33⅓% of the combined voting power of the two classes of our voting common stock, which percentage is generally non-dilutable under the terms of our Articles of Incorporation. Under our Articles of Incorporation, each share of Class B common stock is convertible, at the shareholder's option, into a share of Class A common stock or Class A Special common stock. For information regarding Mr. Brian L. Roberts' beneficial ownership of Class A common stock, see footnote (21) under "Security Ownership of Directors, Nominees and Executive Officers" below.

Security Ownership of Directors, Nominees and Executive Officers

This table sets forth information as of February 28, 2009 about the amount of common stock beneficially owned by our current directors (all of whom are also nominees for director), the named executive officers listed in the "Summary Compensation Table for 2008" found on page 49 and our directors and executive officers as a group.

	Amount Beneficially Owned[1]			Percent of Class		
Name of Beneficial Owner	Class A[2]	Class A Special[3]	Class B	Class A[2]	Class A Special[3]	Class B
Michael J. Angelakis	356,472[4]			*		
S. Decker Anstrom	41,853	2,400		*	*	
	25,054[5]			*		
	8,104[6]			*		
Kenneth J. Bacon	45,450			*		
	25,054[5]			*		
Arthur R. Block	413,310	863,157[7]		*	*	
Sheldon M. Bonovitz	53,411[8]	209,323[9]		*	*	
	6,453[5]			*		
Edward D. Breen	10,506			*		
	25,054[5]			*		
	4,882[6]			*		
Julian A. Brodsky	443,431[10]	3,383,148[11]		*	*	
		1,918,177[5]			*	
Stephen B. Burke	1,976,769[12]	4,536,509[13]		*	*	
David L. Cohen	1,817,433[14]	759,956[15]		*	*	
Joseph J. Collins	121,225[16]			*		
	25,054[5]			*		
	5,163[6]			*		
J. Michael Cook	53,187[17]	3,450[18]		*	*	
	25,054[5]			*		
	5,378[6]			*		
Gerald L. Hassell	1,213			*		
	13,588[5]			*		
	1,213[6]			*		
Jeffrey A. Honickman	54,748[19]	10,192[20]		*	*	
	25,159[5]			*		
	4,248[6]			*		
Brian L. Roberts	3,354,083[21]	22,570,731[22]	9,444,375[23]	*	2.7%	100%[23]
Ralph J. Roberts	1,795,744	6,189,616[24]		*	*	
	685,982[5]			*		
Dr. Judith Rodin	40,718			*		
	25,054[5]			*		
	6,968[6]			*		
Michael I. Sovern	56,132			*		
	25,054[5]			*		
All directors and executive officers as a group (18 persons)	12,008,969[4] (8)(10)(12)(14)(16) (17)(19)(21)(25)(26)	41,419,648[7][9] (11)(13)(15)(18) (20)(22)(24)(25)	9,444,375[23]	*	5.0%	100%[23]

* Less than 1% of the outstanding shares of the applicable class.

(1) Beneficial ownership as reported in the above table has been determined in accordance with Rule 13d-3 under the Securities Exchange Act of 1934 (the "Exchange Act").

(2) Includes beneficial ownership of shares of Class A common stock for which the following persons hold options exercisable on or within 60 days of February 28, 2009: Mr. Angelakis, 74,320 shares;

Mr. Anstrom, 33,750 shares; Mr. Bacon, 33,750 shares; Mr. Block, 376,882 shares; Mr. Bonovitz, 33,750 shares; Mr. Breen, 5,625 shares; Mr. Brodsky, 240,000 shares; Mr. Burke, 1,670,430 shares; Mr. Cohen, 1,476,435 shares; Mr. Collins, 14,062 shares; Mr. Cook, 43,930 shares; Mr. Brian L. Roberts, 2,934,600 shares; Mr. Ralph J. Roberts, 1,705,920 shares; Dr. Rodin, 33,750 shares; Mr. Sovern, 43,932 shares; and all directors and executive officers as a group, 9,075,518 shares. Also includes beneficial ownership of shares of Class A common stock underlying restricted stock units ("RSUs") held by the following persons that vest on or within 60 days of February 28, 2009: Mr. Angelakis, 38,961 shares; Mr. Block, 24,870 shares; Mr. Burke, 114,534 shares; Mr. Cohen, 131,977 shares; Mr. Brian L. Roberts, 220,980 shares; Mr. Ralph J. Roberts, 53,783 shares; and all directors and executive officers as a group, 609,975 shares.

(3) Includes beneficial ownership of shares of Class A Special common stock for which the following persons hold options exercisable on or within 60 days of February 28, 2009: Mr. Block, 812,895 shares; Mr. Brodsky, 1,371,887 shares; Mr. Burke, 4,445,625 shares; Mr. Cohen, 739,500 shares; Mr. Brian L. Roberts, 12,738,073 shares; Mr. Ralph J. Roberts, 3,283,630 shares; and all directors and executive officers as a group, 24,356,962 shares.

(4) Includes 11,400 shares of Class A common stock owned in an individual retirement-investment account, 2,400 shares owned by his wife in an individual retirement-investment account, 17,000 shares held by him as trustee for a Qualified Terminable Interest Property trust and 9,500 shares held by him as trustee for a family trust.

(5) Represents share equivalents which will be paid at a future date in cash and/or in stock pursuant to an election made under our deferred compensation plans.

(6) Represents share equivalents which will be paid at a future date in stock under our deferred compensation plans.

(7) Includes 4,446 shares of Class A Special common stock owned by his daughter and 4,683 shares owned by his son.

(8) Includes 2,347 shares of Class A common stock owned by his wife, 156 shares held by him as trustee for testamentary trusts and 5,815 shares owned by family partnerships.

(9) Includes 8,645 shares of Class A Special common stock owned by his wife, 19,270 shares held by him as a trustee of grantor retained annuity trusts, 15,714 shares owned by a charitable foundation of which his wife is a trustee and 131,792 shares owned by family partnerships.

(10) Includes 7,617 shares of Class A common stock held by him as a trustee of grantor retained annuity trusts.

(11) Includes 737,631 shares of Class A Special common stock held by him as a trustee of grantor retained annuity trusts, 547,334 shares owned in irrevocable trusts and 75,000 shares owned by a family charitable foundation of which his wife is a trustee.

(12) Includes 8,779 shares of Class A common stock owned in our retirement-investment plan.

(13) Includes 35,125 shares of Class A Special common stock owned in our retirement-investment plan.

(14) Includes 70,396 shares of Class A common stock held by him as a trustee of grantor retained annuity trusts.

(15) Includes 19,665 shares of Class A Special common stock held by him as a trustee of grantor retained annuity trusts.

(16) Includes 102,000 shares of Class A common stock held by him as a trustee of grantor retained annuity trusts.

(17) Includes 2,425 shares of Class A common stock owned by his wife which are held in a margin account and 1,455 shares held jointly by Mr. Cook and his wife which are held in a margin account.

(18) Represents 3,450 shares of Class A Special common stock held jointly by Mr. Cook and his wife which are held in a margin account.

(19) Includes 10,000 shares of Class A common stock held by him as trustee for a grantor trust.

(20) Includes 52 shares of Class A Special common stock owned by his daughter.

(21) Includes 10,034 shares of Class A common stock owned in our retirement-investment plan and 2,034 shares owned by his wife. Does not include shares of Class A common stock issuable upon conversion of Class B common stock beneficially owned by Mr. Brian L. Roberts. If Mr. Brian L. Roberts were to convert the Class B common stock that he beneficially owns into Class A common stock, Mr. Brian L. Roberts would beneficially own 12,798,458 shares of Class A common stock, representing less than 1% of the Class A common stock.

(22) Includes 62,620 shares of Class A Special common stock owned in our retirement-investment plan. Also includes 4,068 shares owned by his wife, 240 shares owned by his daughter and 305,670 shares owned by a family charitable foundation of which his wife is a trustee. Also includes 7,056,323 shares owned by a limited liability company of which Mr. Brian L. Roberts is the managing member and 1,222,065 shares owned by certain family trusts, but does not include shares of Class A Special common stock issuable upon conversion of Class B common stock beneficially owned by Mr. Brian L. Roberts. If Mr. Brian L. Roberts were to convert the Class B common stock that he beneficially owns into Class A Special common stock, Mr. Brian L. Roberts would beneficially own 32,015,106 shares of Class A Special common stock, representing approximately 3.8% of the Class A Special common stock.

(23) See footnote (3) under "Principal Shareholders."

(24) Includes 278,346 shares of Class A Special common stock owned by family partnerships, the general partner of which is controlled by Mr. Ralph J. Roberts, 123,435 shares held by him as a trustee of grantor retained annuity trusts and 91,500 shares owned by a family charitable foundation of which his wife is a trustee.

(25) Includes share equivalents which will be paid at a future date in cash and/or in stock pursuant to an election made under our deferred compensation plans.

(26) Includes share equivalents which will be paid at a future date in stock under our deferred compensation plans.

Section 16(a) Beneficial Ownership Reporting Compliance

Our directors and executive officers file reports with the SEC indicating the number of shares of any class of our equity securities they owned when they became a director or executive officer and, after that, any changes in their ownership of our equity securities. These reports are required by Section 16(a) of the Exchange Act. We have reviewed copies of the reports we have and written representations from the individuals required to file the reports. Based on our review of these documents, we believe that all filings required to be made by our reporting persons for the period January 1, 2008 through December 31, 2008 were made on a timely basis, except as follows: restricted share units with respect to shares of Class A Special common stock held by Mr. David L. Cohen, one of our executive officers, which vested on January 2, 2008, were inadvertently not reported in a timely manner. This transaction was subsequently reported on a Form 4. In addition, on July 1, 2008, Mr. Gerald L. Hassell, one of our nonemployee directors, received a grant of shares of Class A common stock, which was inadvertently not reported in a timely manner. This transaction was also subsequently reported on a Form 4.

PROPOSAL 1: ELECTION OF DIRECTORS

Based on the recommendation of our Board's Governance and Directors Nominating Committee, our Board has nominated the director candidates named below, all of whom currently serve as our directors. All of our directors are elected annually.

If a director nominee becomes unavailable before the annual meeting of shareholders, your proxy authorizes the people named as proxies to vote for a replacement nominee if the Governance and Directors Nominating Committee names one.

Our Board has determined that each of our nonemployee directors, other than Mr. Bonovitz, who is married to a first cousin of Mr. Brian L. Roberts, is independent in accordance with the director independence definition specified in our corporate governance guidelines, which are posted under the "Governance" section of our Web site, www.cmcsa.com or www.cmcsk.com, and in accordance with applicable NASDAQ Global Select Market rules. Following the annual meeting of shareholders, if all director nominees are elected to serve as our directors, independent directors will constitute more than two-thirds of our Board. In making its independence determinations, our Board considered transactions and relationships between each director or any member of his or her immediate family and the Company and its subsidiaries and affiliates, including those reported under "Related Party Transaction Policy and Certain Transactions" on page 70. In determining that each of our nonemployee directors, other than Mr. Bonovitz, is independent, our Board also considered such transactions and relationships, which it determined did not impair the directors' independence. The Board considered that the Company and its subsidiaries in the ordinary course of business have during the current and past three fiscal years sold products and services to, and/or purchased products and services from, companies at which some of our directors are currently executive officers or controlling shareholders. In each case, the amount paid to or received from these companies was below 1% of the recipient company's total consolidated gross revenues, which is far below the 5% limit prescribed by NASDAQ Global Select Market.

OUR BOARD UNANIMOUSLY RECOMMENDS THAT SHAREHOLDERS VOTE "FOR" THE ELECTION OF EACH OF THE NOMINEES FOR DIRECTOR.

Set forth below is information about each of the nominees for director.

Brian L. Roberts, 49, has served as a director since March 1988, as our President since February 1990, as our Chief Executive Officer since November 2002 and as our Chairman of the Board since May 2004. As of December 31, 2008, Mr. Roberts had sole voting power over approximately 33% of the combined voting power of our two classes of voting common stock. He is a son of Mr. Ralph J. Roberts. Mr. Roberts is also a director of Comcast Holdings Corporation, a director of the National Cable and Telecommunications Association and Chairman of CableLabs.

Ralph J. Roberts, 89, has served as a director since March 1969 and is now Founder and Chairman Emeritus of the Board. He served as the Chair of the Executive and Finance Committee of the Board, now the Finance Committee of the Board, from November 2002 until December 2008. From March 1969 to February 1990, Mr. Roberts served as our President, and from November 1984 to November 2002, he served as our Chairman of the Board. He is the father of Mr. Brian L. Roberts.

S. Decker Anstrom, 58, has served as a director since June 2001. From January 2002 to December 2008, Mr. Anstrom served as a director and President and Chief Operating Officer of Landmark Communications, Inc., a privately held multimedia company, the assets of which, prior to September 2008, included The Weather Channel. From August 1999 to December 2001, Mr. Anstrom served as President and Chief Executive Officer of The Weather Channel.

Kenneth J. Bacon, 54, has served as a director since November 2002. Mr. Bacon has served as the Executive Vice President of Housing and Community Development at Fannie Mae since July 2005 and as Senior Vice President of Multifamily Investment at Fannie Mae since 2000. From January 2005 to July 2005, he served as the interim Executive Vice President of Housing and Community Development. Mr. Bacon is a member of the Executive Leadership Council, the Real Estate Roundtable and the Urban Land Institute.

Sheldon M. Bonovitz, 71, has served as a director since March 1979. Mr. Bonovitz is currently Chairman Emeritus of Duane Morris LLP. From January 1998 to December 2007, he served as Chairman and Chief Executive Officer of Duane Morris LLP. Mr. Bonovitz is a director of eResearchTechnology, Inc. He is also a trustee of the Dolfinger-McMahon Charitable Trust and the Christian R. and Mary F. Lindbach Foundation and a member of the board of trustees of The Barnes Foundation, The Curtis Institute of Music, the Free Library of Philadelphia Foundation and the Philadelphia Museum of Art. He is a founder of the Foundation for Self-Taught American Artists, is the Foundation's President and serves on the Foundation's Board of Trustees.

Edward D. Breen, 53, has served as a director since June 2005 and has been our Presiding Director since May 2008. Since July 2002, Mr. Breen has served as Chairman and Chief Executive Officer of Tyco International Ltd. ("Tyco International"). From January 2002 to July 2002, Mr. Breen served as President and Chief Operating Officer of Motorola, Inc.; from January 2001 to January 2002, he served as Executive Vice President and President of Motorola's Networks Sector; and from January 2000 to January 2001, he served as Executive Vice President and President of Motorola's Broadband Communications Sector. Mr. Breen is also a director of Tyco International.

Julian A. Brodsky, 75, has served as a director since March 1969 and has been an employee of Comcast since 1964. Since May 2004, he has served as our non-executive Vice Chairman. From May 1987 to May 2004, he served as our Vice Chairman. In addition, he is a director of Amdocs Ltd., RBB Fund, Inc. and the Philadelphia Chamber Music Society, a director and Vice Chairman of the Philadelphia Museum of Art and a director emeritus of The Cable Center.

Joseph J. Collins, 64, has served as a director since October 2004. Mr. Collins currently serves as the Chairman of Aegis, LLC. From August 2001 to December 2003, he served as Chairman and Chief Executive Officer of AOL Time Warner Interactive Video. From 1989 to August 2001, Mr. Collins served as Chairman and Chief Executive Officer of Time Warner Cable.

J. Michael Cook, 66, has served as a director since November 2002. Mr. Cook is a director of Eli Lilly and Company and International Flavors & Fragrances, Inc. and is a Trustee of the Scripps Research Institute. Mr. Cook is also Chairman Emeritus of the board of Catalyst, Chairman of the Accountability Advisory Panel to the Comptroller General of the United States, Chairman of the Department of Defense Audit Advisory Committee, a member of the Advisory Council of the Public Company Accounting Oversight Board (PCAOB) and a member of the Accounting Hall of Fame.

Gerald L. Hassell, 57, has served as a director since May 2008. He is President of The Bank of New York Mellon ("BNYM"). Prior to the merger of The Bank of New York Company, Inc. and Mellon Financial Corporation in July 2007, Mr. Hassell was President of The Bank of New York Company, Inc. and The Bank of New York. Mr. Hassell is on BNYM's Board of Directors. He is also Chairman of the Board of Visitors of The Fuqua School of Business at Duke University, a member of The Financial Services Roundtable and Financial Services Forum, a member of the board of the New York Philharmonic and Vice Chairman of Big Brothers/Big Sisters of New York.

Jeffrey A. Honickman, 52, has served as a director since December 2005. He has served since 1990 as the Chief Executive Officer of Pepsi-Cola and National Brand Beverages, Ltd., a bottling and distribution company, which includes among its affiliates Pepsi-Cola Bottling Company of New York and Canada Dry Bottling Companies from New York to Virginia. He is also the Vice President and Secretary of Antonio Origlio Inc., a beverage distributor based in Philadelphia, Pennsylvania, which does business as Origlio Beverages. He currently serves on the board of directors of the American Beverage Association and the Pepsi-Cola Bottlers Association, where he served as Chairman from 1999 to 2001. Mr. Honickman is a member of the board of trustees of Germantown Academy. He also serves on the board of governors of St. Joseph's University Academy of Food Marketing, the board of trustees of the National Museum of American Jewish History, and the Dean's Advisory Council of the Drexel University College of Business and Administration.

Dr. Judith Rodin, 64, has served as a director since November 2002. She is President of the Rockefeller Foundation. From 1994 to 2004, Dr. Rodin served as President of the University of Pennsylvania, as well as a professor of psychology and of medicine and psychiatry at the University of Pennsylvania. She also serves as a director of AMR Corporation and Citigroup Inc.

Michael I. Sovern, 77, has served as a director since November 2002. Mr. Sovern is Chairman of Sotheby's. He is also President Emeritus and Chancellor Kent Professor of Law at Columbia University where he served as President for 13 years. He is President and a director of The Shubert Foundation and a director of The Shubert Organization. He is also a director of Sotheby's.

About our Board and its Committees

The Board

We are governed by a Board of Directors and various committees of the Board that meet throughout the year. During 2008, there were 10 meetings of our Board and a total of 20 committee meetings. Each director attended more than 75% of the aggregate of the number of Board meetings and the number of meetings held by all of the committees on which he or she served. Our independent directors have the opportunity to meet separately in an executive session following each regularly scheduled Board meeting and, under our corporate governance guidelines, are required to meet in executive session at least two times each year. During 2008, our independent directors held seven executive sessions. Following the annual meeting of shareholders, if all director nominees are elected to serve as our directors, we will have nine independent directors. As described in greater detail below, we also have a Presiding Director, currently Mr. Breen, who, among other things, presides at the executive sessions held by our independent directors. We require our directors to attend the annual meeting of shareholders, barring unusual circumstances. All of our directors attended the 2008 annual meeting of shareholders.

Presiding Director

In accordance with our corporate governance guidelines, our Board has a Presiding Director position, which is currently filled by Mr. Breen. The Presiding Director:

- presides over executive sessions of our independent directors, including an annual executive session during which our independent directors review the performance of our Chief Executive Officer and senior management;
- consults in advance with our independent directors concerning the need for an executive session in connection with each regularly scheduled Board meeting;
- communicates periodically between Board meetings and executive sessions with our independent directors, following discussions with management and otherwise on topics of importance to our independent directors;
- reviews and approves the process for the annual self-assessment of our Board and its committees;
- organizes the annual Board evaluation of the performance of our Chief Executive Officer and senior management; and

- reviews and suggests topics for discussion and presentation at Board meetings.

The role of Presiding Director is filled by an independent director recommended by the Governance and Directors Nominating Committee and appointed by the Board annually at the Board meeting immediately following the annual meeting of shareholders.

Committees of our Board

Our Board has four standing committees. The following describes for each committee its current membership, the number of meetings held during 2008 and its mission.

Audit Committee

Joseph J. Collins, J. Michael Cook (Chair), Jeffrey A. Honickman and Dr. Judith Rodin. Each member of the committee is independent as defined under NASDAQ Global Select Market rules. A copy of this committee's charter is posted under the "Governance" section of our Web site at www.cmcsa.com or www.cmcsk.com.

This committee met nine times in 2008. The Audit Committee is responsible for the oversight and evaluation of:

- the qualifications, independence and performance of our independent auditors;
- the performance of our internal audit function; and
- the quality and integrity of our financial statements and the effectiveness of our internal control over financial reporting.

The Audit Committee is also responsible for preparing the Audit Committee report required by the rules of the SEC, which is included on page 17.

Our Board has concluded that J. Michael Cook qualifies as an audit committee financial expert.

Compensation Committee

S. Decker Anstrom, Joseph J. Collins, Dr. Judith Rodin (Chair) and Michael I. Sovern. Each member of the committee is independent as defined under NASDAQ Global Select Market rules and qualifies as a "non-employee director" (as defined under Rule 16b-3 under the Exchange Act) and an "outside director" (as defined in Section 162(m) of the Internal Revenue Code of 1986, as amended (the "Code")). A copy of this committee's charter is posted under the "Governance" section of our Web site at www.cmcsa.com or www.cmcsk.com.

This committee met five times in 2008. The Compensation Committee reviews and approves our compensation and benefit programs, ensures the competitiveness of these programs and oversees and sets compensation for our senior executives. The Compensation Committee is responsible for approving the nature and amount of compensation paid to, and the employment and related agreements entered into with, our executives, establishing and evaluating performance based goals related to compensation, overseeing our cash bonus and equity based plans, approving guidelines for grants of awards under these plans and determining and overseeing our compensation and benefits policies generally. Each year, over the course of at least two meetings, the Compensation Committee

performs a review of our compensation philosophy, our executive compensation programs and the performance of our named executive officers. The Compensation Committee's determinations are reviewed annually by the independent directors. Also, together with the Governance and Directors Nominating Committee, it oversees succession planning for our senior management (including our Chief Executive Officer). The Compensation Committee is also responsible for preparing the Compensation Committee report required by the rules of the SEC, which is included on page 48.

On a regular basis, we engage the services of an independent compensation consultant to provide research and analysis as to the form and amount of executive and director compensation. The consultant does not have any role in determining or recommending the form or amount of compensation. We request that the consultant provide market research utilizing information derived from proxy statements, surveys and its own consulting experience and that the consultant use other methodological standards and policies in accordance with its established procedures. The Compensation Committee determines or approves the parameters used by the consultant in its research. Parameters include such items as the composition of peer groups, the reference points within the data (*e.g.*, median, seventy-fifth percentile) and the elements of compensation. The compensation consultant with respect to 2008 was Mercer (US) Inc. ("Mercer"). Although Mercer received fees from us in connection with other services it provided in 2008, our Compensation Committee determined that such fees did not impair Mercer's objectivity in providing services and advice on compensation matters.

As part of their job responsibilities, certain of our named executive officers participate in gathering and presenting facts related to compensation and benefit matters as requested by the Compensation Committee and in formulating and making recommendations to the Compensation Committee in these areas. The executives, together with our employees who work in the compensation area and Mercer, also conduct research and consult with legal counsel and other expert sources to keep abreast of developments in these areas. All decisions, however, regarding the compensation of our named executive officers are made by the Compensation Committee and are reviewed by the Board, following reviews and discussions held in executive sessions.

Finance Committee

Sheldon M. Bonovitz, Julian A. Brodsky, J. Michael Cook and Gerald L. Hassell (Chair).

This committee met one time in 2008. The Finance Committee acts for the directors in the intervals between Board meetings with respect to any matters delegated to it by our Board.

Governance and Directors Nominating Committee

S. Decker Anstrom (Chair), Kenneth J. Bacon, Edward D. Breen, Gerald L. Hassell, Jeffrey A. Honickman and Michael I. Sovern. Each member of the committee is independent as defined under NASDAQ Global Select Market rules. A copy of this committee's charter is posted under the "Governance" section of our Web site at www.cmcsa.com or www.cmcsk.com.

This committee met five times in 2008. The Governance and Directors Nominating Committee exercises general oversight with respect to the governance of our Board, as well as corporate governance matters involving us and our directors and executive officers. It also is responsible for periodically leading reviews and evaluations of the performance, size and responsibilities of our Board and its committees and, together with the Compensation Committee, oversees succession planning for our senior management (including our Chief Executive Officer).

The Governance and Directors Nominating Committee also identifies and recommends director nominees. In assessing candidates, whether recommended by the committee or by shareholders (as described below), the committee considers an individual's professional knowledge, business, financial and management expertise, industry knowledge and entrepreneurial background and experience. The committee also considers diversity, applicable independence requirements and the current composition of our Board.

The Governance and Directors Nominating Committee will consider director candidates nominated by shareholders. In order for a shareholder to make a nomination, the shareholder must provide a written notice along with the additional information listed below required by our by-laws within the following time periods. For election of directors at the 2010 annual meeting of shareholders, if such meeting is called for a date between April 13, 2010 and June 14, 2010, we must receive written notice on or after January 13, 2010 and on or before February 12, 2010. For election of directors at the 2010 annual meeting of shareholders, if such meeting is called for any other date, we must receive written notice by the close of business on the tenth day following the day we mailed notice of, or announced publicly, the date of the meeting, whichever occurs first. Our by-laws require that a written notice set forth: (i) the name and address of the shareholder intending to make the nomination and of the person or persons to be nominated; (ii) a representation that the shareholder is a holder of record of our shares entitled to vote at such meeting and intends to appear in person or by proxy at the meeting to nominate the person or persons specified in the notice; (iii) a description of all arrangements or understandings between the shareholder and each nominee and any other person or persons (naming such person or persons) pursuant to which the nomination or nominations are to be made by the shareholder; (iv) such other information regarding each nominee proposed by such shareholder as would have been required to be included in a proxy statement filed pursuant to the proxy rules of the SEC had the nominee been nominated by our Board; and (v) the written consent of each nominee to serve as a director if so elected. You can obtain a copy of the full text of the relevant by-law provision by writing to Arthur R. Block, Secretary, Comcast Corporation, at the address given on page 3. A copy of our by-laws has also been filed with the SEC as an exhibit to our Annual Report on Form 10-K filed on February 20, 2009 and is posted on our Web site at www.cmcsa.com or www.cmcsk.com.

Director Compensation

As has been the case for the last several years, in doing its work with respect to determining 2008 nonemployee director compensation, the Compensation Committee directs Mercer to provide analyses with respect to various nonemployee director compensation data. Mercer, however, does not recommend or determine compensation levels or elements. The 2008 nonemployee director compensation program approved by the Compensation Committee is described below.

Board and Committee Fees and Equity Awards

Directors who are our employees do not receive any fees for their services as directors, including for any service on any Board committee. Each nonemployee director receives a $60,000 annual retainer and $2,500 for each Board meeting or other meeting, except a Board committee meeting as described below, attended in his or her capacity as director or for any other business conducted on our behalf, $2,500 for each Audit, Compensation or Governance and Directors Nominating Committee meeting attended and $1,000 for each Finance Committee meeting attended. The Chair of the Audit Committee receives an additional annual retainer of $20,000, and the Chairs of the Compensation Committee and the Governance and Directors Nominating Committee receive an additional annual retainer of $10,000. Other members of the Audit Committee receive an additional annual retainer of $10,000 and other members of the Compensation Committee and the Governance and Directors Nominating Committee receive an additional annual retainer of $5,000. The Chair of the Finance Committee receives an additional annual retainer of $5,000 and the other members of this committee receive an additional annual retainer of $2,500. Fees received by a director may be deferred in whole or in part under our deferred compensation plans. Up to one-half of the Board annual retainer may be received, at the election of the nonemployee director, in shares of Class A common stock, the receipt of which may be deferred in whole or in part. If deferred, such shares accrue dividend equivalents during the deferral period.

Nonemployee directors are reimbursed for travel expenses for meetings attended. Nonemployee directors are provided with our video, high-speed Internet and digital phone services at no cost (if available in the area in which they live) during the time they serve on our Board and for five years thereafter.

Each nonemployee director is granted annually, on November 20, share units with respect to shares of Class A common stock having a fair market value on the date of grant of $125,000, the receipt of which may be deferred in whole or in part under our restricted stock plan. If deferred, such shares accrue dividend equivalents during the deferral period. These share units are fully vested on the grant date. It is the practice of our Board to review nonemployee director compensation on a biennial basis.

For details regarding director compensation for 2008, see the "Director Compensation for 2008" table on page 69.

Director Stock Ownership Policy

Our nonemployee director stock ownership policy requires our nonemployee directors to hold a number of shares of our common stock having a value equal to five times the director's annual cash retainer. Each nonemployee director has a period of five years to reach this ownership requirement. For purposes of this policy, "ownership" is defined to include stock owned directly or indirectly by the director and shares underlying deferred stock units under our deferred stock option plan. In addition, 60% of each of the following types of ownership also count: the market value of the director's stock fund under our deferred compensation plans, deferred shares under our restricted stock plan and the difference between the market price and exercise price of vested stock options. In determining compliance, the Compensation Committee may take into account any noncompliance that occurs solely or primarily as a result of a decline in the market price of our stock. Our nonemployee director stock ownership policy is posted under the "Governance" section of our Web site at www.cmcsa.com or www.cmcsk.com. All nonemployee directors satisfy the requirements of our stock ownership policy.

Transactions Between the Company and our Directors

For information regarding our related party transaction policy and details regarding certain related party transactions, please see "Related Party Transaction Policy and Certain Transactions" on page 70.

PROPOSAL 2: RATIFICATION OF THE APPOINTMENT OF OUR INDEPENDENT AUDITORS

The Audit Committee has appointed Deloitte & Touche LLP to serve as our independent auditors for the fiscal year ending December 31, 2009. We are asking you to ratify this appointment, although your ratification is not required. A representative of Deloitte & Touche LLP will be present at the meeting, will have the opportunity to make a statement and will be available to respond to appropriate questions.

OUR BOARD UNANIMOUSLY RECOMMENDS THAT SHAREHOLDERS VOTE "FOR" RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS OUR INDEPENDENT AUDITORS.

Set forth below are the fees paid or accrued for the services of Deloitte & Touche LLP, the member firms of Deloitte Touche Tohmatsu and their respective affiliates in 2008 and 2007.

	2008	2007
	(in millions)	
Audit fees	$5.1	$4.7
Audit-related fees	$0.5	$0.5
Tax fees	$0.4	$0.4
All other fees	$0.1	—
	$6.1	$5.6

Audit fees consisted of fees paid or accrued for services rendered to us and our subsidiaries for the audits of our annual financial statements, audits of our internal control over financial reporting (as required by Section 404 of the Sarbanes-Oxley Act of 2002), reviews of our quarterly financial statements and audit services provided in connection with other statutory or regulatory filings.

Audit-related fees consisted primarily of fees paid or accrued for attestation services related to contractual and regulatory compliance.

Tax fees consisted of fees paid or accrued for domestic and foreign tax compliance services, including tax examination assistance and expatriate administration and tax preparation. There were no fees paid or accrued in 2008 and 2007 for tax planning.

Other fees in 2008 consisted of fees paid or accrued for enterprise risk management consulting services.

Preapproval Policy of Audit Committee of Services Performed by Independent Auditors

The Audit Committee's policy requires that the committee preapprove audit and non-audit services performed by the independent auditors to assure that the services do not impair the auditors' independence. Unless a type of service has received general preapproval, it requires separate preapproval by the Audit Committee. Even if a service has received general preapproval, if the fee associated with the service exceeds $250,000 in a single engagement or series of related engagements or relates to tax planning, it requires separate preapproval. The Audit Committee has delegated its preapproval authority to its Chair.

Report of the Audit Committee

The Audit Committee is comprised solely of independent directors meeting the requirements of applicable SEC and NASDAQ Global Select Market rules. The key responsibilities of our committee are set forth in our charter, which was adopted by us and approved by the Board and is posted under the "Governance" section of Comcast's Web site at www.cmcsa.com or www.cmcsk.com.

We serve in an oversight capacity and are not intended to be part of Comcast's operational or managerial decision-making process. Comcast's management is responsible for the preparation, integrity and fair presentation of information in the consolidated financial statements, the financial reporting process and internal control over financial reporting. The independent auditors are responsible for auditing the consolidated financial statements and internal control over financial reporting. Our principal purpose is to monitor these processes.

In this context, at each regularly scheduled meeting, we met and held discussions with management and the independent auditors. Management represented to us that Comcast's consolidated financial statements were prepared in accordance with generally accepted accounting principles applied on a consistent basis. We have reviewed and discussed the quarterly and annual earnings press releases and consolidated financial statements with management and the independent auditors. We also discussed with the independent auditors matters required to be discussed by Statement on Auditing Standards No. 61 (Communication with Audit Committees), as amended, and Rule 2-07 (Communication with Audit Committees) of Regulation S-X.

We discussed with the independent auditors the auditors' independence from Comcast and its management, including the matters, if any, in the written disclosures delivered pursuant to the applicable requirements of the Public Company Accounting Oversight Board. We also considered whether the independent auditors' provision of audit and non-audit services to Comcast is compatible with maintaining the auditors' independence.

We discussed with Comcast's internal and independent auditors the overall scope and plans for their respective audits. We met with the internal and independent auditors, with and without management present, to discuss the results of their examinations, the evaluations of Comcast's internal controls and the overall quality and integrity of Comcast's financial reporting.

Based on the reviews and discussions referred to above, we recommended to the Board, and the Board approved, that the audited financial statements be included in Comcast's Annual Report on Form 10-K for the year ended December 31, 2008, filed with the SEC.

We have appointed Deloitte & Touche LLP as Comcast's independent auditors for 2009.

Members of the Audit Committee

J. Michael Cook (Chair)
Joseph J. Collins
Jeffrey A. Honickman
Dr. Judith Rodin

PROPOSAL 3: APPROVAL OF OUR 2002 EMPLOYEE STOCK PURCHASE PLAN, AS AMENDED AND RESTATED

Our 2002 Employee Stock Purchase Plan was ratified by our Board on November 20, 2002 and approved by our shareholders on each of May 7, 2003 and May 18, 2006. The Employee Stock Purchase Plan is intended to meet the requirements of Section 423 of the Code. Due to the participation of our employees in the plan, the current authorized share pool under the plan is nearly exhausted. As a result, on February 10, 2009, the Compensation Committee approved an amendment to our 2002 Employee Stock Purchase Plan to increase the number of shares available for issuance under the plan from 15,375,000 to 26,500,000.

Our Board is asking shareholders to approve the plan as so amended and restated in order to satisfy certain requirements under the Code so that certain tax benefits will be available to our employees. If the plan, as amended and restated, is not approved, we will make the proposed additional 11,125,000 shares available for issuance under the plan, but employees who purchase such shares under the plan will not be eligible to receive favorable tax treatment with respect to such shares. The Company expects that it will seek shareholder approval in the future for additional shares to continue the program.

Description of our 2002 Employee Stock Purchase Plan

The following is a summary of the material features of the plan, as amended and restated. The following summary does not purport to be complete and is qualified in its entirety by reference to the terms of our 2002 Employee Stock Purchase Plan, which is attached to this proxy statement as Appendix A.

Eligibility. Our full-time employees and full-time employees of our participating subsidiaries are eligible to participate in the plan if the employee has been continuously employed for at least 90 days as of the first day of an offering period. A part-time employee is eligible to participate in the plan if he or she has been continuously employed for at least one year as of the first day of an offering period. Any eligible employee who, after purchasing shares under the plan, would own five percent or more of our stock (by vote or value) is not eligible to purchase additional shares under the plan. Approximately 93,000 employees are currently eligible to participate in the plan.

Shares Subject to the Plan. In the aggregate, 26,500,000 shares of Class A common stock and, with respect to prior offering periods, Class A Special common stock, are available for purchase under the plan, subject to adjustment in the event of certain corporate events. As of the close of business on March 28, 2009, of this aggregate amount, 12,827,998 shares of Class A common stock and 976,117 shares of Class A Special common stock had been issued under the plan. As of the close of business on March 28, 2009, 12,695,885 shares remained available for grant under the plan. Shares deliverable under the plan may consist of either treasury shares or originally issued shares. As of March 4, 2009, the fair market value of a share of Class A common stock and Class A Special common stock was $12.74 and $11.85, respectively.

Administration. The plan is administered by the Compensation Committee. Our Board and the Compensation Committee have the authority to interpret the plan, prescribe, amend and rescind rules and regulations relating to it and make all other determinations deemed necessary or advisable in administering the plan.

Adjustments. In the event that shares are exchanged for a different number or kind of shares of the company through merger, recapitalization, stock dividend, stock split or other similar capital adjustments, the Board or the Compensation Committee will make such adjustments as it deems appropriate. The Board or the Compensation Committee's determination will be binding for all purposes of the plan.

Participation in the Plan. The plan enables eligible employees to purchase shares during certain offering periods, which generally encompass a calendar quarter. To become a participant in the plan, an eligible employee must file an election form in accordance with the terms and conditions set forth in the plan. On his or her election form, the participant will designate the percentage of eligible compensation (which can be no more than 15% with respect to each offering period) he or she would like to have credited to his or her account under the plan. No participant can have more than $10,000 deducted from his or her compensation in a calendar year. At the end of each offering period, amounts credited to this account will be used to purchase

whole shares. Shares so purchased will be credited to a brokerage account established by us, and cash remaining after such purchase will be credited towards the purchase of whole shares in the next offering period or returned to the participant upon his or her request. The purchase price per share will be 85% of the lesser of the fair market value per share on the first and last days of the offering period.

During an offering period, a participant may discontinue his or her participation in the plan by providing a termination form at any time before the end of an offering period; however, a participant may not otherwise modify payroll deductions during an offering period. All amounts then credited to such participant's account shall be paid as soon as practicable following receipt of the participant's termination form, and no further payroll deductions will be made with respect to the participant. Upon termination of employment, all amounts credited to a participant's account will be paid to the participant or his or her successor in interest (in the case of death). Payment to participants terminating participation in the plan or terminating employment shall be made in shares, with respect to whole shares credited to their accounts, and in cash, with respect to any remaining cash amounts credited to their accounts. No interest will be paid with respect to payroll deductions made or amounts credited to any account under the plan.

Transferability. An employee's rights under the plan may not be transferred or assigned to any other person during the employee's lifetime. After shares have been issued under the plan and credited to an employee's brokerage account under the plan, such shares may be assigned or transferred in the same manner as any other shares.

Amendment or Termination. The plan may be amended, modified or terminated by our Board or the Compensation Committee at any time without notice, provided that, upon any termination, all shares or unapplied payroll deductions will be distributed to participants, and provided further, that no amendment will affect the right of a participant to receive his or her proportionate interest in the shares or unapplied payroll deductions. Shareholder approval will be obtained for a plan amendment if it is determined to be required by or advisable under applicable law, regulation or NASDAQ Global Select Market rule.

New Plan Benefits. Because benefits under the plan depend on employees' elections to participate in the plan and the fair market value of the shares at various future dates, it is not possible to determine future benefits that will be received by executive officers and other employees under the plan. Brian L. Roberts and Ralph J. Roberts, as well as our nonemployee directors, are not eligible to participate in the plan.

Federal Income Taxation

The following discussion is a summary of the material U.S. federal income tax consequences of participation in the plan (if shareholder approval is obtained).

Under the Code, a participant will not realize income at the time the offering period commences or when the shares purchased under the plan are transferred to him or her. If a participant disposes of such shares after two years from the date the offering of such shares commences and after one year from the date of the transfer of such shares to him or her, the participant will be required to include in income, as compensation for the year in which such disposition occurs, an amount equal to the lesser of (1) the excess of the fair market value of such shares at the time of the disposition over the purchase price or (2) the excess of the fair market value of the shares at the commencement of the offering period over the purchase price at such time. The participant's basis in the shares disposed of will be increased by an amount equal to the amount so includable in his or her income as compensation, and any gain or loss computed with reference to such adjusted basis which is recognized at the time of the disposition should be treated as long-term capital gain or loss. In such event, we will not be entitled to any tax deduction.

If a participant disposes of shares purchased under the plan within such two-year or one-year period, the employee will be required to include in income, as compensation for the year in which such disposition occurs, an amount equal to the excess of the fair market value of such shares on the date of purchase over the purchase price. The employee's basis in such shares disposed of will be increased by an amount equal to the amount includable in his or her income as compensation, and any gain or loss computed with reference to such adjusted basis that is recognized at the time of disposition will be a capital gain or loss, either short-term

or long-term, depending on the holding period for such shares. In the event of a disposition within such two-year or one-year period, we will be entitled to a deduction equal to the amount that the participant is required to include in income as a result of such disposition.

OUR BOARD UNANIMOUSLY RECOMMENDS THAT SHAREHOLDERS VOTE "FOR" APPROVAL OF OUR 2002 EMPLOYEE STOCK PURCHASE PLAN, AS AMENDED AND RESTATED.

PROPOSAL 4: APPROVAL OF OUR 2002 RESTRICTED STOCK PLAN, AS AMENDED AND RESTATED

Our 2002 Restricted Stock Plan was ratified by our Board on November 20, 2002 and approved by our shareholders on each of May 7, 2003, May 26, 2004, June 1, 2005, May 18, 2006 and May 14, 2008. We have used a substantial portion of the current authorized share pool under the plan for existing awards. As a result, on March 20, 2009, the Compensation Committee approved an amendment to our 2002 Restricted Stock Plan to increase the number of shares available for issuance under the plan from 66,500,000 to 74,000,000, subject to shareholder approval. In addition, on March 20, 2009, our Compensation Committee approved an extension of the expiration date of the plan from May 13, 2018 to May 12, 2019 and approved an amendment to the plan to increase the maximum permitted award under the plan to any individual in any calendar year from 1,500,000 to 2,000,000 RSUs or restricted shares.

The Board believes that the increased number of shares available for issuance under the plan represents a reasonable amount of potential additional equity dilution and allows the Company to continue awarding equity incentives, which are an important component of our compensation program as discussed in "Compensation Discussion and Analysis — Elements and Mix of Our Compensation Program — Equity Based Incentive Compensation" on page 42. The Company expects that it will seek shareholder approval in the future for additional shares to continue the program.

Key Aspects of our 2002 Restricted Stock Plan

The following sets forth key aspects of the plan. A summary of the material features of the plan is provided in "Description of our 2002 Restricted Stock Plan" below.

- The plan is administered by our Compensation Committee, which is composed entirely of independent directors.
- Taken together, the proposed increases to the number of shares available for issuance under the plan and our 2003 Stock Option Plan, both of which have been approved by our Compensation Committee, subject to shareholder approval, represent approximately 2.0% of our Class A common shares, Class A Special common shares and Class B common shares outstanding ("CSO") as of the close of business on March 4, 2009, the record date.
- Taken together, the plan and our 2003 Stock Option Plan, as well as our 2002 Stock Option Plan and Broadband Adjustment Plan (under each of which shares remain outstanding but no additional shares may be granted), give rise to dilution of 8.8% of CSO as of December 31, 2008. Our run rate for 2008 (the percentage of CSO that were granted in 2008) was 1.2% of CSO as of December 31, 2008.
- Approximately 10,000 employees received grants under the plan in 2008, including almost all exempt employees with an annual base salary of at least $71,000.
- The proposed increase in the maximum permitted award that may be granted under the plan to any individual in one calendar year represents the first such increase since shareholder approval in 2004 of the original 1,000,000 RSU or restricted share limit. The limit has only been increased since such date due to an automatic adjustment to 1,500,000 RSUs or restricted shares as a result of our 2007 stock split. The aggregate value of 2,000,000 RSUs, based on the fair market value of our Class A common stock on March 4, 2009, is less than the aggregate value of 1,500,000 RSUs, based on the fair market value of our Class A common stock on the date our shareholders approved the original limit in 2004.

- Awards granted under the plan in 2008 to our named executive officers are subject to performance-based vesting measures. We note that Mr. Block was not a named executive officer at the time grants were made under the plan in 2008.
- For awards granted under the plan, including those subject to performance-based vesting measures, dividends are not paid on the awards until the awards vest.
- The vesting of our awards to all eligible employees, including our named executive officers, is back-end weighted. Specifically, they generally vest over five years as follows: 15% on each of the first four anniversaries of the date of grant and an additional 40% on the fifth-year anniversary of the date of grant.
- We have an incentive compensation recoupment policy that may require reimbursement by an executive officer or former executive officer of vested and unvested awards granted under the plan on or after March 1, 2007 if it is determined by our Board that gross negligence, intentional misconduct or fraud by such executive officer or former executive officer caused or partially caused the restatement of all or a portion of our financial statements. Information on our incentive compensation recoupment policy can be found in "Compensation Discussion and Analysis — Other Considerations — Recoupment Policy" on page 48.
- We have a stock ownership policy for members of our senior management, including our named executive officers. This policy is designed to increase the executives' ownership stakes in the Company and align their interests with the interests of our shareholders. "Ownership" for purposes of this policy is defined to include, among other things, 60% of the deferred shares, and 100% of shares acquired, under the plan. Information on our stock ownership policy can be found in "Compensation Discussion and Analysis — Emphasis on Long-Term Stock Ownership — Stock Ownership Guidelines" on page 46.

In accordance with applicable NASDAQ Global Select Market rules and to satisfy certain requirements under the Code, our Board is asking shareholders to approve the plan as so amended and restated. If the plan, as amended and restated, is not approved, we will not be able to make the proposed additional 7,500,000 shares available for issuance under the plan, we will not increase the maximum permitted annual award under the plan to 2,000,000 RSUs or restricted shares, and the plan will expire on May 13, 2018; the plan will otherwise remain in effect.

Description of our 2002 Restricted Stock Plan

The following is a summary of the material features of the plan, as amended and restated. The following summary does not purport to be complete and is qualified in its entirety by reference to the terms of our 2002 Restricted Stock Plan, which is attached to this proxy statement as Appendix B.

Types of Awards. Awards of RSUs and restricted stock may be granted under the plan. However we have not granted, nor do we currently intend to grant, any restricted stock awards under the plan. Awards of RSUs are units valued by reference to shares of common stock that entitle a participant to receive, upon the settlement of the unit, one share for each unit. Awards of restricted stock are shares of common stock that are awarded subject to such restrictions on transfer as the Compensation Committee or Board may establish.

Eligibility. Our employees and employees of our participating subsidiaries, as well as our nonemployee directors, are eligible to receive awards under the plan. Based on the Compensation Committee's current grant guidelines, the number of employees, including the Company's named executive officers, currently eligible to participate in the plan is approximately 10,000 and there are currently ten nonemployee directors. Currently, no individual may be awarded more than 1,500,000 RSUs or restricted shares in any calendar year. Under the amended plan, no individual may be awarded more than 2,000,000 RSUs or restricted shares in any calendar year.

Shares Subject to the Plan. The aggregate maximum number of shares that may be issued pursuant to awards under the plan is currently 66,500,000 shares (which shares may be either shares of Class A common

stock or shares of Class A Special common stock), subject to adjustment in the event of certain corporate events. Under the amended plan, such number of shares is 74,000,000. As of the close of business on March 28, 2009, of the current aggregate amount, approximately 37,176,000 shares of Class A common stock and 10,058,000 shares of Class A Special common stock had been issued or reserved for issuance under the plan. As of the close of business on March 28, 2009, approximately 27,634,000 RSUs were outstanding under the plan and 19,266,000 RSUs remained available for grant under the plan. Under the amended plan, such number of available RSUs would be approximately 26,766,000. Shares issued under the plan may be either treasury shares or originally issued shares. Rights to receive shares forfeited pursuant to the terms of an award will be available again for grant under the plan. As of March 4, 2009, the fair market value of a share of Class A common stock and Class A Special common stock was $12.74 and $11.85, respectively.

Term of the Plan. Currently, no awards may be granted under the plan after May 13, 2018. Under the amended plan, no awards may be granted under the plan after May 12, 2019.

Administration. The plan is administered by the Compensation Committee. This committee has authority to determine who is eligible to participate in the plan, select individuals to whom awards will be granted, interpret the plan and prescribe and amend rules and regulations relating to the plan. The Compensation Committee may delegate to one of our officers or a committee of two or more of our officers its discretion under the plan to make grants of awards to any eligible employee, provided, however, that grants to any named executive officer who is listed in the "Summary Compensation Table for 2008" on page 49 and any other executive officer subject to the short-swing profit recapture rules of the Exchange Act will be made by the Compensation Committee and grants to any other individual who, at the time of grant, has a base salary of $500,000 or more or holds a position with us of Senior Vice President or higher will be subject to approval by the Compensation Committee or a committee consisting of the Chairman of the Compensation Committee and one or more officers appointed by the Compensation Committee. Our Board is responsible for granting awards to nonemployee directors.

Terms of Awards. The Compensation Committee determines the terms and conditions of each award granted to employee participants, including the vesting and settlement terms applicable to RSUs, as well as the restrictions applicable to shares underlying awards of restricted stock and the dates these restrictions lapse and the award vests. When an award vests, we deliver to the recipient a certificate for the number of shares without any legend or restrictions (except as necessary to comply with applicable state and federal securities laws).

The Compensation Committee may condition the vesting of any award of RSUs or restricted shares upon the satisfaction of performance targets or goals as described below. The Compensation Committee is authorized to establish Company-wide, division-wide or individual goals, which may be quantitative performance standards or qualitative performance standards. The quantitative performance standards include financial measurements such as revenue, income, expense, operating cash flow, free cash flow, numbers of customers of or subscribers for various services and products offered by us or one of our divisions, customer service measurements and other objective financial or service-based standards relevant to our business as may be established by the Compensation Committee. The qualitative performance standards may include, but are not limited to, customer satisfaction, management effectiveness, workforce diversity and other qualitative performance standards relevant to our business. For each calendar year, annual performance goals will be established by the Compensation Committee by no later than the 90th day of the year. Performance goals that are not annual will be established within the first quarter of the start of the applicable performance period. After the close of the calendar year, the Compensation Committee will also determine whether the performance goals have been satisfied. For a further discussion of our performance goals see "Compensation Discussion and Analysis," which begins on page 37. In addition, the Compensation Committee may condition the vesting of an award based on the satisfaction of performance standards as it may determine to be appropriate, whether or not previously designated as a performance standard. To date, only our named executive officers, including Mr. Block beginning in 2009, have been granted performance-based awards.

The terms and conditions of each award of share units granted to a nonemployee director are determined under our 2002 Non-Employee Director Compensation Plan, which is administered by our Board and which

was filed as an exhibit to our Annual Report on Form 10-K for 2008. Our 2002 Non-Employee Director Compensation Plan provides that on each November 20, our Board will grant an award of share units to each nonemployee director having a fair market value of $125,000 on the date of grant. Nonemployee directors are also eligible to receive awards of share units upon commencement of service with us. These awards will have a fair market value ranging from $31,250 to $125,000 on the date of grant, depending on the date the nonemployee director commences service with us. Each award of share units is fully vested on the grant date.

Termination of Employment. Except as otherwise provided in an applicable award or employment or other agreement, upon termination of employment, all awards that are then still subject to restrictions or that have not vested will be forfeited.

Deferral. Each recipient of an award who qualifies under the terms of the plan has the right to defer and re-defer to a specified date the receipt of shares that may, subject to an award, vest in the future. Upon vesting, deferred shares are credited to a bookkeeping account. An award recipient who has elected to defer the receipt of shares may also make a "diversification election," which has the effect of causing a designated portion of the bookkeeping account to be treated as if it were invested in an interest-bearing account.

Withholding. Unless otherwise determined by the Compensation Committee, tax liabilities incurred by employees in connection with the grant of an award or upon its vesting or settlement will be satisfied by our withholding a portion of the shares subject to the award that have a fair market value approximately equal to the minimum amount of taxes required to be withheld by us under applicable law. Subject to certain conditions specified in the plan, a recipient of an award may elect to have taxes withheld in excess of the minimum amount required to be withheld or may satisfy his or her tax withholding in cash.

Adjustments. The aggregate number of shares under the plan, the class of shares as to which awards may be granted and the number of shares covered by each outstanding award are subject to adjustment in the event of a stock dividend, recapitalization or certain other corporate transactions.

Terminating Events. In the event of our liquidation or a change in control of the Company effected through a transaction or series of transactions in which an unaffiliated third party acquires share ownership such that this party has the ability to direct the management of the Company, as determined by our Board in its sole discretion, the Compensation Committee may provide that upon consummation of such an event, any outstanding awards will vest in full or in part or that all RSUs or restricted stock that have been previously deferred will be transferred to the recipient.

Amendment or Termination. The plan may be amended by our Board or the Compensation Committee and may be terminated by our Board at any time, provided that no award will be affected by any amendment or termination without the written consent of its recipient. Shareholder approval will be obtained for a plan amendment if it is determined to be required by or advisable under applicable law, regulation or NASDAQ Global Select Market rules.

New Plan Benefits. Future grants of awards of RSUs or restricted stock, if any, that will be made to eligible employees are subject to the discretion of the Compensation Committee and, therefore, are not determinable at this time. The following table reflects awards of RSUs granted in 2008.

2008 Restricted Stock Unit Grants under our 2002 Restricted Stock Plan

Name and Position	Number of Shares Underlying Units
Brian L. Roberts Chairman of the Board, President and Chief Executive Officer	276,000
Michael J. Angelakis Executive Vice President and Chief Financial Officer	165,600
Stephen B. Burke Executive Vice President, Chief Operating Officer and President, Comcast Cable	220,800
David L. Cohen Executive Vice President	128,600
Arthur R. Block Senior Vice President, General Counsel and Secretary	33,900
Ralph J. Roberts Founder and Chairman Emeritus of the Board	—
All named executive officers as a group	824,900
All nonemployee directors as a group	98,170
Company employees other than named executive officers, as a group	7,728,957

Federal Income Taxation

The following discussion is a summary of the material U.S. federal income tax consequences of RSUs granted under the plan.

Generally, the grant of an award of RSUs is not a taxable event. The recipient of the award will recognize ordinary compensation income in each year in which the units are settled in an amount equal to the fair market value of the shares of common stock received. A recipient's basis for determining gain or loss on a subsequent disposition of these shares of common stock will be the amount the recipient must include in income when the units vest and are settled. Any gain or loss recognized on a disposition of the shares of common stock generally will be short-term or long-term capital gain or loss, depending on the length of time the recipient holds the shares.

A recipient who makes a proper election to defer the settlement of RSUs will not recognize income with respect to the units until the end of the deferral period. At the end of the deferral period, the recipient will recognize ordinary compensation income equal to the fair market value of the shares of common stock issued at that time.

Subject to Section 162(m) of the Code and our satisfaction of applicable reporting requirements, at the time income is recognized by a named executive officer who is a recipient of an RSU award, we will be entitled to a corresponding deduction. Under Section 162(m) of the Code, the deduction is available if, among other reasons, the compensation constitutes qualified performance based compensation. One requirement to be qualified performance based compensation is that the material terms of the performance goal or goals under which the compensation will be paid must be disclosed to and approved by the Company's shareholders before the compensation is paid. In addition, if the Compensation Committee has authority to change the targets under a performance goal or goals after shareholder approval, the material terms of the performance goal or goals must be disclosed to and reapproved by shareholders no later than the first shareholder meeting that occurs in the fifth year following the year in which shareholder approval was previously received. We received such reapproval on May 14, 2008, and expect to do so again periodically in the future.

OUR BOARD UNANIMOUSLY RECOMMENDS THAT SHAREHOLDERS VOTE "FOR" APPROVAL OF OUR 2002 RESTRICTED STOCK PLAN, AS AMENDED AND RESTATED.

PROPOSAL 5: APPROVAL OF OUR 2003 STOCK OPTION PLAN, AS AMENDED AND RESTATED

Our 2003 Stock Option Plan was adopted by our Board on February 26, 2003 and approved by our shareholders on each of May 7, 2003 and May 14, 2008. We have used a substantial portion of the current authorized share pool under the plan for existing awards. As a result, on March 20, 2009, the Compensation Committee approved an amendment to the plan to increase the number of shares available for issuance under the plan from 139,000,000 to 189,000,000, subject to shareholder approval. In addition, on March 20, 2009, the Compensation Committee approved an extension of the expiration date of the plan from May 13, 2018 to May 12, 2019.

On March 20, 2009, the Compensation Committee also approved amendments to the plan providing that: (i) all nonqualified stock options granted under the plan must be granted with an exercise price equal to at least the fair market value of a share on the date of grant, which conforms to our existing practice with respect to the exercise price of such options; (ii) beginning on January 1, 2009, shares not issued or delivered as a result of the net settlement of an outstanding option, shares used to pay the exercise price or withholding taxes related to an outstanding option and shares repurchased on the open market with the proceeds of the option exercise price may no longer be added back to the aggregate number of shares available for issuance under the plan; and (iii) per share cash payment amounts for all tandem cash rights granted under the plan must be limited to not more than the fair market value of a share at the time of exercise over the fair market value of a share on the date of grant.

The Board believes that the increased number of shares available for issuance under the plan represents a reasonable amount of potential additional equity dilution and allows the Company to continue awarding equity incentives, which are an important component of our compensation program as discussed in "Compensation Discussion and Analysis — Elements and Mix of Our Compensation Program — Equity Based Incentive Compensation" on page 42. The Company expects that it will seek shareholder approval in the future for additional shares to continue the program.

Key Aspects of our 2003 Stock Option Plan

The following sets forth key aspects of the plan. A summary of the material features of the plan is provided in "Description of our 2003 Stock Option Plan" below.

- The plan is administered by our Compensation Committee, which is composed entirely of independent directors.
- Taken together, the proposed increases to the number of shares available for issuance under the plan and our 2002 Restricted Stock Plan, both of which have been approved by our Compensation Committee, subject to shareholder approval, represent approximately 2.0% of CSO as of the close of business on March 4, 2009, the record date.
- Taken together, the plan and our 2002 Restricted Stock Plan, as well as our 2002 Stock Option Plan and Broadband Adjustment Plan (under each of which shares remain outstanding but no additional shares may be granted), give rise to dilution of 8.8% of CSO as of December 31, 2008. Our run rate for 2008 (the percentage of CSO that were granted in 2008) was 1.2% of CSO as of December 31, 2008. As of the close of business on March 28, 2009, an aggregate 192,241,875 incentive and nonqualified stock options were outstanding under the plan, the 2002 Stock Option Plan and the Broadband Adjustment Plan, with a weighted average exercise price of $21.19 and a weighted average term of 5.3 years.
- Approximately 10,000 employees received grants under the plan in 2008, including almost all exempt employees with an annual base salary of at least $71,000.
- For grants in excess of 75,000 options, the award vests in installments over 9.5 years, generally vesting as follows: 30% on the second anniversary of the date of grant, 15% on each of the third through fifth anniversaries of the date of grant; 5% on each of the sixth through ninth anniversaries of the date of

grant and 5% on the nine and one-half year anniversary of the date of grant. For grants of 75,000 or fewer options, the award vests in installments over five years, generally vesting as follows: 40% on the second anniversary of the date of grant and 20% on each of the third through fifth anniversaries of the date of grant.

- No repricing of options is permitted without shareholder approval.
- No discounted options may be granted under the plan.
- The following shares may not again be made available for issuance under the plan: (i) shares not issued or delivered as a result of the net settlement of an outstanding option, (ii) shares used to pay the exercise price or withholding taxes related to an outstanding option, or (iii) shares repurchased on the open market with the proceeds of the option exercise price.
- The per share cash payment amount for tandem cash rights provided under the plan is limited to not more than the fair market value of a share at the time of exercise over the fair market value of a share on the date of grant.
- We have an incentive compensation recoupment policy that may require reimbursement by an executive officer or former executive officer of options granted under the plan on or after March 1, 2007 if it is determined by our Board that gross negligence, intentional misconduct or fraud by such executive officer or former executive officer caused or partially caused the restatement of all or a portion of our financial statements. Information on our incentive compensation recoupment policy can be found in "Compensation Discussion and Analysis — Other Considerations — Recoupment Policy" on page 48.
- We have a stock ownership policy for members of our senior management, including our named executive officers. This policy is designed to increase the executives' ownership stakes in the Company and align their interests with the interests of our shareholders. "Ownership" for purposes of this policy is defined to include, among other things, 60% of the difference between the market price and exercise price of vested options granted under the plan and 100% of shares acquired on exercise of options. Information on our stock ownership policy can be found in "Compensation Discussion and Analysis — Emphasis on Long-Term Stock Ownership — Stock Ownership Guidelines" on page 46.

In accordance with applicable NASDAQ Global Select Market rules, our Board is asking shareholders to approve the plan as so amended and restated. If the plan, as amended and restated, is not approved, we will not be able to make the proposed additional 50,000,000 shares available for issuance under the plan and the plan will expire on May 13, 2018, but the plan will otherwise remain in effect.

Description of our 2003 Stock Option Plan

The following is a summary of the material features of the plan, as amended and restated. The following summary does not purport to be complete and is qualified in its entirety by reference to the terms of our 2003 Stock Option Plan, which is attached to this proxy statement as Appendix C.

Types of Awards. The plan provides for the grant of options to purchase shares. Options granted may be incentive stock options as defined under Section 422(b) of the Code ("ISOs"). Options which do not qualify as ISOs and are referred to as nonqualified stock options (together with ISOs, "Options") may also be granted under the plan. The plan also provides for the grant of tandem cash rights, which are rights to receive a cash payment of an amount per share determined by the Compensation Committee and specified in the Option document, in lieu of exercising a nonqualified stock option. The tandem cash right cash payment amount per share is limited to not more than the fair market value of a share at the time of exercise over the fair market value of a share on the date of grant. Although provided for under the plan, we have not granted, nor do we currently intend to grant, any such tandem cash rights under the plan. Individuals who receive Options are referred to as "Optionees."

Eligibility. Our employees and employees of our participating subsidiaries, as well as our nonemployee directors, are eligible to receive Options under the plan. Employees other than officers are eligible to receive cash rights under the plan. ISOs may only be granted to employees of the Company and its subsidiaries.

Based on the Compensation Committee's current grant guidelines, the number of employees, including the Company's named executive officers, currently eligible to participate in the plan is approximately 10,000 and there are currently ten nonemployee directors. The maximum number of shares for which Options may be granted to any single individual in any calendar year is 15,000,000 shares, subject to adjustment in the event of certain corporate events.

Shares Subject to the Plan. The aggregate number of shares that may be issued under the plan is currently 139,000,000 shares of Class A common stock, subject to adjustment in the event of certain corporate events. Under the amended plan, such number of shares is 189,000,000. As of the close of business on March 28, 2009, of this aggregate amount, approximately 117,106,000 shares had been issued or reserved for issuance under the plan. As of the close of business on March 28, 2009, approximately 21,894,000 Options remained available for grant under the plan. Under the amended plan, such number of available Options would be approximately 71,894,000. Shares deliverable under the plan may consist of either treasury shares or originally issued shares. If an Option granted under the plan expires or terminates without having been exercised in full, the shares subject to such Option will be available again for grant under the plan. Beginning on January 1, 2009, the following shares may not again be made available for issuance under the plan: (i) shares not issued or delivered as a result of the net settlement of an outstanding option, (ii) shares used to pay the exercise price or withholding taxes related to an outstanding option, or (iii) shares repurchased on the open market with the proceeds of the option exercise price. As of March 4, 2009, the fair market value of a share of Class A Common Stock was $12.74.

Term of the Plan. Currently, the plan will terminate no later than May 13, 2018. Under the amended plan, the plan will terminate no later than May 12, 2019.

Administration. The plan is administered by the Compensation Committee or any other committee or subcommittee designated by the Board, provided such committee or subcommittee is composed of two or more nonemployee members of the Board, each of whom is an "outside director" within the meaning of the Code. Currently, the Compensation Committee administers the plan. The Compensation Committee may delegate to one of our officers or a committee of two or more of our officers its discretion under the plan to make grants of awards to any eligible employee, provided, however, that grants to any named executive officer who is listed in the "Summary Compensation Table for 2008" on page 49 and any other executive officer subject to the short-swing profit recapture rules of the Exchange Act will be made by the Compensation Committee and grants to any other individual who, at the time of grant, has a base salary of $500,000 or more or holds a position with us of Senior Vice President or higher will be subject to approval by the Compensation Committee or a committee consisting of the Chairman of the Compensation Committee and one or more officers appointed by the Compensation Committee.

The Compensation Committee has the authority to interpret the terms of the plan and make and amend rules relating to the plan. It also has the authority to select individuals to whom awards will be granted, to determine the terms and conditions of awards (other than the terms and conditions of Options granted to nonemployee directors, which terms will be determined by the Board) and to determine the number of shares issuable upon exercise of each Option. Under certain circumstances, the Compensation Committee may have the power to accelerate the exercise date of outstanding Options.

Exercise Price. The exercise price for each Option will be determined by the Compensation Committee, but will not be less than 100% of the fair market value of a share on the date of grant for any Option. If an ISO is granted to a 10% shareholder of the Company, the exercise price will be at least 110% of the fair market value of a share on the date of grant.

Method of Exercise. Options will be exercisable in such manner as determined by the Compensation Committee. Payment of the exercise price for an Option may be made in cash; by certified check; by delivering or attesting to shares which meet the conditions specified in the plan; or, with respect to Options granted on or after February 28, 2007 and certain Options granted prior to February 28, 2007, by cashless exercise.

Limits on Exercisability. No Option will be exercisable after the expiration of ten years from the date an Option is granted (five years with respect to an ISO held by an Optionee who is a 10% shareholder of the Company). Options will be exercisable at such times as determined by the Compensation Committee, but generally an Option will expire on the first to occur of: (i) 90 days after the date of a termination of employment for any reason other than disability, death or "Cause" (as defined in the plan); provided that the Compensation Committee may specify in the document governing the Option that an Option may be exercisable during a longer period after the Optionee ceases to be an employee, but in no event later than the expiration of the Option term specified in such document; (ii) one year after the date of termination of employment due to death or disability; or (iii) termination of employment for "Cause." In the event of a termination for "Cause," in addition to immediate termination of the Option, the Optionee, upon a determination by the Compensation Committee, will forfeit all shares resulting from the exercise of an Option for which the Company has not yet delivered stock, upon refund by the Company of the exercise price of the Option.

Cash Rights. As described above, the plan provides that the Compensation Committee may, in its sole discretion, give an Optionee the right to receive a cash payment of an amount per share determined by the Compensation Committee and specified in the Option document, in lieu of exercising a nonqualified stock option. Such rights are subject to the same vesting, expiration and transferability terms as the Options to which they are attached. Cash rights may only be granted in connection with Options and may not be exercised separately. Officers are not eligible to receive cash rights under the plan.

Transferability. In general, Options are not transferable by the Optionee except by will or by the laws of descent and distribution, and, during the lifetime of the Optionee, Options may be exercised only by the Optionee. However, the plan provides that the Compensation Committee may, in its discretion, provide that Options may be transferred to a Family Member (as defined in General Instructions A.1(a)(5) to Form S-8 under the Securities Act of 1933) of the Optionee, provided that such transfer is without consideration.

Termination of Employment. Except as otherwise provided in an applicable award or employment or other agreement, upon termination of employment, all awards that are then still subject to restrictions or that have not vested will be forfeited.

Withholding. Unless otherwise determined by the Compensation Committee, generally any tax liabilities incurred by employees in connection with the exercise of a nonqualified stock option will be satisfied by the Company's withholding a portion of the shares underlying the Option that have a fair market value approximately equal to the minimum amount of taxes required to be withheld by the Company under applicable law. Subject to certain conditions specified in the plan, an Optionee may elect to have taxes withheld in excess of the minimum amount required to be withheld or may satisfy his or her tax withholding in cash. Tax liabilities incurred in connection with the exercise of an ISO will be satisfied by the Optionee's payment to the Company of an amount in cash equal to all taxes required to be withheld, unless otherwise determined by the Compensation Committee.

Adjustments. In the event that shares are exchanged for a different number or kind of shares of the Company through merger, recapitalization, stock dividend, stock split or other similar capital adjustments, the Board will make such adjustments as it deems appropriate. The Board's determination will be binding for all purposes of the plan. The Board or Compensation Committee may not reduce the exercise price of an outstanding Option without shareholder approval, except as described in this paragraph.

Terminating Events. In the event of the liquidation of the Company or a change in control of the Company effected through a transaction or series of transactions in which an unaffiliated third party acquires share ownership such that this party has the ability to direct the management of the Company, as determined by the Board in its sole discretion, the Compensation Committee may provide that the Option will become exercisable in full or the Company may provide that an Optionee must exercise any then-exercisable Options or forfeit such Options.

Amendment or Termination. The plan may be amended by our Board or the Compensation Committee and may be terminated by our Board at any time, provided that amendments to change the class of individuals

eligible to receive ISOs, extend the expiration date of the plan, decrease the minimum exercise price of an ISO or increase the maximum number of shares for which Options may be granted (other than as a result of adjustments due to certain corporate events) are not effective unless shareholder approval is obtained within twelve months before or after such action. Shareholder approval will also be obtained for a plan amendment if it is determined to be required by or advisable under applicable law, regulation or NASDAQ Global Select Market rules.

New Plan Benefits. Future grants of Options, if any, that will be made to eligible employees are subject to the discretion of the Compensation Committee and, therefore, are not determinable at this time. The following table reflects awards of Options granted in 2008.

2008 Option Grants under our 2003 Stock Option Plan

Name and Position	Number of Options
Brian L. Roberts Chairman of the Board, President and Chief Executive Officer	803,000
Michael J. Angelakis Executive Vice President and Chief Financial Officer	481,800
Stephen B. Burke Executive Vice President, Chief Operating Officer and President, Comcast Cable	642,400
David L. Cohen Executive Vice President	374,000
Arthur R. Block Senior Vice President, General Counsel and Secretary	99,000
Ralph J. Roberts Founder and Chairman Emeritus of the Board	—
All named executive officers as a group	2,400,200
All nonemployee directors as a group	—
Company employees other than named executive officers, as a group	22,327,980

Federal Income Taxation

The following discussion is a summary of the material U.S. federal income tax consequences of Options granted under the plan.

Nonqualified Options. The grant of a nonqualified option will not be a taxable event. The Optionee generally will recognize ordinary income upon exercise of the nonqualified Option, in an amount equal to the excess of the fair market value of the shares received at the time of exercise (including option shares withheld by the Company to satisfy tax withholding obligations) over the exercise price of the nonqualified Option, and the Company will be allowed a deduction in this amount.

Upon disposition of the shares received upon exercise, the Optionee will recognize long-term or short-term capital gain or loss, depending upon the length of time he or she held such shares. The amount of long-term or short-term capital gain or loss recognized by the Optionee upon disposition of the shares will be an amount equal to the difference between the amount realized on the disposition and the Optionee's basis in the shares (which basis is ordinarily the fair market value of the shares on the date the Option was exercised).

Special tax rules may apply if an Optionee uses previously owned shares to pay the exercise price of an Option.

Incentive Stock Options. Neither the grant nor the exercise of an ISO will be a taxable event, except that the alternative minimum tax may apply at the time of exercise.

The Optionee will recognize long-term capital gain or loss on a disposition of shares acquired upon exercise of an ISO provided the Optionee does not dispose of such shares within two years from the date the ISO was granted and within one year after the shares were transferred to the Optionee. For purposes of

determining such gain or loss, the Optionee's basis in such shares will, in general, be the exercise price of such Option. If the Optionee satisfies both of the holding periods described above, then the Company will not be allowed a deduction by reason of the exercise of the ISO.

If the Optionee disposes of the shares acquired upon exercise before satisfying the holding period requirements discussed above (a "disqualifying disposition"), his or her gain recognized on the disqualifying disposition will be taxed as ordinary income to the extent of the difference between the fair market value of the shares on the date of exercise and exercise price of such Option, and the Company will be entitled to a deduction in this amount. The gain (if any) in excess of the amount recognized as ordinary income on a disqualifying disposition will be long-term or short-term capital gain, depending upon the length of time the recipient held the shares.

OUR BOARD UNANIMOUSLY RECOMMENDS THAT SHAREHOLDERS VOTE "FOR" APPROVAL OF OUR 2003 STOCK OPTION PLAN, AS AMENDED AND RESTATED.

SHAREHOLDER PROPOSALS

We received the following four shareholder proposals. The proponent of each proposal has represented to us that the proponent has continuously held at least $2,000 in market value of Class A common stock for at least one year and will continue to hold these securities through the date of the annual meeting of shareholders. To be voted upon at our 2009 annual meeting of shareholders, the proponent of a proposal, or a representative of the proponent qualified under Pennsylvania law, must attend the meeting to present the proposal.

For each of the shareholder proposals, other than adding a brief title for the proposal, we have included the proposal and shareholder's supporting statement exactly as we received it. Following each proposal, we explain why our Board recommends a vote **AGAINST** the proposal.

PROPOSAL 6: TO IDENTIFY ALL EXECUTIVE OFFICERS WHO EARN IN EXCESS OF $500,000

The following proposal and supporting statement were submitted by Evelyn Y. Davis, 2600 Virginia Avenue, N.W., Suite 215, Washington, DC 20037, who has advised us that she holds 500 shares of Comcast common stock.

RESOLVED: "That the shareholders recommend that the Board take the necessary steps that Comcast specifically identify by name and corporate title in all future proxy statements those executive officers, not otherwise so identified, who are contractually entitled to receive in excess of $500,000 annually as a base salary, together with whatever other additional compensation bonuses and other cash payments were due them."

REASONS: "In support of such proposed Resolution it is clear that the shareholders have a right to comprehensively evaluate the management in the manner in which the Corporation is being operated and its resources utilized." "At present only a few of the most senior executive officers are so identified, and not the many other senior executive officers who should contribute to the ultimate success of the Corporation." "Through such additional identification the shareholders will then be provided an opportunity to better evaluate the soundness and efficacy of the overall management."

"Last year the owners of 13,065,387 shares, representing approximately 3.8% of shares voting, voted FOR this proposal."

"If you AGREE, please mark your proxy FOR this proposal."

Company Response to Shareholder Proposal

The Company complies with all regulatory disclosures regarding the compensation of its executives. The "Executive Compensation — Compensation Discussion and Analysis" on page 37 of this proxy statement

details our objectives in determining executive compensation and the various compensation methods used to accomplish those objectives. This proxy statement discloses in great detail the compensation of several of our most highly compensated employees.

Our Board exercises great care and discipline in disclosing executive compensation. We do not believe that the disclosure called for by this proposal will enhance our governance practices or improve communications with shareholders, nor is it in the best interests of our shareholders. In addition, Comcast must continue to recruit the best talent. Prospective employees may be dissuaded from accepting a position with Comcast if they know their compensation will be made public. In particular, high quality executive talent with the experience and capabilities sought by us is scarce. The proposal, if implemented, could provide competitors with detailed compensation information not otherwise available that they may use in seeking to recruit talented employees from us. Our competitors do not make this information available and the risk associated with disclosing this information is not outweighed by any negligible benefit that might be gained from it.

FOR THESE REASONS, OUR BOARD UNANIMOUSLY RECOMMENDS THAT SHAREHOLDERS VOTE "AGAINST" THIS PROPOSAL.

PROPOSAL 7: TO OBTAIN SHAREHOLDER APPROVAL OF CERTAIN FUTURE DEATH BENEFIT ARRANGEMENTS

The following proposal and supporting statement were submitted by the AFL-CIO Reserve Fund, 815 Sixteenth Street, N.W., Washington, DC 20006, which has advised us that it holds 2,116 shares of Comcast common stock.

RESOLVED: The shareholders of Comcast Corporation (the "Company") urge the board of directors to adopt a policy of obtaining shareholder approval for any future agreements and corporate policies that would obligate the Company to make payments, grants, or awards following the death of a senior executive in the form of salary, bonuses, accelerated vesting of awards or benefits, or the continuation of unvested equity grants, perquisites and other payments or benefits in lieu of compensation. This policy would not affect compensation that the executive earns and chooses to defer during his or her lifetime.

Supporting Statement

We support a compensation philosophy that motivates and retains talented executives and that ties their pay to the long-term performance of the Company. We believe that such an approach is needed to align the interests of executives with those of shareholders.

"Golden coffin" agreements, however, provide payment *without* performance, after an executive is dead. Companies claim that these agreements are designed to retain executives. But death defeats this argument. "If the executive is dead, you're certainly not retaining them," said Steven Hall, a compensation consultant." (*The Wall Street Journal*, 6/10/2008)

Senior executives have ample opportunities to provide for their estate by contributing to a pension fund, purchasing life insurance, voluntarily deferring compensation, or through other estate planning strategies. Often, these services are provided by or subsidized by the company. We see no reason to saddle shareholders with payments made without receiving any services in return. Peter Gleason, chief financial officer of the National Association of Corporate Directors, calls "golden coffin" arrangements a "bad idea." (*Financial Week*, 6/16/2008)

The problem is well illustrated at our Company. In its 2008 proxy, the Company estimated that the heirs of Chairman and CEO Brian Roberts would receive posthumous benefits valued at more than $75 million on December 31. This includes salary and cash bonus for five years valued at more than $60 million, and the accelerated vesting of unearned stock options valued at more than $14 million. Mr. Roberts' heirs would also receive $223 million from company-subsidized life insurance.

Consequently, we request that the Company adopt a policy of providing shareholders with a vote on agreements that would provide payments or awards after a senior executive's death and are unrelated to services rendered to the Company. We believe that such a shareholder approval requirement may induce restraint when parties negotiate such agreements.

Prior shareholder approval may not always be practical to obtain, and this proposal provides the flexibility to seek approval or ratification after the material terms are agreed upon.

We urge shareholders to vote FOR this proposal.

Company Response to Shareholder Proposal

We oppose adoption of this proposal because our Board believes that it is in the best interest of the Company for our Compensation Committee to retain the flexibility to determine appropriate compensation packages for our senior executives without seeking shareholder approval.

As to the proponent's references to Mr. Brian L. Roberts, our Chairman and Chief Executive Officer, as part of a one year extension of his employment agreement, Mr. Roberts has elected to relinquish his right to base salary and annual cash bonus continuation for up to five years following his death, as well as his right to continued Company-paid premium reimbursements and tax payments in connection with life insurance policies. (It also should be noted that the death benefit amount under Mr. Roberts' life insurance policies is paid by the insurers, not the Company.) This agreement eliminates the most significant type of death benefit (base salary and bonus continuation) that some commentators have characterized as inappropriate because it is not related to service to the Company.

As a general matter, our Compensation Committee, composed exclusively of independent directors, has a process for establishing appropriate executive compensation packages that are in the best interests of our shareholders and which responsibly achieve the purpose of motivating and retaining the best executives in order to maintain Comcast's competitiveness. Additionally, our Compensation Committee is best positioned, with access to independent experts, to exercise discretion and to make decisions with respect to executive compensation that are in the best interests of Comcast and its shareholders. Our Compensation Committee devotes considerable time and effort to this process.

As discussed more fully in the "Executive Compensation — Compensation Discussion and Analysis" on page 37 of this proxy statement, our Compensation Committee annually reviews our compensation philosophy, the executive compensation programs and the performance of our named executive officers. Fixing individual compensation terms involves a host of factors and judgments and preserving the Company's ability to attract and retain a highly qualified and effective management team requires Comcast to consider the circumstances of individual officers or officer candidates and to adapt to fast-moving trends in the marketplace, such as the fact that a majority of chief executive officers of Fortune 100 companies receive some form of life insurance or death benefits. The requirement that shareholders approve any specific compensation arrangement in the future may create inconsistencies in compensation packages among peer executives, would involve considerable expense and delay, and would impair the ability of our Compensation Committee to perform its duties by reducing the flexibility it may need to attract, motivate and retain exceptional senior executives.

Finally, our Compensation Committee does not view the acceleration of vesting of stock options and RSUs upon Mr. Roberts' death as being in the same category as additional compensation. The options and RSUs were granted during Mr. Roberts' employment on account of prior years' service and the full value thereof (included the unvested portions) are fully disclosed in each year's proxy statement's compensation tables. Moreover, the acceleration of unvested stock options and RSUs on death remains a common feature in large company plans.

For these reasons, our Board believes that it is in our shareholders' best interests that the responsibility for such future compensation decisions to be vested in our Compensation Committee, without the requirement of shareholder approval.

FOR THESE REASONS, OUR BOARD UNANIMOUSLY RECOMMENDS THAT SHAREHOLDERS VOTE "AGAINST" THIS PROPOSAL.

PROPOSAL 8: TO ADOPT AN ANNUAL VOTE ON EXECUTIVE COMPENSATION

The following proposal and supporting statement were submitted by Mr. Vincent Smith, 109 Ringneck Ct., Gibsonia, PA 15044-7971, who has advised us that he holds Comcast common stock with a market value in excess of $2,000.

RESOLVED, that the shareholders of Comcast Corporation request that the board of Directors to adopt a policy that provides shareholders the opportunity at each annual shareholder meeting to vote on an advisory resolution, proposed by management, to ratify the compensation of the named executive officers ("NEOs") set forth in the proxy statement's Summary Compensation Table (the "SCT") and the accompanying narrative disclosure of material factors provided to understand the SCT (but not the Compensation Discussion and Analysis). The proposal submitted to shareholders should make clear that the vote is non-binding and would not affect any compensation paid or awarded to any NEO.

Supporting Statement

Investors are increasingly concerned about mushrooming executive compensation especially when insufficiently linked to performance. In 2008, shareholders filed close to 100 "Say on Pay" resolutions. Votes on these resolutions have averaged 43% in favor, with ten votes over 50%, demonstrating strong shareholder support for this reform.

An Advisory Vote establishes an annual referendum process for shareholders about senior executive compensation. We believe the results of this vote would provide the board and management useful information about shareholder views on the company's senior executive compensation.

In its 2008 proxy, Aflac submitted an Advisory Vote resulting in a 93% vote in favor, indicating strong investor support for good disclosure and a reasonable compensation package. Daniel Amos, Chairman and CEO said, "An advisory vote on our compensation report is a helpful avenue for our shareholders to provide feedback on our pay-for-performance compensation philosophy and pay package."

To date ten other companies have agreed to an Advisory Vote, including Verizon, MBIA, H&R Block, Ingersoll Rand, Blockbuster, and Tech Data. TIAA-CREF, the country's largest pension fund, has successfully utilized the Advisory Vote twice.

Influential proxy voting service RiskMetrics Group recommends votes in favor, noting: "RiskMetrics encourages companies to allow shareholders to express their opinions of executive compensation practices by establishing an annual referendum process. An advisory vote on executive compensation is another step forward in enhancing board accountability."

The Council of Institutional Investors endorsed advisory votes and a bill to allow annual advisory votes passed the House of Representatives by a 2-to-1 margin. We believe company leaders should adopt an Advisory Vote voluntarily before required by law.

We believe that existing U.S. Securities and Exchange Commission rules and stock exchange listing standards do not provide shareholders with sufficient mechanisms for providing input to boards on senior executive compensation. In contrast, in the United Kingdom, public companies allow shareholders to cast a vote on the "directors' remuneration report" which discloses executive compensation. Such a vote isn't binding, but gives shareholders a clear voice that could help shape senior executive compensation.

We believe that a company that has a clearly explained compensation philosophy and metrics, reasonably links pay to performance, and communicates effectively to investors would find a management sponsored Advisory Vote a helpful tool.

We urge Comcast's board to allow shareholders to express their opinion about senior executive compensation through an Advisory Vote.

Company Response to Shareholder Proposal

Our Board believes that its Compensation Committee has a process for establishing executive compensation which rewards executives for results that are consistent with shareholder interests and which responsibly achieves the purpose of attracting, motivating and retaining the best executives in order to maintain our competitiveness.

Our Compensation Committee is composed of independent directors, who meet on a regular basis to review and approve executive compensation plans and policies as well as equity and other benefit plans. As discussed more fully in the "Executive Compensation — Compensation Discussion and Analysis" on page 37 of this proxy statement, our Compensation Committee annually reviews our compensation philosophy, the executive compensation programs and the performance of our named executive officers.

In each of our businesses, human capital is a primary driver of profitability and competitive advantage. Based on input from consultants and a review of competitive benchmark data, among other things, our Compensation Committee believes that the current structure, with its emphasis on performance-based elements, is appropriately balanced and competitive to accomplish the crucial task of attracting, motivating and retaining talented senior executives in the highly competitive industries in which the Company does business. Our Compensation Committee also believes these policies motivate executives to contribute to our overall future success, thereby enhancing our value for the benefit of all shareholders.

In addition, we are concerned that adopting this proposal and subjecting our compensation policies to an advisory vote without any assurance that the compensation policies of other public companies, particularly our industry peers, would be subject to similar shareholder scrutiny could put the Company at a competitive disadvantage.

Further, the Board also believes that an annual vote is unnecessary since we already provide shareholders with efficient and meaningful methods of communicating with our Board and Compensation Committee. As discussed on page 3 under "Contacting Our Board, Board Committees or Directors," shareholders and other interested parties may directly communicate with members of the Board, including members of our Compensation Committee. We believe that direct communication between shareholders and the Board is a much more effective and reliable method of expressing support or criticism of our executive compensation practices.

Our Board always exercises great care and discipline in determining and disclosing executive compensation. We do not believe the advisory vote called for by this proposal will enhance our governance practices or improve communications with shareholders, nor that it is in the best interests of our shareholders. Indeed, it may very well constrain our efforts to attract, motivate and retain exceptional senior executives to focus on our long-term performance and results.

FOR THESE REASONS, OUR BOARD UNANIMOUSLY RECOMMENDS THAT SHAREHOLDERS VOTE "AGAINST" THIS PROPOSAL.

PROPOSAL 9: TO ADOPT A RECAPITALIZATION PLAN

The following proposal and supporting statement were submitted by the Communications Workers of America Members' Pension Fund, 501 Third Street, N.W., Washington, DC 20001-2797, which has advised us that it holds Comcast common stock with a market value in excess of $2,000.

RESOLVED: The shareholders request that the Board of Directors take the steps that may be necessary to adopt a recapitalization plan that would provide for all of the Company's outstanding stock to have one vote per share.

Supporting Statement

Comcast's capital structure gives Brian Roberts a disproportionate percentage of shareholder votes. He had one third of the votes at the 2008 Annual Meeting as the beneficial owner of all of Comcast's 9.44 million shares of Class B common stock, which has 15 votes per share.

In contrast, Comcast's 2.047 billion shares of Class A common have two-thirds of the aggregate voting power. For 2007, each Class A share was entitled to just ".1384 votes."

A report prepared for Morgan Stanley Investment Management by Davis Global Advisors "concludes that such a structure puts the interests of the controlling family over those of other investors" (*New York Times*, Nov. 4, 2006). Louis Lowenstein has observed that dual-class voting stocks eliminate "checks or balances, except for fiduciary duty rules that reach only the most egregious sorts of behavior" (1989 *Columbia Law Review* pp. 979, 1008). He also contends that "they allow corporate control to be seized or retained by corporate officers or insiders" (*What's Wrong with Wall Street*, p.193 (1988)).

The danger of such disproportionate voting power is illustrated, we believe, by the recent criminal convictions of former executives of Adelphia Communications and Hollinger International. Like Comcast, each of those companies had capital structures that gave disproportionate voting power to one or more insiders and thereby reduced accountability.

Comcast's capital structure may also hinder acquisitions of companies that are governed on the one share-one vote principle. It could inhibit efforts to raise additional capital, because some persons, like Nell Minow, the editor of The Corporate Library, "would never buy or recommend non-voting or limited voting stock" (*USA Today*, May 17, 2004).

With a market capitalization of approximately $59 billion, Comcast may be the largest public company with disparate voting rights. In our view, this large capitalization magnifies the danger to investors that arises from a capital structure that gives Mr. Roberts one-third of the votes with Class B stock that would represent less than 1 percent of the aggregate voting power if all of that stock was converted to Class A common.

At the 2007 Annual Meeting, this proposal won more than 29.8 percent of the votes cast for and against. This is a truly astonishing number since each Class B share has 109 times the voting power of a Class A share. If voting were conducting under the principle of 1 share, 1 vote, this proposal would have received over 74 percent of the vote!

Raytheon, Readers Digest, Church & Dwight, Fairchild Semiconductor, and other companies have recently eliminated stocks with disparate voting rights in order to provide each share of their common stock with a single vote. We believe Comcast should also take this step in order to better align the voting power of shareholders with their economic interests.

Company Response to Shareholder Proposal

Our dual class voting structure has existed since we went public in 1972, has been separately approved by our Class A shareholders in 1982 and 1984 and has been consistently disclosed in our SEC filings. Before our AT&T Broadband acquisition in November 2002, Mr. Brian L. Roberts beneficially owned stock representing approximately 87% of the combined voting power of all of our stock. In connection with that transaction, Mr. Roberts agreed to reduce his voting interest to a 33⅓% non-dilutable interest. At the AT&T shareholders

meeting relating to that transaction, the AT&T shareholders not only approved the transaction as a whole, but also separately approved the governance terms of that transaction, which approval was a condition to completing the transaction. In fact, approximately 92% of the AT&T shareholders voting on the governance proposal voted to approve it.

Our Board believes that our historical success is owed in large part to the respected and stable leadership provided by Messrs. Ralph J. Roberts and Brian L. Roberts. Through their leadership and focus on long-term growth, we have a proven track record for creating shareholder value and building a strong and innovative company. We have enjoyed long-term growth in our stock value and our shares have outperformed the S&P 500 by a margin of more than two to one since we went public in 1972. Our Board believes that Messrs. Roberts have been, and will continue to be, crucial to the long-term success of our business and position of financial strength. The Board has evaluated our capital structure on numerous occasions and believes that the stability provided by the structure gives the Company greater ability to focus on long-term interests than might otherwise be the case and, accordingly, is in the best interests of the Company and its shareholders.

Our Board also believes that our history of being able to successfully raise capital for acquisitions and our other business needs provides evidence that the dual class voting structure does not impair our ability to raise additional capital or acquire other companies. Further, dual class voting structures are found in many other public companies, including First Amendment speaker media companies such as Viacom, CBS and the Washington Post, as well as other leading companies like Berkshire Hathaway, Google and UPS.

Finally, under Pennsylvania law and our Articles of Incorporation, no recapitalization that affects the voting rights of our Class B common stock can be effected without the separate approval of Mr. Brian L. Roberts, as beneficial owner of our Class B common stock.

FOR THESE REASONS, OUR BOARD UNANIMOUSLY RECOMMENDS THAT SHAREHOLDERS VOTE "AGAINST" THIS PROPOSAL.

EXECUTIVE COMPENSATION

Compensation Discussion and Analysis

This discussion and analysis describes our executive compensation philosophy, process, plans and practices, and gives the context for understanding and evaluating the more specific compensation information contained in the tables and related disclosures that follow.

Overview of Our Compensation Program Philosophy and Process

We are the nation's leading provider of cable services, offering a variety of entertainment, information and communications products and services. As of December 31, 2008, we served approximately 24.2 million video customers, 14.9 million high-speed Internet customers and 6.5 million phone customers, making us the nation's largest video services provider, largest residential high-speed Internet provider and third-largest residential wireline phone provider. We operate our businesses in a very competitive, highly regulated and rapidly changing and complex technological environment. Our strategy of differentiating our products and services requires us to continuously improve the quality and value of our offerings by consistently introducing new and advanced features, products and services. Our customer base and market capitalization, as well as our annual capital expenditure and total debt levels, rank us among the largest companies in our industries and in the country. We sell our services primarily to consumers, exposing our revenues to the risks of the significant and continuing decline in consumer spending and demand that has resulted from the current economic crisis.

Our ability to attract and retain the highest caliber executive talent in the marketplace is a key to continuing our long-term track record of strong financial performance, particularly in light of the above-described extraordinary challenges facing our businesses. We have been recognized within our industries as having one of the best and most stable senior management teams of any company over the years. Our compensation practices are a major factor in our success in attracting and retaining the talent necessary to achieve our goals.

Consistent with this view of our position in the business landscape, the great importance we place on the quality and consistency of our senior management in achieving results that build long-term shareholder value and the significance we attach to using compensation as a tool in talent management, we seek to offer those types and amounts of compensation that will serve to attract, motivate and retain the most highly qualified executive officers and key employees and provide these employees with the opportunity to build a meaningful ownership stake in our Company.

The Compensation Committee is responsible for approving the nature and amount of compensation paid to, and the employment and related agreements entered into with, our executive officers; and, for all of our employees, overseeing our cash bonus and equity-based plans, approving guidelines for grants of awards under these plans and determining and overseeing our compensation and benefits policies generally.

Each year the Compensation Committee reviews the nature and amounts of all elements of the named executive officers' compensation, both separately and in the aggregate, using comprehensive tally sheets that include the current value of outstanding stock option and RSU awards (as compared to their grant date value) and deferred compensation account balances. The Compensation Committee also reviews compensation data from peer groups and surveys and takes into account our prior year performance (including as compared to the prior year performance of our peer groups). The Compensation Committee reviews each element of each named executive officer's compensation for internal consistency.

In determining individual compensation, the Compensation Committee assesses each named executive officer's responsibilities and roles with respect to overall corporate policy-making, management, operations and administration, and the importance of retaining the executive. The Compensation Committee also evaluates the named executive officer's prior year performance, both in terms of his contribution to the Company's performance and as compared to his individual performance goals (as to the latter item, each year the Compensation Committee agrees on specific factors to be used in evaluating Mr. Brian L. Roberts, our Chairman and Chief Executive Officer).

- The Compensation Committee's goals in this process are to ensure that both total compensation and its individual components are strongly competitive with respect to the companies in our peer groups, that there is a significant portion of total compensation that is performance based and that there is an appropriate balance in performance-based compensation between a short-term cash component and long-term equity-based components.

Following these reviews and assessments, and with these goals in mind, the Compensation Committee determines what it believes to be an appropriate current year compensation package for each named executive officer. This process is subjective and involves the exercise of discretion and judgment. While the Compensation Committee considers the various quantitative data described in this discussion and analysis, it does not use a mathematical or other formula in which stated factors or their interrelationship are quantified and weighted (either in general or as to each named executive officer).

As has been the case for the last several years, in doing its work with respect to determining 2008 compensation, the Compensation Committee directs management on the scope of work to be completed by Mercer, the Company's compensation consultant, which includes providing analyses with respect to various compensation data. Mercer, however, does not recommend or determine compensation levels or elements, performance targets or totals, or compensation plan design. Each year, the Compensation Committee reviews our various engagements of Mercer and its affiliates (and the related fees) to assure itself of Mercer's independence with respect to this work. In November 2008, the Compensation Committee engaged Independent Compensation Committee Adviser, LLC as an independent consultant to assist with respect to the Compensation Committee's 2009 compensation deliberations by reviewing Mercer's work and providing recommendations for additional analyses.

Our Named Executive Officers for 2008

Our named executive officers for 2008 are Mr. Brian L. Roberts, Mr. Michael J. Angelakis (our Executive Vice President and Chief Financial Officer), Mr. Stephen B. Burke (our Executive Vice President, Chief Operating Officer and President of our Cable Division), Mr. David L. Cohen (our Executive Vice President), and Mr. Arthur R. Block (our Senior Vice President, General Counsel and Secretary).

As disclosed in footnote (10) to the "Summary Compensation Table for 2008" on page 51, Mr. Ralph J. Roberts was elected Founder and Chairman Emeritus of our Board (in lieu of his prior position as Chair of the Executive and Finance Committee of our Board, now the Finance Committee of our Board) in December 2008 and continues as a director and employee of the Company. Although he was not an executive officer at December 31, 2008, Mr. Roberts' 2008 compensation is required to be disclosed in the Summary Compensation Table and subsequent tables (because under SEC rules his 2008 compensation would have qualified him as a named executive officer had he remained an executive officer on December 31, 2008). For this reason, we include Mr. Roberts' 2008 compensation in this discussion and analysis.

Mr. Block has not previously been a named executive officer, nor was it known at the time of the Compensation Committee's deliberations with respect to his 2008 compensation that Mr. Block would be a named executive officer for 2008 (since the need to identify an additional named executive officer for 2008 did not arise until following Mr. Ralph J. Roberts' change in status in December 2008). Accordingly, where indicated below, certain references in this discussion and analysis to matters relating to named executive officers do not apply to Mr. Block. However, the Compensation Committee did review and approve Mr. Block's compensation for 2008 (as it does for executive officers other than the named executive officers). The results of the Compensation Committee's process in this regard are described below.

Use of Compensation and Performance Data

The Compensation Committee uses data disclosed in SEC filings and contained in available surveys to inform its judgment, by comparing (i) our compensation levels to those of named executive officers of our competitors for executive talent, customers and capital and (ii) our financial performance to that of the same competitors.

We believe that these competitors are comprised of companies both in as well as outside the cable and communications industries, resulting in a broader range of companies than those with which we are often compared by analysts and others for stock performance purposes (in which the focus is only on competition for capital). For example, the companies with which the Compensation Committee compares named executive officer compensation levels is a broader group than the companies included in the peer group index in the stock performance graph contained in our Annual Report on Form 10-K.

The Compensation Committee determines the peer groups to be used for compensation and performance purposes based on information and analysis provided by Mercer. The Compensation Committee has found it difficult to find a single peer group (having a meaningful number of companies) that reflects our prominence in our industries and the size, scope, complexity and variety of our businesses. The Compensation Committee concluded that three separate groups of companies each represented one or more meaningful aspects of our profile, and that it would not be useful to consolidate these companies into a single peer group because the practices and outcomes that are unique to each group would be lost. Accordingly, as in the last several years, the following peer groups were used in 2008 as sources for comparative compensation and performance data: companies in the entertainment/media industry (CBS Corporation, News Corporation, Time Warner Inc., Viacom Inc. and The Walt Disney Company), the communications industry (ALLTEL Corporation, AT&T Inc., DIRECTV Group, Inc., Qwest Communications International Inc., Sprint Nextel Corporation, Time Warner Inc. and Verizon Communications Inc.) and "general industry" companies having comparable revenues and total market capitalization (3M Company, Abbott Laboratories, American Express Credit Corporation, Amgen Inc., Apple Inc., The Bear Stearns Companies, Inc., Bristol-Myers Squibb Company, Cisco Systems, Inc., The Coca-Cola Company, The Walt Disney Company, Intel Corporation, Kraft Foods Inc., Lehman Brothers Holdings Inc., Eli Lilly & Company, Merck & Co. Inc., MetLife, Inc., News Corporation, Oracle Corporation, Pepsico, Inc., Pfizer Inc., Tyco International Ltd., US Bancorp, United Technologies Corporation, United Parcel Service, Inc., Wachovia Corporation, Washington Mutual Inc., Wells Fargo & Company and Wyeth). Each year Mercer reviews the composition of the peer groups based upon merger activity and other changes in size or lines of business.

Among the three peer groups, the Compensation Committee pays particular attention to the entertainment/media peer group because of its special relevance with respect to competition for executive talent. The business expertise of employees in that industry is highly correlated to the needs of the Company: the principal business of the Company is content distribution (meaning the Company is one of the world's largest buyers and licensors of content) and the Company also owns and manages several program and sports networks, one of the largest broadband Internet portals and several entertainment based Internet sites (meaning that it is a substantial seller and producer of content as well). It is also increasingly the case that traditional content providers in the entertainment/media industry are looking for new ways to distribute content, both directly to consumers through the Internet and indirectly through alliances with wireless companies and video distributors. For these same reasons, our executives are attractive candidates to entertainment/media companies, in addition to such companies' executives being attractive to us.

Comparisons for Mr. Brian L. Roberts were made to peer chief executive officers. Comparisons for Mr. Angelakis were made to peer chief financial officers and by ordinal rank (*i.e.*, the position in the Summary Compensation Table). Comparisons for Mr. Burke were made to peer chief operating officers and by ordinal rank. Comparisons for Mr. Cohen were made by ordinal rank and, where available, to peer chief administrative officers. Beginning in 2008, comparisons for Mr. Ralph J. Roberts are not relevant because (as described below) he no longer receives annual discretionary compensation (*i.e.*, base salary, cash bonus or equity grants).

As a result of its strong belief in the importance of using compensation as a tool to attract and retain the best senior executives, in reviewing peer group data the Compensation Committee's reference point for the communications and general industry peer groups was the 75th percentile. Because of the smaller number of companies in the entertainment/media peer group, percentile analysis was not meaningful. The Compensation Committee examined each entertainment/media peer group company individually to determine a general competitive level of compensation in that peer group. The compensation we deliver varies among the groups,

and the individual companies within a group, in its relationship to the reference points. Our named executive officers' total compensation for 2008 exceeded the reference points in most cases.

As a secondary means to inform its judgment, the Compensation Committee reviewed a Mercer compensation survey analysis in which base salary, total cash compensation (base salary plus target annual cash bonus) and total compensation (total cash compensation plus equity-based compensation) for each named executive officer was measured against published compensation survey data for functionally comparable positions among general industry companies of similar size to the Company. Survey data reflects a very broad view of companies across industry lines but with revenue sizes that are within a range close to that of the Company, providing a focus on compensation data for comparable job functions. In all cases, our named executive officers' total compensation was above the 75th percentile of the market.

Results of the peer group and survey analyses indicating named executive officer compensation levels above the reference points is consistent with the Compensation Committee's view, stated above, of the primary importance of attracting and retaining the best executive talent in the marketplace.

In determining total compensation levels for the named executive officers, the Compensation Committee also considered our prior year performance. Despite the weakening economy and intensifying competition, in 2007 the Company delivered very healthy growth in revenue and operating cash flow, added substantial numbers of customers, generated meaningful free cash flow and returned significant capital to shareholders through stock repurchases. In addition, the Compensation Committee noted that we achieved these results while continuing the successful management of our balance sheet, allowing us liquidity and access to capital when needed during the year, while avoiding any near or medium-term risk associated with debt repayment requirements.

With respect to comparative financial performance, Mercer conducted an analysis of our performance relative to the three peer groups described above using various financial metrics as well as total shareholder return, in each case over one year and longer periods of time. In general, the Compensation Committee's expectation is that Company performance as compared to its peers over time should be consistent with its highly competitive compensation philosophy. The results of this analysis in 2008 varied, depending upon the performance measure, peer group and time frame used. Overall, the Compensation Committee concluded that our compensation is aligned with our performance.

The results of the peer group, compensation survey and performance analyses are considered important by the Compensation Committee. However, the Compensation Committee does not make any determination of or change to compensation in reaction to market data alone, but rather uses this information as one of the several considerations to inform its judgment and put its experience in context in determining compensation levels.

Elements and Mix of Our Compensation Program

Our executive compensation program for our named executive officers includes the following key components: cash base salary; annual (short-term) cash bonus (which is performance based because earning the bonus is contingent upon the achievement of performance goals); and long-term equity-based compensation in the form of stock options (which are performance based because stock options provide no value without future stock price appreciation) and RSUs (which are performance based both because the ultimate value of any shares acquired upon vesting depends on our stock price and because vesting of RSUs is dependent upon achievement of a performance goal). In addition, named executive officers are eligible to participate in our deferred compensation plan, as well as in employee benefit plans that are generally available to all employees. These elements are the same as or similar to those used by most of our peer group companies and many other public companies. Within this general marketplace-defined environment, we have our own perspective on the relative importance and value of each element.

We view the executive compensation program on a "portfolio" basis. The various elements work together to achieve our objectives. This chart illustrates our view of the portfolio:

Element	Fixed, Guaranteed	Short-Term, Performance Based	Long-Term, Performance Based	Retention; Retirement Planning
Base Salary	X			
Annual Cash Bonus		X		
Stock Options			X	X
RSUs			X	X
Deferred Compensation	X *(except for Messrs. Block and Ralph J. Roberts)*			X
Benefits	X			X

Each element of our compensation program is described in more detail as follows:

Base Salary. This element of compensation is necessary to attract and retain any employee in any organization. As the basic fixed element of the compensation package, it serves as a baseline measure of an employee's value. Base salary is annually guaranteed compensation received by a named executive officer in exchange for investing his career with us.

Each of our named executive officers has an employment agreement, effective during 2008, that provides for an initial base salary and annual increases in base salary at the discretion of the Compensation Committee. Mr. Block's employment agreement, also effective during 2008, provides for an initial base salary and minimum annual base salary increases of 5%. The employment agreements do not permit base salary reductions. In establishing the initial base salary level at the time the agreements were signed, the Compensation Committee considered job responsibilities, job performance, seniority and market data on base salary levels from peer group companies and compensation surveys. The Compensation Committee also reviewed base salary based on internal comparisons of executives relative to their responsibilities. Increases during the term of the agreement are generally based on individual performance, the levels of achievement of our performance goals during the tenure of the executive and any increase in duties and responsibilities placed on the executive as a result of our continuing and significant growth. Beginning as of February 15, 2008, Mr. Ralph J. Roberts receives an annual base salary of one dollar. The named executive officers other than Mr. Block have elected not to receive any base salary increase for 2009.

Cash Bonus Incentive Compensation. Our cash bonus plan, which was approved by our shareholders at the 2006 annual meeting, provides a variable element to annual cash compensation that in 2008 was tied directly to consolidated operating cash flow and free cash flow results. This element is needed to complete a competitive total annual cash compensation package. However, it is at risk for performance — the full target bonus is not paid unless there is 100% achievement of the goals and no bonus is paid unless a predetermined minimum increase in each performance goal is achieved. This plan puts a significant amount of annual cash compensation at risk and supports our objective that our named executive officers balance achieving satisfactory or better current year (short-term) results with long-term value creation.

The target bonus under our cash bonus plan in 2008 for each of the named executive officers (excluding Mr. Ralph J. Roberts, who no longer receives an annual cash bonus) was based on the Compensation Committee's assessment of the optimal mix of base salary and annual cash bonus compensation. In addition, each named executive officer's employment agreement provides for a minimum target bonus. In 2008, such target bonus, as a percentage of base salary, was as follows: Mr. Brian L. Roberts, 300%; Mr. Angelakis, 300%; Mr. Burke, 300%; Mr. Cohen, 125%; and Mr. Block, 100%. The differences in target bonus percentages are the result of the Compensation Committee's determination of each named executive officer's total compensation and its judgment as to how to optimally allocate that total among the various elements thereof.

For 2008, the Compensation Committee determined that annual cash bonus target achievement for the named executive officers (other than Mr. Block) would be based 80% on operating cash flow and 20% on free

cash flow. For the several prior years, the sole performance goal was operating cash flow. The Compensation Committee believed that adding free cash flow as a performance goal provided an appropriate focus on additional items (such as capital expenditures and working capital) that can be affected by the decision making of our named executive officers. The importance of operating cash flow and free cash flow as performance metrics is described in more detail below under "Emphasis on Performance," on page 45. Neither our Board nor the Compensation Committee has the discretion to award cash bonus compensation to our named executive officers under our plan absent attainment of the performance goals.

For 2008, the Compensation Committee established the following goals for year-over-year increases in consolidated operating cash flow: if we achieved an increase of 4.2% or less, the executive would receive no bonus on account of this performance goal; if we achieved an increase of greater than 4.2% to 9.2% or less, the executive would receive 50% to 90% of target bonus; if we achieved an increase of greater than 9.2% to 10.2% or less, the executive would receive 100% of target bonus; and if we achieved an increase of greater than 10.2%, the executive would receive greater than 100% of target bonus (up to a maximum of 140% at a greater than 13.2% increase). The Compensation Committee established the following goals for achievement of free cash flow: if we achieved $2.5 billion or less, the executive would receive no bonus on account of this performance goal; if we achieved greater than $2.5 billion to $3 billion or less, the executive would receive 50% to 90% of target bonus; if we achieved greater than $3 billion to $3.2 billion or less, the executive would receive 100% of target bonus; and if we achieved greater than $3.2 billion, the executive would receive greater than 100% of target bonus (up to a maximum of 130% at greater than $3.4 billion). Based on 2008 achievement of 90% for operating cash flow and 130% for free cash flow, the named executive officers (other than Mr. Block) were entitled to receive 98% of their respective target amounts. However, putting this achievement level in the context of lower levels of annual cash bonus achievement in 2008 by certain operating management (whose cash bonuses are based in large part on business unit operating metrics rather than consolidated financial performance), the named executive officers (other than Mr. Block) have elected to accept only 89% of their target amounts.

For 2008, the Compensation Committee determined that annual cash bonus target achievement for Mr. Block would be based 70% on operating cash flow (on the same basis as described in the paragraph above), 20% on management and diversity goals (on the basis that from 0% to 175% on account of these goals may be earned in the judgment of the Compensation Committee based on the recommendation of management) and 10% on individual performance goals (on the basis that from 0% to 200% on account of these goals may be earned in the judgment of the Compensation Committee based on the recommendation of management). Based on 2008 achievement levels, Mr. Block was entitled to receive 89% of his target amount.

Equity-Based Incentive Compensation. Our equity-based long-term incentive compensation program is the compensation link between the named executive officers' decision making and the long-term outcomes of those decisions. As described in more detail below under "Emphasis on Long-Term Stock Ownership — Vesting of Equity-Based Incentive Compensation," on page 46, our vesting schedules require a relatively long holding period before a meaningful portion of the equity-based compensation can be realized, allowing time to see the results of the decisions, and the market time to react to the results, as well as providing a greater potential retention value.

The Compensation Committee believes that a strong reliance on long-term equity-based compensation is advantageous because this type of compensation fosters a long-term commitment by executive employees and motivates them to improve the long-term market performance of our stock. The Compensation Committee currently employs a diversified approach to this component, which means that the Company grants both stock options and RSUs, whereby each type of award generally represents approximately 50% of the total equity award by grant date value, as determined on a Black-Scholes basis in the case of stock options and using the closing price of a share of our Class A common stock in the case of RSUs.

RSUs in combination with stock options promote our goal of retention, as well as provide a direct and predictable alignment to share price. Because each RSU is equal in value to a share of our Class A common stock, the units have value, subject to the satisfaction of vesting requirements, when the stock price is flat or even declining. On the other hand, stock options only have value when the stock price increases. This

combination of equity-based awards is appropriate in the view of the Compensation Committee because it (i) provides some level of incentive even during periods of general market or industry decline, when good or better Company performance may not be reflected in our stock price, and (ii) supports our culture of entrepreneurship and its focus on shareholder value creation while providing a strong retention vehicle.

The substantial drop in the market price of the Company's common stock in 2007 significantly reduced the value of outstanding equity-based awards of the named executive officers, reflecting the relationship between compensation and shareholder value that is provided by these long-term equity-based compensation elements. The Compensation Committee did not take into account the substantially reduced "in the money" value of vested and unvested stock options (nor the substantially reduced value of unvested RSUs) in making its compensation decisions for 2008.

Primarily to conform to Internal Revenue Service requirements relating to the deductibility of compensation, beginning in 2005 the Compensation Committee added a performance condition to RSUs granted to our named executive officers. For the grants made in 2005, 2006 and 2007, the RSUs vest each year only if we achieve specified consolidated operating cash flow growth goals for that year. For the grants made in 2008, the RSUs vest each year if we have achieved the goals in that year or in any prior year under the grant. For each year of these grants, the Compensation Committee established the following operating cash flow growth goals: if we achieved a 5% to 6.9% increase, the executive would receive 66% of the service vested portion of the awards; and if we achieved a 7% or greater increase, the executive would receive 100% of the service vested portion of the awards. The operating cash flow growth goal necessary to achieve 100% vesting has been achieved in each year from 2005 through 2008. Neither our Board nor the Compensation Committee has the discretion to vest these RSUs absent attainment of the performance goals.

In general, the total value of equity-based compensation is based on a proportional relationship to the expected cash compensation of each named executive officer, taking into account grants made at the same time to other executives, as well as the value of equity-based compensation awarded to comparable named executive officers at peer companies. The value of 2008 equity-based compensation (using grant date values), expressed as a percentage of 2008 base salary, was 369% for Mr. Brian L. Roberts, 368% for Mr. Angelakis, 368% for Mr. Burke, 360% for Mr. Cohen and 163% for Mr. Block. The value of 2008 equity-based compensation, expressed as a percentage of the value of 2007 equity-based compensation, was 97% for Mr. Brian L. Roberts, 126% for Mr. Angelakis, 97% for Mr. Burke, 97% for Mr. Cohen and 97% for Mr. Block (the grant date value of equity-based compensation generally has not increased over the last several years).

Our equity-based grants in 2008 to our named executive officers (excluding Mr. Ralph J. Roberts, who no longer receives equity-based grants) were made as part of our annual "management grant" program in which all eligible employees receive grants. No other grants were made to our named executive officers in 2008. In general, we also make stock option and RSU awards to eligible employees in connection with significant employment events such as hiring, promotion and entering into an employment agreement.

Deferred Compensation. We maintain a deferred compensation plan that allows employees having base salary above a certain level, including the named executive officers, to defer the receipt of cash compensation (*i.e.*, base salary and annual bonus), as described under "Nonqualified Deferred Compensation in and as of 2008 Fiscal Year End" on page 60. In addition, the employment agreements of Messrs. Brian L. Roberts, Angelakis, Burke and Cohen provide for specified amounts to be contributed to the named executive officer's deferred compensation plan account for each year of the agreement. The contractually required contributions were agreed upon as a result of arm's-length negotiations with the named executive officers and viewed by the Compensation Committee as a reasonable component part of overall compensation, especially from a retention perspective. The Compensation Committee reviewed each named executive officer's plan balance at December 31, 2007 and annually reviews the embedded and projected costs of this plan as well as a corporate-owned life insurance program designed to mitigate these costs.

Other than the deferred compensation plan (and a tax-qualified defined contribution (*i.e.*, 401(k)) plan), we do not offer any pension or other defined benefit-type plans to the named executive officers, except for a legacy contractually committed supplemental executive retirement plan, or SERP, benefit to Mr. Ralph J.

Roberts described in the following paragraph. In lieu of a defined benefit-type plan, which is found among several of our peer group companies, our deferred compensation plan provides a simple, transparent tax-efficient vehicle for long-term value accumulation. The plan is one of our primary tools to attract and retain our named executive officers. In a similar manner to a traditional defined benefit executive retirement plan, the plan's retention incentive gets stronger as the plan balance grows (because the crediting rate is reduced following a termination of employment).

Mr. Ralph J. Roberts is eligible to receive benefits under a legacy SERP plan, which became effective in 1989. Beginning as of February 15, 2008, however, and pursuant to his request, Mr. Roberts receives an annual base salary of one dollar, and his annual cash bonus and additional stock option and RSU grants were eliminated.

Also, our restricted stock plan permits recipients of grants to defer delivery of shares to a later date, without any guaranteed return on the vesting date value. In other words, any deferred shares, when later delivered, would have a value equal to the market value of our stock at that time. Mr. Ralph J. Roberts has deferred delivery of shares under this provision. In addition, the plan permits recipients who have deferred delivery to elect to diversify up to 40% of the value of their deferred account into a cash equivalent account with an annual rate of return of 8%.

Insurance Benefits. In 2008, we continued to provide Messrs. Brian L. Roberts and Ralph J. Roberts with premium reimbursements and tax payments under pre-existing contractual arrangements with respect to certain life insurance policies, as described under "Agreements with Our Named Executive Officers" on pages 61 and 63, and "Potential Payments Upon Termination or Change in Control" on pages 64 and 66. In the case of Mr. Brian L. Roberts, these arrangements were put in place beginning in 1992. In the case of Mr. Ralph J. Roberts, these arrangements were put in place beginning in 1987 and in part reflect compensation in exchange for Mr. Roberts' relinquishment of a potential bonus benefit in 1993. At these times, these insurance benefits were viewed by the Compensation Committee as an appropriate component of a comprehensive compensation program for our then president or chief executive officer. On February 13, 2009, Mr. Brian L. Roberts elected to relinquish his right to these benefits, effective January 1, 2009.

Perquisites. Before 2006, we provided a limited amount of additional compensation through certain personal benefits to ease the demands on senior executives (including travel) and to provide security to our named executive officers and their families. Beginning in 2006, our named executive officers have been required to pay us for any benefits that would otherwise be considered perquisites.

We also provide tax related payments to Messrs. Brian L. Roberts and Ralph J. Roberts in connection with certain of the life insurance benefits described above, as well as minor amounts of tax related payments for the benefit of the named executive officers (in each case as described in footnote (7) to the Summary Compensation Table on page 50).

Payments in Connection with a Change in Control. We generally do not have any benefits that are "triggered" automatically as a result of a "change in control" of the Company (a "single trigger") or the occurrence of one or more specified events (a "double trigger") that may follow a change in control, such as termination of employment without cause. Instead, our Board will determine whether it is appropriate to accelerate the vesting of stock options and/or RSUs, as applicable, or provide other benefits in connection with a change in control. There has been no determination of any guiding principles or factors that our Board may in the future use in determining the propriety of accelerating the vesting of stock options and/or RSUs, or providing other benefits, in connection with a change in control.

Mr. Brian L. Roberts' employment agreement provides that if his employment is terminated following a change in control, that termination will be treated as a termination without cause for the purpose of determining his benefits in those circumstances under his employment agreement.

Mr. Ralph J. Roberts' expired employment agreement provides a continuing right, at his election in the event of a change in control, to cause us to fund a grantor trust in an amount equal to our unfunded benefit obligations to Mr. Roberts. Because of the change in control of the Company that occurred at the time of our AT&T Broadband acquisition in 2002, Mr. Roberts currently has this right, but has not exercised it.

The Compensation Committee approved these provisions in these employment agreements as fair and reasonable protections for our current Chief Executive Officer and founder, respectively, in the event of a change in control.

Payments in Connection with a Termination of Employment. Payments to our named executive officers upon a termination of employment are described under "Potential Payments upon Termination or Change in Control" on page 63. These compensation arrangements are contained in each named executive officer's employment or other agreements and are not a factor in the Compensation Committee's determination of current year compensation elements. These arrangements were arrived at as a result of arm's-length negotiations in connection with entering into each such agreement, based on the Compensation Committee's decision that it was appropriate to provide more favorable arrangements than those offered to non-executive employees upon termination of employment. Prior to February 13, 2009, Mr. Brian L. Roberts' spouse or his or her estate had the right, following Mr. Roberts' death, to receive continued payment of base salary and annual cash bonus for up to five years. On that date, Mr. Roberts elected to relinquish this right.

Emphasis on Performance

The Compensation Committee's emphasis on performance within the named executive officer compensation program is evidenced by the characteristics of various of its elements. Most obvious are the financial targets that are conditions to earning the annual cash bonus and the vesting of RSUs. In addition, the realized value of RSUs is directly tied to our stock price. Further, the entire value of stock options is based on appreciation in our stock price. This combination of internally measured (financial performance) and externally measured (stock price) performance provides both short-term and long-term performance components in the compensation structure of our named executive officers.

The Board regularly reviews the risks involved in the Company's business plans to ensure they are appropriate, and appropriately managed. The Compensation Committee believes that the compensation program's emphasis on performance, especially the equity-based compensation, aligns the compensation structure with the risks inherent in the business plans, in that the achievement (or lack of achievement) of the Company's operating, investing and capital goals would be expected to be reflected in the market price of the Company's stock. At the same time, the Compensation Committee reviews the nature and mix of compensation elements, as well as compensation plan design and award terms, to ensure that our compensation program aligns the interests of our executives with those of our shareholders, so as to avoid inadvertent incentives for the executive officers to take inappropriate business risks by making decisions that may be in their best interests but not in the best interests of our shareholders.

As described above, in 2008 the Compensation Committee selected consolidated operating cash flow and free cash flow as the performance goals for the annual cash bonuses of our named executive officers, other than Mr. Block, and consolidated operating cash flow growth as the single performance goal for vesting of their performance vested RSUs. For Mr. Block, consolidated operating cash flow was the largest performance goal for his annual cash bonus. The peer group comparisons described above indicate that overall, both with respect to the mix of cash vs. equity and the types of equity-based vehicles used, the Company's "pay at risk" practices are within the range of peer group practices. Total performance-based compensation in 2008 (using the grant date value of stock options and RSUs) was a significant percentage of the named executive officers' total compensation (67% for Mr. Brian L. Roberts, 73% for Mr. Angelakis, 62% for Mr. Burke, 69% for Mr. Cohen and 41% for Mr. Block).

Operating cash flow is defined as operating income before depreciation and amortization, excluding impairment charges related to fixed and intangible assets and gains or losses on sale of assets, if any. As such, it eliminates the significant level of noncash depreciation and amortization expense that results from the capital intensive nature of our businesses and intangible assets recognized in business combinations, and is unaffected by our capital structure or investment activities. Our Board uses this metric in evaluating our consolidated operating performance, and management uses this metric to allocate resources and capital to our operating segments. We believe that operating cash flow is also useful to investors as a primary basis for comparing our operating performance with other companies in our industries, although our measure of

operating cash flow may not be directly comparable to similar measures used by other companies. For these reasons, the Compensation Committee views this quantitative metric as the best overall measure of our performance that can be affected by the decision making of our named executive officers, and accordingly gave it an 80% weight.

As described above, in 2008 the Compensation Committee added free cash flow as an additional performance metric in achieving the target annual cash bonus for the named executive officers, other than Mr. Block, and gave it a 20% weight. Free cash flow is defined as "Net Cash Provided by Operating Activities" (as stated in our Consolidated Statement of Cash Flows), reduced by capital expenditures and cash paid for intangible assets, and adjusted for any payments related to certain nonoperating items, net of estimated tax benefits (such as income taxes on investment sales, and nonrecurring payments related to income tax and litigation contingencies of acquired companies). Free Cash Flow is used as an indicator of our ability to service and repay debt, make investments and return capital to investors through stock repurchases and dividends. It is also valued by investors as an additional measure that can be used to compare our performance with other companies. For these reasons, the Compensation Committee believes that free cash flow is a meaningful quantitative metric that also reflects the decision making of our named executive officers.

The Compensation Committee believes that measuring performance for our named executive officers using the same consolidated financial metrics (rather than individual performance goals tied to specific operating targets) is appropriate given the overall responsibility of the senior management team to deliver the Company's most important performance goals for the year.

The Compensation Committee does not determine compensation levels, or condition incentive-based compensation award achievement, based directly on our stock price performance, because it believes that it is not equitable to condition performance rewards based on an external quantitative metric that management cannot directly control and to do so could lead to an undesirable focus on short-term results. However, as stated above, the Compensation Committee does review data comparing shareholder return performance to that of our peer group companies and does consider this information in setting compensation levels each year. In addition, because a material portion of compensation for each named executive officer is in the form of a stock-based vehicle, a significant portion of each executive's compensation is inherently tied to stock price movement and the achievement of shareholder value. As noted above, this is reflected in the significantly reduced value of outstanding equity-based awards of the named executive officers as a result of the substantial drop in the market price of the Company's common stock in 2007.

Emphasis on Long-Term Stock Ownership

Vesting of Equity-Based Incentive Compensation. The Compensation Committee seeks to achieve the long-term objectives of equity compensation in part by extending the vesting period for options over a longer time period than is the case with most other large public companies. For example, with respect to the stock options granted to our named executive officers during the last several years including 2008, one-half of the options vest over five years and one-half vest over a period of nine years and six months. RSUs granted to our named executive officers during the last several years including 2008 generally vest 15% on each of the first four anniversaries of the date of grant and 40% on the fifth anniversary. The Compensation Committee believes that these longer time-frame vesting schedules focus the executives over the long term on the creation of shareholder value.

Stock Ownership Guidelines. We have a stock ownership policy for members of our senior management, including our named executive officers. Under the current guidelines established by the Compensation Committee, Mr. Brian L. Roberts is required to own our stock in an amount equal to at least five times base salary. The other named executive officers are required to own our stock in amounts ranging from one and one-half to three times base salary. This policy is designed to increase the executives' ownership stakes in the Company and align their interests with the interests of shareholders. "Ownership" for purposes of this policy is defined to include stock owned directly or indirectly by the executive and shares credited to the executive under our employee stock purchase plan, which must be held for 180 days from the date credited. In addition, 60% of each of the following types of ownership also counts: shares owned under our 401(k) plan, deferred

shares under our restricted stock plan and the difference between the market price and exercise price of vested stock options. In determining compliance, the Compensation Committee may take into account any noncompliance that occurs solely or primarily as a result of a decline in the market price of our stock. All of our named executive officers have been deemed to satisfy the requirements of our stock ownership policy as of December 31, 2008. In the event a subject employee is not in compliance, he or she is prohibited from selling our stock (unless a hardship exemption is granted).

Policies Regarding Hedging. Our policy prohibits any named executive officer from buying or selling any Company securities or options or derivatives with respect to Company securities without obtaining prior approval from our General Counsel. This seeks to assure that the executives will not trade in our securities at a time when they are in possession of inside information. We do not have a policy that specifically prohibits our named executive officers from hedging the economic risk of stock ownership in the Company. However, federal securities laws generally prohibit our named executive officers from selling "short" our stock.

Tax and Accounting Considerations

The Compensation Committee periodically reviews our compensation practices for purposes of obtaining the maximum tax deductibility of compensation paid, consistent with our employment agreements and related contractual commitments. For example, as described above, we include performance conditions in RSU grants to our named executives officers as a means of obtaining tax deductibility for their value. From time to time, the Compensation Committee has awarded, and may in the future award, compensation that is not fully deductible if it determines that such award is consistent with this philosophy and is in the best interests of the Company and its shareholders. Prior to year-end 2008, we amended existing agreements with our employees (including our named executive officers) to ensure that any compensation that could be characterized as nonqualified deferred compensation complies with Section 409A of the Internal Revenue Code.

The Compensation Committee also considers the accounting treatment of compensation elements in determining types and levels of compensation for our named executive officers.

Other Considerations

The Compensation Committee has historically viewed material increases in the size and scope of our operations as a basis for material increases in compensation levels. Most recently, this occurred in 2002 following our AT&T Broadband acquisition, which almost tripled the size of our cable operations, making us the nation's largest video services provider.

The Compensation Committee reviews, but does not give significant weight to, aggregate amounts realized or realizable from prior years' compensation when making decisions regarding current compensation (what some commentators call an "accumulated wealth analysis"). As stated above, the Compensation Committee believes that in order to maintain the best group of executives to lead the Company, we need to provide a compensation package each year that is highly competitive with the marketplace. High quality executive talent with the experience and capabilities sought by us is scarce. The Compensation Committee is strongly of the view that it is an unnecessary risk to shareholder value to not provide a competitive level of compensation to our named executive officers each year. It believes that value realized on prior years' compensation from stock appreciation is the reward for the executive's work over that period and the achievement of our long-term goals. To reduce current year compensation below competitive levels because an executive has realized gains based on a desired increase in shareholder value is seen by the Compensation Committee as counterproductive.

The Compensation Committee is aware that our Chairman and Chief Executive Officer, Mr. Brian L. Roberts, is a son of our founder, Mr. Ralph J. Roberts, and is our shareholder with the greatest beneficial voting power. The Compensation Committee maintains an objective stance toward Messrs. Roberts' compensation. The Compensation Committee uses the same methods, tools and processes to determine the Messrs. Roberts' compensation as it does for our other named executive officers.

Recoupment Policy. In 2007, upon the recommendation of the Compensation Committee and the Governance and Directors Nominating Committee, our Board adopted an incentive compensation recoupment policy. The policy provides that if it is determined by our Board that gross negligence, intentional misconduct or fraud by one of our executive officers or former executive officers caused or partially caused the restatement of all or a portion of our financial statements, the Board, in its sole discretion, may, to the extent permitted by law and our benefit plans, policies and agreements, and to the extent it determines in its sole judgment that it is in our best interests to do so, require reimbursement of all or a portion of any annual cash bonus, vested RSU or other incentive-based compensation granted on or after March 1, 2007 to such executive officer or former executive officer (and/or effect the cancellation of unvested RSUs) if: (1) the amount or vesting of the incentive-based compensation was calculated based upon, or contingent on, the achievement of financial or operating results that were the subject of or affected by the restatement and (2) the amount or vesting of the incentive-based compensation would have been less had the financial statements been correct.

Compensation Committee Report

We, the members of the Compensation Committee of the Board of Directors, have reviewed and discussed with management the Compensation Discussion and Analysis. Based on this review and discussion, we have recommended to the Board of Directors that the Compensation Discussion and Analysis be included in this proxy statement.

Members of the Compensation Committee

Dr. Judith Rodin (Chair)
S. Decker Anstrom
Joseph J. Collins
Michael I. Sovern

Summary Compensation Table for 2008

The following table sets forth specified information regarding the compensation for 2008, 2007 and 2006 of our Chairman, President and Chief Executive Officer (Mr. Brian L. Roberts), our Chief Financial Officer (Mr. Michael J. Angelakis) and our next three most highly compensated executive officers (Messrs. Stephen B. Burke, David L. Cohen and Arthur R. Block), except as set forth in footnotes (8) and (9) to this table. The following table also sets forth specified information regarding the compensation for 2008, 2007 and 2006 of Mr. Ralph J. Roberts, the Founder and Chairman Emeritus of our Board (in lieu of his prior position as Chair of the Executive and Finance Committee of our Board, now the Finance Committee of our Board), who would have been among the next three most highly compensated executive officers but for his resignation from his prior position and the consequent termination of his executive officer status prior to the close of 2008. We refer to these individuals as our named executive officers as described in "Compensation Discussion and Analysis — Our Named Executive Officers for 2008" on page 38. Compensation for 2008 includes compensation earned in 2008 (except in the case of stock awards and option awards) as to which amounts are included as compensation recognized for financial statement reporting purposes with respect to the 2008 fiscal year.

Name and Principal Position (a)	Year (b)	Salary ($) (c)[1]	Bonus ($) (d)[2]	Stock Awards ($) (e)[3]	Option Awards ($) (f)[4]	Non-Equity Incentive Plan Compensation ($) (g)[5]	Change in Pension Value and Nonqualified Deferred Compensation Earnings ($) (h)[6]	All Other Compensation ($) (i)[7]	Total ($) (j)
Brian L. Roberts	2008	$2,769,365	$ 881,027	$4,078,910	$3,619,354	$7,394,204	$1,557,048	$ 3,428,639	$23,728,547
Chairman of the	2007	2,638,500	1,440,068	3,063,084	3,343,046	6,330,000	788,895	3,199,135	20,802,728
Board, President	2006	2,501,000	3,002,454	3,071,792	5,694,694	8,400,000	407,624	2,924,132	26,001,696
and Chief Executive Officer									
Michael J. Angelakis	2008	1,663,588	—	2,198,408	725,307	4,441,779	790,250	1,447,388	11,266,720
Executive Vice	2007	1,146,625	5,000,000	4,144,111	275,935	2,749,500	383,564	6,759,381	20,459,116
President and Chief Financial Officer[8]									
Stephen B. Burke	2008	2,218,117	—	3,369,096	2,588,430	5,922,372	4,113,931	2,182,067	20,394,013
Executive Vice	2007	2,113,500	—	2,501,585	2,320,391	5,070,000	2,850,827	1,993,711	16,850,014
President, Chief	2006	2,001,000	—	2,945,416	3,632,649	6,720,000	1,979,974	1,774,791	19,053,830
Operating Officer and President, Comcast Cable									
David L. Cohen	2008	1,322,995	—	2,392,053	2,122,349	1,471,832	532,802	906,508	8,748,539
Executive Vice	2007	1,261,000	—	1,918,422	1,799,573	1,260,000	334,134	826,834	7,399,963
President	2006	1,201,000	—	2,525,302	3,598,910	1,680,000	198,275	771,192	9,974,679
Arthur R. Block	2008	771,769	40,025	583,836	550,024	686,875	482,578	13,800	3,128,907
Senior Vice President, General Counsel and Secretary[9]									
Ralph J. Roberts	2008	332,846	—	1,416,066	1,213,500	—	5,635,640	14,085,069	22,683,121
Founder and	2007	1,967,810	—	1,289,121	2,125,411	1,966,810	5,240,627	12,078,979	24,668,758
Chairman Emeritus	2006	1,853,200	—	1,147,628	3,754,212	2,593,080	4,464,957	10,310,134	24,123,211
of the Board[10]									

(1) Messrs. Brian L. Roberts, Angelakis, Burke and Cohen has each requested that he not receive an increase in his annual base salary through February 28, 2010. (Beginning in 2008, annual base salary increases are implemented on March 1 of each year.) As previously disclosed, Mr. Ralph J. Roberts requested that effective as of February 15, 2008, his annual base salary be one dollar per annum.

(2) For Messrs. Brian L. Roberts and Block, the amounts in this column represent bonuses paid in exchange for the cancellation of certain options to purchase QVC, Inc. common stock, in the case of Mr. Roberts, and stock appreciation rights payable in cash, in the case of Mr. Block, that they previously held. As a result of the sale of our interest in QVC in 2003, all such options and stock appreciation rights were canceled and holders of unvested options and stock appreciation rights, including certain of our named executive officers, became entitled to receive future bonus payments on the same vesting schedule as the original awards, as long as the named executive officer remained continuously employed by us through the applicable vesting dates. The aggregate amount of the bonus payments for each named executive officer is equal to the in-the-money value of the unvested awards at the time of their cancellation, plus an

amount equal to 8% per year from the date of their cancellation through the original vesting date. The last vesting dates applicable to our named executive officers were in 2008.

(3) For the named executive officers other than Mr. Block, the amounts in this column represent the dollar amount recognized for financial statement reporting purposes with respect to the 2008 fiscal year for the fair value of performance-based RSUs granted in 2008 as well as RSUs granted in prior fiscal years, in accordance with Statement of Financial Accounting Standards 123R, Share-Based Payment (SFAS 123R). For Mr. Block, the amount in this column represents the dollar amount recognized for financial statement reporting purposes with respect to the 2008 fiscal year for the fair value of service-based RSUs granted in 2008 as well as RSUs granted in prior fiscal years, in accordance with SFAS 123R. Under the SEC's rules relating to executive compensation disclosure, the amounts shown exclude the impact of estimated forfeitures related to service-based vesting conditions. These amounts, which reflect our accounting expense for these awards and do not correspond to the actual value that may be realized by the named executive officers, were calculated using the valuation assumptions discussed in the "Summary of Significant Accounting Policies," "Stockholders' Equity" or "Share-Based Compensation" footnotes (as applicable) to the financial statements in our Annual Report on Form 10-K for the respective year-end, and were determined by multiplying the Class A common stock closing price on the date of grant by the number of shares subject to the grant and discounted for the lack of dividends, if any, during the vesting period. See the "Grants in 2008 of Plan Based Awards" table on page 52 for information on awards made in 2008.

(4) The amounts in this column represent the dollar amount recognized for financial statement reporting purposes with respect to the 2008 fiscal year for the fair value of stock options granted to each of the named executive officers in 2008 as well as stock options granted in prior fiscal years, in accordance with SFAS 123R. Under the SEC's rules relating to executive compensation disclosure, the amounts shown exclude the impact of estimated forfeitures related to service-based vesting conditions. These amounts, which reflect our accounting expense for these awards and do not correspond to the actual value that may be realized by the named executive officers, were calculated using the Black-Scholes option-pricing model, based upon the following valuation assumptions for options granted in 2008: an expected volatility of approximately 33.0%; an expected term to exercise of seven years; an interest rate of approximately 2.9%; and a dividend yield of approximately 1.3%. For information on the valuation assumptions with respect to grants made before 2008, refer to the "Summary of Significant Accounting Policies," "Stockholders' Equity" or "Share-Based Compensation" footnotes (as applicable) to the financial statements in our Annual Report on Form 10-K for the respective year-end. See the "Grants in 2008 of Plan Based Awards" table on page 52 for information on options granted in 2008.

(5) The amounts in this column represent annual performance-based bonuses earned by our named executive officers under our 2006 Cash Bonus Plan. The grant of these bonuses is also disclosed under the "Grants in 2008 of Plan Based Awards" table on page 52.

(6) The amounts in this column represent the dollar value of interest earned on compensation deferred under our deferred compensation plans in excess of 120% of the long-term applicable federal rate (the current rate on deferred compensation is 12%). For Mr. Ralph J. Roberts, the amounts in this column in respect of 2006 and 2007 also include the increase in the actuarial present value of his accumulated benefits under the SERP for those years. The amount in this column in respect of 2008 does not reflect the decrease in the actuarial present value of his accumulated benefits under the SERP ($648,368). None of the other named executive officers participate in the SERP.

(7) For the named executive officers this column includes: (a) amounts relating to reimbursements of premiums on term and split-dollar life insurance policies (Mr. Brian L. Roberts, $416,947 and Mr. Ralph J. Roberts, $5,750,553, although the actual cost to the Company for Mr. Ralph J. Roberts is $3,641,825 after applicable tax deductions); (b) Company contributions to our retirement-investment plan accounts in the amount of $13,800 for each of the named executive officers, except in the case of Mr. Burke for whom the Company contributed $13,087; (c) Company contributions to our deferred compensation plans (Mr. Brian L. Roberts, $2,315,250; Mr. Angelakis, $1,389,150; Mr. Burke, $1,852,200 and Mr. Cohen, $826,875); (d) the aggregate amount of payments made to cover certain tax liabilities, which, in the case of Messrs. Brian L. Roberts and Ralph J. Roberts were principally related to certain life insurance

policies (aggregate payments to each of the named executive officers are as follows: Mr. Brian L. Roberts, $289,910; Mr. Angelakis, $1,339; Mr. Burke, $1,662; Mr. Cohen, $215 and Mr. Ralph J. Roberts, $8,252,700, although the actual cost to the Company for Mr. Ralph J. Roberts is $5,226,435 after applicable tax deductions); (e) payments to Mr. Angelakis for relocation expenses incurred in connection with the commencement of his employment with us ($1,891); and (f) amounts on account of personal use of Company provided aircraft (Mr. Brian L. Roberts, $392,732; Mr. Angelakis, $41,208; Mr. Burke, $315,118; Mr. Cohen, $65,618 and Mr. Ralph J. Roberts, $68,016). For security reasons, Company policy requires Messrs. Brian L. Roberts, Burke and Ralph J. Roberts to use Company provided aircraft for business and personal travel, although the named executive officers are required to pay the Company for personal use of Company provided aircraft in amounts determined by Company policy.

The amounts reflected for each named executive officer in respect of personal use of Company provided aircraft indicate the extent to which the incremental cost of such use exceeds the amount paid to us by the named executive officer as stated above. The aggregate incremental cost for a personal flight taken on a charter plane is the cost of the flight as charged to us by the charter company. The aggregate incremental cost for a personal flight on a Company plane includes all variable costs for the year, such as fuel, maintenance and other trip expenses, to arrive at a variable cost per hour that we then multiply by the number of hours the named executive officer used the aircraft for personal travel (including for 2007 and 2008, the hours for repositioning flights). This methodology excludes fixed costs that do not change based on usage.

As described in "Agreements with Our Named Executive Officers," which begins on page 61, on February 13, 2009, Mr. Brian L. Roberts relinquished his right to receive future reimbursement and tax-related payments from the Company in connection with premiums for his term and split-dollar life insurance policies as described in clauses (a) and (d) in the first paragraph of this footnote.

For all other benefits that would otherwise be considered perquisites, as more fully described in "Compensation Discussion and Analysis — Elements and Mix of Our Compensation Program — Perquisites" on page 44, our named executive officers are required to pay us (and have paid us) for such benefits.

(8) For Mr. Angelakis, compensation for only 2007 and 2008 is shown because he was not an employee of the Company in 2006.

(9) For Mr. Block, compensation for only 2008 is shown because he was not a named executive officer in 2006 or 2007.

(10) Mr. Ralph J. Roberts resigned his position as Chair of the Executive and Finance Committee of our Board, now the Finance Committee of our Board, effective December 10, 2008, and ceased to be executive officer of the Company as of that date. At such time, he was elected Founder and Chairman Emeritus of our Board.

Grants in 2008 of Plan Based Awards

The following table provides information about equity and nonequity awards granted to our named executive officers in 2008, as follows: (1) the grant date for equity awards (column (b)); (2) the estimated future payouts under nonequity incentive plan awards (columns (c), (d) and (e)); (3) the estimated future payouts under equity incentive plan awards, which consist of performance-based RSUs (columns (f), (g) and (h)); (4) all other stock awards, which consist of the number of shares of Class A common stock underlying RSUs (column (i)); (5) all option awards, which consist of the number of shares underlying stock options (column (j)); (6) the exercise price of the stock option awards, which reflects the closing price of our Class A common stock on the date of grant ($18.98) (column (k)); and (7) the grant date fair value of each equity award computed under SFAS 123R (column (l)).

		Estimated Future Payouts Under Non-Equity Incentive Plan Awards[1]			Estimated Future Payouts Under Equity Incentive Plan Awards[2]			All Other Stock Awards: Number of Shares of Stock or Units (#) [3]	All Other Option Awards: Number of Securities Underlying Options (#) [4]	Exercise or Base Price of Option Awards ($/Sh)	Grant Date Fair Value of Stock and Option Awards ($) [5]
Name (a)	Grant Date (b)	Threshold ($) (c)	Target ($) (d)	Maximum ($) (e)	Threshold (#) (f)	Target (#) (g)	Maximum (#) (h)				
Brian L. Roberts	—	$4,154,048	$8,308,095	$11,465,171							
	3/28/2008				184,009	276,000	276,000				$5,006,640
	3/28/2008								803,000	$18.98	5,203,440
Michael J. Angelakis	—	2,495,382	4,990,764	6,887,254							
	3/28/2008				110,406	165,600	165,600				3,003,984
	3/28/2008								481,800	18.98	3,122,064
Stephen B. Burke	—	3,327,176	6,654,351	9,183,004							
	3/28/2008				147,207	220,800	220,800				4,005,312
	3/28/2008								642,400	18.98	4,162,752
David L. Cohen	—	826,872	1,653,744	2,282,166							
	3/28/2008				85,738	128,600	128,600				2,332,804
	3/28/2008								374,000	18.98	2,423,520
Arthur R. Block	—	272,434	771,769	1,180,807							
	3/28/2008							33,900			614,946
	3/28/2008								99,000	18.98	641,520

(1) Represents annual performance-based bonus awards granted to our named executive officers under our cash bonus plan. The actual amounts earned with respect to these bonuses for 2008 are included in the "Summary Compensation Table for 2008" on page 49 under the "Non-Equity Incentive Plan Compensation" column (see footnote (5) to the "Summary Compensation Table for 2008"). As described in "Compensation Discussion and Analysis — Elements and Mix of Our Compensation Program — Cash Bonus Incentive Compensation" on page 41, based on 2008 achievement of specified consolidated operating cash flow increases and free cash flow results, the named executive officers (other than Mr. Block) were entitled to receive 98% of their respective target amounts for their 2008 bonus. However, putting this achievement level in the context of lower levels of annual cash bonus achievement in 2008 by certain operating management (whose cash bonuses are based in large part on business unit operating metrics rather than consolidated financial performance), the named executive officers (other than Mr. Block) have elected to accept only 89% of their target amounts. Based on 2008 achievement of specified consolidated operating cash flow increases and management, diversity and individual performance goals, Mr. Block was entitled to receive 89% of his target amount for his 2008 bonus.

(2) The amounts in this column represent shares of our Class A common stock underlying performance-based RSU awards granted under our restricted stock plan. Subject to achieving specified increases in consolidated operating cash flow, as described in "Compensation Discussion and Analysis — Elements and Mix of Our Compensation Program — Equity-Based Incentive Compensation" on page 42, shares subject to these RSU awards vest at the rate of 15% on the 13-month anniversary of the date of grant (April 28, 2009), 15% on each of the second, third and fourth anniversaries of the date of grant (March 28, 2010, 2011 and 2012, respectively) and 40% on the fifth anniversary of the date of grant (March 28, 2013).

(3) The amount in this column represents shares of our Class A common stock underlying service-based RSU awards granted under our restricted stock plan. Shares subject to this RSU award vest at the rate of 15%

on the 13-month anniversary of the date of grant (April 28, 2009), 15% on each of the second, third and fourth anniversaries of the date of grant (March 28, 2010, 2011 and 2012, respectively) and 40% on the fifth anniversary of the date of grant (March 28, 2013).

(4) Represents shares of our Class A common stock underlying stock option awards granted to our named executive officers under our 2003 Stock Option Plan. These options become exercisable at the rate of 30% of the shares covered thereby on the second anniversary of the date of grant (March 28, 2010), another 15% on each of the third, fourth and fifth anniversaries of the date of grant (March 28, 2011, 2012 and 2013, respectively), another 5% on each of the sixth through ninth anniversaries of the date of grant (March 28, 2014, 2015, 2016 and 2017, respectively) and 5% on the nine and one-half year anniversary of the date of grant (September 28, 2017).

(5) The amounts in this column represent the grant date fair value of RSUs and stock options computed in accordance with SFAS 123R. These amounts do not necessarily correspond to the actual value that may be realized by the named executive officers. The grant date fair value of RSUs was determined by multiplying the Class A common stock closing price on the date of grant by the number of shares subject to the grant and discounted for the lack of dividends, if any, during the vesting period. Amounts with respect to stock options were calculated using the Black-Scholes option-pricing model, based on the assumptions set forth in footnote (4) to the "Summary Compensation Table for 2008" on page 50.

Outstanding Equity Awards at 2008 Fiscal Year-End

The following table provides information on the holdings of stock option and stock awards by our named executive officers as of December 31, 2008. This table includes unexercised vested and unvested stock options (see columns (b), (c), (e) and (f)), unvested RSUs (see columns (g) and (h)) and unvested performance-based RSUs (see columns (i) and (j)). The vesting schedules for these grants are disclosed in the footnotes to this table. The market value of stock awards is based on the closing market price of a share of our Class A common stock as of December 31, 2008, or $16.88. The performance-based RSUs are subject to achieving specified increases in consolidated operating cash flow, as described in further detail in "Compensation Discussion and Analysis — Elements and Mix of our Compensation Program — Equity-Based Incentive Compensation" on page 42.

	Option Awards				Stock Awards			
Name (a)	Number of Securities Underlying Unexercised Options (#) Exercisable (b)	Number of Securities Underlying Unexercised Options (#) Unexercisable (c)	Option Exercise Price ($) (e)	Option Expiration Date (f)	Number of Shares or Units of Stock That Have Not Vested (#) (g)	Market Value of Shares or Units of Stock That Have Not Vested ($) (h)	Equity Incentive Plan Awards: Number of Unearned Shares, Units or Other Rights That Have Not Vested (#) (i)	Equity Incentive Plan Awards: Market or Payout Value of Unearned Shares, Units or Other Rights That Have Not Vested ($) (j)
Brian L. Roberts					66,000[3][7]	$1,114,080		
							800,145[4][7]	$13,506,448
	1,495,359[1]	—	$19.7500	01/05/09				
	1,500,000[1]	—	21.1250	04/05/09				
	1,500,000[1]	—	21.8958	05/03/09				
	1,496,493[1]	—	25.9166	10/04/09				
	1,500,000[1]	—	33.1666	01/04/10				
	1,499,289[1]	—	25.6666	03/30/10				
	1,496,347[1]	—	27.3750	07/05/10				
	1,500,000[1]	—	27.6250	10/05/10				
	1,120,944[1]	—	24.6466	07/30/11				
	1,125,000[1]	—	23.6600	01/24/12				
	1,078,125[2]	346,875[2][6]	18.0800	02/26/13				
	720,000[2]	480,000[2][6]	19.9200	03/09/14				
	286,875[2]	350,625[2][6]	22.6600	03/14/15				
	226,800[2]	529,200[2][6]	17.5000	03/09/16				
	—	548,000[2][6]	25.4400	03/15/17				
	—	803,000[2][6]	18.9800	03/27/18				
Michael J. Angelakis								
							245,619[4][7]	4,146,049
	—	247,735[2][6]	25.9500	03/29/17				
	—	481,800[2][6]	18.9800	03/27/18				
Stephen B. Burke								
					75,000[3][7]	1,266,000		
							605,466[4][7]	10,220,266
	150,000[1]	—	21.8958	05/03/09				
	900,000[1]	—	25.6250	03/15/10				
	1,050,000[1]	—	25.0416	06/02/10				
	750,000[1]	—	24.6466	07/30/11				
	750,000[1]	—	23.2666	01/07/12				
	450,000[1]	—	23.6600	01/24/12				
	395,625[1]	112,500[1][6]	15.8933	10/28/12				
	571,875[2]	178,125[2][6]	18.0800	02/26/13				

	Option Awards				Stock Awards			
Name (a)	Number of Securities Underlying Unexercised Options (#) Exercisable (b)	Number of Securities Underlying Unexercised Options (#) Unexercisable (c)	Option Exercise Price ($) (e)	Option Expiration Date (f)	Number of Shares or Units of Stock That Have Not Vested (#) (g)	Market Value of Shares or Units of Stock That Have Not Vested ($) (h)	Equity Incentive Plan Awards: Number of Unearned Shares, Units or Other Rights That Have Not Vested (#) (i)	Equity Incentive Plan Awards: Market or Payout Value of Unearned Shares, Units or Other Rights That Have Not Vested ($) (j)
	360,000[2]	240,000[2][6]	19.9200	03/09/14				
	156,937[2]	191,813[2][6]	22.6600	03/14/15				
	181,440[2]	423,360[2][6]	17.5000	03/09/16				
	—	438,400[2][6]	25.4400	03/15/17				
	—	642,400[2][6]	18.9800	03/27/18				
David L. Cohen								
					60,000[3][7]	1,012,800		
							443,700[4][7]	7,489,656
	600,000[1][5]	150,000[1][6]	15.8933	07/01/12				
	139,500[1]	25,500[1][6]	15.8933	10/28/12				
	459,375[2]	140,625[2][6]	18.0800	02/26/13				
	337,500[2]	225,000[2][6]	19.9200	03/09/14				
	135,000[2]	165,000[2][6]	22.6600	03/14/15				
	151,875[2]	185,625[2][6]	17.9533	11/11/15				
	105,750[2]	246,750[2][6]	17.5000	03/09/16				
	—	255,200[2][6]	25.4400	03/15/17				
	—	374,000[2][6]	18.9800	03/27/18				
Arthur R. Block								
					122,057[3][7]	2,060,322		
	75,000[1]	—	21.8958	05/03/09				
	296,007[1]	3,993[1][6]	25.0416	06/02/10				
	104,388[1]	8,112[1][6]	24.6466	07/30/11				
	187,500[1]	—	23.6600	01/24/12				
	22,500[1]	—	13.0400	08/05/12				
	127,500[1]	22,500[1][6]	15.8933	10/28/12				
	121,875[2]	28,125[2][6]	18.0800	02/26/13				
	90,000[2]	60,000[2][6]	19.9200	03/09/14				
	33,075[2]	40,425[2][6]	22.6600	03/14/15				
	20,475[2]	47,775[2][6]	18.5066	01/20/16				
	27,900[2]	65,100[2][6]	17.5000	03/09/16				
	—	67,400[2][6]	25.4400	03/15/17				
	—	99,000[2][6]	18.9800	03/27/18				
Ralph J. Roberts								
							248,968[4][7]	4,202,580
	370,815[1]	—	21.8958	05/03/09				
	370,747[1]	—	25.6666	03/30/10				
	746,124[1]	—	25.7916	03/26/11				
	895,944[1]	—	24.6466	07/30/11				
	900,000[1]	—	23.6600	01/24/12				
	740,625[2]	234,375[2][6]	18.0800	02/26/13				
	450,000[2]	300,000[2][6]	19.9200	03/09/14				
	131,625[2]	160,875[2][6]	22.6600	03/14/15				
	87,300[2]	203,700[2][6]	17.5000	03/09/16				
	—	164,900[2][6]	25.4400	03/15/17				

(1) Represents shares of Class A Special common stock.

(2) Represents shares of Class A common stock.

(3) Represents awards of RSUs with respect to shares of Class A common stock.

(4) Represents awards of performance-based RSUs with respect to shares of Class A common stock. Subject to achieving specified increases in consolidated operating cash flow, the awards vest as indicated in footnote (7) to this table.

(5) Mr. Cohen assigned to a grantor trust a portion of this option representing 150,000 shares.

(6) Vesting dates for each outstanding option award for the named executive officers are as follows:

		Number of Shares Underlying Vesting Awards					
Vesting Date	Exercise Price	Brian L. Roberts	Michael J. Angelakis	Stephen B. Burke	David L. Cohen	Arthur R. Block	Ralph J. Roberts
2009							
01/20/2009	$18.5066	—	—	—	—	10,237	—
02/26/2009	18.0800	69,375	—	35,625	28,125	5,625	46,875
03/09/2009	19.9200	180,000	—	90,000	84,375	22,500	112,500
03/10/2009	17.5000	113,400	—	90,720	52,875	13,950	43,650
03/14/2009	22.6600	95,625	—	52,313	45,000	11,025	43,875
03/16/2009	25.4400	164,400	—	131,520	76,560	20,220	49,470
03/30/2009	25.9500	—	74,320	—	—	—	—
06/02/2009	25.0416	—	—	—	—	3,993	—
07/01/2009	15.8933	—	—	—	37,500	—	—
10/28/2009	15.8933	—	—	28,125	6,375	5,625	—
11/11/2009	17.9533	—	—	—	50,625	—	—
2010							
01/20/2010	18.5066	—	—	—	—	10,238	—
02/26/2010	18.0800	69,375	—	35,625	28,125	5,625	46,875
03/09/2010	19.9200	60,000	—	30,000	28,125	7,500	37,500
03/10/2010	17.5000	113,400	—	90,720	52,875	13,950	43,650
03/14/2010	22.6600	95,625	—	52,312	45,000	11,025	43,875
03/16/2010	25.4400	82,200	—	65,760	38,280	10,110	24,735
03/28/2010	18.9800	240,900	144,540	192,720	112,200	29,700	—
03/30/2010	25.9500	—	37,160	—	—	—	—
07/01/2010	15.8933	—	—	—	37,500	—	—
07/30/2010	24.6466	—	—	—	—	4,056	—
10/28/2010	15.8933	—	—	28,125	6,375	5,625	—
11/11/2010	17.9533	—	—	—	50,625	—	—
2011							
01/20/2011	18.5066	—	—	—	—	10,237	—
01/30/2011	24.6466	—	—	—	—	4,056	—
02/26/2011	18.0800	69,375	—	35,625	28,125	5,625	46,875
03/09/2011	19.9200	60,000	—	30,000	28,125	7,500	37,500
03/10/2011	17.5000	113,400	—	90,720	52,875	13,950	43,650
03/14/2011	22.6600	31,875	—	17,438	15,000	3,675	14,625
03/16/2011	25.4400	82,200	—	65,760	38,280	10,110	24,735
03/28/2011	18.9800	120,450	72,270	96,360	56,100	14,850	—
03/30/2011	25.9500	—	37,161	—	—	—	—
07/01/2011	15.8933	—	—	—	37,500	—	—
10/28/2011	15.8933	—	—	28,125	6,375	5,625	—

Vesting Date	Exercise Price	Number of Shares Underlying Vesting Awards					
		Brian L. Roberts	Michael J. Angelakis	Stephen B. Burke	David L. Cohen	Arthur R. Block	Ralph J. Roberts
11/11/2011	17.9533	—	—	—	16,875	—	—
2012							
01/01/2012	15.8933	—	—	—	37,500	—	—
01/20/2012	18.5066	—	—	—	—	3,413	—
02/26/2012	18.0800	69,375	—	35,625	28,125	5,625	46,875
03/09/2012	19.9200	60,000	—	30,000	28,125	7,500	37,500
03/10/2012	17.5000	37,800	—	30,240	17,625	4,650	14,550
03/14/2012	22.6600	31,875	—	17,437	15,000	3,675	14,625
03/16/2012	25.4400	82,200	—	65,760	38,280	10,110	24,735
03/28/2012	18.9800	120,450	72,270	96,360	56,100	14,850	—
03/30/2012	25.9500	—	37,160	—	—	—	—
04/28/2012	15.8933	—	—	28,125	6,375	5,625	—
08/26/2012	18.0800	69,375	—	35,625	28,125	5,625	46,875
11/11/2012	17.9533	—	—	—	16,875	—	—
2013							
01/20/2013	18.5066	—	—	—	—	3,412	—
03/09/2013	19.9200	60,000	—	30,000	28,125	7,500	37,500
03/10/2013	17.5000	37,800	—	30,240	17,625	4,650	14,550
03/14/2013	22.6600	31,875	—	17,438	15,000	3,675	14,625
03/16/2013	25.4400	27,400	—	21,920	12,760	3,370	8,245
03/28/2013	18.9800	120,450	72,270	96,360	56,100	14,850	—
03/30/2013	25.9500	—	12,387	—	—	—	—
09/09/2013	19.9200	60,000	—	30,000	28,125	7,500	37,500
11/11/2013	17.9533	—	—	—	16,875	—	—
2014							
01/20/2014	18.5066	—	—	—	—	3,413	—
03/10/2014	17.5000	37,800	—	30,240	17,625	4,650	14,550
03/14/2014	22.6600	31,875	—	17,437	15,000	3,675	14,625
03/16/2014	25.4400	27,400	—	21,920	12,760	3,370	8,245
03/28/2014	18.9800	40,150	24,090	32,120	18,700	4,950	—
03/30/2014	25.9500	—	12,386	—	—	—	—
09/14/2014	22.6600	31,875	—	17,438	15,000	3,675	14,625
11/11/2014	17.9533	—	—	—	16,875	—	—
2015							
01/20/2015	18.5066	—	—	—	—	3,412	—
03/10/2015	17.5000	37,800	—	30,240	17,625	4,650	14,550
03/16/2015	25.4400	27,400	—	21,920	12,760	3,370	8,245
03/28/2015	18.9800	40,150	24,090	32,120	18,700	4,950	—
03/30/2015	25.9500	—	12,387	—	—	—	—
05/11/2015	17.9533	—	—	—	16,875	—	—
07/20/2015	18.5066	—	—	—	—	3,413	—
09/10/2015	17.5000	37,800	—	30,240	17,625	4,650	14,550
2016							
03/16/2016	25.4400	27,400	—	21,920	12,760	3,370	8,245
03/28/2016	18.9800	40,150	24,090	32,120	18,700	4,950	—
03/30/2016	25.9500	—	12,387	—	—	—	—
09/16/2016	25.4400	27,400	—	21,920	12,760	3,370	8,245
09/30/2016	25.9500	—	12,387	—	—	—	—
2017							
03/28/2017	18.9800	40,150	24,090	32,120	18,700	4,950	—
09/28/2017	18.9800	40,150	24,090	32,120	18,700	4,950	—

(7) Vesting dates for each outstanding RSU award and performance-based RSU award for the named executive officers are as follows:

		Number of Shares Underlying Vesting Awards					
Vesting Date	Award Type	Brian L. Roberts	Michael J. Angelakis	Stephen B. Burke	David L. Cohen	Arthur R. Block	Ralph J. Roberts
2009							
01/02/2009	RSU	—	—	75,000	—	—	—
01/20/2009	RSU	—	—	—	—	3,937	—
03/09/2009	RSU	66,000	—	—	60,000	6,000	—
03/10/2009	Performance RSU	45,225	—	36,180	21,037	—	21,825
03/10/2009	RSU	—	—	—	—	5,557	—
03/14/2009	Performance RSU	37,125	—	20,250	17,100	—	16,988
03/14/2009	RSU	—	—	—	—	4,388	—
03/16/2009	Performance RSU	31,230	—	24,984	14,550	—	14,970
03/16/2009	RSU	—	—	—	—	3,840	—
03/30/2009	Performance RSU	—	14,121	—	—	—	—
04/28/2009	Performance RSU	41,400	24,840	33,120	19,290	—	—
04/28/2009	RSU	—	—	—	—	5,085	—
11/11/2009	Performance RSU	—	—	—	19,575	—	—
2010							
01/20/2010	RSU	—	—	—	—	3,938	—
03/10/2010	Performance RSU	45,225	—	36,180	21,038	—	21,825
03/10/2010	RSU	—	—	—	—	5,558	—
03/14/2010	Performance RSU	99,000	—	54,000	45,600	—	45,300
03/14/2010	RSU	—	—	—	—	11,699	—
03/16/2010	Performance RSU	31,230	—	24,984	14,550	—	14,970
03/16/2010	RSU	—	—	—	—	3,840	—
03/28/2010	Performance RSU	41,400	24,840	33,120	19,290	—	—
03/28/2010	RSU	—	—	—	—	5,085	—
03/30/2010	Performance RSU	—	14,121	—	—	—	—
11/11/2010	Performance RSU	—	—	—	52,200	—	—
2011							
01/20/2011	RSU	—	—	—	—	10,500	—
03/10/2011	Performance RSU	120,600	—	96,480	56,100	—	58,200
03/10/2011	RSU	—	—	—	—	14,820	—
03/16/2011	Performance RSU	31,230	—	24,984	14,550	—	14,970
03/16/2011	RSU	—	—	—	—	3,840	—
03/28/2011	Performance RSU	41,400	24,840	33,120	19,290	—	—
03/28/2011	RSU	—	—	—	—	5,085	—
03/30/2011	Performance RSU	—	14,121	—	—	—	—
2012							
03/16/2012	Performance RSU	83,280	—	66,624	38,800	—	39,920
03/16/2012	RSU	—	—	—	—	10,240	—
03/28/2012	Performance RSU	41,400	24,840	33,120	19,290	—	—
03/28/2012	RSU	—	—	—	—	5,085	—
03/30/2012	Performance RSU	—	37,656	—	—	—	—
2013							
03/28/2013	Performance RSU	110,400	66,240	88,320	51,440	—	—
03/28/2013	RSU	—	—	—	—	13,560	—

Option Exercises and Stock Vested in 2008

The following table provides information, for each of our named executive officers, on (1) stock option exercises during 2008, including the number of shares acquired upon exercise and the value realized, and (2) the number of shares resulting from the vesting of stock awards in the form of RSUs and the value realized, each before payment of any applicable withholding tax.

	Option Awards		Stock Awards	
Name (a)	Number of Shares Acquired on Exercise (#) (b)	Value Realized on Exercise ($) (c)	Number of Shares Acquired on Vesting (#) (d)	Value Realized on Vesting ($) (e)
Brian L. Roberts	2,089,136[1]	$22,099,716	138,330[2]	$2,688,564
Michael J. Angelakis	—	—	111,171[2]	2,132,196
Stephen B. Burke	300,000[1]	3,141,985	156,414[2]	2,910,091
David L. Cohen	—	—	94,763[2]	1,772,126
Arthur R. Block	240,000[1]	2,490,816	19,973[2]	378,625
Ralph J. Roberts	1,499,136[1]	15,858,460	53,782[2][3]	1,042,933

(1) Represents shares of Class A Special common stock.

(2) Represents shares of Class A common stock.

(3) Mr. Ralph J. Roberts deferred the March 14, 2008 settlement of 16,987 shares of Class A common stock until March 14, 2018. The value realized upon vesting is reflected in the "Executive Contributions in Last FY" column of the "Nonqualified Deferred Compensation in and as of 2008 Fiscal Year-End" table on page 60. The actual value that he will realize upon settlement will depend on the value of a share of Class A common stock at the time the deferral lapses.

Pension Benefits at 2008 Fiscal Year-End

The amount reported in the table below represents the present value of the accumulated benefit as of December 31, 2008 for Mr. Ralph J. Roberts under our Supplemental Executive Retirement Plan, or SERP. Mr. Roberts is the only named executive officer who participates in a defined benefit pension plan.

Name (a)	Plan Name (b)	Number of Years Credited Service (#) (c)[1]	Present Value of Accumulated Benefit ($) (d)[2]	Payments During Last Fiscal Year ($) (e)
Brian L. Roberts	—	—	—	—
Michael J. Angelakis	—	—	—	—
Stephen B. Burke	—	—	—	—
David L. Cohen	—	—	—	—
Arthur R. Block	—	—	—	—
Ralph J. Roberts	Supplemental Executive Retirement Plan	30	$8,727,256	—

(1) Although Mr. Ralph J. Roberts has been employed by us for 45 years, under the terms of our SERP, the maximum number of years of credited service is 30 years.

(2) Benefits under the SERP are calculated by multiplying "final average compensation" first by 2% and then by the number of years of service (the maximum is 30 years), and then reducing this total by any Social Security benefits that the participant receives. For purposes of the SERP, "final average compensation" is defined as the average of the total compensation paid to the executive during the five highest, consecutive complete calendar years within the ten calendar years preceding the date of termination of employment. Compensation includes salary, bonus (including any deferred bonus) and any other supplementary remuneration, but excludes payments made to participants for split-dollar life insurance premium bonuses and payments made to offset tax liabilities incurred related to these bonuses. The present value of the accrued SERP benefit for Mr. Ralph J. Roberts was calculated using a discount rate of 5.84%, a post-retirement cost of living adjustment of 4% and a post-retirement mortality of 4.35 years based on the RP-2000 mortality table and his attained age.

Nonqualified Deferred Compensation in and as of 2008 Fiscal Year-End

The table below provides information on the nonqualified deferred compensation of our named executive officers in and as of the end of 2008.

Name (a)	Executive Contributions in Last FY($) (b)[1]	Registrant Contributions in Last FY($) (c)	Aggregate Earnings in Last FY ($) (d)	Aggregate Withdrawals/ Distributions ($) (e)	Aggregate Balance at Last FYE ($) (f)[2]
Brian L. Roberts[3]	$5,697,000	$2,315,250	$ 2,794,290	—	$26,935,520
Michael J. Angelakis[3]	1,374,750	1,389,150	1,418,188	—	13,451,386
Stephen B. Burke[3]	7,070,000	1,852,200	7,382,890	—	70,679,407
David L. Cohen[3]	1,000,000	826,875	956,171	—	9,079,461
	—	—	70,836[4]	$(1,340,682)[4]	—
Arthur R. Block[3]	781,519	—	866,038	—	8,242,627
Ralph J. Roberts[3]	—	—	10,113,760	—	94,410,905
	321,394[5]	—	(957,867)[5]	—	11,579,376
	—	—	(13,746,897)[6]	—	33,556,188

(1) Except as set forth in footnote (5) below, these amounts are reported as compensation in the "Summary Compensation Table for 2008" on page 49 under the columns "Salary," "Bonus" and/or "Non-Equity Incentive Plan Compensation."

(2) All amounts contributed by a named executive officer and by us in prior years have been reported in the Summary Compensation Tables in our previously filed proxy statements in the year earned to the extent he was a named executive officer for purposes of the SEC's executive compensation disclosure, except as set forth in footnotes (4) and (5) below.

(3) Other than the amounts described in footnotes (5) and (6) below, amounts in this table have been deferred under our deferred compensation plans. Eligible employees and directors may elect to participate in these plans. Employees may defer any cash compensation they receive, other than sales commissions or other similar payments, and nonemployee directors may defer any compensation they receive for services as a director, whether paid in stock or in cash. Amounts credited to each participant's account will generally be deemed invested in an income fund, which is credited at the annual rate applicable at the time of the participant's deferral (which has been and is currently 12%) for so long as the individual is employed by, or is providing services to, us. Following such time, any amounts remaining deferred in the income fund are credited with interest at the prime rate plus 1%, unless the Compensation Committee provides for a different rate. Nonemployee directors who have elected to defer the receipt of shares as described in the "Director Compensation for 2008" table on page 69 will have these amounts initially deemed invested in the Company's stock fund. Compensation earned on or before December 31, 2004 was required to be deferred for a minimum of one year, with any redeferral required to be for a minimum of two years. Compensation earned on or after January 1, 2005 is required to be deferred for a minimum of two years, with any redeferral required to be for a minimum of five years. In either case, the maximum deferral of the commencement of distributions associated with any individual election is ten years.

(4) Before 2008, Mr. Cohen deferred the settlement of RSUs, and the shares subject to those RSUs were distributed to him in 2008. The amount shown in the "Aggregate Earnings in Last FY" column for Mr. Cohen reflects the value of the aggregate earnings or loss in 2008 of those shares.

(5) Before 2008, Mr. Ralph J. Roberts deferred the settlement of RSUs, which remained deferred during 2008. In addition, during 2008, he deferred the March 14, 2008 settlement of 16,987 shares of Class A common stock until March 14, 2018 (see footnote (3) to the "Option Exercises and Stock Vested in 2008" table on page 59). The amount shown in the "Executive Contributions in Last FY" column for Mr. Ralph J. Roberts reflects the value of the shares he deferred in 2008 as of the vesting date, and the amount shown in the "Aggregate Earnings in Last FY" column for Mr. Ralph J. Roberts reflects the value of the aggregate earnings or loss in 2008 of all shares that have been deferred by him.

(6) Under Mr. Ralph J. Roberts' prior employment agreement, upon his death, we are required to pay supplemental deferred compensation to his beneficiary within six months of his death. We agreed to

provide this to Mr. Roberts in exchange for his waiving his right to two bonus arrangements of comparable value that he had been entitled to under a prior agreement with us. Under the terms of the employment agreement, Mr. Roberts requested that we invest portions of the deferred compensation amount in certain investments identified by Mr. Roberts. The amount of the deferred compensation has been adjusted to reflect the increase or decrease in the value of those investments.

Agreements with Our Named Executive Officers

The following is a description of selected terms of the agreements that we have entered into with our named executive officers, as such terms relate to the compensation reported and described in this proxy statement.

Employment Agreement with Mr. Brian L. Roberts

On February 13, 2009, we entered into an amendment to Mr. Roberts' previously disclosed employment agreement. The amendment became effective as of such date. The following describes Mr. Roberts' employment agreement as so amended.

Base Salary. The agreement provides for an annual base salary of $2,500,000 from the inception of the agreement through December 31, 2005. This amount is reviewed annually to determine whether an increase is appropriate for the subsequent calendar year in the term of the agreement. Prior to the effectiveness of the amendment described above, the term of the agreement ended on June 30, 2009 and, under the amended agreement, the term ends on June 30, 2010, unless the agreement is terminated earlier as a result of a termination of Mr. Roberts' employment. If increased, Mr. Roberts' salary may not be reduced, except under an overall plan to reduce the compensation of all our senior executive officers. Notwithstanding the foregoing, Mr. Roberts has agreed not to receive an increase in base salary from January 1, 2009 through February 28, 2010.

Bonus. Mr. Roberts is eligible to receive an annual performance bonus, payable in cash, of a percentage of his base salary for the applicable year. During the term of the agreement, Mr. Roberts' bonus opportunity, expressed as a percentage of base salary, will be established by the Compensation Committee; however, the applicable target bonus percentage will not be less than 300% if all performance targets are achieved.

Deferred Compensation. The agreement entitles Mr. Roberts to an annual Company contribution to our deferred compensation plans for each of the calendar years during the term of the agreement. The amounts include: 2008, $2,315,250 and 2009, $2,431,012.

Perquisites. The agreement provides for Mr. Roberts to continue to receive those perquisites and fringe benefits in effect at the time of the agreement under our current plans and policies. Since 2006, our named executive officers have been required to pay us for any benefits that would otherwise be considered perquisites.

Term and Split-Dollar Life Insurance. We had entered into various agreements, including the employment agreement, with Mr. Roberts that required us to provide funding for term and split-dollar life insurance policies having an approximate $223 million aggregate net death benefit as of December 31, 2008. Under these agreements, we were obligated to pay the premiums on the term life insurance policies and an additional amount to cover taxes in respect of such payments. In addition, with respect to the split-dollar policy, we were obligated to pay additional compensation to Mr. Roberts that had the effect of offsetting taxable income he would otherwise have recognized annually in connection with such policy. Mr. Roberts paid income tax on this additional compensation with respect to the split-dollar policy.

In connection with the amendment to his employment agreement described above, Mr. Roberts terminated the agreements that obligated the Company to pay premiums and additional compensation to him with respect to the term life insurance policies and waived his right to receive the additional compensation associated with the split-dollar policy. As of February 13, 2009, Mr. Roberts no longer has the right to receive payments from the Company with respect to term or split-dollar life insurance policies.

Employment Agreement with Mr. Angelakis

Base Salary. The agreement provides for an annual base salary of $1,500,000 from the inception of the agreement through December 31, 2007. This amount is reviewed annually to determine whether an increase is appropriate for the subsequent calendar year in the term of the agreement, which ends on December 31, 2011, unless the agreement is terminated earlier as a result of a termination of Mr. Angelakis' employment. If increased, Mr. Angelakis' salary may not be reduced, except under an overall plan to reduce the compensation of all our senior executive officers. Notwithstanding the foregoing, Mr. Angelakis has agreed not to receive an increase in base salary through February 28, 2010.

Bonus. Mr. Angelakis is eligible to receive an annual performance bonus, payable in cash, of a percentage of his base salary for the applicable year. During the term of the agreement, Mr. Angelakis' applicable target bonus percentage will not be less than 300% if all performance targets are achieved.

Deferred Compensation. The agreement entitles Mr. Angelakis to an annual Company contribution to our deferred compensation plans for each of the calendar years during the term of the agreement. The amounts include: 2008, $1,389,150; 2009, $1,458,600; 2010, $1,531,538; and 2011, $1,608,114.

Employment Agreement with Mr. Burke

Base Salary. The agreement provides for an annual base salary of $2,000,000 from the inception of the agreement through December 31, 2006. This amount is reviewed annually to determine whether an increase is appropriate for the subsequent calendar year in the term of the agreement, which ends on December 31, 2010, unless the agreement is terminated earlier as a result of a termination of Mr. Burke's employment. If increased, Mr. Burke's salary may not be reduced, except under an overall plan to reduce the compensation of all our senior executive officers. Notwithstanding the foregoing, Mr. Burke has agreed not to receive an increase in base salary through February 28, 2010.

Bonus. Mr. Burke is eligible to receive an annual performance bonus, payable in cash, of a percentage of his base salary for the applicable year. During the term of the agreement, Mr. Burke's applicable target bonus percentage will not be less than 300% if all performance targets are achieved.

Deferred Compensation. The agreement entitles Mr. Burke to an annual Company contribution to our deferred compensation plans for each of the calendar years during the term of the agreement. The amounts include: 2008, $1,852,200; 2009, $1,944,800; and 2010, $2,042,050.

Employment Agreement with Mr. Cohen

Base Salary. The agreement provides for an annual base salary of $1,200,000 from the inception of the agreement through December 31, 2006. This amount is reviewed annually to determine whether an increase is appropriate for the subsequent calendar year in the term of the agreement, which ends on December 31, 2010, unless the agreement is terminated earlier as a result of a termination of Mr. Cohen's employment. If increased, Mr. Cohen's salary may not be reduced, except under an overall plan to reduce the compensation of all our senior executive officers. Notwithstanding the foregoing, Mr. Cohen has agreed not to receive an increase in base salary through February 28, 2010.

Bonus. Mr. Cohen is eligible to receive an annual performance bonus, payable in cash, of a percentage of his base salary for the applicable year. During the term of the agreement, Mr. Cohen's applicable target bonus percentage will not be less than 125% if all performance targets are achieved.

Deferred Compensation. The agreement entitles Mr. Cohen to an annual Company contribution to our deferred compensation plans for each of the calendar years during the term of the agreement. The amounts include: 2008, $826,875; 2009, $868,219; and 2010, $911,630.

Employment Agreement with Mr. Block

Base Salary. The agreement provides for an annual base salary of $700,000 from the inception of the agreement through December 31, 2006. This amount shall be increased by the greater of (i) 5% or (ii) the

percentage increase during the previous year in the Consumer Price Index for all urban consumers published by the U.S. Department of Labor or (if such index is discontinued) the nearest equivalent index, up to a maximum of 10% for each subsequent calendar year (or portion thereof) in the term of the agreement, which ends on December 31, 2009, unless the agreement is terminated earlier as a result of a termination of Mr. Block's employment.

Bonus. Mr. Block is eligible to receive an annual performance bonus, payable in cash, of a percentage of his base salary for the applicable year. During the term of the agreement, Mr. Block's applicable target bonus percentage will not be less than 100% if all performance targets are achieved.

Agreement with Mr. Ralph J. Roberts

On December 27, 2007, we entered into an agreement with Mr. Ralph J. Roberts, which became effective as of January 1, 2008. We entered into this agreement in connection with the expiration of the term, on December 31, 2007, of Mr. Roberts' employment agreement, which has been previously disclosed. The new agreement, as amended, clarifies and memorializes the parties' intention that certain provisions of Mr. Roberts' employment agreement continue on comparable terms following the end of the term of his employment agreement. Such provisions included his death and disability benefits as well as his covenants relating to confidentiality, nondisparagement and Company property, as described in further detail in "Potential Payments upon Termination or Change in Control" below. On February 13, 2008, we entered into an amendment to the agreement with Mr. Roberts. This amendment effects Mr. Roberts' request that the regular base compensation received by him be reduced to one dollar per annum, and that the death benefit contained in the agreement, as well as his regular cash bonus and annual equity-based grants, be prospectively eliminated. On December 10, 2008, we entered into a second amendment to the agreement with Mr. Roberts. This amendment effects Mr. Roberts' resignation from the position as Chair, and as a member, of the Executive and Finance Committee of our Board, now the Finance Committee of our Board, (as disclosed in footnote (10) to the "Summary Compensation Table for 2008" on page 51). Under the amended agreement, Mr. Roberts remains a director and a non-executive employee of the Company.

Split-Dollar Life Insurance. We have entered into various agreements with Mr. Ralph J. Roberts that continue to require that we provide funding for split-dollar life insurance policies having an approximate $133 million aggregate net death benefit as of December 31, 2008. Certain of this split-dollar life insurance was compensation in exchange for Mr. Roberts' relinquishment of the potential benefits represented by a prior terminated discretionary bonus plan with respect to the appreciation through March 15, 1994 in the options for Class A Special common stock previously awarded to Mr. Roberts, taking into account our financial position and the tax deductibility of any such payments. Under the agreement and the terms of the split-dollar life insurance arrangements, we are obligated to pay the whole life portion of the premiums for these policies and, upon payment of the policies at the death of Mr. Roberts or of the survivor of Mr. Roberts and his spouse, as applicable, we recover all of such premiums. In 2004, Mr. Roberts waived our obligation to pay these premiums in exchange for an RSU award. In addition, under the agreement and these split-dollar life insurance arrangements, we are obligated to reimburse Mr. Roberts for the term life portion of the premiums he pays attributable to certain of these policies (and an additional amount to cover taxes in respect of such reimbursements). We also pay additional compensation to Mr. Roberts that has the effect of offsetting taxable income he would otherwise recognize in connection with certain other of these policies (and an additional amount to cover taxes in respect of such payments).

Potential Payments upon Termination or Change in Control

Potential Payments Due upon Termination of Employment

This section describes the payments and benefits to which our named executive officers would have been entitled had their employment terminated under the circumstances described below on December 31, 2008. In this section, the value associated with the acceleration of equity compensation is based on the closing market price of a share of our Class A common stock and Class A Special common stock as of December 31, 2008, minus, in the case of stock options, the exercise price. On December 31, 2008, the closing market price of our

Class A common stock was $16.88 and the closing market price of our Class A Special common stock was $16.15.

Our annual cash bonus policy provides that employees, including our named executive officers, will receive their bonuses in respect of the year if they are employed with us on December 31. Because this section assumes that the termination of employment of our named executive officers occurred on December 31, 2008, the description of potential payments due upon a termination includes those bonus amounts in respect of 2008 (whether or not such payment is provided for in an employment agreement).

In addition to the specific payments and benefits described for each named executive officer, our named executive officers will also be entitled to receive any benefits due under the terms of our benefit plans and programs, including Mr. Ralph J. Roberts' SERP and our deferred compensation plans described in further detail, respectively, in the "Pension Benefits at 2008 Fiscal Year-End" table on page 59 and the "Nonqualified Deferred Compensation in and as of 2008 Fiscal Year-End" table on page 60.

Mr. Brian L. Roberts

As described above, on February 13, 2009, we entered into an amendment to Mr. Roberts' employment agreement. Prior to the amendment, if Mr. Roberts' employment were terminated by reason of his death, we were obligated to pay his base salary on a monthly basis, and his annual cash bonus on an annual basis (assuming full achievement of target performance), for five years to his estate or to his spouse for so long as she was living and thereafter to her estate. Under the amended agreement, Mr. Roberts elected to relinquish his right to this payment of base salary and bonus upon a termination by reason of his death. Upon Mr. Roberts' death, his unvested stock options and RSUs will vest in full and his options will remain exercisable for the remainder of their terms. In addition, his spouse or his or her estate is entitled to payment of his annual cash bonus, prorated to reflect the number of days he was employed during the year of his death, and his spouse is entitled to continued health benefits during her lifetime.

If Mr. Roberts' employment is terminated by reason of his disability, we must continue to pay his base salary on a monthly basis, and his annual cash bonus on an annual basis (assuming full achievement of target performance), for five years to him. Upon his disability, his unvested stock options and RSUs will vest in full and his options will remain exercisable for the remainder of their terms. In addition, we will continue to provide the Company deferred compensation credits on the schedule set forth in his employment agreement for so long as he is living.

If we terminate Mr. Roberts' employment without cause or he terminates it with good reason, he is entitled to payment of base salary (based on the highest base salary he received during the term) on a monthly basis and health benefits for a period through the later of June 30, 2009 (June 30, 2010 in the case of Mr. Roberts' amended agreement) and 24 months after termination. He is also entitled to the payment of his annual cash bonus, prorated to reflect the number of days he is employed during the year of such termination (assuming full achievement of target performance), and thereafter (based on his highest participation levels during the term) for a period through the later of June 30, 2009 (June 30, 2010 in the case of Mr. Roberts' amended agreement) and 12 months after termination. In addition, we will continue to provide the Company deferred compensation credits on the schedule set forth in his employment agreement. If Mr. Roberts dies after a termination without cause or with good reason and before June 30, 2009 (June 30, 2010 in the case of Mr. Roberts' amended agreement), his surviving spouse or her estate will be entitled to receive the death benefits provided under his amended agreement as described above.

For purposes of the agreements of our named executive officers, other than Mr. Ralph J. Roberts, "cause" generally means fraud, misappropriation, embezzlement, gross negligence in the performance of duties, self-dealing, dishonesty, misrepresentation, conviction of a crime of a felony, material violation of any Company policy, material violation of the Company's code of ethics and business conduct or material breach of any provision of his agreement, and "good reason" generally means assignment of any position or duties inconsistent in any material respect with his education, skills and experience, any other action by the Company that results in a substantial diminution in his position and duties or material breach of any provision of his agreement.

If Mr. Brian L. Roberts' employment had been terminated on December 31, 2008 due to his death, his spouse and/or his or her estate would have been entitled to an amount of payments and benefits totaling $79,064,359. This amount would have been comprised of the following amounts and benefits: base salary continuation ($14,003,805); annual cash bonus continuation ($41,540,475); accrued annual cash bonus ($8,308,095); the value associated with the acceleration and full-term exercisability of unvested stock options ($0) and the acceleration of RSUs ($14,620,528); and the value associated with the provision of health benefits to his spouse ($591,456). If Mr. Roberts' amended agreement had been in effect upon a termination on such date due to his death, his spouse and/or his or her estate would have been entitled to an amount of payments and benefits totaling $23,520,079.

If Mr. Roberts' employment had been terminated on December 31, 2008 due to his disability, he would have been entitled to an amount of payments and benefits totaling $92,740,316. This amount would have been comprised of the following amounts and benefits: base salary continuation ($14,003,805); annual cash bonus continuation ($41,540,475); accrued annual cash bonus ($8,308,095); the value associated with the acceleration and full-term exercisability of unvested stock options ($0) and the acceleration of RSUs ($14,620,528); the continued crediting of Company deferred compensation contributions on the schedule set forth in his employment agreement ($2,431,012); and the continuation of payments in respect of life insurance policies ($11,836,401). If Mr. Roberts' relinquishment of his life insurance related benefits had been in effect upon a termination on such date due to his disability, he would have been entitled to an amount of payments and benefits totaling $80,903,915.

If Mr. Roberts' employment had been terminated on December 31, 2008 by us without cause or by him with good reason, he would have been entitled to an amount of payments and benefits totaling $36,509,769. This amount would have been comprised of the following amounts and benefits: base salary continuation ($5,601,522); annual cash bonus continuation ($8,308,095); accrued annual cash bonus ($8,308,095); the continued crediting of Company deferred compensation contributions on the schedule set forth in his employment agreement ($2,431,012); the value associated with the provision of health benefits ($24,644); and continuation of payments in respect of life insurance policies ($11,836,401). If Mr. Roberts' relinquishment of his life insurance-related benefits had been in effect upon a termination on such date by us without cause or by him with good reason, he would have been entitled to an amount of payments and benefits totaling $24,673,368.

Messrs. Angelakis, Burke, Cohen and Block

If any of such executives' employment terminates due to his death or disability, he or his estate will receive three months of base salary and payment of his annual cash bonus, prorated to reflect the number of days he is employed during the year of such termination (assuming full achievement of target performance). In addition, with the exception of one incentive stock option grant to Mr. Block, full vesting of his stock options and RSUs will occur and his options will remain exercisable for the remainder of their terms. If we terminate any of such executives' employment without cause or he terminates his employment with good reason, he is entitled to receive his then-current base salary, payable on a monthly basis, and continued health benefits, for a period of 24 months from the date of termination. He is also entitled to receive one year's target annual bonus (assuming full achievement of target performance) and continued vesting of his stock options and RSUs for one year following termination, except that in the case of Mr. Angelakis, such target annual bonus payment and continued vesting will each be for two years, rather than one year, if such termination occurs before March 28, 2009.

If Mr. Angelakis' employment had been terminated on December 31, 2008 due to his death or disability, he or his estate would have been entitled to an amount of payments and benefits totaling $9,557,425. This amount would have been comprised of the following amounts and benefits: base salary continuation ($420,612); accrued annual cash bonus ($4,990,764); and the value associated with the acceleration and full-term exercisability of unvested stock options ($0) and the acceleration of RSUs ($4,146,049). If Mr. Burke's employment had been terminated on December 31, 2008 due to his death or disability, he or his estate would have been entitled to an amount of payments and benefits totaling $18,730,312. This amount would have been comprised of the following amounts and benefits: base salary continuation ($560,816); accrued annual cash

bonus ($6,654,351); and the value associated with the acceleration and full-term exercisability of unvested stock options ($28,879) and the acceleration of RSUs ($11,486,266). If Mr. Cohen's employment had been terminated on December 31, 2008 due to his death or disability, he or his estate would have been entitled to an amount of payments and benefits totaling $10,535,750. This amount would have been comprised of the following amounts and benefits: base salary continuation ($334,499); accrued annual cash bonus ($1,653,744); and the value associated with the acceleration and full-term exercisability of unvested stock options ($45,051) and the acceleration of RSUs ($8,502,456). If Mr. Block's employment had been terminated on December 31, 2008 due to his death or disability, he or his estate would have been entitled to an amount of payments and benefits totaling $3,032,997. This amount would have been comprised of the following amounts and benefits: base salary continuation ($195,130); accrued annual cash bonus ($771,769); and the value associated with the acceleration and full-term exercisability of unvested stock options ($5,776) and the acceleration of RSUs ($2,060,322).

If Mr. Angelakis' employment had been terminated on December 31, 2008 by us without cause or by him with good reason, he would have been entitled to an amount of payments and benefits totaling $19,677,155. This amount would have been comprised of the following amounts and benefits: base salary continuation ($3,364,896); annual cash bonus continuation ($9,981,528); accrued annual cash bonus ($4,990,764); the value associated with the continued vesting of unvested stock options ($0) and RSUs ($1,315,323); and the value associated with the provision of health benefits ($24,644). If Mr. Burke's employment had been terminated on December 31, 2008 by us without cause or by him with good reason, he would have been entitled to an amount of payments and benefits totaling $21,026,428. This amount would have been comprised of the following amounts and benefits: base salary continuation ($4,486,528); annual cash bonus continuation ($6,654,351); accrued annual cash bonus ($6,654,351); the value associated with the continued vesting of unvested stock options ($7,220) and RSUs ($3,199,334); and the value associated with the provision of health benefits ($24,644). If Mr. Cohen's employment had been terminated on December 31, 2008 by us without cause or by him with good reason, he would have been entitled to an amount of payments and benefits totaling $8,577,581. This amount would have been comprised of the following amounts and benefits: base salary continuation ($2,675,988); annual cash bonus continuation ($1,653,744); accrued annual cash bonus ($1,653,744); the value associated with the continued vesting of unvested stock options ($11,263) and RSUs ($2,558,198); and the value associated with the provision of health benefits ($24,644). If Mr. Block's employment had been terminated on December 31, 2008 by us without cause or by him with good reason, he would have been entitled to an amount of payments and benefits totaling $3,616,926. This amount would have been comprised of the following amounts and benefits: base salary continuation ($1,561,038); annual cash bonus continuation ($771,769); accrued annual cash bonus ($771,769); the value associated with the continued vesting of unvested stock options ($1,444) and RSUs ($486,262); and the value associated with the provision of health benefits ($24,644).

Mr. Ralph J. Roberts

If Mr. Roberts' employment terminates due to his death or disability, he or his estate will receive full vesting of his stock options and RSUs and his stock options will remain exercisable for the remainder of their terms. In addition, if Mr. Roberts' employment terminates due to his death, we will provide health benefits to his spouse during her lifetime. If his employment terminates due to his disability, he will be entitled to health benefits during his lifetime, and if he dies within five years of such termination, his spouse will receive lifetime health benefits. If we terminate Mr. Roberts' employment without cause, he will continue to receive health benefits for a period of 78 weeks pursuant to our general severance plan. Under the severance plan, "cause" generally means a termination of employment on account of inadequate performance, misfeasance, malfeasance, violations of Company policy (including the code of ethics and business conduct), criminal conduct, misconduct, dishonesty, mismanagement, incompetence, deliberate and premeditated acts against the interests of the Company, or destruction of Company property, as determined by the Company, and any other reason judged by the Company, in good faith, to be unacceptable behavior. In addition, after the terminations of employment described above, we will be required to continue to provide funding for the split-dollar life insurance policies described in "Agreements with Our Named Executive Officers," which begins on page 61.

If Mr. Roberts' employment had been terminated on December 31, 2008 due to his disability, he would have been entitled to an amount of payments and benefits totaling $142,945,040. This amount would have been comprised of the following amounts and benefits: the value associated with the acceleration and full-term exercisability of unvested stock options ($0) and the acceleration of RSUs ($4,202,580); the value associated with the provision of health benefits to Mr. Roberts ($73,932); and the continuation of payments in respect of split-dollar life insurance policies ($138,668,528, which is based upon projected increases in future year premium amounts using the lesser of one-year term insurance rates, if available from the insurance carrier, or Internal Revenue Service, or IRS, tables for the number of years of Mr. Roberts' and his spouse's actuarial remaining lives of approximately four years for Mr. Roberts and six years for Mr. Roberts and his spouse jointly). If Mr. Roberts' employment had been terminated on December 31, 2008 due to his death, his spouse and/or estate would have been entitled to an amount of payments and benefits totaling $97,298,827. This amount would have been comprised of the following amounts and benefits: the value associated with the acceleration and full-term exercisability of unvested stock options ($0) and the acceleration of RSUs ($4,202,580); the value associated with the provision of health benefits to his spouse ($61,610); and the continuation of payments in respect of split-dollar life insurance policies ($93,034,637, which is based upon projected increases in future year premium amounts for the approximately five years of Mr. Roberts' spouse's actuarial remaining life).

If Mr. Roberts' employment had been terminated on December 31, 2008 by us without cause, he would have been entitled to an amount of payments and benefits totaling $138,687,011. This amount would have been comprised of the following amounts and benefits: the value associated with the provision of post-termination health benefits ($18,483) and the continuation of payments in respect of split-dollar life insurance policies ($138,668,528).

Change in Control Provisions

Under the agreements with each of our named executive officers other than Mr. Block and Mr. Ralph J. Roberts, if, in connection with a transaction, our Board determines that it is appropriate to accelerate the vesting of options and, in the case of Mr. Brian L. Roberts, RSUs, we will provide notice of this decision at least ten business days before the anticipated closing date of the event. If so determined, all options held by them will become immediately exercisable in full, and all RSUs held by Mr. Brian L. Roberts will immediately become fully vested. Until the day before the date of the transaction, they will be able to exercise all such options. If the transaction is not consummated, the options will be treated as not having been exercisable and the RSUs will be treated as not having vested. In addition, if we were to terminate Mr. Brian L. Roberts' employment following the transaction, it would be treated as a termination without cause and he would be entitled to the amounts described in "Potential Payments Due upon Termination of Employment — Mr. Brian L. Roberts," on page 64.

If our Board were to decide to accelerate the vesting of options held by our named executive officers, including Mr. Block and Mr. Ralph J. Roberts, assuming that the acceleration event occurred on December 31, 2008 and using the value of our Class A common stock and Class A Special common stock on this date, the value associated with the accelerated vesting would be $0 for Mr. Brian L. Roberts; $0 for Mr. Angelakis; $28,879 for Mr. Burke; $45,051 for Mr. Cohen; $5,776 for Mr. Block; and $0 for Mr. Ralph J. Roberts. If our Board were to decide to accelerate the vesting of RSUs held by Mr. Brian L. Roberts, the value associated with the accelerated vesting would be $14,620,528.

Under Mr. Block's employment agreement, there are no change in control provisions.

Under Mr. Ralph J. Roberts' prior employment agreement, before any change in control, we were required to establish and fund a grantor trust, the amounts in which will be subject to claims of our creditors in the case of our bankruptcy, for the purpose of paying all deferred compensation, nonqualified retirement benefits and split-dollar life insurance amounts. Upon the occurrence of a change in control, such trust must become irrevocable and we must continue to make payments into such trust to maintain sufficient amounts to fund all benefits subject to the trust. While our AT&T Broadband acquisition in November 2002 was a change in control under his employment agreement, Mr. Roberts elected to waive his right to have us fund the trust at

that time; however, Mr. Roberts may exercise this right at any time by providing notice to us. If we were required to fund the trust on December 31, 2008, we would be required to contribute $275,362,877 to such trust. In addition, if Mr. Roberts' employment is terminated on or after the occurrence of a change in control, it would be treated as a termination without cause and he would be entitled to the amounts described in "Potential Payments Due upon Termination of Employment — Mr. Ralph J. Roberts," on page 66.

Noncompetition and Confidentiality

Each of our named executive officers, other than Mr. Ralph J. Roberts, is subject to noncompetition covenants. Under the agreements, each has agreed not to compete with us during his employment and, in the event his employment terminates other than by us without cause or by him with good reason, for one year after termination of his employment. If we have not renewed the executive's employment agreement and he terminates his employment after the end of the initial term of the agreement (other than for good reason), we may elect to have the noncompetition provisions apply in exchange for providing him with one year's base salary and bonus. Each of our named executive officers, other than Mr. Ralph J. Roberts, has also agreed not to solicit our employees or customers for one year after termination of his employment. Further, as Messrs. Cohen and Block are each attorneys, each may engage in the practice of law in accordance with the canons of ethics of the state or states in which he is authorized or may be authorized to practice law.

Each of our named executive officers is subject to confidentiality covenants. Each has agreed to maintain the confidentiality of our information and not to use such information, except for our benefit, at all times during and after his employment with us.

All amounts provided above are estimates only, and actual amounts will vary depending upon the facts and circumstances applicable at the time of the triggering event.

EQUITY COMPENSATION PLAN INFORMATION

The following table summarizes our equity plan information as of December 31, 2008.

Plan Category	Number of Securities To Be Issued upon Exercise of Outstanding Options, Warrants and Rights (a)	Weighted-Average Exercise Price of Outstanding Options, Warrants and Rights (b)	Number of Securities Remaining Available for Future Issuance Under Equity Compensation Plans Excluding Securities Reflected in Column (a) (c)
Equity compensation plans approved by security holders[1]			
Class A common stock[2]	148,607,639	$23.41	80,882,562
Class A Special common stock	50,335,627	24.08	—
Equity compensation plans not approved by security holders	—		—
Total[2]	198,943,266		80,882,562

(1) Includes the following plans: our 2002 Stock Option Plan, 2002 Restricted Stock Plan (under which RSUs and performance-based RSUs have been granted), 2002 Employee Stock Purchase Plan, 2003 Stock Option Plan and 2002 Deferred Stock Option Plan. Also includes our 2002 Deferred Compensation Plan and 2005 Deferred Compensation Plan (under which shares of Class A and Class A Special common stock have been credited to participants' accounts). The weighted-average exercise price in column (b) takes into account only stock options under our 2002 and 2003 Stock Option Plans. The number of shares available for issuance in column (c) includes the following number of shares of Class A common stock: 50,199,791 shares available for issuance under our 2003 Stock Option Plan; 28,442,822 shares available for issuance under our 2002 Restricted Stock Plan; 669,064 shares that were issued in connection with the

fourth quarter 2008 purchase period under our 2002 Employee Stock Purchase Plan; and 1,570,885 shares available for issuance under our 2002 Employee Stock Purchase Plan.

(2) Includes stock options assumed in connection with our AT&T Broadband acquisition in November 2002, which were granted under the AT&T Broadband Corp. Adjustment Plan. As of December 31, 2008, these assumed stock options were outstanding with respect to 30,257,082 shares of Class A common stock and had a weighted average exercise price of $33.85 per share.

DIRECTOR COMPENSATION FOR 2008

The following table sets forth specified information regarding the 2008 compensation of our nonemployee directors. Our employee directors, Messrs. Brian L. Roberts, Ralph J. Roberts and Brodsky, do not receive any compensation for their services as directors. For a description of our nonemployee director compensation program, see "Director Compensation" on page 15.

Name (a)	Fees Earned or Paid in Cash ($) (b)[1][2]	Stock Awards ($) (c)[3]	Option Awards ($) (d)[3]	Change in Pension Value and Nonqualified Deferred Compensation Earnings ($) (f)[6]	Total ($) (h)
S. Decker Anstrom	$120,000	$125,000	—	$ 57,093	$302,093
Kenneth J. Bacon	117,500	125,000	—	34,053	276,553
Sheldon M. Bonovitz	88,500	125,000	—	227,220	440,720
Edward D. Breen	100,000	125,000	—	14,621	239,621
Joseph J. Collins	155,000	125,000	—	28,361	308,361
J. Michael Cook	131,000	125,000	—	50,409	306,409
Gerald L. Hassell	67,875	218,750[4]	—	588	287,213
Jeffrey A. Honickman	135,000	125,000	—	17,937	277,937
Dr. Judith Rodin	147,500	125,000	—	48,510	321,010
Michael I. Sovern	147,500	125,000	—	54,625	327,125

(1) This column represents all cash retainers and meeting fees earned by our nonemployee directors with respect to their service in 2008, regardless of whether such fees were deferred as described below. Messrs. Anstrom, Breen, Collins, Hassell and Honickman and Dr. Rodin have elected to receive 50% of their annual retainer in the form of equity. In 2008, they each earned (and deferred) share units with respect to 1,576 shares of Class A common stock, except in the case of Mr. Hassell who earned (and deferred) share units with respect to 1,204 shares of Class A common stock.

(2) This column includes fees paid to Messrs. Bacon, Collins and Sovern for serving on a Special Litigation Committee that was constituted in April 2008. This committee met seven times in 2008 and each committee member was paid $2,500 for each meeting attended; Mr. Sovern was paid an additional one-time fee of $10,000 for serving as the committee's Chair, and Messrs. Bacon and Collins were each paid an additional one-time fee of $5,000 for their service on the committee. The Special Litigation Committee was constituted for the limited purpose of investigating the facts relating to a potential shareholder derivative action claim made on behalf of one of our shareholders. These facts are the same as those alleged in a securities law class action suit that was brought in 2007 and dismissed in 2008. In December 2008, the Special Litigation Committee reported to our Board its conclusion that there was no basis for the claims investigated by the committee.

(3) This column represents the dollar amount recognized for financial statement reporting purposes with respect to the 2008 fiscal year for the fair value of share units with respect to shares of Class A common stock granted as the annual equity award in 2008. All nonemployee director annual equity awards were deferred, except in the case of Mr. Bonovitz. Fair values in this column have been determined under SFAS 123R, were calculated using the valuation assumptions discussed in the "Summary of Significant Accounting Policies" and "Share-Based Compensation" footnotes to the financial statements in our Annual Report on Form 10-K for the year ended December 31, 2008, and were determined by multiplying the Class A common stock closing price on the date of grant by the number of shares subject to the grant.

These amounts reflect our accounting expense for these awards and do not correspond to the actual value that will be realized by the nonemployee directors at the time the deferral lapses.

As of December 31, 2008, each of our nonemployee directors had the following outstanding stock awards in the form of share units with respect to shares of Class A common stock, all of which were deferred: Mr. Anstrom: 25,054 as a result of annual equity awards and 7,655 as a result of annual retainers; Mr. Bacon: 25,054 as a result of annual equity awards; Mr. Bonovitz: 10,129 as a result of annual equity awards; Mr. Breen: 25,054 as a result of annual equity awards and 4,445 as a result of annual retainers; Mr. Collins: 25,054 as a result of annual equity awards and 4,726 as a result of annual retainers; Mr. Cook: 25,054 as a result of annual equity awards and 5,356 as a result of annual retainers; Mr. Hassell: 13,588 as a result of annual equity awards and 791 as a result of annual retainers; Mr. Honickman: 25,159 as a result of annual equity awards and 3,814 as a result of annual retainers; Dr. Rodin: 25,054 as a result of annual equity awards and 6,524 as a result of annual retainers; and Mr. Sovern: 25,054 as a result of annual equity awards. The number of share units held by each nonemployee director as indicated in this paragraph includes share units held by such nonemployee director arising from the accrual of dividend equivalents on deferred share units.

In addition, Mr. Bonovitz has deferred share units with respect to 58,451 shares of Class A Special common stock, including share units arising from the accrual of dividend equivalents, under our discontinued deferred stock option plan.

(4) Mr. Hassell received two grants of share units with respect to shares of Class A common stock in 2008. On May 14, 2008, in connection with his appointment to the Board, he received a grant of share units under our 2002 Restricted Stock Plan having a fair market value on the date of grant of $93,750. In addition, on November 20, 2008, he received the annual grant of share units having a fair market value on the date of grant of $125,000 granted to all nonemployee directors as described in "Director Compensation — Board and Committee Fees and Equity Awards," which begins on page 15.

(5) None of our nonemployee directors was granted stock option awards in 2008. As of December 31, 2008, our nonemployee directors had outstanding option awards with respect to the following shares of Class A common stock: Mr. Anstrom: 33,750 shares; Mr. Bacon: 33,750 shares; Mr. Bonovitz: 33,750 shares; Mr. Breen: 5,625 shares; Mr. Collins: 14,062 shares; Mr. Cook: 43,930 shares; Dr. Rodin: 33,750 shares; and Mr. Sovern: 43,932 shares. As of December 31, 2008, Messrs. Hassell and Honickman did not have any outstanding option awards.

(6) Annual retainer and other meeting fees received by our nonemployee directors may be deferred in whole or in part under our deferred compensation plans. The amounts in this column represent the dollar value of interest earned on deferred compensation in excess of 120% of the long-term applicable federal rate (the current rate on deferred compensation is 12%).

RELATED PARTY TRANSACTION POLICY AND CERTAIN TRANSACTIONS

We review all transactions involving us in which any of our directors, director nominees, significant shareholders and executive officers and their immediate family members are participants to determine whether such person has a direct or indirect material interest in the transaction. All directors, director nominees and executive officers are required to promptly notify our General Counsel or our Executive Vice President with supervisory responsibility for our General Counsel of any proposed transaction involving us in which such person has a direct or indirect material interest. Such proposed transaction is then reviewed by either our Board as a whole, the Governance and Directors Nominating Committee or the Audit Committee, which determines whether or not to approve or ratify the transaction based on the following criteria:

- the nature and materiality of the related person's interest in the transaction;
- the commercial reasonableness of the terms of the transaction;
- the benefit or lack thereof to the Company;
- the opportunity costs of alternate transactions;

- the actual or apparent conflict of interest of the related person; and
- any other matters the body deems appropriate.

After such review, the reviewing body approves or ratifies the transaction only if it determines that the transaction is in, or not inconsistent with, the best interests of the Company and its shareholders. Our related party transaction policy is set forth in our Code of Ethics and Business Conduct, which is posted under the "Governance" section of our Web site at www.cmcsa.com or www.cmcsk.com.

Mr. Anstrom, one of our directors, was President and Chief Operating Officer of Landmark Communications, Inc. until December 5, 2008. Until September 2008, Landmark Communications owned The Weather Channel and Weatherscan Local. In 2008, we paid approximately $18,314,000 in programming fees for carriage of The Weather Channel and Weatherscan Local under customary arm's-length carriage agreements while it was owned by Landmark Communications. Mr. Anstrom was not directly involved in the negotiation of these agreements as our director or as an employee of Landmark Communications, and he was not involved in any aspect of the commercial relationship between us and Landmark Communications.

Mr. Brodsky, one of our directors, is our non-executive Vice Chairman and an employee of Comcast. In 2008, Mr. Brodsky received a total of approximately $5,105,000 in compensation (which includes primarily the dollar value of interest earned on compensation deferred under our deferred compensation plans, calculated in the same manner as set forth in our "Summary Compensation Table for 2008" on page 49). He participates in our health and welfare benefit plans on the same basis as other similarly situated employees. In addition, if his employment terminates under specified circumstances, he will receive specified payments and benefits pursuant to his employment agreement. Debra G. Brodsky, a daughter of Mr. Brodsky, is one of our employees. In 2008, she received approximately $231,000 in compensation. She also participates in our health and welfare benefit plans on the same basis as other similarly situated employees. Mr. Brodsky has no supervisory authority over Ms. Brodsky and has no role in setting her compensation.

Mr. Hassell, one of our directors, is President of BNYM. BNYM participates in syndicated loans made to us. These loans were made in the ordinary course of business, were made on substantially the same terms, including interest rates and collateral, as those prevailing at the time for comparable loans with persons not related to BNYM and did not involve more than the normal risk of collectibility or present other unfavorable features. In addition, we recently entered into a contract with BNYM, pursuant to which we will pay fees to BNYM for subscriber refund and escheatment processing. We estimate that the annual fees for these services will total approximately $1,185,000. Mr. Hassell was not directly involved in the negotiation of these transactions, and he is not involved in any aspect of the commercial relationship between us and BNYM.

SHAREHOLDER PROPOSALS FOR NEXT YEAR

Any shareholder proposals intended to be presented at an annual meeting of shareholders and considered for inclusion in our proxy materials must be received by December 4, 2009 and must comply with the procedures of Rule 14a-8 under the Exchange Act. Shareholder proposals failing to comply with the procedures of Rule 14a-8 under the Exchange Act will be excluded. If the date of our 2010 annual meeting is more than 30 days from May 13, 2010, we may publicly announce a different submission deadline from that set forth above, in compliance with the rules of the SEC.

Any shareholder proposals (other than those proposals seeking to nominate directors) that are intended to be presented at the annual meeting of shareholders in 2010 and not included in our proxy materials must comply with the advance notice provision in Section 2.09 of our by-laws. If we call the 2010 annual meeting of shareholders for a date between April 13, 2010 and June 12, 2010, we must receive notice of the proposal on or after February 12, 2010 and on or before March 15, 2010. If we call the 2010 annual meeting of shareholders for any other date, we must receive notice of the proposal by the close of business on the tenth day following the day we mailed notice of, or announced publicly, the date of the meeting, whichever occurs first. If notice is not received by March 15, 2010 (or the tenth day following the day we mail notice of, or announce publicly, the date of our 2010 annual meeting of shareholders, if such meeting is not called for a date between April 13, 2010 and June 12, 2010), the shareholder proposals will be deemed "untimely."

Shareholders who wish to nominate directors for election must comply with the procedures described under "About our Board and its Committees" beginning on page 11.

All shareholder proposals should be directed to Arthur R. Block, Secretary, Comcast Corporation, at our address listed on page 3.

SOLICITATION OF PROXIES

The Company will pay the cost of this proxy solicitation. Pursuant to SEC rules, we are making this proxy statement and our Annual Report on Form 10-K available to our shareholders electronically via the Internet. In addition to soliciting proxies by Internet and mail, we expect that a number of our employees will solicit shareholders personally and by telephone. None of these employees will receive any additional or special compensation for doing this. We have retained D.F. King & Co., Inc. to assist in the solicitation of proxies for aggregate fees of approximately $23,500 plus reasonable out-of-pocket costs and expenses. We will, on request, reimburse banks, brokerage firms and other nominees for their expenses in sending proxy materials to their customers who are beneficial owners of our common stock and obtaining their voting instructions.

ELECTRONIC ACCESS TO PROXY MATERIALS AND ANNUAL REPORT ON FORM 10-K

Shareholders can access this proxy statement and our Annual Report on Form 10-K via the Internet at www.proxyvote.com by following the instructions outlined on the secure Web site. For future annual meetings of shareholders, shareholders can consent to accessing their proxy materials, including the Notice of Internet Availability of Proxy Materials, the proxy statement and the annual report, electronically in lieu of receiving them by mail. To receive materials electronically, you will need access to a computer and an e-mail account. You will have the opportunity to revoke your request for electronic delivery at any time without charge.

If you are a registered shareholder and you have not already done so, you can choose this electronic delivery option by following the instructions provided when voting via the Internet and provided on the proxy card. Your choice will remain in effect unless you revoke it by contacting our transfer agent, Computershare, at 1-888-883-8903 or P.O. Box 43091, Providence, RI 02940-3091. You may update your electronic address by contacting Computershare.

If you hold your shares through a bank, brokerage firm or other nominee and you have not already done so, you can choose this electronic delivery option by contacting your nominee or by following the instructions provided when voting via the Internet. Your choice will remain in effect unless you revoke it by contacting your nominee. You may update your electronic address by contacting your nominee.

IMPORTANT NOTICE REGARDING DELIVERY OF SHAREHOLDER DOCUMENTS

Under SEC rules, delivery of each Notice of Internet Availability of Proxy Materials or a single proxy statement and annual report, as applicable, in a single envelope to two or more investors sharing the same mailing address is permitted, under certain conditions. This procedure, called "householding," is available if all of the following criteria are met:

- you have the same address as other shareholders registered on our books;
- you have the same last name as the other shareholders; and
- your address is a residential address or post office box.

If you meet this criteria, you are eligible for householding and the following terms apply. If you are not eligible, please disregard this notice.

If I am a registered shareholder, what do I need to do to receive just one set of annual disclosure materials?

Notify our transfer agent, Computershare, at 1-888-883-8903 or P.O. Box 43091, Providence, RI 02940-3091 to give your consent to householding. This consent is considered perpetual, which means you will continue to receive a single envelope containing each Notice of Internet Availability of Proxy Materials for the household or a single proxy statement and annual report, as applicable, in the future unless you notify Computershare otherwise.

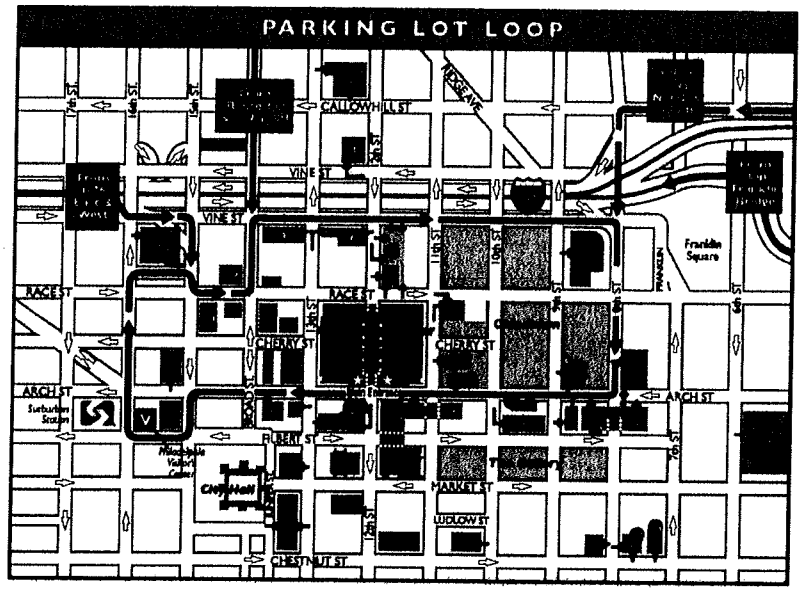
If I am a registered shareholder, what if I consent to have one set of materials mailed now, but change my mind later?

Notify Computershare at 1-888-883-8903 or P.O. Box 43091, Providence, RI 02940-3091 to turn off the householding instructions for yourself. You will then be sent your Notice of Internet Availability of Proxy Materials in its own envelope or a separate proxy statement and annual report, as applicable, within 30 days of receipt of your instruction.

The reason I receive multiple sets of materials is because some of the stock belongs to my children. What happens when they move out and no longer live in my household?

When there is an address change for one of the members of the household, materials will be sent directly to the shareholder at his or her new address.

DIRECTIONS TO THE PENNSYLVANIA CONVENTION CENTER



From New Jersey via the Ben Franklin Bridge
Take NJ Turnpike to Exit 4 (Philadelphia/Camden Exit). Take Rte. 73 North and follow it to Rte. 38 West. Take 38 West to the Benjamin Franklin Bridge, crossing into Philadelphia. Follow local traffic signs for Vine Street/PA Convention Center. Go approximately 6 blocks and make a left turn onto 12th Street. The main entrances are located two blocks ahead at 12th and Arch Streets — please enter through the East Side Entrance. Shareholders may also enter through the Market Street Entrance, which is located on Market Street between 11th and 12th Streets. The meeting room is conveniently located within walking distance to the Market Street Entrance. There will be signs directing shareholders to the meeting location.

From Interstate 95 North and South
Take I-95 North or South to Exit 22 Central Philadelphia/I- 676. Stay in the left lane of this exit. Follow signs for I-676 West to the 1st exit (Broad Street). This exit brings you up to 15th Street. Get into left lane and follow the sign for 611/Broad Street and make a left turn onto Vine Street. Follow signs for Vine Street/PA Convention Center. Make a right turn onto 12th Street. The main entrances are located two blocks ahead at the NW corner of 12th and Arch Streets — enter through the East Side Entrance. Shareholders may also enter through the Market Street Entrance, which is located on Market Street between 11th and 12th Streets. The meeting room is conveniently located within walking distance to the Market Street Entrance. There will be signs directing shareholders to the meeting location.

Public Transportation
SEPTA (Southeastern Pennsylvania Transportation Authority). R1, R2, R3, R5, R6, R7 and R8 connect directly to the Convention Center, which is connected to the Market-East/Pennsylvania Convention Center Station. Elevators are available. Please follow signs to the Pennsylvania Convention Center. Once inside the Convention Center, there will be signs directing shareholders to the meeting location.

From Interstate 76/Schuylkill Expressway
Take Rte 76 to Exit 344/I-676 East. Take I- 676 East and exit at Broad Street/Rte. 611. You will be on Vine Street. Follow signs for Vine Street/PA Convention Center to 12th Street. Make a right turn onto 12th Street. The main entrances are located two blocks ahead at 12th and Arch Streets — please enter through the East Side Entrance. Shareholders may also enter through the Market Street Entrance, which is located on Market Street between 11th and 12th Streets. The meeting room is conveniently located within walking distance to the Market Street Entrance. There will be signs directing shareholders to the meeting location.

Parking Information
Several parking garages are available within blocks of the Convention Center and are indicated on the map included in this proxy statement. Shareholders should use the East Side Entrance which is located at 12th and Arch Streets or enter through the Market Street Entrance, which is located on Market Street between 11th and 12th Streets. The meeting room is conveniently located within walking distance to the Market Street Entrance. There will be signs directing shareholders to the meeting location.

COMCAST CORPORATION

2002 EMPLOYEE STOCK PURCHASE PLAN

(As Amended and Restated, Effective February 10, 2009)

1. Purpose.

COMCAST CORPORATION, a Pennsylvania corporation, hereby amends and restates the Comcast Corporation 2002 Employee Stock Purchase Plan (the "Plan"), effective February 10, 2009. The Plan is intended to encourage and facilitate the purchase of shares of common stock of Comcast Corporation by Eligible Employees of the Company and any Participating Companies, thereby providing such Eligible Employees with a personal stake in the Company and a long-range inducement to remain in the employ of the Company and Participating Companies. It is the intention of the Company that the Plan qualify as an "employee stock purchase plan" within the meaning of section 423 of the Code.

2. Definitions.

(a) "Account" means a bookkeeping account established by the Committee on behalf of a Participant to hold Payroll Deductions.

(b) "Affiliate" means, with respect to any Person, any other Person that, directly or indirectly, is in control of, is controlled by, or is under common control with, such Person. For purposes of this definition, the term "control," including its correlative terms "controlled by" and "under common control with," mean, with respect to any Person, the possession, directly or indirectly, of the power to direct or cause the direction of the management and policies of such Person, whether through the ownership of voting securities, by contract or otherwise.

(c) "Board" means the Board of Directors of the Company.

(d) "Brokerage Account" means the brokerage account established under the Plan by the Company for each Participant, to which Shares purchased under the Plan shall be credited.

(e) "Change of Control" means any transaction or series of transactions as a result of which any Person who was a Third Party immediately before such transaction or series of transactions owns then-outstanding securities of the Company such that such Person has the ability to direct the management of the Company, as determined by the Board in its discretion. The Board may also determine that a Change of Control shall occur upon the completion of one or more proposed transactions. The Board's determination shall be final and binding.

(f) "Code" means the Internal Revenue Code of 1986, as amended.

(g) "Committee" means the Compensation Committee of the Board.

(h) "Company" means Comcast Corporation, a Pennsylvania corporation, including any successor thereto by merger, consolidation, acquisition of all or substantially all the assets thereof, or otherwise.

(i) "Compensation" means an Eligible Employee's wages as reported on Form W-2 (i.e., wages as defined in section 3401(a) of the Code and all other payments of compensation for which the Participating Company is required to furnish the employee a written statement under sections 6041(d) and 6051(a)(3) of the Code) from a Participating Company, reduced by reimbursements or other expense allowances, fringe benefits (cash and non-cash), moving expenses, deferred compensation, and welfare benefits, but including salary reduction contributions and elective contributions that are not includible in gross income under sections 125 or 402(a)(8) of the Code.

(j) "Election Form" means the written or electronic form acceptable to the Committee which an Eligible Employee shall use to make an election to purchase Shares through Payroll Deductions pursuant to the Plan.

(k) "Eligible Employee" means an Employee who is not an Ineligible Employee.

(l) "Eligible Employer" means the Company and any subsidiary of the Company, within the meaning of section 424(f) of the Code.

(m) "Employee" means a person who is an employee of a Participating Company.

(n) "Fair Market Value" means the closing price per Share on the principal national securities exchange on which the Shares are listed or admitted to trading or, if not listed or traded on any such exchange, on the National Market System of the National Association of Securities Dealers Automated Quotation System ("NASDAQ"), or if not listed or traded on any such exchange or system, the fair market value as reasonably determined by the Board or the Committee, which determination shall be conclusive.

(o) "Five Percent Owner" means an Employee who, with respect to a Participating Company, is described in section 423(b)(3) of the Code.

(p) "Ineligible Employee" means an Employee who, as of an Offering Commencement Date:

(1) is a Five Percent Owner;

(2) has been continuously employed by a Participating Company on a full-time basis for less than 90 days;

(3) has been continuously employed by a Participating Company on a part-time basis for less than one year; or

(4) is restricted from participating under Paragraph 3(b).

For purposes of this Paragraph 2(p), an Employee is employed on a part-time basis if the Employee customarily works less than 20 hours per week. For purposes of this Paragraph 2(p), an Employee is employed on a full-time basis if the Employee customarily works 20 or more hours per week.

(q) "Offering" means an offering of Shares by the Company to Eligible Employees pursuant to the Plan.

(r) "Offering Commencement Date" means the first day of each January 1, April 1, July 1 and October 1 beginning on or after Offerings are authorized by the Board or the Committee, until the Plan Termination Date, provided that the first Offering Commencement Date shall be on the Effective Date.

(s) "Offering Period" means the period extending from an Offering Commencement Date through the following Offering Termination Date.

(t) "Offering Termination Date" means the last day of each March, June, September and December following an Offering Commencement Date, or such other Offering Termination Date established in connection with a Terminating Event.

(u) "Participant" means an Eligible Employee who has timely delivered an Election Form to the Committee in accordance with procedures established by the Committee.

(v) "Participating Company" means, as provided in Schedule A to the Plan, the Eligible Employers, if any, that are approved by the Board or the Committee from time to time.

(w) "Payroll Deductions" means amounts withheld from a Participant's Compensation pursuant to the Plan, as described in Paragraph 5.

(x) "Person" means an individual, a corporation, a partnership, an association, a trust or any other entity or organization.

(y) "Plan" means the Comcast Corporation 2002 Employee Stock Purchase Plan, as set forth in this document, and as may be amended from time to time.

(z) "Plan Termination Date" means the earlier of:

(1) the Offering Termination Date for the Offering in which the maximum number of Shares specified in Paragraph 9 have been issued pursuant to the Plan; or

(2) the date as of which the Board or the Committee chooses to terminate the Plan as provided in Paragraph 14.

(aa) "Purchase Price" means 85 percent of the lesser of: (1) the Fair Market Value per Share on the Offering Commencement Date, or if such date is not a trading day, then on the next trading day thereafter or (2) the Fair Market Value per Share on the Offering Termination Date, or if such date is not a trading day, then on the trading day immediately preceding the Offering Termination Date.

(bb) "Shares" means shares of Comcast Corporation Class A Common Stock, par value $0.01.

(cc) "Successor-in-Interest" means the Participant's executor or administrator, or such other person or entity to which the Participant's rights under the Plan shall have passed by will or the laws of descent and distribution.

(dd) "Terminating Event" means any of the following events:

(1) the liquidation of the Company; or

(2) a Change of Control.

(ee) "Third Party" means any Person, together with such Person's Affiliates, provided that the term "Third Party" shall not include the Company or an Affiliate of the Company.

(ff) "Termination Form" means the written or electronic form acceptable to the Committee which an Employee shall use to discontinue participation during an Offering Period pursuant to Paragraph 7(b).

3. Eligibility and Participation.

(a) Eligibility. Except to the extent participation is restricted under Paragraph 3(b), each Eligible Employee shall be eligible to participate in the Plan.

(b) Restrictions on Participation. Notwithstanding any provisions of the Plan to the contrary, no Employee shall be eligible to purchase Shares in an Offering to the extent that:

(1) immediately after the purchase of Shares, such Employee would be a Five Percent Owner; or

(2) a purchase of Shares would permit such Employee's rights to purchase stock under all employee stock purchase plans of the Participating Companies which meet the requirements of section 423(b) of the Code to accrue at a rate which exceeds $25,000 in fair market value (as determined pursuant to section 423(b)(8) of the Code) for each calendar year in which such right to purchase Shares is outstanding.

(c) Commencement of Participation. An Eligible Employee shall become a Participant by completing an Election Form and filing it with the Committee on or before the 15th day of the month immediately preceding the Offering Commencement Date for the first Offering to which such Election Form applies. Payroll Deductions for a Participant shall commence on first payroll period ending after the applicable Offering Commencement Date when his or her authorization for Payroll Deductions becomes effective, and shall end on the Plan Termination Date, unless sooner terminated by the Participant pursuant to Paragraph 7(b).

4. Shares per Offering.

The Plan shall be implemented by a series of Offerings that shall commence after Offerings have been authorized by the Board or the Committee, and terminate on the Plan Termination Date. Offerings shall be made with respect to Compensation accumulated during each Offering Period for the period commencing with the first day of the first Offering Period (when such Offering Period is authorized by the Board or the

Committee) and ending with the Plan Termination Date. Shares available for any Offering shall be the difference between the maximum number of Shares that may be issued under the Plan, as determined pursuant to Paragraph 8(a), for all of the Offerings, less the actual number of Shares purchased by Participants pursuant to prior Offerings. If the total number of Shares subject to purchase under the Plan on any Offering Termination Date exceeds the maximum number of Shares available, the Board or the Committee shall make a pro rata allocation of Shares available for delivery and distribution in as nearly a uniform manner as practicable, and as it shall determine to be fair and equitable, and the unapplied Account balances shall be returned to Participants as soon as practicable following the Offering Termination Date.

5. Payroll Deductions.

(a) Amount of Payroll Deductions. On the Election Form, an Eligible Employee may elect to have Payroll Deductions of not more than 15 percent of Compensation earned for each payroll period ending within the Offering Period, subject to the limitation that the maximum amount of Payroll Deductions for any Eligible Employee for any calendar year shall not exceed $10,000. The rules established by the Committee regarding Payroll Deductions, as reflected on the Election Form, shall be consistent with section 423(b)(5) of the Code.

(b) Participants' Accounts. All Payroll Deductions with respect to a Participant pursuant to Paragraph 5(a) shall be credited to the Participant's Account under the Plan.

(c) Changes in Payroll Deductions. A Participant may discontinue Payroll Deductions during an Offering Period by providing a Termination Form to the Committee at any time before the Offering Termination Date applicable to any Offering. No other change can be made during an Offering, including, but not limited to, changes in the amount of Payroll Deductions for such Offering. A Participant may change the amount of Payroll Deductions for subsequent Offerings by giving written notice (or notice in another form pursuant to procedures established by the Committee) of such change to the Committee on or before the 15th day of the month immediately preceding the Offering Commencement Date for the Offering for which such change is effective.

6. Purchase of Shares.

(a) In General. On each Offering Termination Date, each Participant shall be deemed to have purchased a number of whole Shares equal to the quotient obtained by dividing the balance credited to the Participant's Account as of the Offering Termination Date, by the Purchase Price, rounded to the next lowest whole Share. Shares deemed purchased by a Participant under the Plan shall be credited to the Participant's Brokerage Account as soon as practicable following the Offering Termination Date.

(b) Terminating Events. The Company shall give Participants at least 30 days' notice (or, if not practicable, such shorter notice as may be reasonably practicable) prior to the anticipated date of the consummation of a Terminating Event. The 20th day following the issuance of such notice by the Company (or such earlier date as the Board or the Committee may reasonably determine) shall constitute the Offering Termination Date for any outstanding Offering.

(c) Fractional Shares and Minimum Number of Shares. Fractional Shares shall not be issued under the Plan. Amounts credited to an Account remaining after the application of such Account to the purchase of Shares under the Plan shall be credited to the Participant's Account for the next succeeding Offering, or, at the Participant's election, returned to the Participant as soon as practicable following the Offering Termination Date, without interest.

(d) Transferability of Rights to Purchase Shares. No right to purchase Shares pursuant to the Plan shall be transferable other than by will or by the laws of descent and distribution, and no such right to purchase Shares pursuant to the Plan shall be exercisable during the Participant's lifetime other than by the Participant.

7. Termination of Participation.

(a) Account. Except as provided in Paragraph 7(c), no amounts shall be distributed from Participants' Accounts during an Offering Period.

(b) Suspension of Participation. A Participant may discontinue Payroll Deductions during an Offering Period by providing a Termination Form to the Committee at any time before the Offering Termination Date applicable to any Offering. All amounts credited to such Participant's Account shall be applied to the purchase of Shares pursuant to Paragraph 6. A Participant who discontinues Payroll Deductions during an Offering Period shall not be eligible to participate in the Offering next following the date on which the Participant delivers the Termination Form to the Committee.

(c) Termination of Employment. Upon termination of a Participant's employment for any reason, all amounts credited to such Participant's Account shall be returned to the Participant, or, following the Participant's death, to the Participant's Successor-in-Interest.

8. Interest.

No interest shall be paid or allowed with respect to Payroll Deductions paid into the Plan or credited to any Participant's Account.

9. Shares.

(a) Maximum Number of Shares; Adjustments. Subject to adjustment as provided in this Paragraph 9, not more than 15,375,000 Shares in the aggregate may be issued pursuant to the Plan pursuant to Offerings under the Plan, including Offerings commenced since the Plan first became effective as the Comcast Corporation 2001 Employee Stock Purchase Plan, provided that subject to the approval of the Company's shareholders at the Company's Annual Meeting of Shareholders to be held in 2009, the number of Shares in the aggregate that may be issued under the Plan, pursuant to the grant of Awards, subject to adjustment in accordance with this Paragraph 9, shall be increased from 15,375,000 to 26,500,000. Shares delivered pursuant to the Plan may, at the Company's option, be either treasury Shares or Shares originally issued for such purpose. In the event that Shares are changed into or exchanged for a different number or kind of shares of stock or other securities of the Company, whether through merger, consolidation, reorganization, recapitalization, stock dividend, stock split up or other substitution of securities of the Company, the Board or the Committee shall make appropriate equitable anti-dilution adjustments to the number and class of shares of stock available for issuance under the Plan, to the number and class of shares of stock subject to outstanding Offerings and to the Purchase Price. Any reference to the Purchase Price in the Plan and in any related documents shall be a reference to the Purchase Price as so adjusted. Any reference to the term "Shares" in the Plan and in any related documents shall be a reference to the appropriate number and class of shares of stock available for issuance under the Plan, as adjusted pursuant to this Paragraph 9. The Board's or the Committee's adjustment shall be effective and binding for all purposes of this Plan. All Shares issued pursuant to the Plan shall be validly issued, fully paid and nonassessable.

(b) Participant's Interest in Shares. A Participant shall have no interest in Shares offered under the Plan until Shares are credited to the Participant's Brokerage Account.

(c) Crediting of Shares to Brokerage Account. Shares purchased under the Plan shall be credited to the Participant's Brokerage Account as soon as practicable following the Offering Termination Date.

(d) Restrictions on Purchase. The Board or the Committee may, in its discretion, require as conditions to the purchase of any Shares under the Plan such conditions as it may deem necessary to assure that such purchase of Shares is in compliance with applicable securities laws.

10. Expenses.

The Participating Companies shall pay all fees and expenses incurred (excluding individual Federal, state, local or other taxes) in connection with the Plan. No charge or deduction for any such expenses will be made to a Participant upon the termination of his or her participation under the Plan or upon the distribution of certificates representing Shares purchased with his or her Payroll Deductions.

11. Taxes.

The Participating Companies shall have the right to withhold from each Participant's Compensation an amount equal to all federal, state, city or other taxes as the Participating Companies shall determine are required to be withheld by them in connection with the purchase of Shares under the Plan and in connection with the sale of Shares acquired under the Plan. In connection with such withholding, the Participating Companies may make any such arrangements as they may deem necessary or appropriate to protect their interests.

12. Plan and Contributions not to Affect Employment.

The Plan shall not confer upon any Eligible Employee any right to continue in the employ of the Participating Companies.

13. Administration.

The Plan shall be administered by the Committee. The Board and the Committee shall have authority to interpret the Plan, to prescribe, amend and rescind rules and regulations relating to it, and to make all other determinations deemed necessary or advisable in administering the Plan, with or without the advice of counsel. The Committee may delegate its administrative duties, subject to its review and supervision, to the appropriate officers and employees of the Company. The determinations of the Board and the Committee on the matters referred to in this Paragraph 13 shall be conclusive and binding.

14. Amendment and Termination.

The Board or the Committee may terminate the Plan at any time and may amend the Plan from time to time in any respect; provided, however, that upon any termination of the Plan, all Shares or Payroll Deductions (to the extent not yet applied to the purchase of Shares) under the Plan shall be distributed to the Participants, provided further, that no amendment to the Plan shall affect the right of any Participant to receive his or her proportionate interest in the Shares or his or her Payroll Deductions (to the extent not yet applied to the purchase of Shares) under the Plan, and provided further that the Company may seek shareholder approval of an amendment to the Plan if such approval is determined to be required by or advisable under the regulations of the Securities and Exchange Commission or the Internal Revenue Service, the rules of any stock exchange or system on which the Shares are listed or other applicable law or regulation.

15. Effective Date.

The original effective date of the Plan was December 20, 2000. This amendment and restatement of the Plan is effective on February 10, 2009.

16. Government and Other Regulations.

(a) In General. The purchase of Shares under the Plan shall be subject to all applicable laws, rules and regulations, and to such approvals by any governmental agencies as may be required.

(b) Securities Law. The Committee shall have the power to make each Offering under the Plan subject to such conditions as it deems necessary or appropriate to comply with the then existing requirements of the Securities Act of 1933, as amended, and the Securities Exchange Act of 1934, as amended, including Rule 16b 3 (or any similar rule) promulgated by the Securities and Exchange Commission thereunder.

17. Non-Alienation.

No Participant shall be permitted to assign, alienate, sell, transfer, pledge or otherwise encumber his right to purchase Shares under the Plan prior to time that Shares are credited to the Participant's Brokerage Account. Any attempt at assignment, alienation, sale, transfer, pledge or other encumbrance shall be void and of no effect.

18. Notices.

Any notice required or permitted hereunder shall be sufficiently given only if delivered personally, telecopied, or sent by first class mail, postage prepaid, and addressed:

If to the Company:

Comcast Corporation
One Comcast Center
1701 JFK Boulevard
Philadelphia, PA 19103
Fax: 215 286 7794
Attention: General Counsel

Or any other address provided pursuant to notice provided by the Committee.

If to the Participant:

At the address on file with the Participating Company from time to time, or to such other address as either party may hereafter designate in writing (or via such other means of communication permitted by the Committee) by notice similarly given by one party to the other.

19. Successors.

The Plan shall be binding upon and inure to the benefit of any successors or assigns of the Company.

20. Severability.

If any part of this Plan shall be determined to be invalid or void in any respect, such determination shall not affect, impair, invalidate or nullify the remaining provisions of this Plan which shall continue in full force and effect.

21. Acceptance.

The election by any Eligible Employee to participate in this Plan constitutes his or her acceptance of the terms of the Plan and his or her agreement to be bound hereby.

22. Applicable Law.

This Plan shall be construed in accordance with the laws of the Commonwealth of Pennsylvania, to the extent not preempted by applicable Federal law.

Executed as of the 10th day of February 2009.

COMCAST CORPORATION

BY: /s/ David L. Cohen

ATTEST: /s/ Arthur R. Block

SCHEDULE A

Participating Companies

Comcast Business Communications Holdings, Inc. and its subsidiaries

Comcast Cable Communications Holdings, Inc. and its subsidiaries

Comcast Cable Communications, LLC, and its subsidiaries

Comcast Corporation

Comcast Holdings Corporation

Comcast HTS Holdings, Inc.

Comcast Online Communications, Inc.

Comcast Shared Services Corporation

Comcast Spectacor, L.P.

Comcast Sports Management Services

Comcast SportsNet Philadelphia, L.P.

Comcast SportsNet West, Inc.

G4 Media, LLC

Home Team Sports Limited Partnership

International Channel

Outdoor Life Network, LLC

Philadelphia Sports Media, L.P.

TGC, Inc. d/b/a The Golf Channel

Appendix B

COMCAST CORPORATION

2002 RESTRICTED STOCK PLAN

(As Amended And Restated, Effective March 20, 2009)

1. BACKGROUND AND PURPOSE

(a) Amendment and Restatement of Plan. COMCAST CORPORATION, a Pennsylvania corporation, hereby amends and restates the Comcast Corporation 2002 Restricted Stock Plan (the "Plan"), effective March 20, 2009. The purpose of the Plan is to promote the ability of Comcast Corporation to recruit and retain employees and enhance the growth and profitability of Comcast Corporation by providing the incentive of long-term awards for continued employment and the attainment of performance objectives.

(b) Purpose of the Amendment; Credits Affected. The Plan was previously amended and restated, effective January 1, 2005 in order (i) to preserve the favorable tax treatment available to amounts deferred pursuant to the Plan before January 1, 2005 and the earnings credited in respect of such amounts (each a "Grandfathered Amount") in light of the enactment of section 409A of the Internal Revenue Code of 1986, as amended (the "Code") as part of the American Jobs Creation Act of 2004, and the issuance of various Notices, Announcements, Proposed Regulations and Final Regulations thereunder (collectively, "Section 409A"), and (ii) with respect to all other amounts eligible to be deferred under the Plan, to comply with the requirements of Section 409A. Except as provided in Paragraph 2(ee) or Paragraph 8(i)(iii) of the Plan, Grandfathered Amounts will continue to be subject to the terms and conditions of the Plan as in effect prior to January 1, 2005. All amounts eligible to be deferred under the Plan other than Grandfathered Amounts will be subject to the terms of this amendment and restatement of the Plan and Section 409A.

(c) Reservation of Right to Amend to Comply with Section 409A. In addition to the powers reserved to the Board and the Committee under Paragraph 14 of the Plan, the Board and the Committee reserve the right to amend the Plan, either retroactively or prospectively, in whatever respect is required to achieve and maintain compliance with the requirements of the Section 409A.

(d) Deferral Provisions of Plan Unfunded and Limited to Select Group of Management or Highly Compensated Employees. Deferral Eligible Grantees and Non-Employee Directors may elect to defer the receipt of Restricted Stock and Restricted Stock Units as provided in Paragraph 8. The deferral provisions of Paragraph 8 and the other provisions of the Plan relating to the deferral of Restricted Stock and Restricted Stock Units are unfunded and maintained primarily for the purpose of providing a select group of management or highly compensated employees the opportunity to defer the receipt of compensation otherwise payable to such eligible employees in accordance with the terms of the Plan.

2. DEFINITIONS

(a) "Acceleration Election" means a written election on a form provided by the Committee, pursuant to which a Deceased Grantee's Successor-in-Interest or a Disabled Grantee elects to accelerate the distribution date of Shares issuable with respect to Restricted Stock and/or Restricted Stock Units.

(b) "Account" means unfunded bookkeeping accounts established pursuant to Paragraph 8(h) and maintained by the Committee in the names of the respective Grantees (i) to which Deferred Stock Units, dividend equivalents and earnings on dividend equivalents shall be credited with respect to the portion of the Account allocated to the Company Stock Fund and (ii) to which an amount equal to the Fair Market Value of Deferred Stock Units with respect to which a Diversification Election has been made and interest thereon are deemed credited, reduced by distributions in accordance with the Plan.

(c) "Active Grantee" means each Grantee who is actively employed by a Participating Company.

(d) "Affiliate" means, with respect to any Person, any other person that, directly or indirectly, is in control of, is controlled by, or is under common control with, such Person. For purposes of this definition, the

term "control," including its correlative terms "controlled by" and "under common control with," mean, with respect to any Person, the possession, directly or indirectly, of the power to direct or cause the direction of the management and policies of such Person, whether through the ownership of voting securities, by contract or otherwise.

(e) "Annual Rate of Pay" means, as of any date, an employee's annualized base pay rate. An employee's Annual Rate of Pay shall not include sales commissions or other similar payments or awards.

(f) "Applicable Interest Rate" means:

(i) Except as otherwise provided in Paragraph 2(f)(ii) the Applicable Interest Rate means the interest rate that, when compounded annually pursuant to rules established by the Committee from time to time, is mathematically equivalent to 8% per annum, compounded annually, or such other interest rate established by the Committee from time to time. The effective date of any reduction in the Applicable Interest Rate shall not precede the later of: (A) the 30th day following the date of the Committee's action to establish a reduced rate; or (B) the lapse of 24 full calendar months from the date of the most recent adjustment of the Applicable Interest Rate by the Committee.

(ii) Effective for the period extending from a Grantee's employment termination date to the date the Grantee's Account is distributed in full, the Committee, in its sole and absolute discretion, may designate the term "Applicable Interest Rate" for such Grantee's Account to mean the lesser of: (A) the rate in effect under Paragraph 2(f)(i) or (B) the interest rate that, when compounded annually pursuant to rules established by the Committee from time to time, is mathematically equivalent to the Prime Rate plus one percent, compounded annually as of the last day of the calendar year. Notwithstanding the foregoing, the Committee may delegate its authority to determine the Applicable Interest Rate under this Paragraph 2(f)(ii) to an officer of the Company or committee of two or more officers of the Company.

(g) "AT&T Broadband Transaction" means the acquisition of AT&T Broadband Corp. (now known as Comcast Cable Communications Holdings, Inc.) by the Company.

(h) "Award" means an award of Restricted Stock or Restricted Stock Units granted under the Plan.

(i) "Board" means the Board of Directors of the Company.

(j) "Change of Control" means:

(i) For all purposes of the Plan other than Paragraph 8, any transaction or series of transactions as a result of which any Person who was a Third Party immediately before such transaction or series of transactions owns then-outstanding securities of the Company such that such Person has the ability to direct the management of the Company, as determined by the Board in its discretion. The Board may also determine that a Change of Control shall occur upon the completion of one or more proposed transactions. The Board's determination shall be final and binding.

(ii) For purposes of Paragraph 8, any transaction or series of transactions that constitutes a change in the ownership or effective control or a change in the ownership of a substantial portion of the assets of the Company, within the meaning of Section 409A.

(k) "Code" means the Internal Revenue Code of 1986, as amended.

(l) "Comcast Plan" means any restricted stock, restricted stock unit, stock bonus, stock option or other compensation plan, program or arrangement established or maintained by the Company or an Affiliate, including but not limited to this Plan, the Comcast Corporation 2003 Stock Option Plan, the Comcast Corporation 2002 Stock Option Plan, the Comcast Corporation 1996 Stock Option Plan, Comcast Corporation 1987 Stock Option Plan and the Comcast Corporation 2002 Deferred Stock Option Plan.

(m) "Committee" means the Compensation Committee of the Board.

(n) "Common Stock" means Class A Common Stock, par value $0.01, of the Company.

(o) "Company" means Comcast Corporation, a Pennsylvania corporation, including any successor thereto by merger, consolidation, acquisition of all or substantially all the assets thereof, or otherwise.

(p) "Company Stock Fund" means a hypothetical investment fund pursuant to which Deferred Stock Units are credited with respect to a portion of an Award subject to an Election, and thereafter until (i) the date of distribution or (ii) the effective date of a Diversification Election, to the extent a Diversification Election applies to such Deferred Stock Units, as applicable. The portion of a Grantee's Account deemed invested in the Company Stock Fund shall be treated as if such portion of the Account were invested in hypothetical shares of Common Stock or Special Common Stock otherwise deliverable as Shares upon the Vesting Date associated with Restricted Stock or Restricted Stock Units, and all dividends and other distributions paid with respect to Common Stock or Special Common Stock were credited to the Income Fund, held uninvested in cash and credited with interest at the Applicable Interest Rate as of the next succeeding December 31 (to the extent the Account continues to be deemed credited in the form of Deferred Stock Units through such December 31).

(q) "Date of Grant" means the date on which an Award is granted.

(r) "Deceased Grantee" means:

(i) A Grantee whose employment by a Participating Company is terminated by death; or

(ii) A Grantee who dies following termination of employment by a Participating Company.

(s) "Deferral Eligible Employee" means:

(i) An Eligible Employee whose Annual Rate of Pay is $200,000 or more as of both: (i) the date on which an Initial Election is filed with the Committee; and (ii) the first day of the calendar year in which such Initial Election filed.

(ii) An Eligible Employee whose Annual Rate of Pay is $125,000 as of each of: (A) June 30, 2002; (B) the date on which an Initial Election is filed with the Committee; and (C) the first day of each calendar year beginning after December 31, 2002.

(iii) Each New Key Employee.

(iv) Each other employee of a Participating Company who is designated by the Committee, in its sole and absolute discretion, as a Deferral Eligible Employee.

(t) "Deferred Stock Units" means the number of hypothetical Shares subject to an Election.

(u) "Disability" means:

(i) An individual's inability to engage in any substantial gainful activity by reason of any medically determinable physical or mental impairment which can be expected to result in death or can be expected to last for a continuous period of not less than 12 months; or

(ii) Circumstances under which, by reason of any medically determinable physical or mental impairment which can be expected to result in death or can be expected to last for a continuous period of not less than 12 months, an individual is receiving income replacement benefits for a period of not less than three months under an accident or health plan covering employees of the individual's employer.

(v) "Disabled Grantee" means:

(i) A Grantee whose employment by a Participating Company is terminated by reason of Disability;

(ii) The duly-appointed legal guardian of an individual described in Paragraph 2(v)(i) acting on behalf of such individual.

(w) "Diversification Election" means a Grantee's election to have a portion of the Grantee's Account credited in the form of Deferred Stock Units and attributable to any grant of Restricted Stock or Restricted Stock Units deemed liquidated and credited thereafter under the Income Fund, as provided in Paragraph 8(k).

(x) "Election" means, as applicable, an Initial Election, a Subsequent Election, or an Acceleration Election.

(y) "Eligible Employee" means an employee of a Participating Company, as determined by the Committee.

(z) "Fair Market Value" means:

(i) If Shares are listed on a stock exchange, Fair Market Value shall be determined based on the last reported sale price of a Share on the principal exchange on which Shares are listed on the date of determination, or if such date is not a trading day, the next trading date.

(ii) If Shares are not so listed, but trades of Shares are reported on the Nasdaq National Market, Fair Market Value shall be determined based on the last quoted sale price of a Share on the Nasdaq National Market on the date of determination, or if such date is not a trading day, the next trading date.

(iii) If Shares are not so listed nor trades of Shares so reported, Fair Market Value shall be determined by the Committee in good faith.

(aa) "Family Member" has the meaning given to such term in General Instructions A.1(a)(5) to Form S-8 under the Securities Act of 1933, as amended, and any successor thereto.

(bb) "Grandfathered Amount" means amounts described in Paragraph 1(b) that were deferred under the Plan and that were earned and vested before January 1, 2005.

(cc) "Grantee" means an Eligible Employee or Non-Employee Director who is granted an Award.

(dd) "Hardship" means an "unforeseeable emergency," as defined in Section 409A. The Committee shall determine whether the circumstances of the Grantee constitute an unforeseeable emergency and thus a Hardship within the meaning of this Paragraph 2(dd). Following a uniform procedure, the Committee's determination shall consider any facts or conditions deemed necessary or advisable by the Committee, and the Grantee shall be required to submit any evidence of the Grantee's circumstances that the Committee requires. The determination as to whether the Grantee's circumstances are a case of Hardship shall be based on the facts of each case; provided however, that all determinations as to Hardship shall be uniformly and consistently made according to the provisions of this Paragraph 2(dd) for all Grantees in similar circumstances.

(ee) "Income Fund" means a hypothetical investment fund pursuant to which an amount equal to the Fair Market Value of Deferred Stock Units subject to a Diversification Election is credited as of the effective date of such Diversification Election and as to which interest is credited thereafter until the date of distribution at the Applicable Interest Rate. In addition, the Income Fund shall also be deemed to hold dividend equivalents and earnings on dividend equivalents credited to a Grantee's Account as described in Section 2(b) and Section 2(p). Except as otherwise provided in Paragraph 8(l), and notwithstanding any other provision of the Plan to the contrary, for purposes of determining the time and form of payment of amounts credited to the Income Fund, the rules of the Comcast Corporation 2005 Deferred Compensation Plan shall apply on the same basis as if such amounts were credited to a participant's account under such Deferred Compensation Plan.

(ff) "Initial Election" means a written election on a form provided by the Committee, pursuant to which a Grantee: (i) elects, within the time or times specified in Paragraph 8(a), to defer the distribution date of Shares issuable with respect to Restricted Stock or Restricted Stock Units; and (ii) designates the distribution date of such Shares.

(gg) "New Key Employee" means each employee of a Participating Company who: (i) becomes an employee of a Participating Company and has an Annual Rate of Pay of $200,000 or more as of his

employment commencement date; or (ii) has an Annual Rate of Pay that is increased to $200,000 or more and who, immediately preceding such increase, was not a Deferral Eligible Employee.

(hh) "Non-Employee Director" means an individual who is a member of the Board, and who is not an employee of the Company, including an individual who is a member of the Board and who previously was an employee of the Company.

(ii) "Normal Retirement" means a Grantee's termination of employment that is treated by the Participating Company as a retirement under its employment policies and practices as in effect from time to time.

(jj) "Other Available Shares" means, as of any date, the sum of:

(i) The total number of Shares owned by a Grantee or such Grantee's Family Member that were not acquired by such Grantee or such Grantee's Family Member pursuant to a Comcast Plan or otherwise in connection with the performance of services to the Company or an Affiliate; plus

(ii) The excess, if any of:

(1) The total number of Shares owned by a Grantee or such Grantee's Family Member other than the Shares described in Paragraph 2(jj)(i); over

(2) The sum of:

(A) The number of such Shares owned by such Grantee or such Grantee's Family Member for less than six months; plus

(B) The number of such Shares owned by such Grantee or such Grantee's Family Member that has, within the preceding six months, been the subject of a withholding certification pursuant to Paragraph 9(c)(ii) or any similar withholding certification under any other Comcast Plan; plus

(C) The number of such Shares owned by such Grantee or such Grantee's Family Member that has, within the preceding six months, been received in exchange for Shares surrendered as payment, in full or in part, or as to which ownership was attested to as payment, in full or in part, of the exercise price for an option to purchase any securities of the Company or an Affiliate of the Company, under any Comcast Plan, but only to the extent of the number of Shares surrendered or attested to; plus

(D) The number of such Shares owned by such Grantee or such Grantee's Family Member as to which evidence of ownership has, within the preceding six months, been provided to the Company in connection with the crediting of "Deferred Stock Units" to such Grantee's Account under the Comcast Corporation 2002 Deferred Stock Option Plan (as in effect from time to time).

For purposes of this Paragraph 2(jj), a Share that is subject to an Election pursuant to Paragraph 8 or a deferral election pursuant to another Comcast Plan shall not be treated as owned by a Grantee until all conditions to the delivery of such Share have lapsed. The number of Other Available Shares shall be determined separately for Common Stock and Special Common Stock, provided that Shares of Common Stock or Special Common Stock that otherwise qualify as "Other Available Shares" under this Paragraph 2(jj), or any combination thereof, shall be permitted to support any attestation to ownership referenced in the Plan for any purpose for which attestation may be necessary or appropriate. For purposes of determining the number of Other Available Shares, the term "Shares" shall also include the securities held by a Grantee or such Grantee's Family Member immediately before the consummation of the AT&T Broadband Transaction that became Shares as a result of the AT&T Broadband Transaction.

(kk) "Participating Company" means the Company and each of the Subsidiary Companies.

(ll) "Performance-Based Compensation" means "Performance-Based Compensation" within the meaning of Section 409A.

(mm) "Performance Period" means a period of at least 12 months during which a Grantee may earn Performance-Based Compensation.

(nn) "Person" means an individual, a corporation, a partnership, an association, a trust or any other entity or organization.

(oo) "Plan" means the Comcast Corporation 2002 Restricted Stock Plan, as set forth herein, and as amended from time to time.

(pp) "Prime Rate" means, for any calendar year, the interest rate that, when compounded daily pursuant to rules established by the Committee from time to time, is mathematically equivalent to the prime rate of interest (compounded annually) as published in the Eastern Edition of The Wall Street Journal on the last business day preceding the first day of such calendar year, and as adjusted as of the last business day preceding the first day of each calendar year beginning thereafter.

(qq) "Restricted Stock" means Shares subject to restrictions as set forth in an Award.

(rr) "Restricted Stock Unit" means a unit that entitles the Grantee, upon the Vesting Date set forth in an Award, to receive one Share.

(ss) "Retired Grantee" means a Grantee who has terminated employment pursuant to a Normal Retirement.

(tt) "Rule 16b-3" means Rule 16b-3 promulgated under the 1934 Act, as in effect from time to time.

(uu) "Section 16(b) Officer" means an officer of the Company who is subject to the short-swing profit recapture rules of section 16(b) of the 1934 Act.

(vv) "Share" or "Shares" means:

(i) except as provided in Paragraph 2(vv)(ii), a share or shares of Common Stock.

(ii) with respect to Awards granted before the consummation of the AT&T Broadband Transaction as to which a Vesting Date has not occurred, and for purposes of Paragraphs 2(jj) and 9(c), the term "Share" or "Shares" also means a share or shares of Special Common Stock.

(ww) "Special Common Stock" means Class A Special Common Stock, par value $0.01, of the Company.

(xx) "Special Diversification Election" means, with respect to each separate Award, a Diversification Election by a Grantee other than a Non-Employee Director to have more than 40 percent of the Deferred Stock Units credited to such Grantee's Account in the Company Stock Fund liquidated and credited thereafter under the Income Fund, as provided in Paragraph 8(k)(i), if (and to the extent that) it is approved by the Committee in accordance with Paragraph 8(k)(ii).

(yy) "Subsequent Election" means a written election on a form provided by the Committee, filed with the Committee in accordance with Paragraph 8(d), pursuant to which a Grantee: (i) elects, within the time or times specified in Paragraph 8(d), to further defer the distribution date of Shares issuable with respect to Restricted Stock or Restricted Stock Units; and (ii) designates the distribution date of such Shares.

(zz) "Subsidiary Companies" means all business entities that, at the time in question, are subsidiaries of the Company, within the meaning of section 424(f) of the Code.

(aaa) "Successor-in-Interest" means the estate or beneficiary to whom the right to payment under the Plan shall have passed by will or the laws of descent and distribution.

(bbb) "Terminating Event" means any of the following events:

(i) the liquidation of the Company; or

(ii) a Change of Control.

(ccc) "Third Party" means any Person, together with such Person's Affiliates, provided that the term "Third Party" shall not include the Company or an Affiliate of the Company.

(ddd) "Vesting Date" means, as applicable: (i) the date on which the restrictions imposed on a Share of Restricted Stock lapse or (ii) the date on which the Grantee vests in a Restricted Stock Unit.

(eee) "1933 Act" means the Securities Act of 1933, as amended.

(fff) "1934 Act" means the Securities Exchange Act of 1934, as amended.

3. RIGHTS TO BE GRANTED

Rights that may be granted under the Plan are:

(a) Rights to Restricted Stock which gives the Grantee ownership rights in the Shares subject to the Award, subject to a substantial risk of forfeiture, as set forth in Paragraph 7, and to deferred payment, as set forth in Paragraph 8; and

(b) Rights to Restricted Stock Units which give the Grantee the right to receive Shares upon a Vesting Date, as set forth in Paragraph 7, and to deferred payment, as set forth in Paragraph 8. The maximum number of Shares subject to Awards that may be granted to any single individual in any calendar year, adjusted as provided in Paragraph 10, shall be 2.0 million Shares.

4. SHARES SUBJECT TO THE PLAN

(a) Subject to adjustment as provided in Paragraph 10, not more than 66.5 million Shares in the aggregate may be issued under the Plan pursuant to the grant of Awards, provided that subject to the approval of the Company's shareholders at the Company's Annual Meeting of Shareholders to be held in 2009 (the "2009 Annual Meeting"), the number of Shares in the aggregate that may be issued under the Plan, pursuant to the grant of Awards, subject to adjustment in accordance with Paragraph 10, shall be increased from 66.5 million to 74 million. The Shares issued under the Plan may, at the Company's option, be either Shares held in treasury or Shares originally issued for such purpose.

(b) If (i) Restricted Stock or Restricted Stock Units are forfeited pursuant to the terms of an Award or (ii) with respect to Restricted Stock Units, the Company withholds Shares to satisfy its minimum tax withholding requirements as provided in Paragraph 9(c), other Awards may be granted covering the Shares that were forfeited, or covering the Shares so withheld to satisfy the Company's minimum tax withholding requirements, as applicable.

5. ADMINISTRATION OF THE PLAN

(a) Administration. The Plan shall be administered by the Committee, provided that with respect to Awards to Non-Employee Directors, the rules of this Paragraph 5 shall apply so that all references in this Paragraph 5 to the Committee shall be treated as references to either the Board or the Committee acting alone.

(b) Grants. Subject to the express terms and conditions set forth in the Plan, the Committee shall have the power, from time to time, to:

(i) select those Employees and Non-Employee Directors to whom Awards shall be granted under the Plan, to determine the number of Shares and/or Restricted Stock Units, as applicable, to be granted pursuant to each Award, and, pursuant to the provisions of the Plan, to determine the terms and conditions of each Award, including the restrictions applicable to such Shares and the conditions upon which a Vesting Date shall occur; and

(ii) interpret the Plan's provisions, prescribe, amend and rescind rules and regulations for the Plan, and make all other determinations necessary or advisable for the administration of the Plan.

The determination of the Committee in all matters as stated above shall be conclusive.

(c) Meetings. The Committee shall hold meetings at such times and places as it may determine. Acts approved at a meeting by a majority of the members of the Committee or acts approved in writing by the unanimous consent of the members of the Committee shall be the valid acts of the Committee.

(d) Exculpation. No member of the Committee shall be personally liable for monetary damages for any action taken or any failure to take any action in connection with the administration of the Plan or the granting of Awards thereunder unless (i) the member of the Committee has breached or failed to perform the duties of his office, and (ii) the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness; provided, however, that the provisions of this Paragraph 5(d) shall not apply to the responsibility or liability of a member of the Committee pursuant to any criminal statute.

(e) Indemnification. Service on the Committee shall constitute service as a member of the Board. Each member of the Committee shall be entitled without further act on his part to indemnity from the Company to the fullest extent provided by applicable law and the Company' s Articles of Incorporation and By-laws in connection with or arising out of any action, suit or proceeding with respect to the administration of the Plan or the granting of Awards thereunder in which he may be involved by reason of his being or having been a member of the Committee, whether or not he continues to be such member of the Committee at the time of the action, suit or proceeding.

(f) Delegation of Authority.

(i) Named Executive Officers and Section 16(b) Officers. All authority with respect to the grant, amendment, interpretation and administration of grants and awards of restricted stock and restricted stock units with respect to any Eligible Employee who is either (x) a Named Executive Officer (i.e., an officer who is required to be listed in the Company's Proxy Statement Compensation Table) or (y) is a Section 16(b) Officer, is reserved to the Committee.

(ii) Senior Officers and Highly Compensated Employees. The Committee may delegate to a committee consisting of the Chairman of the Committee and one or more officers of the Company designated by the Committee, discretion under the Plan to grant, amend, interpret and administer grants of Restricted Stock and Restricted Stock Units with respect to any Eligible Employee who (x) holds a position with Comcast Corporation of Senior Vice President or a position of higher rank than Senior Vice President or (y) has a base salary of $500,000 or more.

(iii) Other Employees. The Committee may delegate to an officer of the Company, or a committee of two or more officers of the Company, discretion under the Plan to grant, amend, interpret and administer grants of Restricted Stock and Restricted Stock Units with respect to any Eligible Employee other than an Eligible Employee described in Paragraph 5(f)(i) or Paragraph 5(f)(ii).

(g) Termination of Delegation of Authority. Any delegation of authority described in Paragraph 5(f) shall continue in effect until the earliest of:

(i) such time as the Committee shall, in its discretion, revoke such delegation of authority;

(ii) in the case of delegation under Paragraph 5(f)(ii), the delegate shall cease to serve as Chairman of the Committee or serve as an employee of the Company for any reason, as the case may be and in the case of delegation under Paragraph 5(f)(iii), the delegate shall cease to serve as an employee of the Company for any reason; or

(iii) the delegate shall notify the Committee that he declines to continue to exercise such authority.

6. ELIGIBILITY

Awards may be granted only to Eligible Employees and Non-Employee Directors.

7. RESTRICTED STOCK AND RESTRICTED STOCK UNIT AWARDS

The Committee may grant Awards in accordance with the Plan, provided that the Board or the Committee may grant Awards to Non-Employee Directors authorized by the Comcast Corporation 2002 Non-Employee

Director Compensation Plan, or otherwise. With respect to Awards to Non-Employee Directors, the rules of this Paragraph 7 shall apply so that either the Board or the Committee acting alone shall have all of the authority otherwise reserved in this Paragraph 7 to the Committee.

The terms and conditions of Awards shall be set forth in writing as determined from time to time by the Committee, consistent, however, with the following:

(a) Time of Grant. All Awards shall be granted on or before May 13, 2018.

(b) Terms of Awards. The provisions of Awards need not be the same with respect to each Grantee. No cash or other consideration shall be required to be paid by the Grantee in exchange for an Award.

(c) Awards and Agreements. Each Grantee shall be provided with an agreement specifying the terms of an Award. In addition, a certificate shall be issued to each Grantee in respect of Restricted Shares subject to an Award. Such certificate shall be registered in the name of the Grantee and shall bear an appropriate legend referring to the terms, conditions and restrictions applicable to such Award. The Company may require that the certificate evidencing such Restricted Stock be held by the Company until all restrictions on such Restricted Stock have lapsed.

(d) Restrictions. Subject to the provisions of the Plan and the Award, the Committee may establish a period commencing with the Date of Grant during which the Grantee shall not be permitted to sell, transfer, pledge or assign Restricted Stock awarded under the Plan.

(e) Vesting/Lapse of Restrictions. Subject to the provisions of the Plan and the Award, a Vesting Date for Restricted Stock or Restricted Stock Units subject to an Award shall occur at such time or times and on such terms and conditions as the Committee may determine and as are set forth in the Award; provided, however, that except as otherwise provided by the Committee, a Vesting Date shall occur only if the Grantee is an employee of a Participating Company as of such Vesting Date, and has been an employee of a Participating Company continuously from the Date of Grant. The Award may provide for Restricted Stock or Restricted Stock Units to vest in installments, as determined by the Committee. The Committee may, in its sole discretion, waive, in whole or in part, any remaining conditions to vesting with respect to such Grantee's Restricted Stock or Restricted Stock Units, provided that for avoidance of doubt, such unilateral discretion shall not apply to any grant of rights that is designated as intended to satisfy the rules for performance-based compensation under section 162(m) of the Code. All references to Shares in Awards granted before the consummation of the AT&T Broadband Transaction as to which a Vesting Date has not occurred shall be deemed to be references to Special Common Stock.

(f) Rights of the Grantee. Grantees may have such rights with respect to Shares subject to an Award as may be determined by the Committee and set forth in the Award, including the right to vote such Shares, and the right to receive dividends paid with respect to such Shares. A Grantee whose Award consists of Restricted Stock Units shall not have the right to vote or to receive dividend equivalents with respect to such Restricted Stock Units.

(g) Termination of Grantee's Employment. A transfer of an Eligible Employee between two employers, each of which is a Participating Company, shall not be deemed a termination of employment. In the event that a Grantee terminates employment with all Participating Companies, all Restricted Shares and/or Restricted Stock Units as to which a Vesting Date has not occurred shall be forfeited by the Grantee and deemed canceled by the Company.

(h) Delivery of Shares. For purposes of the Plan, the Company may satisfy its obligation to deliver Shares issuable under the Plan either by (i) delivery of a physical certificate for Shares issuable under the Plan or (ii) arranging for the recording of Grantee's ownership of Shares issuable under the Plan on a book entry recordkeeping system maintained on behalf of the Company. Except as otherwise provided by Paragraph 8, when a Vesting Date occurs with respect to all or a portion of an Award of Restricted Stock or Restricted Stock Units, the Company shall notify the Grantee that a Vesting Date has occurred, and shall deliver to the Grantee (or the Grantee's Successor-in-Interest) Shares as to which a Vesting Date has occurred (or in the case of Restricted Stock Units, the number of Shares represented by such Restricted Stock Units) without any

legend or restrictions (except those that may be imposed by the Committee, in its sole judgment, under Paragraph 9(a)). The right to payment of any fractional Shares that may have accrued shall be satisfied in cash, measured by the product of the fractional amount times the Fair Market Value of a Share at the Vesting Date, as determined by the Committee.

8. DEFERRAL ELECTIONS

A Grantee may elect to defer the receipt of Shares that would otherwise be issuable with respect to Restricted Stock or Restricted Stock Units as to which a Vesting Date has occurred, as provided by the Committee in the Award, consistent, however, with the following:

(a) Initial Election.

(i) Election. Each Grantee who is a Non-Employee Director or a Deferral Eligible Employee shall have the right to defer the receipt of some or all of the Shares issuable with respect to Restricted Stock or Restricted Stock Units as to which a Vesting Date has not yet occurred, by filing an Initial Election to defer the receipt of such Shares on a form provided by the Committee for this purpose.

(ii) Deadline for Initial Election. No Initial Election to defer the receipt of Shares issuable with respect to Restricted Stock or Restricted Stock Units that are not Performance-Based Compensation shall be effective unless it is filed with the Committee on or before the 30th day following the Date of Grant and 12 or more months in advance of the applicable Vesting Date. No Initial Election to defer the receipt of Shares issuable with respect to Restricted Stock or Restricted Stock Units that are Performance-Based Compensation shall be effective unless it is filed with the Administrator at least six months before the end of the Performance Period during which such Performance-Based Compensation may be earned.

(b) Effect of Failure of Vesting Date to Occur. An Election shall be null and void if a Vesting Date with respect to the Restricted Stock or Restricted Stock Units does not occur before the distribution date for Shares issuable with respect to such Restricted Stock or Restricted Stock Units identified in such Election.

(c) Deferral Period. Except as otherwise provided in Paragraph 8(d), all Shares issuable with respect to Restricted Stock or Restricted Stock Units that are subject to an Election shall be delivered to the Grantee (or the Grantee's Successor-in-Interest) without any legend or restrictions (except those that may be imposed by the Committee, in its sole judgment, under Paragraph 9(a)), on the distribution date for such Shares designated by the Grantee on the most recently filed Election. Subject to acceleration or deferral pursuant to Paragraph 8(d) or Paragraph 11, no distribution may be made earlier than January 2nd of the third calendar year beginning after the Vesting Date, nor later than January 2nd of the eleventh calendar year beginning after the Vesting Date. The distribution date may vary with each separate Election.

(d) Additional Elections. Notwithstanding anything in this Paragraph 8(d) to the contrary, no Subsequent Election shall be effective until 12 months after the date on which such Subsequent Election is made.

(i) Each Active Grantee who has previously made an Initial Election to receive a distribution of part or all of his or her Account, or who, pursuant to this Paragraph 8(d)(i) has made a Subsequent Election to defer the distribution date for Shares issuable with respect to Restricted Stock or Restricted Stock Units for an additional period from the originally-elected distribution date, may elect to defer the distribution date for a minimum of five and a maximum of ten additional years from the previously-elected distribution date, by filing a Subsequent Election with the Committee on or before the close of business at least one year before the date on which the distribution would otherwise be made.

(ii) A Deceased Grantee's Successor-in-Interest may elect to: (A) file a Subsequent Election to defer the distribution date for the Deceased Grantee's Shares issuable with respect to Restricted Stock or Restricted Stock Units for five additional years from the date payment would

otherwise be made; or (B) file an Acceleration Election to accelerate the distribution date for the Deceased Grantee's Shares issuable with respect to Restricted Stock or Restricted Stock Units from the date payment would otherwise be made to a date that is as soon as practicable following the Deceased Grantee's death. A Subsequent Election must be filed with the Committee at least one year before the date on which the distribution would otherwise be made, as reflected on the Deceased Grantee's last Election. An Acceleration Election pursuant to this Paragraph 8(d)(ii) must be filed with the Committee as soon as practicable following the Deceased Grantee's death, as determined by the Committee.

(iii) A Disabled Grantee may elect to accelerate the distribution date of the Disabled Grantee's Shares issuable with respect to Restricted Stock or Restricted Stock Units from the date payment would otherwise be made to a date that is as soon as practicable following the date the Disabled Grantee became disabled. An Acceleration Election pursuant to this Paragraph 8(d)(iii) must be filed with the Committee as soon as practicable following the Deceased Grantee's death, as determined by the Committee.

(iv) A Retired Grantee may elect to defer the distribution date of the Retired Grantee's Shares issuable with respect to Restricted Stock or Restricted Stock Units for five additional years from the date payment would otherwise be made. A Subsequent Election must be filed with the Committee at least one year before the date on which the distribution would otherwise be made, as reflected on the Retired Grantee's last Election.

(e) Discretion to Provide for Distribution in Full Upon or Following a Change of Control. To the extent permitted by Section 409A, in connection with a Change of Control, and for the 12-month period following a Change of Control, the Committee may exercise its discretion to terminate the deferral provisions of the Plan and, notwithstanding any other provision of the Plan or the terms of any Initial Election or Subsequent Election, distribute the Account of each Grantee in full and thereby effect the revocation of any outstanding Initial Elections or Subsequent Elections.

(f) Hardship. Notwithstanding the terms of an Initial Election or Subsequent Election, if, at the Grantee's request, the Committee determines that the Grantee has incurred a Hardship, the Committee may, in its discretion, authorize the immediate distribution of all or any portion of the Grantee's Account.

(g) Other Acceleration Events. To the extent permitted by Section 409A, notwithstanding the terms of an Initial Election or Subsequent Election, distribution of all or part of a Grantee's Account may be made:

(1) To fulfill a domestic relations order (as defined in section 414(p)(1)(B) of the Code) to the extent permitted by Treasury Regulations section 1.409A-3(j)(4)(ii) or any successor provision of law).

(2) To the extent necessary to comply with laws relating to avoidance of conflicts of interest, as provided in Treasury Regulation section 1.409A-3(j)(4)(iii) (or any successor provision of law).

(3) To pay employment taxes to the extent permitted by Treasury Regulation section 1.409A-3(j)(4)(vi) (or any successor provision of law).

(4) In connection with the recognition of income as the result of a failure to comply with Section 409A, to the extent permitted by Treasury Regulation section 1.409A-3(j)(4)(vii) (or any successor provision of law).

(5) To pay state, local or foreign taxes to the extent permitted by Treasury Regulation section 1.409A-3(j)(4)(xi) (or any successor provision of law).

(6) In satisfaction of a debt of a Grantee to a Participating Company where such debt is incurred in the ordinary course of the service relationship between the Grantee and the Participating Company, to the extent permitted by Treasury Regulation section 1.409A-3(j)(4)(xiii) (or any successor provision of law).

(7) In connection with a bona fide dispute as to a Grantee's right to payment, to the extent permitted by Treasury Regulation section 1.409A-3(j)(4)(xiv) (or any successor provision of law).

(h) Book Accounts. An Account shall be established for each Grantee who makes an Election. Deferred Stock Units shall be credited to the Account as of the date an Election becomes effective. Each Deferred Stock Unit will represent, as applicable, either a hypothetical share of Common Stock or a hypothetical share of Special Common Stock credited to the Account in lieu of delivery of the Shares to which the Election applies. To the extent an Account is deemed invested in the Income Fund, the Committee shall credit earnings with respect to such Account at the Applicable Interest Rate, as further provided in Paragraph 8(h).

(i) Plan-to-Plan Transfers. The Administrator may delegate its authority to arrange for plan-to-plan transfers as described in this Paragraph 8(i) to an officer of the Company or committee of two or more officers of the Company.

(i) The Administrator may, with a Grantee's consent, make such arrangements as it may deem appropriate to transfer the Company's obligation to pay benefits with respect to such Grantee which have not become payable under this Plan, to another employer, whether through a deferred compensation plan, program or arrangement sponsored by such other employer or otherwise, or to another deferred compensation plan, program or arrangement sponsored by the Company or an Affiliate. Following the completion of such transfer, with respect to the benefit transferred, the Grantee shall have no further right to payment under this Plan.

(ii) The Administrator may, with a Grantee's consent, make such arrangements as it may deem appropriate to assume another employer's obligation to pay benefits with respect to such Grantee which have not become payable under the deferred compensation plan, program or arrangement under which such future right to payment arose, to the Plan, or to assume a future payment obligation of the Company or an Affiliate under another plan, program or arrangement sponsored by the Company or an Affiliate. Upon the completion of the Plan's assumption of such payment obligation, the Administrator shall establish an Account for such Grantee, and the Account shall be subject to the rules of this Plan, as in effect from time to time.

(iii) Pursuant to rules established under Section 409A relating to certain "Transition Elections," to the extent provided by the Committee or its delegate, a Grantee may, on or before December 31, 2008, (A) with respect to all or any portion of his or her Grandfathered Amount under the Plan as in effect on December 31, 2004 that is scheduled to commence to be distributed under the Plan after December 31, 2008, and (B) with respect to any other amount credited to a Grantee's Account that is scheduled to commence to be distributed under the Plan after December 31, 2008, make new payment elections as to the form and timing of payment of such amounts as may be permitted under this Plan, provided that (C) commencement of any distribution under such new payment election may not occur before January 1, 2009 and (D) with respect to any Grandfathered Amount, following the completion of such new payment election, such amounts shall not be treated as a Grandfathered Amount, but instead shall be treated as a non-Grandfathered Amount, subject to the rules of this Plan.

(j) Crediting of Income, Gains and Losses on Accounts. Except as otherwise provided in Paragraph 8(k), the value of a Grantee's Account as of any date shall be determined as if it were invested in the Company Stock Fund.

(k) Diversification Elections.

(i) In General. A Diversification Election shall be available: (A) at any time that a Registration Statement filed under the 1933 Act (a "Registration Statement") is effective with respect to the Plan; and (B) with respect to a Special Diversification Election, if and to the extent that the opportunity to make such a Special Diversification Election has been approved by the Committee. No approval is required for a Diversification Election other than a Special Diversification Election.

(ii) Committee Approval of Special Diversification Elections. The opportunity to make a Special Diversification Election and the extent to which a Special Diversification Election applies to Deferred Stock Units credited to the Company Stock Fund may be approved or rejected by the Committee in its sole discretion. A Special Diversification Election shall only be effective if (and to the extent) approved by the Committee.

(iii) Timing and Manner of Making Diversification Elections. Each Grantee and, in the case of a Deceased Grantee, the Successor-in-Interest, may make a Diversification Election to convert up to 40 percent (or in the case of a Special Diversification Election, up to the approved percentage) of Deferred Stock Units attributable to such Award credited to the Company Stock Fund to the Income Fund. No deemed transfers shall be permitted from the Income Fund to the Company Stock Fund. Diversification Elections under this Paragraph 8(h)(iii) shall be prospectively effective on the later of: (A) the date designated by the Grantee on a Diversification Election filed with the Committee; or (B) the business day next following the lapse of six months from the date Deferred Stock Units subject to the Diversification Election are credited to the Grantee's Account. In no event may a Diversification Election be effective earlier than the business day next following the lapse of six (6) months from the date Deferred Stock Units are credited to the Account following the lapse of restrictions with respect to an Award.

(iv) Timing of Credits. Account balances subject to a Diversification Election under this Paragraph 8(h) shall be deemed transferred from the Company Stock Fund to the Income Fund immediately following the effective date of such Diversification Election. The value of amounts deemed invested in the Income Fund immediately following the effective date of a Diversification Election shall be based on hypothetical sales of Common Stock or Special Common Stock, as applicable, underlying the liquidated Deferred Stock Units at Fair Market Value as of the effective date of a Diversification Election.

(l) Effect of Distributions within Five Years of Effective Date of Diversification Election. If, pursuant to Paragraphs 8(a) through 8(d), Shares distributable with respect to Deferred Stock Units credited to the Company Stock Fund that are attributable to an Award as to which a Diversification Election was made are distributed on or before the fifth anniversary of the effective date of such Diversification Election (and, in the case of a Grantee who is a Successor-in-Interest, whether or not such Diversification Election was made by a Grantee's predecessor-in-interest), then, except as to the extent such distribution would constitute an impermissible acceleration of the time of payment under Section 409A, or as may otherwise be provided by the Committee in its sole and absolute discretion, the following percentage of the Grantee's Account credited to the Income Fund and attributable to such Diversification Election shall be distributed simultaneously with such Shares, without regard to any election to the contrary:

Time that Shares are Distributable	Distributable Percentage of Corresponding Income Fund Amount
On or before the third anniversary of a Diversification Election	60%
After the third anniversary of a Diversification Election and on or before the fourth anniversary of a Diversification Election	40%
After the fourth anniversary of a Diversification Election and on or before the fifth anniversary of a Diversification Election	20%
After the fifth anniversary of a Diversification Election	0%

(m) Grantees' Status as General Creditors. A Grantee's right to delivery of Shares subject to an Election under this Paragraph 8, or to amounts deemed invested in the Income Fund pursuant to a Diversification Election, shall at all times represent the general obligation of the Company. The Grantee shall be a general creditor of the Company with respect to this obligation, and shall not have a secured or preferred position with respect to such obligation. Nothing contained in the Plan or an Award shall be deemed to create an escrow, trust, custodial account or fiduciary relationship of any kind. Nothing contained in the Plan or an Award shall be construed to eliminate any priority or preferred position of a Grantee in a bankruptcy matter with respect to claims for wages.

(n) Non-Assignability, Etc. The right of a Grantee to receive Shares subject to an Election under this Paragraph 8, or to amounts deemed invested in the Income Fund pursuant to a Diversification Election, shall not be subject in any manner to attachment or other legal process for the debts of such Grantee; and no right to receive Shares or cash payments hereunder shall be subject to anticipation, alienation, sale, transfer, assignment or encumbrance.

(o) Required Suspension of Payment of Benefits. Notwithstanding any provision of the Plan or any Grantee's election as to the date or time of payment of any benefit payable under the Plan, To the extent compliance with the requirements of Treas. Reg. § 1.409A-3(i)(2) (or any successor provision) is necessary to avoid the application of an additional tax under Section 409A to payments due to the Grantee upon or following his separation from service, then notwithstanding any other provision of this Plan, any such payments that are otherwise due within six months following the Grantee's separation from service will be deferred and paid to the Grantee in a lump sum immediately following that six month period.

9. SECURITIES LAWS; TAXES

(a) Securities Laws. The Committee shall have the power to make each grant of Awards under the Plan subject to such conditions as it deems necessary or appropriate to comply with the then-existing requirements of the 1933 Act and the 1934 Act, including Rule 16b-3. Such conditions may include the delivery by the Grantee of an investment representation to the Company in connection with a Vesting Date occurring with respect to Shares subject to an Award, or the execution of an agreement by the Grantee to refrain from selling or otherwise disposing of the Shares acquired for a specified period of time or on specified terms.

(b) Taxes. Subject to the rules of Paragraph 9(c), the Company shall be entitled, if necessary or desirable, to withhold the amount of any tax, charge or assessment attributable to the grant of any Award or the occurrence of a Vesting Date with respect to any Award, or distribution of all or any part of a Grantee's Account. The Company shall not be required to deliver Shares pursuant to any Award or distribute a Grantee's Account until it has been indemnified to its satisfaction for any such tax, charge or assessment.

(c) Payment of Tax Liabilities; Election to Withhold Shares or Pay Cash to Satisfy Tax Liability.

(i) In connection with the grant of any Award, the occurrence of a Vesting Date under any Award or the distribution of a Grantee's Account, the Company shall have the right to (A) require the Grantee to remit to the Company an amount sufficient to satisfy any federal, state and/or local withholding tax requirements prior to the delivery or transfer of any certificate or certificates for Shares subject to such Award, or (B) take any action whatever that it deems necessary to protect its interests with respect to tax liabilities. The Company's obligation to make any delivery or transfer of Shares shall be conditioned on the Grantee's compliance, to the Company's satisfaction, with any withholding requirement.

(ii) Except as otherwise provided in this Paragraph 9(c)(ii), any tax liabilities incurred in connection with grant of any Award, the occurrence of a Vesting Date under any Award under the Plan or the distribution of a Grantee's Account shall, to the extent such liabilities cannot be satisfied in full by withholding cash payable in connection with such event, be satisfied by the Company's withholding a portion of the Shares subject to such Award having a Fair Market Value approximately equal to the minimum amount of taxes required to be withheld by the Company under applicable law, unless otherwise determined by the Committee with respect to any Grantee. Notwithstanding the foregoing, the Committee may permit a Grantee to elect one or both of the following: (A) to have taxes withheld in excess of the minimum amount required to be withheld by the Company under applicable law; provided that the Grantee certifies in writing to the Company at the time of such election that the Grantee owns Other Available Shares having a Fair Market Value that is at least equal to the Fair Market Value to be withheld by the Company in payment of withholding taxes in excess of such minimum amount; and (B) to pay to the Company in cash all or a portion of the taxes to be withheld in connection with such grant, Vesting Date or Account distribution. In all cases, the Shares so withheld by the Company shall have a Fair Market Value that does not exceed the amount of taxes to be withheld minus the cash

payment, if any, made by the Grantee or withheld from an Account distribution. Any election pursuant to this Paragraph 9(c)(ii) must be in writing made prior to the date specified by the Committee, and in any event prior to the date the amount of tax to be withheld or paid is determined. An election pursuant to this Paragraph 9(c)(ii) may be made only by a Grantee or, in the event of the Grantee's death, by the Grantee's legal representative. Shares withheld pursuant to this Paragraph 9(c)(ii) shall be available for subsequent grants under the Plan. The Committee may add such other requirements and limitations regarding elections pursuant to this Paragraph 9(c)(ii) as it deems appropriate.

10. CHANGES IN CAPITALIZATION

The aggregate number of Shares and class of Shares as to which Awards may be granted and the number of Shares covered by each outstanding Award shall be appropriately adjusted in the event of a stock dividend, stock split, recapitalization or other change in the number or class of issued and outstanding equity securities of the Company resulting from a subdivision or consolidation of the Shares and/or other outstanding equity security or a recapitalization or other capital adjustment (not including the issuance of Shares and/or other outstanding equity securities on the conversion of other securities of the Company which are convertible into Shares and/or other outstanding equity securities) affecting the Shares which is effected without receipt of consideration by the Company. The Committee shall have authority to determine the adjustments to be made under this Paragraph 10 and any such determination by the Committee shall be final, binding and conclusive.

11. TERMINATING EVENTS

The Committee shall give Grantees at least thirty (30) days' notice (or, if not practicable, such shorter notice as may be reasonably practicable) prior to the anticipated date of the consummation of a Terminating Event. The Committee may, in its discretion, provide in such notice that upon the consummation of such Terminating Event, any conditions to the occurrence of a Vesting Date with respect to an Award of Restricted Stock or Restricted Stock Units (other than Restricted Stock or Restricted Stock Units that have previously been forfeited) shall be eliminated, in full or in part. Further, the Committee may, in its discretion, provide in such notice that notwithstanding any other provision of the Plan or the terms of any Election made pursuant to Paragraph 8, upon the consummation of a Terminating Event, Shares issuable with respect to Restricted Stock or Restricted Stock Units subject to an Election made pursuant to Paragraph 8 shall be transferred to the Grantee, and all amounts credited to the Income Fund shall be paid to the Grantee.

12. CLAIMS PROCEDURE

If an individual (hereinafter referred to as the "Applicant," which reference shall include the legal representative, if any, of the individual) does not receive timely payment of benefits to which the Applicant believes he is entitled under Paragraph 8 of the Plan, the Applicant may make a claim for benefits in the manner hereinafter provided.

An Applicant may file a claim for benefits with the Committee on a form supplied by the Committee. If the Committee wholly or partially denies a claim, the Committee shall provide the Applicant with a written notice stating:

(a) The specific reason or reasons for the denial;

(b) Specific reference to pertinent Plan provisions on which the denial is based;

(c) A description of any additional material or information necessary for Applicant to perfect the claim and an explanation of why such material or information is necessary; and

(d) Appropriate information as to the steps to be taken in order to submit a claim for review.

Written notice of a denial of a claim shall be provided within 90 days of the receipt of the claim, provided that if special circumstances require an extension of time for processing the claim, the Committee may notify the Applicant in writing that an additional period of up to 90 days will be required to process the claim.

If the Applicant's claim is denied, the Applicant shall have 60 days from the date of receipt of written notice of the denial of the claim to request a review of the denial of the claim by the Committee. Request for review of the denial of a claim must be submitted in writing. The Applicant shall have the right to review pertinent documents and submit issues and comments to the Committee in writing. The Committee shall provide a written decision within 60 days of its receipt of the Applicant's request for review, provided that if special circumstances require an extension of time for processing the review of the Applicant's claim, the Committee may notify the Applicant in writing that an additional period of up to 60 days shall be required to process the Applicant's request for review.

It is intended that the claims procedures of this Plan be administered in accordance with the claims procedure regulations of the Department of Labor set forth in 29 CFR § 2560.503-1.

Claims for benefits under the Plan must be filed with the Committee at the following address:

Comcast Corporation
One Comcast Center, 52nd Floor
1701 John F. Kennedy Boulevard
Philadelphia, PA 19103-2838
Attention: General Counsel

13. REPAYMENT

If it is determined by the Board that gross negligence, intentional misconduct or fraud by a Section 16(b) Officer or a former Section 16(b) Officer caused or partially caused the Company to have to restate all or a portion of its financial statements, the Board, in its sole discretion, may, to the extent permitted by law and to the extent it determines in its sole judgment that it is in the best interests of the Company to do so, require repayment of any Shares of Restricted Stock granted after February 28, 2007 or Shares delivered pursuant to the vesting of Restricted Stock Units granted after February 28, 2007 to such Section 16(b) Officer or former Section 16(b) Officer, or to effect the cancellation of unvested Restricted Stock or unvested Restricted Stock Units, if (i) the vesting of the Award was calculated based upon, or contingent on, the achievement of financial or operating results that were the subject of or affected by the restatement, and (ii) the extent of vesting of the Award would have been less had the financial statements been correct. In addition, to the extent that the receipt of an Award subject to repayment under this Paragraph 13 has been deferred pursuant to Paragraph 8 (or any other plan, program or arrangement that permits the deferral of receipt of an Award), such Award (and any earnings credited with respect thereto) shall be forfeited in lieu of repayment.

14. AMENDMENT AND TERMINATION

The Plan may be terminated by the Board at any time. The Plan may be amended by the Board or the Committee at any time. No Award shall be affected by any such termination or amendment without the written consent of the Grantee.

15. EFFECTIVE DATE AND TERM OF PLAN

This amendment and restatement of the Plan shall be effective March 20, 2009. The Plan shall expire on May 13, 2018, unless sooner terminated by the Board, provided that subject to the approval of the Company's shareholders at the 2009 Annual Meeting, the expiration date of the Plan shall be extended from May 13, 2018 to May 12, 2019, unless sooner terminated by the Board.

16. GOVERNING LAW

The Plan and all determinations made and actions taken pursuant to the Plan shall be governed in accordance with Pennsylvania law.

Executed as of the 20th day of March, 2009.

COMCAST CORPORATION

BY: /s/ David L. Cohen

ATTEST: /s/ Arthur R. Block

COMCAST CORPORATION

2003 STOCK OPTION PLAN

(AS AMENDED AND RESTATED EFFECTIVE MARCH 20, 2009)

1. Background and Purpose of Plan

(a) Background. COMCAST CORPORATION, a Pennsylvania corporation hereby amends and restates the Comcast Corporation 2003 Stock Option Plan, (the "Plan"), effective March 20, 2009.

(b) Purpose. The purpose of the Plan is to assist the Sponsor and its Affiliates in retaining valued employees, officers and directors by offering them a greater stake in the Sponsor's success and a closer identity with it, and to aid in attracting individuals whose services would be helpful to the Sponsor and would contribute to its success.

2. Definitions

(a) "Affiliate" means, with respect to any Person, any other Person that, directly or indirectly, is in control of, is controlled by, or is under common control with, such Person. For purposes of this definition, the term "control," including its correlative terms "controlled by" and "under common control with," mean, with respect to any Person, the possession, directly or indirectly, of the power to direct or cause the direction of the management and policies of such Person, whether through the ownership of voting securities, by contract or otherwise.

(b) "AT&T Broadband Transaction" means the acquisition of AT&T Broadband Corp. (now known as Comcast Cable Communications Holdings, Inc.) by the Sponsor.

(c) "Board" means the board of directors of the Sponsor.

(d) "Cash Right" means any right to receive cash in lieu of Shares granted under the Plan and described in Paragraph 3(a)(iii).

(e) "Cause" means (i) fraud; (ii) misappropriation; (iii) embezzlement; (iv) gross negligence in the performance of duties; (v) self-dealing; (vi) dishonesty; (vii) misrepresentation; (viii) conviction of a crime of a felony; (ix) material violation of any Company policy; (x) material violation of the Company's Code of Ethics and Business Conduct or, (xi) in the case of an employee of a Company who is a party to an employment agreement with a Company, material breach of such agreement; provided that as to items (ix), (x) and (xi), if capable of being cured, such event or condition remains uncured following 30 days written notice thereof.

(f) "Change of Control" means any transaction or series of transactions as a result of which any Person who was a Third Party immediately before such transaction or series of transactions owns then-outstanding securities of the Sponsor such that such Person has the ability to direct the management of the Sponsor, as determined by the Board in its discretion. The Board may also determine that a Change of Control shall occur upon the completion of one or more proposed transactions. The Board's determination shall be final and binding.

(g) "Code" means the Internal Revenue Code of 1986, as amended.

(h) "Comcast Plan" means any restricted stock, stock bonus, stock option or other compensation plan, program or arrangement established or maintained by the Sponsor or an Affiliate of the Sponsor, including, but not limited to this Plan, the Comcast Corporation 2002 Stock Option Plan, the Comcast Corporation 2002

Restricted Stock Plan, the Comcast Corporation 1987 Stock Option Plan and the AT&T Broadband Corp. Adjustment Plan.

(i) "Committee" means the committee described in Paragraph 5, provided that for purposes of Paragraph 7:

(i) all references to the Committee shall be treated as references to the Board with respect to any Option granted to or held by a Non-Employee Director; and

(ii) all references to the Committee shall be treated as references to the Committee's delegate with respect to any Option granted within the scope of the delegate's authority pursuant to Paragraph 5(b).

(j) "Common Stock" means the Sponsor's Class A Common Stock, par value, $.01.

(k) "Company" means the Sponsor and the Subsidiary Companies.

(l) "Date of Grant" means the date as of which an Option is granted.

(m) "Disability" means a disability within the meaning of section 22(e)(3) of the Code.

(n) "Fair Market Value." If Shares are listed on a stock exchange, Fair Market Value shall be determined based on the last reported sale price of a Share on the principal exchange on which Shares are listed on the date of determination, or if such date is not a trading day, the next trading date. If Shares are not so listed, but trades of Shares are reported on the Nasdaq National Market, Fair Market Value shall be determined based on the last quoted sale price of a Share on the Nasdaq National Market on the date of determination, or if such date is not a trading day, the next trading date. If Shares are not so listed nor trades of Shares so reported, Fair Market Value shall be determined by the Board or the Committee in good faith.

(o) "Family Member" has the meaning given to such term in General Instructions A.1(a)(5) to Form S-8 under the Securities Act of 1933, as amended, and any successor thereto.

(p) "Incentive Stock Option" means an Option granted under the Plan, designated by the Committee at the time of such grant as an Incentive Stock Option within the meaning of section 422 of the Code and containing the terms specified herein for Incentive Stock Options; provided, however, that to the extent an Option granted under the Plan and designated by the Committee at the time of grant as an Incentive Stock Option fails to satisfy the requirements for an incentive stock option under section 422 of the Code for any reason, such Option shall be treated as a Non-Qualified Option.

(q) "Non-Employee Director" means an individual who is a member of the Board, and who is not an employee of a Company, including an individual who is a member of the Board and who previously was, but at the time of reference is not, an employee of a Company.

(r) "Non-Qualified Option" means:

(i) an Option granted under the Plan, designated by the Committee at the time of such grant as a Non-Qualified Option and containing the terms specified herein for Non-Qualified Options; and

(ii) an Option granted under the Plan and designated by the Committee at the time of grant as an Incentive Stock Option, to the extent such Option fails to satisfy the requirements for an incentive stock option under section 422 of the Code for any reason.

(s) "Officer" means an officer of the Sponsor (as defined in section 16 of the 1934 Act).

(t) "Option" means any stock option granted under the Plan and described in Paragraph 3(a)(i) or Paragraph 3(a)(ii).

(u) "Optionee" means a person to whom an Option has been granted under the Plan, which Option has not been exercised in full and has not expired or terminated.

(v) "Other Available Shares" means, as of any date, the sum of:

(i) the total number of Shares owned by an Optionee or such Optionee's Family Member that were not acquired by such Optionee or such Optionee's Family Member pursuant to a Comcast Plan or otherwise in connection with the performance of services to the Sponsor or an Affiliate; plus

(ii) the excess, if any of:

(A) the total number of Shares owned by an Optionee or such Optionee's Family Member other than the Shares described in Paragraph 2(v)(i); over

(B) the sum of:

(1) the number of such Shares owned by such Optionee or such Optionee's Family Member for less than six months; plus

(2) the number of such Shares owned by such Optionee or such Optionee's Family Member that has, within the preceding six months, been the subject of a withholding certification pursuant to Paragraph 15(b) or any similar withholding certification under any other Comcast Plan; plus

(3) the number of such Shares owned by such Optionee or such Optionee's Family Member that has, within the preceding six months, been received in exchange for Shares surrendered as payment, in full or in part, or as to which ownership was attested to as payment, in full or in part, of the exercise price for an option to purchase any securities of the Sponsor or an Affiliate of the Sponsor, under any Comcast Plan, but only to the extent of the number of Shares surrendered or attested to; plus

(4) the number of such Shares owned by such Optionee or such Optionee's Family Member as to which evidence of ownership has, within the preceding six months, been provided to the Sponsor in connection with the crediting of "Deferred Stock Units" to such Optionee's Account under the Comcast Corporation 2002 Deferred Stock Option Plan (as in effect from time to time).

For purposes of this Paragraph 2(v), a Share that is subject to a deferral election pursuant to another Comcast Plan shall not be treated as owned by an Optionee until all conditions to the delivery of such Share have lapsed. The number of Other Available Shares shall be determined separately for Common Stock and for Special Common Stock, provided that Shares of Common Stock or Special Common Stock that otherwise qualify as "Other Available Shares" under this Paragraph 2(v), or any combination thereof, shall be permitted to support any attestation to ownership referenced in the Plan for any purpose for which attestation may be necessary or appropriate. For purposes of determining the number of Other Available Shares, the term "Shares" shall also include the securities held by an Optionee or such Optionee's Family Member immediately before the consummation of the AT&T Broadband Transaction that became Common Stock or Special Common Stock as a result of the AT&T Broadband Transaction.

(w) "Outside Director" means a member of the Board who is an "outside director" within the meaning of section 162(m)(4)(C) of the Code and applicable Treasury Regulations issued thereunder.

(x) "Person" means an individual, a corporation, a partnership, an association, a trust or any other entity or organization.

(y) "Plan" means the Comcast Corporation 2002 Stock Option Plan.

(z) "Share" or "Shares."

(i) Except as provided in this Paragraph 2(z), a share or shares Common Stock;

(ii) For purposes of Paragraphs 2(v), 7(d) and Paragraph 15, the term "Share" or "Shares" also means a share or shares of Special Common Stock.

(iii) The term "Share" or "Shares" also means such other securities issued by the Sponsor as may be the subject of an adjustment under Paragraph 10, or for purposes of Paragraph 2(v) and Paragraph 15, as may have been the subject of a similar adjustment under similar provisions of a Comcast Plan as now in effect or as may have been in effect before the AT&T Broadband Transaction.

(aa) "Special Common Stock" means the Sponsor's Class A Special Common Stock, par value $0.01.

(bb) "Sponsor" means Comcast Corporation, a Pennsylvania corporation, including any successor thereto by merger, consolidation, acquisition of all or substantially all the assets thereof, or otherwise.

(cc) "Subsidiary Companies" means all business entities that, at the time in question, are subsidiaries of the Sponsor within the meaning of section 424(f) of the Code.

(dd) "Ten Percent Shareholder" means a person who on the Date of Grant owns, either directly or within the meaning of the attribution rules contained in section 424(d) of the Code, stock possessing more than 10% of the total combined voting power of all classes of stock of his employer corporation or of its parent or subsidiary corporations, as defined respectively in sections 424(e) and (f) of the Code, provided that the employer corporation is a Company.

(ee) "Terminating Event" means any of the following events:

(i) the liquidation of the Sponsor; or

(ii) a Change of Control.

(ff) "Third Party" means any Person other than a Company, together with such Person's Affiliates, provided that the term "Third Party" shall not include the Sponsor or an Affiliate of the Sponsor.

(gg) "1933 Act" means the Securities Act of 1933, as amended.

(hh) "1934 Act" means the Securities Exchange Act of 1934, as amended.

3. Rights to be Granted

(a) Types of Options and Other Rights Available for Grant. Rights that may be granted under the Plan are:

(i) Incentive Stock Options, which give an Optionee who is an employee of a Company the right for a specified time period to purchase a specified number of Shares for a price not less than the Fair Market Value on the Date of Grant.

(ii) Non Qualified Options, which give the Optionee the right for a specified time period to purchase a specified number of Shares for a price not less than the Fair Market Value on the Date of Grant; and

(iii) Cash Rights, which give an Optionee the right for a specified time period, and subject to such conditions, if any, as shall be determined by the Committee and stated in the option document, to receive a cash payment of such amount per Share as shall be determined by the Committee and stated in the option document, not to exceed the excess, if any, of the Fair Market Value of a Share on the date of exercise of a Cash Right over the Fair Market Value of Share on the date of grant of a Cash Right, in lieu of exercising a Non-Qualified Option.

(b) Limit on Grant of Options. The maximum number of Shares for which Options may be granted to any single individual in any calendar year, adjusted as provided in Paragraph 10, shall be 15,000,000 Shares.

4. Shares Subject to Plan

Subject to adjustment as provided in Paragraph 10, not more than 139 million Shares in the aggregate may be issued pursuant to the Plan upon exercise of Options, provided that subject to the approval of the Sponsor's shareholders at the Sponsor's Annual Meeting of Shareholders to be held in 2009 (the "2009 Annual

Meeting"), the number of Shares in the aggregate that may be issued under the Plan, pursuant to the grant of Awards, subject to adjustment in accordance with Paragraph 10, shall be increased from 139 million to 189 million. Shares delivered pursuant to the exercise of an Option may, at the Sponsor's option, be either treasury Shares or Shares originally issued for such purpose.

If an Option covering Shares terminates or expires without having been exercised in full, other Options may be granted covering the Shares as to which the Option terminated or expired.

For Options exercised after December 31, 2008, if (a) the Sponsor withholds Shares to satisfy its minimum tax withholding requirements as provided in Paragraph 15(b) and Paragraph 15(c) or (b) an Option covering Shares is exercised pursuant to the cashless exercise provisions of Paragraph 7(d)(iv), other Options may not be granted covering the Shares so withheld to satisfy the Sponsor's minimum tax withholding requirements or covering the Shares that were subject to such Option but not delivered because of the application of such cashless exercise provisions, as applicable. In addition, for the avoidance of doubt, Options may not be granted covering Shares repurchased by the Sponsor on the open market with proceeds, if any, received by the Sponsor on account of the payment of the option price for an Option by Optionees.

5. Administration of Plan

(a) Committee. The Plan shall be administered by the Compensation Committee of the Board or any other committee or subcommittee designated by the Board, provided that the committee administering the Plan is composed of two or more non-employee members of the Board, each of whom is an Outside Director.

(b) Delegation of Authority.

(i) Named Executive Officers and Section 16(b) Officers. All authority with respect to the grant, amendment, interpretation and administration of Options with respect to any employee or officer of a Company who is either (x) a Named Executive Officer (i.e., an officer who is required to be listed in the Company's Proxy Statement Compensation Table) or (y) is subject to the short-swing profit recapture rules of section 16(b) of the 1934 Act, is reserved to the Committee.

(ii) Senior Officers and Highly Compensated Employees. The Committee may delegate to a committee consisting of the Chairman of the Committee and one or more officers of the Company designated by the Committee, discretion under the Plan to grant, amend, interpret and administer Options with respect to any employee or officer of a Company who (x) holds a position with Comcast Corporation of Senior Vice President or a position of higher rank than Senior Vice President or (y) has a base salary of $500,000 or more.

(iii) Other Employees. The Committee may delegate to an officer of the Company, or a committee of two or more officers of the Company, discretion under the Plan to grant, amend, interpret and administer Options with respect to any employee or officer of a Company other than an employee or officer described in Paragraph 5(b)(i) or Paragraph 5(b)(ii).

(iv) Termination of Delegation of Authority. Delegation of authority as provided under this Paragraph 5(b) shall continue in effect until the earliest of

(x) such time as the Committee shall, in its discretion, revoke such delegation of authority;

(y) in the case of delegation under Paragraph 5(b)(ii), the delegate shall cease to serve as Chairman of the Committee or serve as an employee of the Company for any reason, as the case may be and in the case of delegation under Paragraph 5(b)(iii), the delegate shall cease to serve as an employee of the Company for any reason; or

(z) the delegate shall notify the Committee that he declines to continue to exercise such authority.

(c) Meetings. The Committee shall hold meetings at such times and places as it may determine. Acts approved at a meeting by a majority of the members of the Committee or acts approved by the unanimous consent of the members of the Committee shall be the valid acts of the Committee.

(d) Exculpation. No member of the Committee shall be personally liable for monetary damages for any action taken or any failure to take any action in connection with the administration of the Plan or the granting of Options thereunder unless (i) the member of the Committee has breached or failed to perform the duties of his office, and (ii) the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness; provided, however, that the provisions of this Paragraph 5(d) shall not apply to the responsibility or liability of a member of the Committee pursuant to any criminal statute.

(e) Indemnification. Service on the Committee shall constitute service as a member of the Board. Each member of the Committee shall be entitled without further act on his part to indemnity from the Sponsor to the fullest extent provided by applicable law and the Sponsor's By-laws in connection with or arising out of any actions, suit or proceeding with respect to the administration of the Plan or the granting of Options thereunder in which he may be involved by reasons of his being or having been a member of the Committee, whether or not he continues to be such member of the Committee at the time of the action, suit or proceeding.

6. Eligibility

(a) Eligible individuals to whom Options may be granted shall be employees, officers or directors of a Company who are selected by the Committee for the grant of Options. Eligible individuals to whom Cash Rights may be granted shall be individuals who are employees of a Company on the Date of Grant other than Officers. The terms and conditions of Options granted to individuals other than Non-Employee Directors shall be determined by the Committee, subject to Paragraph 7. The terms and conditions of Cash Rights shall be determined by the Committee, subject to Paragraph 7. The terms and conditions of Options granted to Non-Employee Directors shall be determined by the Board, subject to Paragraph 7.

(b) An Incentive Stock Option shall not be granted to a Ten Percent Shareholder except on such terms concerning the option price and term as are provided in Paragraph 7(b) and 7(g) with respect to such a person. An Option designated as Incentive Stock Option granted to a Ten Percent Shareholder but which does not comply with the requirements of the preceding sentence shall be treated as a Non-Qualified Option. An Option designated as an Incentive Stock Option shall be treated as a Non-Qualified Option if the Optionee is not an employee of a Company on the Date of Grant.

7. Option Documents and Terms - in General

All Options granted to Optionees shall be evidenced by option documents. The terms of each such option document for any Optionee who is an employee of a Company shall be determined from time to time by the Committee, and the terms of each such option document for any Optionee who is a Non-Employee Director shall be determined from time to time by the Board, consistent, however, with the following:

(a) Time of Grant. All Options shall be granted on or before May 13, 2018.

(b) Option Price. Except as otherwise provided in Section 13(b), the option price per Share with respect to any Option shall be determined by the Committee, provided, however, that with respect to any Options, the option price per share shall not be less than 100% of the Fair Market Value of such Share on the Date of Grant, and provided further that with respect to any Incentive Stock Options granted to a Ten Percent Shareholder, the option price per Share shall not be less than 110% of the Fair Market Value of such Share on the Date of Grant.

(c) Restrictions on Transferability. No Option granted under this Paragraph 7 shall be transferable otherwise than by will or the laws of descent and distribution and, during the lifetime of the Optionee, shall be exercisable only by him or for his benefit by his attorney-in-fact or guardian; provided that the Committee may, in its discretion, at the time of grant of a Non-Qualified Option or by amendment of an option document for an Incentive Stock Option or a Non-Qualified Option, provide that Options granted to or held by an Optionee may be transferred, in whole or in part, to one or more transferees and exercised by any such

transferee; provided further that (i) any such transfer is without consideration and (ii) each transferee is a Family Member with respect to the Optionee; and provided further that any Incentive Stock Option granted pursuant to an option document which is amended to permit transfers during the lifetime of the Optionee shall, upon the effectiveness of such amendment, be treated thereafter as a Non-Qualified Option. No transfer of an Option shall be effective unless the Committee is notified of the terms and conditions of the transfer and the Committee determines that the transfer complies with the requirements for transfers of Options under the Plan and the option document. Any person to whom an Option has been transferred may exercise any Options only in accordance with the provisions of Paragraph 7(g) and this Paragraph 7(c).

(d) Payment Upon Exercise of Options. With respect to Options granted on and after February 28, 2007, full payment for Shares purchased upon the exercise of an Option shall be made pursuant to one or more of the following methods as determined by the Committee and set forth in the Option document:

(i) In cash;

(ii) By certified check payable to the order of the Sponsor;

(iii) By surrendering or attesting to ownership of Shares with an aggregate Fair Market Value equal to the aggregate option price, provided, however, with respect to Options granted before February 28, 2007, that ownership of Shares may be attested to and Shares may be surrendered in satisfaction of the option price only if the Optionee certifies in writing to the Sponsor that the Optionee owns a number of Other Available Shares as of the date the Option is exercised that is at least equal to the number of Shares as to which ownership has been attested, or the number of Shares to be surrendered in satisfaction of the Option Price, as applicable; provided further, however, that the option price may not be paid in Shares if the Committee determines that such method of payment would result in liability under section 16(b) of the 1934 Act to an Optionee. Except as otherwise provided by the Committee, if payment is made in whole or in part by surrendering Shares, the Optionee shall deliver to the Sponsor certificates registered in the name of such Optionee representing Shares legally and beneficially owned by such Optionee, free of all liens, claims and encumbrances of every kind and having a Fair Market Value on the date of delivery that is equal to or greater than the aggregate option price for the Option Shares subject to payment by the surrender of Shares, accompanied by stock powers duly endorsed in blank by the record holder of the Shares represented by such certificates; and if payment is made in whole or in part by attestation of ownership, the Optionee shall attest to ownership of Shares representing Shares legally and beneficially owned by such Optionee, free of all liens, claims and encumbrances of every kind and having a Fair Market Value on the date of attestation that is equal to or greater than the aggregate option price for the Option Shares subject to payment by attestation of Share ownership. The Committee may impose such limitations and prohibitions on attestation or ownership of Shares and the use of Shares to exercise an Option as it deems appropriate; or

(iv) Via cashless exercise, such that subject to the other terms and conditions of the Plan, following the date of exercise, the Company shall deliver to the Optionee Shares having a Fair Market Value, as of the date of exercise, equal to the excess, if any, of (A) the Fair Market Value of such Shares on the date of exercise of the Option over (B) the sum of (I) the aggregate Option Price for such Shares, plus (II) the applicable tax withholding amounts (as determined pursuant to Paragraph 15) for such exercise; provided that in connection with such cashless exercise that would not result in the issuance of a whole number of Shares, the Company shall withhold cash that would otherwise be payable to the Optionee from its regular payroll or the Optionee shall deliver cash or a certified check payable to the order of the Company for the balance of the option price for a whole Share to the extent necessary to avoid the issuance of a fractional Share or the payment of cash by the Company (as provided in Paragraph 7(e)).

Except as authorized by the Committee and agreed to by an Optionee, with respect to Options granted before February 28, 2007, the payment methods described in Paragraph 7(d)(i), (ii) and (iii) shall, to the extent so provided in an Option document, be the exclusive payment methods, provided that the Committee may, in its

sole discretion, and subject to the Optionee's written consent on a form provided by the Committee, authorize Option documents covering Options granted before February 28, 2007 to be amended to provide that the payment method described in Paragraph 7(d)(iv) shall be an additional or the exclusive payment method.

(e) Issuance of Certificate Upon Exercise of Options; Payment of Cash. For purposes of the Plan, the Sponsor may satisfy its obligation to deliver Shares following the exercise of Options either by (i) delivery of a physical certificate for Shares issuable on the exercise of Options or (ii) arranging for the recording of Optionee's ownership of Shares issuable on the exercise of Options on a book entry recordkeeping system maintained on behalf of the Sponsor. Only whole Shares shall be issuable upon exercise of Options. No fractional Shares shall be issued. Any right to a fractional Share shall be satisfied in cash. Following the exercise of an Option and the satisfaction of the conditions of Paragraph 9, the Sponsor shall deliver to the Optionee the number of whole Shares issuable on the exercise of an Option and a check for the Fair Market Value on the date of exercise of any fractional Share to which the Optionee is entitled.

(f) Termination of Employment. For purposes of the Plan, a transfer of an employee between two employers, each of which is a Company, shall not be deemed a termination of employment. For purposes of Paragraph 7(g), an Optionee's termination of employment shall be deemed to occur on the date an Optionee ceases to have a regular obligation to perform services for a Company, without regard to whether (i) the Optionee continues on the Company's payroll for regular, severance or other pay or (ii) the Optionee continues to participate in one or more health and welfare plans maintained by the Company on the same basis as active employees. Whether an Optionee ceases to have a regular obligation to perform services for a Company shall be determined by the Committee in its sole discretion. Notwithstanding the foregoing, if an Optionee is a party to an employment agreement or severance agreement with a Company which establishes the effective date of such Optionee's termination of employment for purposes of this Paragraph 7(f), that date shall apply. For an Optionee who is a Non-Employee Director, all references to any termination of employment shall be treated as a termination of service to the Sponsor as a Non-Employee Director.

(g) Periods of Exercise of Options. An Option shall be exercisable in whole or in part at such time or times as may be determined by the Committee and stated in the option document, provided, however, that if the grant of an Option would be subject to section 16(b) of the 1934 Act, unless the requirements for exemption therefrom in Rule 16b-3(c)(1), under such Act, or any successor provision, are met, the option document for such Option shall provide that such Option is not exercisable until not less than six months have elapsed from the Date of Grant. Except as otherwise provided by the Committee in its discretion, no Option shall first become exercisable following an Optionee's termination of employment for any reason; provided further, that:

(i) In the event that an Optionee terminates employment with the Company for any reason other than death or Cause, any Option held by such Optionee and which is then exercisable shall be exercisable for a period of 90 days following the date the Optionee terminates employment with the Company (unless a longer period is established by the Committee); provided, however, that if such termination of employment with the Company is due to the Disability of the Optionee, he shall have the right to exercise those of his Options which are then exercisable for a period of one year following such termination of employment (unless a longer period is established by the Committee); provided, however, that in no event shall an Incentive Stock Option be exercisable after five years from the Date of Grant in the case of a grant to a Ten Percent Shareholder, nor shall any other Option be exercisable after ten years from the Date of Grant.

(ii) In the event that an Optionee terminates employment with the Company by reason of his death, any Option held at death by such Optionee which is then exercisable shall be exercisable for a period of one year from the date of death (unless a longer period is established by the Committee) by the person to whom the rights of the Optionee shall have passed by will or by the laws of descent and distribution; provided, however, that in no event shall an Incentive Stock Option be exercisable after five years from the Date of Grant in the case of a grant to a Ten Percent Shareholder, nor shall any other Option be exercisable after ten years from the Date of Grant.

(iii) In the event that an Optionee's employment with the Company is terminated for Cause, each unexercised Option held by such Optionee shall terminate and cease to be exercisable; provided further, that in such event, in addition to immediate termination of the Option, the Optionee, upon a determination by the Committee shall automatically forfeit all Shares otherwise subject to delivery upon exercise of an Option but for which the Sponsor has not yet delivered the Share certificates, upon refund by the Sponsor of the option price.

(h) Date of Exercise. The date of exercise of an Option shall be the date on which written notice of exercise, addressed to the Sponsor at its main office to the attention of its Secretary, is hand delivered, telecopied or mailed first class postage prepaid; provided, however, that the Sponsor shall not be obligated to deliver any certificates for Shares pursuant to the exercise of an Option until the Optionee shall have made payment in full of the option price for such Shares. Each such exercise shall be irrevocable when given. Each notice of exercise must (i) specify the Incentive Stock Option, Non-Qualified Option or combination thereof being exercised; and (ii) if applicable, include a statement of preference (which shall binding on and irrevocable by the Optionee but shall not be binding on the Committee) as to the manner in which payment to the Sponsor shall be made. Each notice of exercise shall also comply with the requirements of Paragraph 15.

(i) Cash Rights. The Committee may, in its sole discretion, provide in an option document for an eligible Optionee that Cash Rights shall be attached to Non-Qualified Options granted under the Plan. All Cash Rights that are attached to Non-Qualified Options shall be subject to the following terms:

(i) Such Cash Right shall expire no later than the Non-Qualified Option to which it is attached.

(ii) Such Cash Right shall provide for the cash payment of such amount per Share as shall be determined by the Committee and stated in the option document.

(iii) Such Cash Right shall be subject to the same restrictions on transferability as the Non-Qualified Option to which it is attached.

(iv) Such Cash Right shall be exercisable only when such conditions to exercise as shall be determined by the Committee and stated in the option document, if any, have been satisfied.

(v) Such Cash Right shall expire upon the exercise of the Non-Qualified Option to which it is attached.

(vi) Upon exercise of a Cash Right that is attached to a Non-Qualified Option, the Option to which the Cash Right is attached shall expire.

8. Limitation on Exercise of Incentive Stock Options

The aggregate Fair Market Value (determined as of the time Options are granted) of the Shares with respect to which Incentive Stock Options may first become exercisable by an Optionee in any one calendar year under the Plan and any other plan of the Company shall not exceed $100,000. The limitations imposed by this Paragraph 8 shall apply only to Incentive Stock Options granted under the Plan, and not to any other options or stock appreciation rights. In the event an individual receives an Option intended to be an Incentive Stock Option which is subsequently determined to have exceeded the limitation set forth above, or if an individual receives Options that first become exercisable in a calendar year (whether pursuant to the terms of an option document, acceleration of exercisability or other change in the terms and conditions of exercise or any other reason) that have an aggregate Fair Market Value (determined as of the time the Options are granted) that exceeds the limitations set forth above, the Options in excess of the limitation shall be treated as Non-Qualified Options.

9. Rights as Shareholders

An Optionee shall not have any right as a shareholder with respect to any Shares subject to his Options until the Option shall have been exercised in accordance with the terms of the Plan and the option document and the Optionee shall have paid the full purchase price for the number of Shares in respect of which the

Option was exercised and the Optionee shall have made arrangements acceptable to the Sponsor for the payment of applicable taxes consistent with Paragraph 15.

10. Changes in Capitalization

In the event that Shares are changed into or exchanged for a different number or kind of shares of stock or other securities of the Sponsor, whether through merger, consolidation, reorganization, recapitalization, stock dividend, stock split-up or other substitution of securities of the Sponsor, the Board shall make appropriate equitable anti-dilution adjustments to the number and class of shares of stock available for issuance under the Plan, and subject to outstanding Options, and to the option prices and the amounts payable pursuant to any Cash Rights. Any reference to the option price in the Plan and in option documents shall be a reference to the option price as so adjusted. Any reference to the term "Shares" in the Plan and in option documents shall be a reference to the appropriate number and class of shares of stock available for issuance under the Plan, as adjusted pursuant to this Paragraph 10. The Board's adjustment shall be effective and binding for all purposes of this Plan.

11. Terminating Events

(a) The Sponsor shall give Optionees at least thirty (30) days' notice (or, if not practicable, such shorter notice as may be reasonably practicable) prior to the anticipated date of the consummation of a Terminating Event. Upon receipt of such notice, and for a period of ten (10) days thereafter (or such shorter period as the Board shall reasonably determine and so notify the Optionees), each Optionee shall be permitted to exercise the Option to the extent the Option is then exercisable; provided that, the Sponsor may, by similar notice, require the Optionee to exercise the Option, to the extent the Option is then exercisable, or to forfeit the Option (or portion thereof, as applicable). The Committee may, in its discretion, provide that upon the Optionee's receipt of the notice of a Terminating Event under this Paragraph 11(a), the entire number of Shares covered by Options shall become immediately exercisable.

(b) Notwithstanding Paragraph 11(a), in the event the Terminating Event is not consummated, the Option shall be deemed not to have been exercised and shall be exercisable thereafter to the extent it would have been exercisable if no such notice had been given.

12. Interpretation

The Committee shall have the power to interpret the Plan and to make and amend rules for putting it into effect and administering it. It is intended that the Incentive Stock Options granted under the Plan shall constitute incentive stock options within the meaning of section 422 of the Code, and that Shares transferred pursuant to the exercise of Non-Qualified Options shall constitute property subject to federal income tax pursuant to the provisions of section 83 of the Code. The provisions of the Plan shall be interpreted and applied insofar as possible to carry out such intent.

13. Amendments

(a) In General. The Board or the Committee may amend the Plan from time to time in such manner as it may deem advisable. Nevertheless, neither the Board nor the Committee may, without obtaining approval within twelve months before or after such action by such vote of the Sponsor's shareholders as may be required by Pennsylvania law for any action requiring shareholder approval, or by a majority of votes cast at a duly held shareholders' meeting at which a majority of all voting stock is present and voting on such amendment, either in person or in proxy (but not, in any event, less than the vote required pursuant to Rule 16b-3(b) under the 1934 Act) change the class of individuals eligible to receive an Incentive Stock Option, extend the expiration date of the Plan, decrease the minimum option price of an Incentive Stock Option granted under the Plan or increase the maximum number of shares as to which Options may be granted, except as provided in Paragraph 10 hereof.

(b) Repricing of Options. Notwithstanding any provision in the Plan to the contrary, neither the Board nor the Committee may, without obtaining prior approval by the Sponsor's shareholders, reduce the option

price of any issued and outstanding Option granted under the Plan at any time during the term of such option (other than by adjustment pursuant to Paragraph 10 relating to Changes in Capitalization). This Paragraph 13(b) may not be repealed, modified or amended without the prior approval of the Sponsor's shareholders.

14. Securities Law

(a) In General. The Committee shall have the power to make each grant under the Plan subject to such conditions as it deems necessary or appropriate to comply with the then-existing requirements of the 1933 Act or the 1934 Act, including Rule 16b-3 (or any similar rule) of the Securities and Exchange Commission.

(b) Acknowledgment of Securities Law Restrictions on Exercise. To the extent required by the Committee, unless the Shares subject to the Option are covered by a then current registration statement or a Notification under Regulation A under the 1933 Act, each notice of exercise of an Option shall contain the Optionee's acknowledgment in form and substance satisfactory to the Committee that:

(i) the Shares subject to the Option are being purchased for investment and not for distribution or resale (other than a distribution or resale which, in the opinion of counsel satisfactory to the Sponsor, may be made without violating the registration provisions of the Act);

(ii) the Optionee has been advised and understands that (A) the Shares subject to the Option have not been registered under the 1933 Act and are "restricted securities" within the meaning of Rule 144 under the 1933 Act and are subject to restrictions on transfer and (B) the Sponsor is under no obligation to register the Shares subject to the Option under the 1933 Act or to take any action which would make available to the Optionee any exemption from such registration;

(iii) the certificate evidencing the Shares may bear a restrictive legend; and

(iv) the Shares subject to the Option may not be transferred without compliance with all applicable federal and state securities laws.

(c) Delay of Exercise Pending Registration of Securities. Notwithstanding any provision in the Plan or an option document to the contrary, if the Committee determines, in its sole discretion, that issuance of Shares pursuant to the exercise of an Option should be delayed pending registration or qualification under federal or state securities laws or the receipt of a legal opinion that an appropriate exemption from the application of federal or state securities laws is available, the Committee may defer exercise of any Option until such Shares are appropriately registered or qualified or an appropriate legal opinion has been received, as applicable.

15. Withholding of Taxes on Exercise of Option

(a) Whenever the Company proposes or is required to deliver or transfer Shares in connection with the exercise of an Option, the Company shall have the right to (i) require the recipient to remit to the Sponsor an amount sufficient to satisfy any federal, state and local withholding tax requirements prior to the delivery or transfer of any certificate or certificates for such Shares or (ii) take any action whatever that it deems necessary to protect its interests with respect to tax liabilities. The Sponsor's obligation to make any delivery or transfer of Shares on the exercise of an Option shall be conditioned on the recipient's compliance, to the Sponsor's satisfaction, with any withholding requirement. In addition, if the Committee grants Options or amends option documents to permit Options to be transferred during the life of the Optionee, the Committee may include in such option documents such provisions as it determines are necessary or appropriate to permit the Company to deduct compensation expenses recognized upon exercise of such Options for federal or state income tax purposes.

(b) Except as otherwise provided in this Paragraph 15(b), any tax liabilities incurred in connection with the exercise of an Option under the Plan other than an Incentive Stock Option shall be satisfied by the Sponsor's withholding a portion of the Shares underlying the Option exercised having a Fair Market Value approximately equal to the minimum amount of taxes required to be withheld by the Sponsor under applicable law, unless otherwise determined by the Committee with respect to any Optionee. Notwithstanding the

foregoing, the Committee may permit an Optionee to elect one or both of the following: (i) to have taxes withheld in excess of the minimum amount required to be withheld by the Sponsor under applicable law; provided that the Optionee certifies in writing to the Sponsor that the Optionee owns a number of Other Available Shares having a Fair Market Value that is at least equal to the Fair Market Value of Option Shares to be withheld by the Company for the then-current exercise on account of withheld taxes in excess of such minimum amount, and (ii) to pay to the Sponsor in cash all or a portion of the taxes to be withheld upon the exercise of an Option. In all cases, the Shares so withheld by the Company shall have a Fair Market Value that does not exceed the amount of taxes to be withheld minus the cash payment, if any, made by the Optionee. Any election pursuant to this Paragraph 15(b) must be in writing made prior to the date specified by the Committee, and in any event prior to the date the amount of tax to be withheld or paid is determined. An election pursuant to this Paragraph 15(b) may be made only by an Optionee or, in the event of the Optionee's death, by the Optionee's legal representative. Shares withheld pursuant to this Paragraph 15(b) up to the minimum amount of taxes required to be withheld by the Sponsor under applicable law shall not be treated as having been issued under the Plan and shall continue to be available for subsequent grants under the Plan. Shares withheld pursuant to this Paragraph 15(b) in excess of the number of Shares described in the immediately preceding sentence shall not be available for subsequent grants under the Plan. The Committee may add such other requirements and limitations regarding elections pursuant to this Paragraph 15(b) as it deems appropriate.

(c) Except as otherwise provided in this Paragraph 15(c), any tax liabilities incurred in connection with the exercise of an Incentive Stock Option under the Plan shall be satisfied by the Optionee's payment to the Sponsor in cash all of the taxes to be withheld upon exercise of the Incentive Stock Option. Notwithstanding the foregoing, the Committee may permit an Optionee to elect to have the Sponsor withhold a portion of the Shares underlying the Incentive Stock Option exercised having a Fair Market Value approximately equal to the minimum amount of taxes required to be withheld by the Sponsor under applicable law. Any election pursuant to this Paragraph 15(c) must be in writing made prior to the date specified by the Committee, and in any event prior to the date the amount of tax to be withheld or paid is determined. An election pursuant to this Paragraph 15(c) may be made only by an Optionee or, in the event of the Optionee's death, by the Optionee's legal representative. Shares withheld pursuant to this Paragraph 15(c) up to the minimum amount of taxes required to be withheld by the Sponsor under applicable law shall not be treated as having been issued under the Plan and shall continue to be available for subsequent grants under the Plan. Shares withheld pursuant to this Paragraph 15(c) in excess of the number of Shares described in the immediately preceding sentence shall not be available for subsequent grants under the Plan. The Committee may add such other requirements and limitations regarding elections pursuant to this Paragraph 15(c) as it deems appropriate.

16. Effective Date and Term of Plan

This amendment and restatement of the Plan shall be effective March 20, 2009, except as otherwise specifically provided herein. The Plan shall expire on May 13, 2018, unless sooner terminated by the Board, provided that subject to the approval of the Sponsor's shareholders at the 2009 Annual Meeting, the expiration date of the Plan shall be extended from May 13, 2018 to May 12, 2019, unless sooner terminated by the Board.

17. General

Each Option shall be evidenced by a written instrument containing such terms and conditions not inconsistent with the Plan as the Committee may determine. The issuance of Shares on the exercise of an Option shall be subject to all of the applicable requirements of the corporation law of the Sponsor's state of incorporation and other applicable laws, including federal or state securities laws, and all Shares issued under

the Plan shall be subject to the terms and restrictions contained in the Articles of Incorporation and By-Laws of the Sponsor, as amended from time to time.

Executed as of the 20th day of March, 2009.

COMCAST CORPORATION

By: /s/ David L. Cohen

Attest: /s/ Arthur R. Block


Comcast.

Comcast

2009 ANNUAL REPORT

COMCAST ALEXANDRIA STAFF

AUGUST 30, 2009

SURNAME	NAME	POSITION
Abney	Drake	Technical Supervisor
Addison	Rodney	Warehouse
Aderoju	Adedotun	Comm Tech
Agbebe	Mathias	Comm Tech
Agyare	Ernest	Comm Tech
Anbar	Fawaz	Comm Tech
Anderson	Jomar	Comm Tech
Arnold	Troy	Comm Tech
Ashley	Terrell	Comm Tech
Baggatts	Ronald	Comm Tech
Bannister	Christopher	Comm Tech
Battle	James	Comm Tech
Bent	Conroy	Comm Tech
Booker	Jamil	Comm Tech
Boston	Na Shaun	Comm Tech
Bowie	Robert	Comm Tech
Bravo	Frederico	Comm Tech
Britt	Kinnie	Comm Tech
Brown	Darrel	Network Tech
Bruce-Konuah	Wallace	Comm Tech
Bryant	Andrew	Comm Tech
Burch	John	Network Tech
Calderon	Omar	Operations Supervisor
Canedo	Luis	Comm Tech
Carlos	Eduardo	Comm Tech
Carter	Louis	Comm Tech
Castellon	Gustavo	Construction Coordinator
Castellon	Bismarck	Network Tech
Castillo	Mayne	Payment Center Rep
Castillo	Nadia	Payment Center Rep
Chisley	Anthony	Comm Tech
Clark	Michael	Technical Supervisor
Coe	Previn	Network Tech
Davis	Francis	Comm Tech
Dawson	Francisco	Technical Supervisor
Delgaldillo	Caroline	Payment Center Rep
Dorsey	Marvin	Comm Tech
El-Nakeeb	Gehad	Technical Supervisor
Evans	Robert	Comm Tech
Evans	Jason	Comm Tech
Ferguson	Michael	Headend Tech
Forson	Robert	Network Tech
Franco	Javier	Comm Tech
Francois	Eric	Network Tech
Franklin	Maurice	Comm Tech
Gidey	Fesseha	Comm Tech
Gilson	Davin	Network Tech
Gladden	Earl	Comm Tech
Gleaton	Renita	Check-In Rep
Gonzalez	Frank	Comm Tech
Green	Don	Network Tech

Hakim	Muzamil	Comm Tech
Hamner	Ernest	Comm Tech
Harmon	Gregory	Network Tech
Harrington	Ricardo	Construction Coordinator
Harris	Freddie	Comm Tech
Harris	Jermaine	Comm Tech
Henderson	Erik	Comm Tech
Henson	Curtis	Direct Sales Supervisor
Hicken	Gareth	Comm Tech
Hicks	Ephraim	Comm Tech
Holland	Dwuane	Headend Lead
Hollis	Marcus	Comm Tech
Hopson	Robert	Comm Tech
Houck	Ray	Network Tech Supervisor
Hylton	Rafael	Comm Tech
Ivanov	Valeriy	Comm Tech
Jackson	Crystal	Network Tech
Jackson-Kaminsky	Teme	Comm Tech
James	DeVaughn	Comm Tech
Jemebra	Bineyam	Comm Tech
Jimenez	Miriam	Payment Center Rep
Johnson	Kenneth	Comm Tech
Johnson	Reggie	Technical Supervisor
Johnson	Antonise	Telephony Engineer
Johnson	Tyree	Warehouse
Jones	David	Comm Tech
Jones	Donald	Comm Tech
Kasaka	Franklin	Comm Tech
Kelley	Patrick	Comm Tech
Kimbrough	Theoplis	Comm Tech
Kingday	Larae	Comm Tech
Kingsberry	Throdore	Comm Tech
Kirksey	Michale	Quality Control Tech
Lancaster	Todd	Technical Supervisor
Lane	Robert	Warehouse
Lawson	Timothy	Comm Tech
Lazo	Juan	Payment Center Rep
Lee	David	Comm Tech
Lim	Alexander	Network Tech
LookHong	Ronald	Comm Tech
Lymus	Derek	Local origination Supervisor
Maldonado-Santiago	Jamie	Comm Tech
McCall	Brian	Warehouse
McCloud	Delonte	Comm Tech
McCloud	Regina	Payment Center Rep
McCoy	David	Comm Tech
McGowan	Yolanda	Payment Center Rep
Mckoy	Joshua	Comm Tech
McMurray	Anthony	Comm Tech
McNeff	Michael	Business Services Rep
Menasria	Mohamed	Sales Manager
Miller	Mark	Headend Tech

Mintz	Sol	Comm Tech
Nichols	Joyce	Warehouse Lead
O'Connor	Jerome	Local Origination Producer
Omard	Kenneth	Quality Control Tech
Onifade	John	Comm Tech
Onuma	Kalu	Comm Tech
Palmore	Daria	Check-In Rep
Pena	Cynthia	Payment Center Rep
Pesantes	Gina	Check-In Rep
Pesantes	Nicholas	Comm Tech
Pettaway	Dwayne	Comm Tech
Pheney	Carlton	Headend Tech
Porras	Brandi	Network Tech
Portillo	Oscar	Network Tech
Powell	Larod	Network tech
Queen	Jovan	Comm Tech
Racine	Mira	Comm Tech
Ransome	Virgie	Comm Tech
Regis	Darius	Comm Tech
Roberts	Samantha	Payment Center Rep
Rodriguez	Angel	Comm Tech
Romero	Carla	Check-In Rep
Salazar	Richard	Comm Tech
Sanjines	Martin	Comm Tech
Schuldt	Jeffrey	Headend Tech
Schuler	Marie	Director of Govt & Community Affairs
Seeman	Tracy	HR Manager
Sesay	Alpha	Comm Tech
Sherrod	Phillip	Comm Tech
Skelton	Donald	Check-In Rep
Smothers	Darrin	Network Tech
Snyder	Travis	Comm Tech
Sorto	William	Comm Tech
Stevens	Terrence	Warehouse
Sykes	Ronald	Comm Tech
Teklu	Dawit	Comm Tech
Tesfai	Joseph	Comm Tech
Thomas	Larry	Comm Tech
Thompson	Lavaliais	Comm Tech
Thorne	Rudo	Comm Tech
Thorton	Charles	Comm Tech
Tolley	Cynthia	Telephony Engineer
Vaca	Ricardo	Comm Tech
Valentine	Ronald	Comm Tech
Vargas	Jorge	Warehouse
Vasconcelos	Gustavo	Network Tech
Vaughn	Anthony	Comm Tech
Vest	Morrelo	Technical Supervisor
Wasikye	Mathias	Headend Tech
Watterworth	Stephen	Comm Tech
Webb	Kelvin	Technical Manager
White	Ronald	Comm Tech

Wilkins	Brian	Comm Tech
Williams	Jeannette	Comm Tech
Williams	Curtis	Comm Tech
Woods	Douglas	Comm Tech
Wooley	Deandre	Comm Tech
Wray	Joseph	Comm Tech
Young	Lloyd	Comm Tech



2009 ANNUAL REPORT

COMCAST CABLE TELEVISION CHANGES AUGUST 30, 2009

CHANNEL CHANGES

July 1, 2008 – June 30, 2009

August 2008

- Launched the Gospel Music Channel on 189 as a Digital Classic Service
- Launched the Big Ten Network, a Sports Package Service on channel 257.

September 2008

- MHD on channel 227 changed its name to Palladia.
- Launched Universal Sports Channel, as a Digital Service on channel 207

November 2008

- Collapsed all Digital Classic and Digital Plus channels into one, renaming it Digital Plus Services.

December 2008

- MOJO on channel 226 changed its name to Versus

April 2009

- Launched MASN HD on channel 247 as part of Digital Starter
- The Comcast Network (formerly CN8) on channel 21 migrated to digital format

June 2009

- Launched ION-HD on channel 209 in high-definition format on Limited Basic Service.
- Launched WDCW "This TV", Channel 206, (a WDCW digital multicast) as a Limited Basic Service.
- Launched RLTV, Channel 175 as a Digital Classic Service
- Launched Fit TV, Channel 181 as a Digital Classic Service
- Launched Galavision on channel 613 as part of the Cable Latino package
- Launched Grand Cine on channel 623 as part of the Cable Latino package
- Launched Sur TV on channel 628 as part of the Cable Latino package
- Migrated Bio TV on channel 115 from Digital Classic to Digital Starter Service
- Migrated History International on channel 116 from Digital Classic to Digital Starter Service.
- Migrated History Channel on channel 37 from analog to digital and from Standard Service to Digital Starter Service
- Migrated MoviePlex on channel 149 from the Digital Starter Service to Digital Classic Service.
- Migrated Mun2 on channel 636 to channel 178; it remained on Cable Latino Tier.



2009 ANNUAL REPORT

CUSTOMER OPINION SURVEY

AUGUST 30, 2009



2009 ANNUAL REPORT

PLANT REPORT

FCC PROOF OF PERFORMANCE
CLI FLY OVER
SERVICE CALL REPORT
OUTAGE REPORT

AUGUST 30, 2009



Alexandria, Virginia
Summer 2008
Proof of
Performance



Comcast of Alexandria, VA performed an FCC Proof-of-Performance test during the period of July 1st through August 21st , 2008.

The purpose of the test was to adhere to FCC requirements as set forth in the Federal Code of Regulations, Subpart K, Sections 76.601 and 76.605. The documents that follow are the results of the tests, as well as the requirements set forth by the FCC.

Comcast

System Test Data

System: Comcast Location: Alexandria, Va.

System Community ID#: VA0220

Physical System ID#: 004923

Statement of Qualifications

Greg Harmon Title: Senior System Technician

Experience: Greg has been in CATV for 25 years, during which he has been a Service Technician for 3 years and a System Technician for 18 years. He has completed the NCTI Senior Master Technician program. He has participated in 26 FCC Proof of Performance tests. SCTE Member since 1989.

Brandi Porras Title: System Technician

Experience: Brandi has been a CATV Technician for 12Years During witch he has been a Warehouse Technician for 2 year then a Service Technician for 2 year then promoted to System Technician for the last 8 years. He as completed the NCTI Installer, Service Technician and Return Path Operation Courses. He has participated in 6 FCC Proof of Performance tests.

Comcast

Channel Changes

Due to new Services and Analog Digital Simulcasting requirements channels
24, 40, 58, 75, 78, 99
have been removed from the Analog line-up.

Comcast

Tap and Box Info

Tap Specifications and Converter Box Specifications are located in the Technical File.

Comcast

Test Point Locations

Test Point #1
85 S. Bragg St.

Test Point #2
Tower Ct. & Whitting St.

Test Point #3
1 N. Donelson St.

Test Point #4
Kenwood St. & Fern St.

Test Point #5
1121 Allison St.

Test Point #6
901 N. Kemper St.

Test Point #7
528 Bellvue Pl.

Test Point #8
5109 Gardner Dr.

Test Point #9
418 Bashford Ln.

Test Point #10
5465 Colfax Ave.

Test Point #11
2357 N early St.

Test Point #12
3900 Wheeler Ave.

comcast

List of Equipment

Equipment	Manufacturer	Model	Serial #	Last cal
Cybertek Examiner	Com Sonics	101129-001	N/A	N/A
Spectrum Analyzer	Hewlett-Packard	8591C	3916A04384	10/20/07
Tunable Filter	Trilithic	VF-4-88	9330002	N/A
Pre-Amplifier	Hewlett-Packard	85905A	6093-0551	N/A
Signal Level Meter	Acterna	SDA-5000	0413408	10/23/07
Converter Box	Scientific Atlanta	8511300	GF505BFDN	N/A

Comcast

Testing Procedures

C/N, CTB, CSO and HUM:

A 100' RG-6 drop was attached to a normal subscriber tap and connected to a Converter Box. A jumper was then connected from the Converter Box to the input of the pre-amp, which was connected to the RF input of the spectrum analyzer. The measurements were done using the Cybertek Examiner test gear in the headend to perform testing without interrupting customer services. The Cybertek examiner either inserts a VITS or removes a line of video depending on the test being performed.

4.5 Audio Difference:

This measurement was made by the spectrum analyzer with the entire channel intact.

In-band Frequency Response:

This test was done with the RG-6 drop connected to the converter box, which was connected to the RF input of the spectrum analyzer. At the headend, the Cybertek Examiner inserted the appropriate VITS.

24-Hour Level Test:

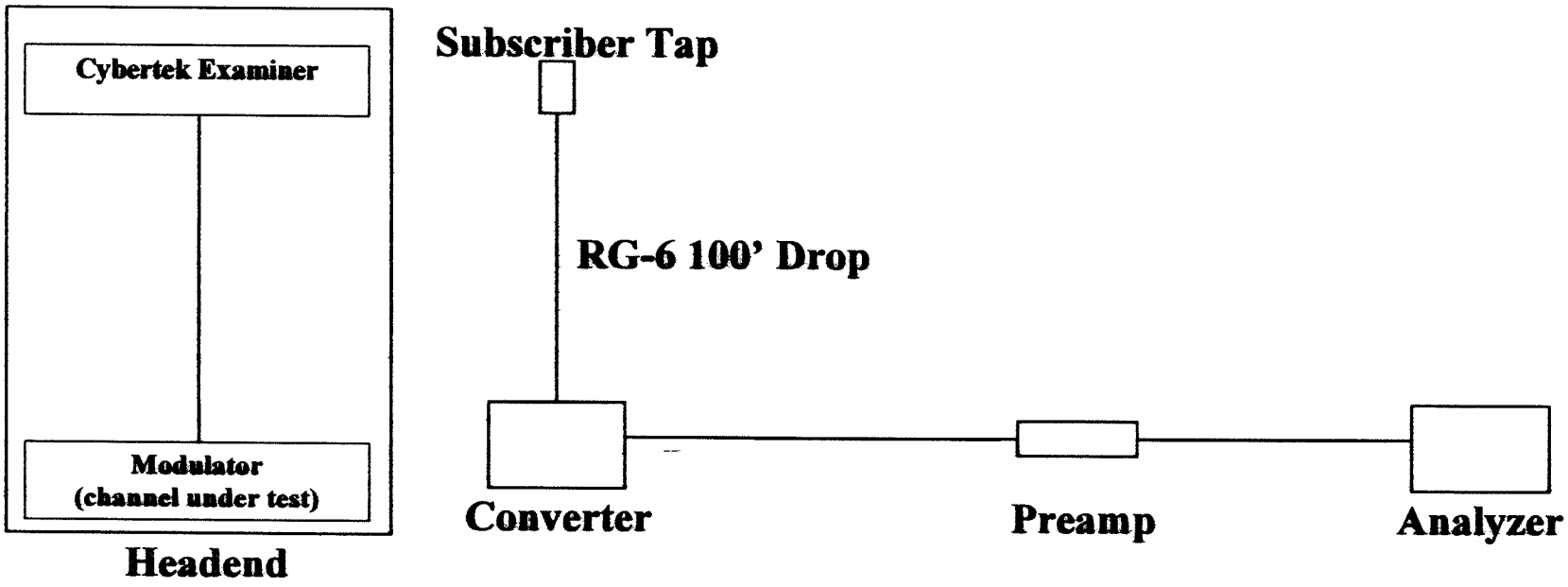
This test used the 100' RG-6 drop attached to the RF input of a Wavetek SDA5000 signal level meter.

Headend Color Test

These tests were conducted with a VITS inserter connected to the modulator under test using the FCC composite test signal. A jumper was then run from the headend test point to a signal down converter, which was connected to a precision demodulator. The video output of the precision demodulator was then connected to the video input on a VM700A. All color tests were done using the VM700A.

Comcast

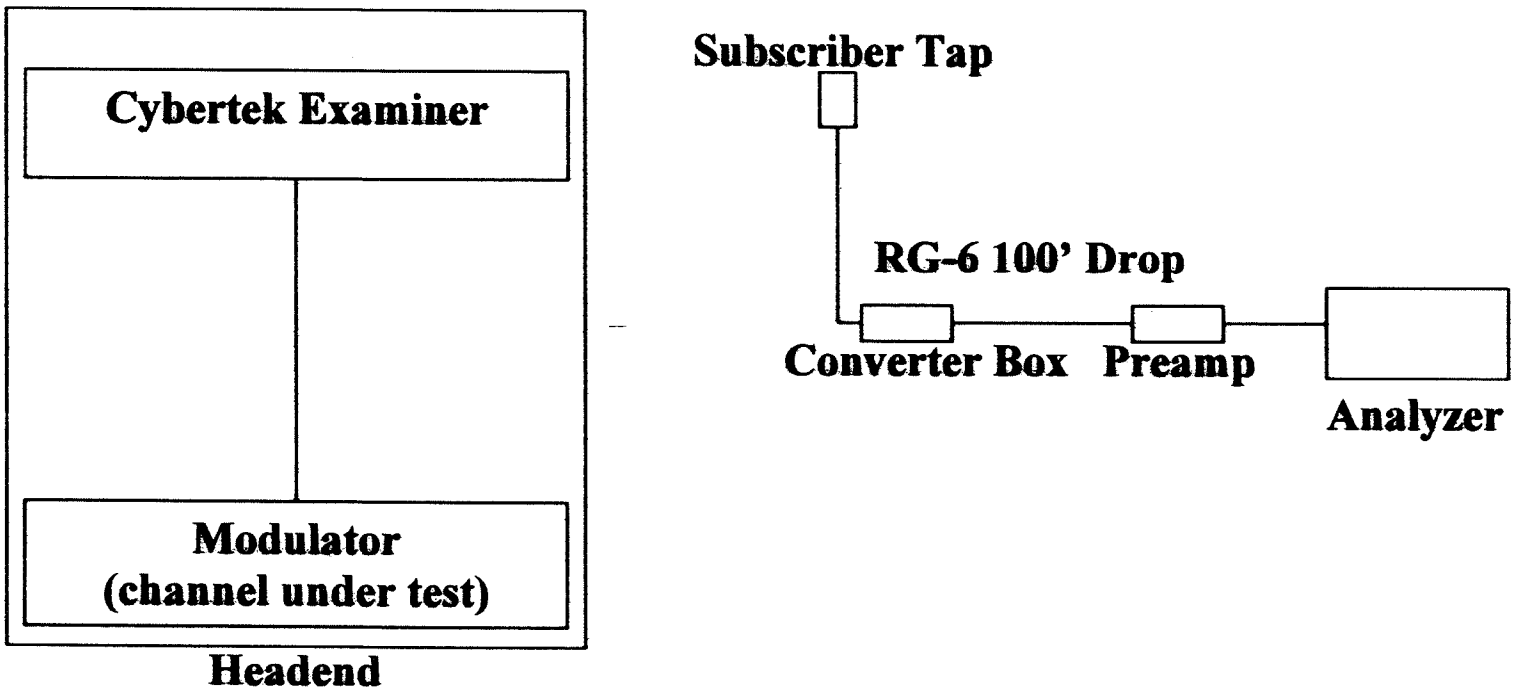
Figure 1
C/N, CTB, CSO



Comcast

Figure 2

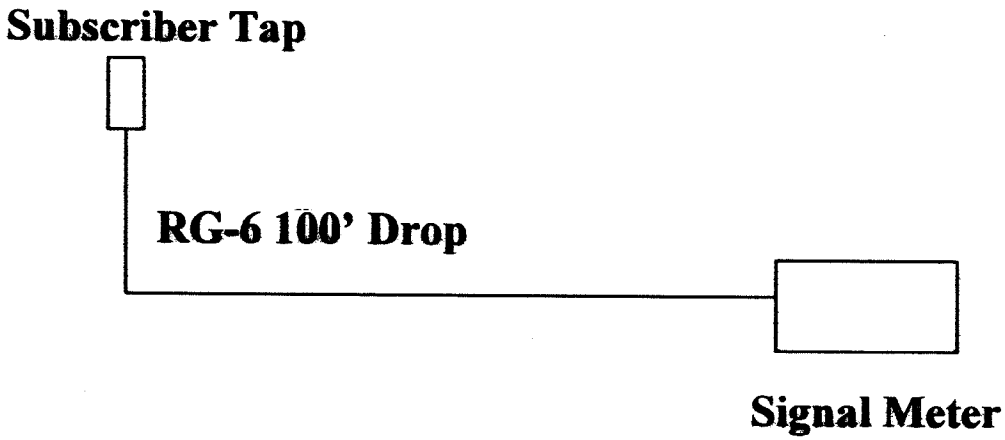
In-band Frequency Response, Hum and 4.5 Audio Diff



Comcast

Figure 3

24 Hour Level Test



Comcast

Distortion Measurements

Comcast of Alexandria, VA performed distortion tests at 12 test points, as required by the FCC (76.601 (c)(1)), which states that at least 6 test points for the first 12,500 subscribers, adding 1 test point for each additional 12,500 subscribers. Comcast of Alexandria's subscriber count is 50,610 as of 07/01/08. All of Comcast's test points are distributed through the outer edges of the county at its farthest node locations, with the test points being at the end-of-line. Which meets the requirement that all geographic areas be represented and at least 1/3 of the test points being the most distant points in the system. At each test point, 9 channels were tested for distortions as required by the FCC (76.601(c)(2)), which states at least 4 channels must be tested at each test point, adding 1 channel for each 100 MHz block above 100 MHz. Comcast of Arlington's analog bandwidth is 550 MHz.

Current FCC distortion specifications are as follows:

The C/N measurement (76.605 (a)(7)(ii)) shall not be less than 48dB.

The CTB, CSO and X-mod measurements (76.605 (a)(8)(I)) shall not be less than 53dB.

The HUM measurement (76.605(a)(10)) shall not exceed 3.0%.

The Aural Carrier Difference (4.5 Difference)(76.605 (a)(2)) must be 4.5 MHz above the Visual Carrier, +/- 5KHz.

The In-Channel Frequency Response (In-Band Frequency Response) (76.605 (a)(6)) should not vary by more than +/- 2dB.

Test Point #1

Comcast

85 S. Bragg St.
Alexandria, VA
FCC Distortion Measurements
EQUIPMENT USED:
H/P 8591C, S/N 3916A04384
Pre-Amplifier 85905A, S/N 6093-0551
Comsonics Cybertec Examiner
CONVERTER BOX SA 8511, S/N GF505BFDN

Date:8-20-2008 Time: 12:53 PM Temp:85

CH.	HUM% 3% Max	IN FREQ 2 dB Max	C/N 48 dB Min	CSO 53dB Min	CTB 53dB Min	4.5 DIFF 5KHz Max
2	0.7	0.5	50.7	71.7	65.3	4.5000
95	0.7	2	52.1	77	70.5	4.4997
21	0.6	1.1	53.2	71.8	62.3	4.5000
8	0.5	1.1	52.8	66	63.7	4.5000
28	0.6	1.2	51.7	65	64.4	4.5001
32	0.6	0.6	51.2	63.1	61.6	4.5000
47	0.7	0.6	51	68.7	55.5	4.5000
56	0.8	1.2	49.3	67.6	61.5	4.4999
72	1	1	50.6	65.9	66	4.5001
Minimum values:	0.5	0.5	49.3	63.1	55.5	4.4997
Maximum values:	1	2.0	53.2	77.0	70.5	4.5001

Comcast

Signal Level Variance

The ranges allowed by the FCC (76.605 (a)(4)(i,ii,iii)) are as follows:

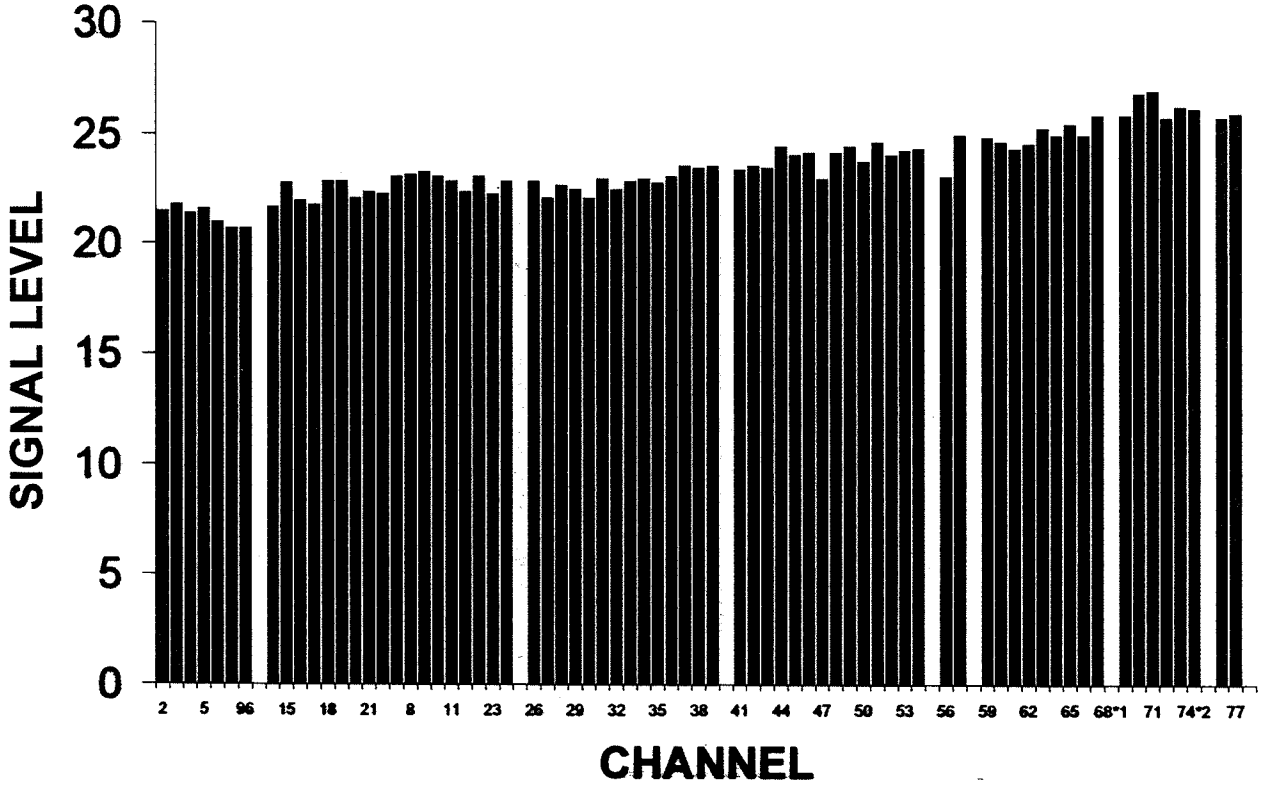
4. Each level shall not vary by more than 8dB within any 6-month interval.

i. Adjacent channel level to be within 3dB of each other.

ii. Visual signal level on any other channel on a cable television system should be less than 10dB for systems of up to 300 MHz; for each additional 100 MHz, add 1dB to maximum difference level.

iii. A maximum level such that signal degradation due to overload in the subscriber's Receiver or terminal does not occur.

TEST POINT #1



The maximum signal level is	27.1 dBmV

The maximum adjacent channel level difference is	1.9 dBmV
The maximum level difference between the highest and lowest is	6.9 dBmV
The maximum six month variance is	4.5 dBmV

Test Point #1

Comcast

85 S. Bragg St.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 4340571 Date: 07/25/08

Run	1				2				3				4				
	Time: 03:50:29				Time: 09:54:19				Time: 16:17:11				Time: 22:10:07				
Temp	84				71				89				95				
Chan	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	24 HR Vid Diff
2	21.5	15.1		0.5	21.5	15.0		0.5	19.9	13.9		-0.6	19.7	13.5		-1.3	1.8
3	21.8	15.3	0.3	0.0	21.8	15.3	0.3	0.0	21.0	15.0	1.1	-0.3	21.4	15.3	1.7	-0.3	0.8
4	21.4	14.4	-0.4	-0.8	22.5	15.4	0.7	0.3	22.5	16.1	1.5	1.2	21.4	14.7	0.0	-0.4	1.1
5	21.6	14.8	0.2	-0.7	21.4	14.5	-1.1	-0.9	20.9	14.6	-1.6	-1.2	20.8	14.1	-0.6	-1.4	0.8
6	21.0	14.3	-0.6	-1.6	21.2	14.4	-0.2	-1.4	20.4	14.3	-0.5	-1.5	20.8	14.3	0.0	-1.6	0.8
95	20.7	14.5	-0.3	-3.6	20.8	14.5	-0.4	-3.5	19.9	14.4	-0.5	-4.5	20.1	14.1	-0.7	-4.1	0.9
96	20.7	14.9	0.0	-3.8	20.6	14.6	-0.2	-3.9	20.3	15.1	0.4	-2.8	20.6	15.2	0.5	-2.1	0.4
99*1																	
14	21.7	12.6	-1.1	-1.8	21.9	12.7	-1.1	-1.6	21.1	12.6	-1.0	-1.8	21.4	12.6	-0.9	-1.9	0.8
15	22.8	14.1	1.1	-0.9	23.0	14.2	1.1	-0.7	22.1	14.1	1.0	-0.9	22.3	14.0	0.9	-0.9	0.9
16	22.0	19.0	-0.8	-2.1	22.2	15.0	-0.8	-1.9	21.4	19.0	-0.7	-2.3	21.6	19.0	-0.7	-2.3	0.8
17	21.8	14.6	-0.2	-2.2	22.0	14.7	-0.2	-2.0	21.3	14.9	-0.1	-2.5	21.3	14.6	-0.3	-3.1	0.7
18	22.9	15.8	1.1	-1.4	23.0	15.7	1.0	-1.3	22.1	15.7	0.8	-2.4	22.5	15.9	1.2	-2.0	0.9
19	22.9	15.3	0.0	-2.0	23.1	15.4	0.1	-1.8	22.3	15.4	0.2	-1.6	22.4	15.2	-0.1	-1.7	0.8
20	22.1	15.1	-0.8	-2.3	22.3	15.3	-0.8	-2.1	21.6	15.2	-0.7	-2.4	21.9	15.3	-0.5	-2.7	0.7
21	22.4	15.1	0.3	-1.9	22.4	15.0	0.1	-1.9	20.3	13.6	-1.3	-3.5	22.1	15.1	0.2	-2.3	2.1
22	22.3	14.9	-0.1	-2.8	22.8	15.3	0.4	-2.3	22.2	15.4	1.9	-1.9	22.3	15.3	0.2	-2.3	0.6
7	23.1	15.0	0.8	-1.5	22.8	14.7	0.0	-1.8	22.9	15.5	0.7	-1.7	22.5	14.8	0.2	-2.3	0.6
8	23.2	15.5	0.1	-1.4	23.2	15.5	0.4	-1.4	22.6	15.5	-0.3	-1.2	22.8	15.4	0.3	-1.7	0.6
9	23.3	15.4	0.1	-1.8	23.1	15.2	-0.1	-2.0	23.1	15.6	0.5	-0.4	23.7	16.0	0.9	-0.3	0.6
10	23.1	15.8	-0.2	-0.8	23.2	15.8	0.1	-0.7	22.6	15.9	-0.5	-1.4	22.8	15.7	-0.9	-1.3	0.6
11	22.9	15.6	-0.2	-1.1	22.8	15.5	-0.4	-1.2	22.3	15.5	-0.3	-2.1	22.7	15.7	-0.1	-1.7	0.6
12	22.4	15.0	-0.5	-1.8	22.6	15.2	-0.2	-1.6	22.0	15.1	-0.3	-2.4	22.3	15.1	-0.4	-2.3	0.6
13	23.1	15.5	0.7	-1.3	23.4	15.7	0.8	-1.0	22.4	15.4	0.4	-1.9	23.0	15.6	0.7	-1.5	1.0
23	22.3	15.2	-0.8	-3.0	21.9	15.2	-1.5	-1.6	21.9	15.3	-0.5	-3.0	22.0	15.1	-1.0	-3.4	0.4
24	22.9	14.7	0.6	-0.9	23.0	14.8	1.1	-0.7	22.4	14.8	0.5	-1.1	22.8	14.9	0.8	-1.4	0.6
25*1																	
26	22.9	15.7	0.0	-2.1	22.8	15.5	-0.2	-2.2	22.3	15.6	-0.1	-2.7	22.6	15.6	-0.2	-2.9	0.6
27	22.1	14.3	-0.8	-1.8	21.9	14.2	-0.9	-2.0	21.4	14.1	-0.9	-2.5	21.6	14.2	-1.0	-2.9	0.7
28	22.7	16.0	0.6	-0.4	22.5	15.7	0.6	-0.6	22.0	15.7	0.6	-1.2	22.3	15.9	0.7	-0.9	0.7
29	22.5	15.5	-0.2	-1.4	22.6	15.6	0.1	-1.3	22.0	15.6	0.0	-2.1	22.1	15.4	-0.2	-2.4	0.6
30	22.1	14.8	-0.4	-1.7	22.1	14.8	-0.5	-1.7	21.7	15.0	-0.3	-2.5	21.9	14.9	-0.2	-2.9	0.4
31	23.0	15.1	0.9	-1.4	23.1	15.4	1.0	-1.3	22.5	15.3	0.8	-2.0	22.6	15.2	0.7	-2.5	0.6
32	22.5	15.1	-0.5	-0.5	22.6	15.2	-0.5	-0.4	21.8	15.0	-0.7	-1.2	22.0	14.9	-0.6	-1.4	0.8

Test Point #1

Comcast

85 S. Bragg St.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057I

Date: 07/25/08

Run	1				2				3				4				
	Time: 03:50:29				Time: 09:54:19				Time: 16:17:11				Time: 22:10:07				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
33	22.9	15.6	0.4	-1.4	22.8	15.5	0.2	-1.5	22.2	15.4	0.4	-1.6	22.5	15.5	0.5	-2.0	0.7
34	23.0	15.8	0.1	-1.3	23.1	16.0	0.3	-1.2	22.3	15.8	0.1	-1.9	22.6	15.8	0.1	-2.4	0.8
35	22.8	14.7	-0.2	-1.9	23.0	15.0	-0.1	-1.7	22.4	15.1	0.1	-2.5	22.7	15.1	0.1	-2.8	0.6
36	23.1	15.0	0.3	-1.5	23.2	15.2	0.2	-1.4	22.6	15.2	0.2	-2.1	22.8	15.2	0.1	-2.5	0.6
37	23.6	15.8	0.5	-1.6	23.6	15.8	0.4	-1.6	23.0	15.8	0.4	-1.9	23.2	15.8	0.4	-2.6	0.6
38	23.5	15.0	-0.1	-1.4	23.5	15.1	-0.1	-1.4	23.0	15.1	0.0	-1.8	23.1	15.0	-0.1	-2.5	0.5
39	23.6	14.8	0.1	-1.7	23.5	14.8	0.0	-1.8	23.1	14.9	0.1	-2.3	23.1	14.7	0.0	-3.1	0.5
40*1																	
41	23.4	15.1	-0.2	-1.7	23.3	15.1	-0.2	-1.8	22.9	15.2	-0.2	-2.4	23.0	15.2	-0.1	-2.8	0.5
42	23.6	15.9	0.2	-1.6	23.5	15.8	0.2	-1.7	22.9	15.9	0.0	-2.2	23.1	16.0	0.1	-2.9	0.7
43	23.5	15.1	-0.1	-1.9	23.5	15.2	0.0	-1.9	23.0	15.1	0.1	-1.8	23.1	15.2	0.0	-2.5	0.5
44	24.5	15.2	1.0	-0.8	24.6	15.4	1.1	-0.7	24.0	15.3	1.0	-1.1	23.9	15.1	0.8	-2.3	0.7
45	24.1	15.9	-0.4	-1.0	24.0	15.8	-0.6	-1.1	23.5	15.8	-0.5	-1.8	23.6	15.7	-0.3	-2.6	0.6
46	24.2	15.2	0.1	-0.6	24.1	15.1	0.1	-0.7	23.9	15.4	0.4	-1.8	23.8	15.2	0.2	-2.6	0.4
47	23.0	15.9	-1.2	-1.5	22.8	15.8	-1.3	-1.7	22.6	16.1	-1.3	-2.5	22.6	15.9	-1.2	-3.7	0.4
48	24.2	15.5	1.2	-1.6	24.0	15.4	1.2	-1.8	23.4	15.3	0.8	-2.2	23.7	15.5	1.1	-3.2	0.8
49	24.5	15.1	0.3	-1.0	24.5	15.2	0.5	-1.0	24.1	15.3	0.7	-1.7	24.4	15.6	0.7	-1.9	0.4
50	23.8	15.0	-0.7	-2.6	24.0	15.3	-0.5	-2.4	23.4	15.2	-0.7	-2.7	23.5	15.2	-0.9	-3.6	0.6
51	24.7	15.7	0.9	-1.1	24.6	15.7	0.6	-1.2	24.0	15.6	0.6	-1.4	24.2	15.7	0.7	-2.5	0.7
52	24.1	15.0	-0.6	-1.3	24.2	15.1	-0.4	-1.2	23.8	15.2	-0.2	-1.7	23.9	15.2	-0.3	-2.6	0.4
53	24.3	15.1	0.2	-1.5	24.3	15.2	0.1	-1.5	23.8	15.2	0.0	-1.9	23.8	15.0	-0.1	-2.9	0.5
54	24.4	15.3	0.1	-1.3	24.3	15.3	0.0	-1.4	23.6	15.2	-0.2	-2.3	23.9	15.3	0.1	-2.8	0.8
55*1																	
56	23.1	13.2	-1.3	-3.2	23.1	13.2	-1.2	-3.2	22.6	13.3	-1.0	-3.3	22.7	13.3	-1.2	-3.9	0.5
57	25.0	15.1	1.9	-1.2	24.8	15.0	1.7	-1.4	24.2	15.1	1.6	-1.8	24.3	15.0	1.6	-2.8	0.8
58*1																	
59	24.9	15.2	-0.1	-2.0	24.7	15.1	-0.1	-2.2	24.2	15.2	0.0	-2.4	24.5	15.4	0.2	-2.9	0.7
60	24.7	15.2	-0.2	-2.1	24.7	15.3	0.0	-2.1	24.4	15.5	0.2	-2.2	24.3	15.3	-0.2	-3.3	0.4
61	24.4	15.5	-0.3	-1.7	24.2	15.3	-0.5	-1.9	23.7	15.4	-0.7	-2.4	23.9	15.4	-0.4	-3.0	0.7
62	24.6	15.5	0.2	-1.7	24.5	15.5	0.3	-1.8	24.0	15.5	0.3	-2.6	23.8	15.2	-0.1	-3.7	3.0
63	25.3	15.2	0.7	-1.6	25.2	15.2	0.7	-1.7	24.6	15.2	0.6	-2.1	24.9	15.3	1.1	-2.8	0.7
64	25.0	15.2	-0.3	-2.0	25.0	15.2	-0.2	-2.0	24.3	15.2	-0.3	-2.5	24.6	15.3	-0.3	-3.0	0.7
65	25.5	15.9	0.5	-1.8	25.4	15.9	0.4	-1.9	25.0	16.2	0.7	-2.3	25.0	16.0	0.4	-3.0	0.5
66	25.0	15.2	-0.5	-1.7	25.2	15.4	-0.2	-1.5	24.5	15.4	-0.5	-2.1	24.7	15.4	-0.3	-2.6	0.7
67	25.9	14.8	0.9	-2.3	26.1	15.1	0.9	-2.1	25.4	15.0	0.9	-2.1	25.6	15.0	0.9	-2.5	0.7
68*1																	
69	25.9	16.2	0.0	-1.5	25.8	16.1	-0.3	-1.6	25.4	16.5	0.0	-1.6	25.9	16.7	0.3	-1.8	0.5
70	26.9	15.9	1.0	-1.4	26.9	15.9	1.1	-1.4	26.2	15.8	0.8	-1.8	26.5	15.9	0.6	-2.0	0.7
71	27.0	15.9	0.1	-0.4	27.1	15.9	0.2	-0.3	26.6	16.0	0.4	-0.7	26.6	15.8	0.1	-1.2	0.5
72	25.8	16.2	-1.2	-2.4	25.9	16.2	-1.2	-2.3	25.0	16.1	-1.6	-2.9	25.4	16.1	-1.2	-3.0	0.9

Test Point #1

Comcast

85 S. Bragg St.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 4340571 Date: 07/25/08

Run	1				2				3				4				
	Time: 03:50:29				Time: 09:54:19				Time: 16:17:11				Time: 22:19:07				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
73	26.3	15.2	0.5	-2.1	26.4	15.3	0.5	-2.0	25.7	15.3	0.7	-2.3	25.8	15.1	0.4	-2.4	0.7
74*2	26.2	15.3	-0.1		26.3	15.4	-0.1		25.6	15.2	-0.1		25.9	15.3	0.1		
75*1																	
76	25.8	15.4	-0.5	-2.0	25.8	15.4	-0.1	-2.0	25.2	15.3	-0.2	-2.6	25.5	15.4	-0.1	-2.4	0.6
77	26.0	15.6	0.2	-2.0	25.9	15.4	0.1	-2.1	25.4	15.5	0.2	-2.1	25.6	15.5	0.1	-2.4	0.6
78*1																	
Min Value	20.7	12.6	-1.3	-3.8	20.6	12.7	-1.5	-3.9	19.9	12.6	-1.6	-4.5	19.7	12.6	-1.2	-4.1	0.4
Max Value	27.0	19.0	1.9	0.5	27.1	16.2	1.7	0.5	26.6	19.0	1.9	1.2	26.6	19.0	1.7	-0.3	3.0

Notes:

*1 - Channel has been removed from the analog line-up

*2 - New channel addition there is no 6 month reference

Comcast

Distortion Measurements

Comcast of Alexandria, VA performed distortion tests at 12 test points, as required by the FCC (76.601 (c)(1)), which states that at least 6 test points for the first 12,500 subscribers, adding 1 test point for each additional 12,500 subscribers. Comcast of Alexandria's subscriber count is 50,610 as of 07/01/08. All of Comcast's test points are distributed through the outer edges of the county at its farthest node locations, with the test points being at the end-of-line. Which meets the requirement that all geographic areas be represented and at least 1/3 of the test points being the most distant points in the system. At each test point, 9 channels were tested for distortions as required by the FCC (76.601(c)(2)), which states at least 4 channels must be tested at each test point, adding 1 channel for each 100 MHz block above 100 MHz. Comcast of Arlington's analog bandwidth is 550 MHz.

Current FCC distortion specifications are as follows:

The C/N measurement (76.605 (a)(7)(ii)) shall not be less than 48dB.

The CTB, CSO and X-mod measurements (76.605 (a)(8)(I)) shall not be less than 53dB.

The HUM measurement (76.605(a)(10)) shall not exceed 3.0%.

The Aural Carrier Difference (4.5 Difference)(76.605 (a)(2)) must be 4.5 MHz above the Visual Carrier, +/- 5KHz.

The In-Channel Frequency Response (In-Band Frequency Response) (76.605 (a)(6)) should not vary by more than +/- 2dB.

Test Point #2

Comcast

Tower Ct. & Whitting St.
Alexandria, VA
FCC Distortion Measurements
EQUIPMENT USED:
H/P 8591C, S/N 3916A04384
Pre-Amplifier 85905A, S/N 6093-0551
Comsonics Cybertec Examiner
CONVERTER BOX SA 8511, S/N GF505BFDN

Date:8-20-2008 Time:12:14 PM Temp: 84

CH.	HUM% 3% Max	IN FREQ 2 dB Max	C/N 48 dB Min	CSO 53dB Min	CTB 53dB Min	4.5 DIFF 5KHz Max
2	0.7	0.4	51.6	69.7	70.5	4.5000
95	0.6	2.0	52.0	76.9	66.2	4.4997
21	0.5	0.8	53.0	75.3	70.9	4.5000
8	0.6	1.1	51.6	72.4	73.7	4.5000
28	0.6	1.0	50.5	70.8	74.3	4.5001
32	0.7	0.7	50.9	69.9	70.6	4.5000
47	0.6	1.2	50.1	64.9	65.7	4.5000
56	0.9	1.0	49.0	65.3	68.1	4.4999
72	1.4	0.6	50.7	63.7	66.4	4.5001
Minimum values:	0.5	0.4	49	63.7	65.7	4.4997
Maximum values:	1.4	2.0	53.0	76.9	74.3	4.5001

Comcast

Signal Level Variance

The ranges allowed by the FCC (76.605 (a)(4)(i,ii,iii)) are as follows:

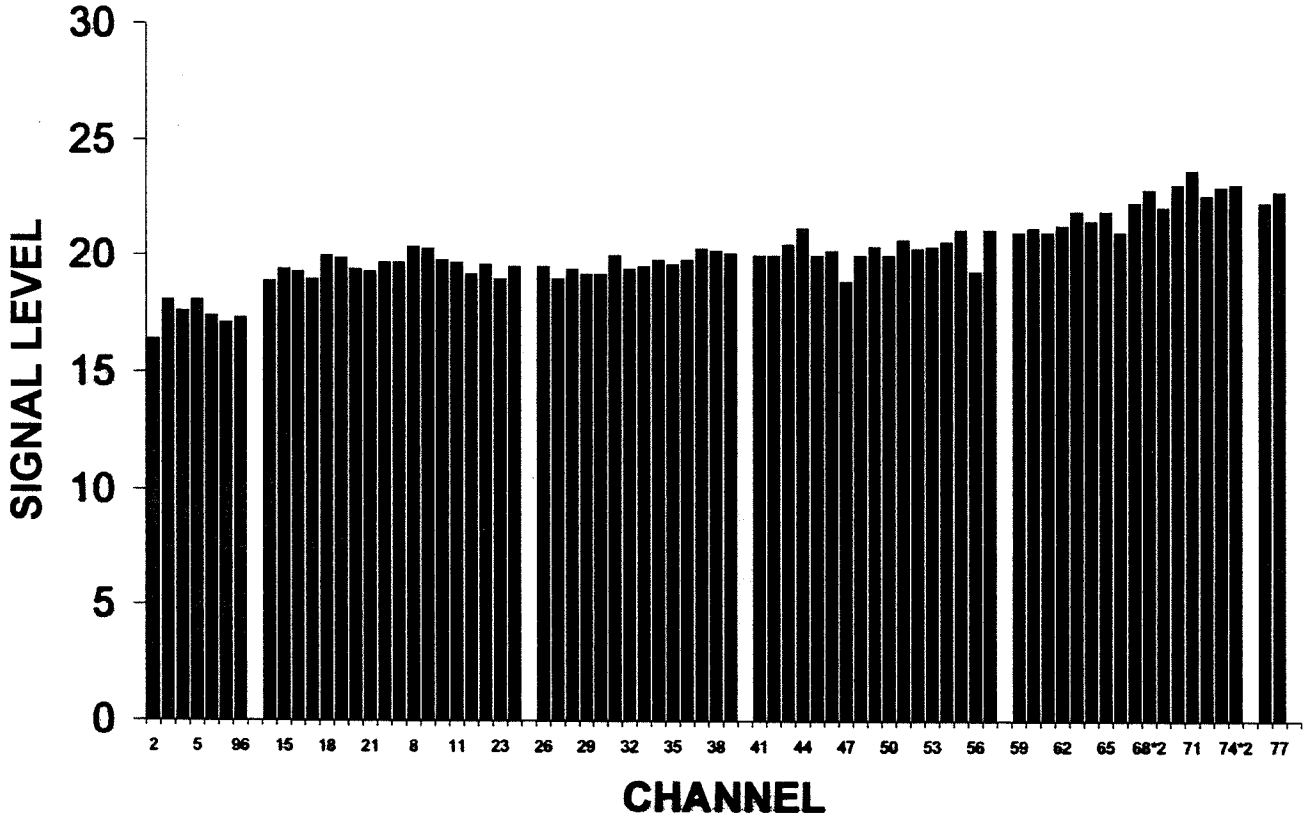
4. Each level shall not vary by more than 8dB within any 6-month interval.

i. Adjacent channel level to be within 3dB of each other.

ii. Visual signal level on any other channel on a cable television system should be less than 10dB for systems of up to 300 MHz; for each additional 100 MHz, add 1dB to maximum difference level.

iii. A maximum level such that signal degradation due to overload in the subscriber's Receiver or terminal does not occur.

TEST POINT #2



The maximum signal level is	23.7 dBmV

The maximum adjacent channel level difference is	1.8 dBmV
The maximum level difference between the highest and lowest is	7.5 dBmV
The maximum six month variance is	3.9 dBmV

Test Point #2

Comcast

Tower Ct. & S. Whitting St.
24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 03:50:27				Time: 09:35:37				Time: 16:04:17				Time: 21:50:28				
Temp	84				71				89				95				
Chan	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	24 HR Vid Diff
2	16.4	14.0		-0.4	16.2	13.7		-0.9	17.0	14.9		0.3	16.9	14.8		-0.2	0.8
3	18.1	15.4	1.7	0.5	18.0	15.2	1.8	0.3	17.5	15.2	0.5	-0.4	17.6	15.3	0.7	-0.3	0.6
4	17.6	14.5	-0.5	-0.5	18.9	15.8	0.9	0.8	18.0	15.4	0.5	0.0	17.3	14.7	-0.3	-0.7	1.6
5	18.1	15.0	0.5	-0.4	18.1	15.0	-0.8	-0.4	16.9	14.2	-1.1	-1.7	17.1	14.4	-0.2	-1.6	1.2
6	17.4	14.1	-0.7	-1.2	17.7	14.4	-0.4	-0.6	17.1	14.3	0.2	-1.7	17.2	14.4	0.1	-1.6	0.6
95	17.1	14.5	-0.3	-3.2	16.9	14.2	-0.8	-3.7	16.6	14.3	-0.5	-3.9	16.8	14.7	-0.4	0.0	0.5
96	17.3	14.8	0.2	-3.3	17.2	14.7	0.3	-2.2	17.0	15.0	0.4	-2.4	16.6	14.6	-0.2	0.0	0.7
99*1																	
14	18.9	12.5	-0.5	-1.7	18.8	12.4	-0.7	-2.0	18.3	12.4	-0.7	-2.4	18.3	12.6	-0.6	-2.6	0.6
15	19.4	13.9	0.5	-0.7	19.5	14.1	0.7	-0.6	19.0	14.1	0.7	-1.1	18.9	14.1	0.6	-1.3	0.6
16	19.3	14.3	-0.1	-2.0	19.2	14.0	-0.3	-2.1	18.6	14.3	-0.4	-2.5	18.4	13.4	-0.5	-2.7	0.9
17	19.0	14.9	-0.3	-2.1	19.0	14.7	-0.2	-2.2	18.4	14.8	-0.2	-2.8	18.3	14.8	-0.1	-3.1	0.7
18	20.0	15.8	1.0	-1.4	20.0	15.8	1.0	-1.4	19.3	15.7	0.9	-2.2	19.3	15.7	1.0	-2.3	0.7
19	19.9	15.4	-0.1	-1.7	20.0	15.4	0.0	-1.0	19.5	15.4	0.2	-1.6	19.4	15.5	0.1	-1.8	0.6
20	19.4	15.1	-0.5	-2.3	19.4	15.1	-0.6	-2.3	18.9	15.2	-0.6	-2.5	19.0	15.2	-0.4	-2.5	0.5
21	19.3	14.7	-0.1	-1.9	19.1	14.4	-0.3	-2.3	19.1	15.0	0.2	-2.0	18.5	14.5	-0.5	-2.8	0.8
22	19.7	15.3	0.4	-2.4	19.6	15.1	0.5	-1.9	19.2	15.4	0.1	-2.1	19.1	15.3	0.6	-2.5	0.6
7	19.7	14.6	0.0	-2.3	20.4	15.2	0.8	-1.6	19.9	15.4	0.7	-1.8	18.9	14.2	-0.2	-3.0	1.5
8	20.4	15.7	0.7	-1.3	20.2	15.4	-0.2	-1.2	19.8	15.6	-0.1	-1.6	19.7	15.5	0.8	-1.7	0.7
9	20.3	15.3	-0.1	-1.8	20.0	15.0	-0.2	-1.3	20.1	15.6	0.3	-0.7	20.3	15.8	0.6	-0.6	0.3
10	19.8	15.7	-0.5	-1.4	19.8	15.8	-0.2	-1.6	19.3	15.8	-0.8	-1.7	19.4	15.7	-0.9	-1.7	0.5
11	19.7	15.8	-0.1	-1.9	19.6	15.6	-0.2	-1.9	19.3	15.7	0.0	-2.2	19.4	15.7	0.0	-2.2	0.4
12	19.2	15.0	-0.5	-2.4	19.3	15.2	-0.3	-2.5	18.8	15.0	-0.5	-2.8	18.9	15.0	-0.5	-2.7	0.5
13	19.6	15.3	0.4	-1.9	19.6	15.3	0.3	-2.1	19.3	15.4	0.5	-1.8	19.5	15.6	0.6	-1.9	0.3
23	19.0	15.2	-0.6	-2.9	19.1	15.4	-0.5	-3.1	18.8	15.4	-0.5	-2.9	18.8	15.3	-0.7	-3.2	0.3
24	19.5	14.6	0.5	-0.2	19.6	14.6	0.5	-0.2	19.3	14.7	0.5	-0.8	19.5	14.8	0.7	-0.2	0.3
25*1																	
26	19.5	15.5	0.0	-2.1	19.5	15.5	-0.1	-2.3	19.2	15.6	-0.1	-2.7	19.1	15.4	-0.4	-2.7	0.4
27	19.0	14.3	-0.5	-2.0	18.8	14.1	-0.7	-2.4	18.4	14.1	-0.8	-2.6	18.6	14.3	-0.5	-2.3	0.6
28	19.4	15.7	0.4	-0.8	19.3	15.5	0.5	-1.1	19.0	15.7	0.6	-1.0	19.1	15.8	0.5	-0.8	0.4
29	19.2	15.2	-0.2	-2.1	19.5	15.5	0.2	-1.9	19.3	15.8	0.3	-1.8	19.1	15.5	0.0	-2.2	0.4
30	19.2	14.8	0.0	-2.4	19.4	14.9	-0.1	-2.5	19.0	15.0	-0.3	-2.5	18.9	14.9	-0.2	-2.7	0.5
31	20.0	15.4	0.8	-1.6	20.1	15.4	0.7	-1.7	19.4	15.2	0.4	-1.9	19.4	15.2	0.5	-2.2	0.7
32	19.4	15.1	-0.6	-0.9	19.5	15.1	-0.6	-1.0	19.1	15.3	-0.3	-1.1	18.9	15.1	-0.5	-1.4	0.6

Test Point #2

Comcast

Tower Ct. & S. Whitting St.
24 Hour Level Variation
Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 4340571 Date: 07/25/08

Run	1				2				3				4				
	Time: 03:50:27				Time: 09:35:37				Time: 16:04:17				Time: 21:50:28				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
33	19.5	15.3	0.1	-2.1	19.6	15.4	0.1	-1.4	19.2	15.4	0.1	-1.6	19.3	15.5	0.4	-1.5	0.4
34	19.8	15.8	0.3	-1.7	19.9	15.8	0.3	-1.7	19.2	15.7	0.0	-2.1	19.4	15.9	0.1	-2.1	0.7
35	19.6	14.8	-0.2	-2.4	19.6	14.8	-0.3	-2.7	19.2	15.0	0.0	-3.0	19.1	14.8	-0.3	-3.1	0.5
36	19.8	15.1	0.2	-2.3	19.9	15.2	0.3	-2.4	19.3	15.1	0.1	-2.8	19.4	15.2	0.3	-2.8	0.6
37	20.3	15.9	0.5	-1.9	20.4	16.0	0.5	-2.3	19.7	15.8	0.4	-2.6	19.6	15.7	0.2	-2.6	0.8
38	20.2	15.0	-0.1	-2.1	20.4	15.2	0.0	-1.8	19.5	14.9	-0.2	-2.3	19.9	15.2	0.3	-1.9	0.9
39	20.1	14.8	-0.1	-2.4	20.4	15.0	0.0	-2.2	19.6	14.8	0.1	-3.0	19.6	14.8	-0.3	-3.0	0.8
40*1																	
41	20.0	15.2	-0.1	-2.1	20.0	15.2	-0.4	-2.2	19.5	15.3	-0.1	-2.6	19.5	15.3	-0.1	-2.8	0.5
42	20.0	15.4	0.0	-2.0	20.1	15.5	0.1	-2.2	19.5	15.4	0.0	-2.5	19.4	15.3	-0.1	-2.7	0.7
43	20.5	15.8	0.5	-1.6	20.3	15.8	0.2	-1.9	19.9	15.9	0.4	-1.8	19.8	15.7	0.4	-1.8	0.7
44	21.2	16.0	0.7	-0.7	20.6	15.3	0.3	-1.5	20.7	16.4	0.8	-1.3	20.7	16.3	0.9	-1.3	0.6
45	20.0	15.8	-1.2	-1.9	20.2	15.9	-0.4	-1.8	19.2	15.6	-1.5	-2.8	19.2	15.5	-1.5	-2.6	1.0
46	20.2	15.3	0.2	-2.1	20.1	15.2	-0.1	-2.3	19.6	15.3	0.4	-2.6	19.6	15.3	0.4	-2.6	0.6
47	18.9	15.9	-1.3	-2.5	19.1	16.1	-1.0	-2.2	18.1	15.7	-1.5	-3.3	18.7	16.2	-0.9	-2.7	1.0
48	20.0	15.3	1.1	-2.3	20.1	15.4	1.0	-2.1	19.7	15.5	1.6	-2.4	19.7	15.5	1.0	-2.5	0.4
49	20.4	15.3	0.4	-1.4	20.6	15.5	0.5	-1.3	19.6	15.1	-0.1	-2.1	20.0	15.5	0.3	-1.9	1.0
50	20.0	15.4	-0.4	-2.5	20.1	15.5	-0.5	-2.4	19.4	15.4	-0.2	-3.0	19.4	15.4	-0.6	-3.0	0.7
51	20.7	15.5	0.7	-1.6	20.7	15.5	0.6	-1.6	20.1	15.5	0.7	-1.9	20.1	15.6	0.7	-2.1	0.6
52	20.3	14.9	-0.4	-1.6	20.3	14.9	-0.4	-1.8	19.6	14.8	-0.5	-2.2	19.8	15.1	-0.3	-2.2	0.7
53	20.4	14.9	0.1	-1.6	20.3	14.8	0.0	-2.0	19.8	15.0	0.2	-2.3	19.9	15.0	0.1	-2.2	0.6
54	20.6	15.2	0.2	-1.6	20.7	15.3	0.4	-1.6	19.9	15.2	0.1	-2.5	20.2	15.4	0.3	-2.1	0.8
55*2	21.1	15.3	0.5		21.0	15.1	0.3		20.3	15.1	0.4		20.4	15.3	0.2		0.8
56	19.3	13.4	-1.8	-3.0	19.3	13.3	-1.7	-3.3	18.7	13.4	-1.6	-3.5	18.8	13.4	-1.6	-3.5	0.6
57	21.1	15.3	1.8	-1.3	21.0	15.1	1.7	-1.7	20.4	15.2	1.7	-1.9	20.4	15.2	1.6	-2.1	0.7
58*1																	
59	21.0	15.1	-0.1	-2.2	20.8	14.9	-0.2	-2.5	20.2	15.0	-0.2	-2.9	20.4	15.2	0.0	-2.8	0.8
60	21.2	15.4	0.2	-2.3	21.1	15.3	0.3	-2.5	20.5	15.4	0.3	-3.0	20.6	15.5	0.2	-3.2	0.7
61	21.0	15.4	-0.2	-1.8	21.1	15.4	0.0	-1.8	20.2	15.4	-0.3	-2.5	20.3	15.4	-0.3	-2.7	0.9
62	21.3	15.4	0.3	-2.1	21.3	15.4	0.2	-2.5	20.7	15.6	0.5	-2.6	20.6	15.4	0.3	-2.9	0.7
63	21.9	15.2	0.6	-1.5	22.1	15.3	0.8	-1.1	21.3	15.3	0.6	-2.1	21.3	15.3	0.7	-1.9	0.8
64	21.5	15.3	-0.4	-1.9	21.5	15.2	-0.6	-1.7	20.8	15.3	-0.5	-2.4	21.0	15.4	-0.3	-2.3	0.7
65	21.9	16.1	0.4	-1.5	21.9	16.0	0.4	-1.6	21.3	16.1	0.5	-2.2	21.2	16.0	0.2	-2.4	0.7
66	21.0	15.2	-0.9	-1.6	21.2	15.4	-0.7	-1.7	20.5	15.3	-0.8	-1.9	20.5	15.3	-0.7	-2.3	0.7
67	22.3	15.4	1.3	-2.0	22.3	15.3	1.1	-1.8	21.6	15.3	1.1	-2.3	21.7	15.5	1.2	-2.4	0.7
68*2	22.9	16.1	0.6		23.0	16.1	0.7		22.1	16.0	0.5		22.3	16.1	0.6		0.9
69	22.1	16.1	-0.8	-1.3	22.0	15.9	-1.0	-1.7	21.4	16.1	-0.7	-1.9	21.6	16.3	-0.7	-3.1	0.7
70	23.1	15.4	1.0	-1.2	23.1	15.4	1.1	-1.6	22.3	15.4	0.9	-2.0	22.3	15.4	0.7	-1.9	0.8
71	23.7	15.5	0.6	-0.3	23.7	15.5	0.6	-0.4	22.8	15.4	0.5	-1.2	22.9	15.5	0.6	-1.9	0.9
72	22.6	16.0	-1.1	-2.2	22.6	16.0	-1.1	-2.4	21.8	15.9	-1.0	-3.0	21.7	15.8	-1.2	-2.8	0.9

Test Point #2

Comcast

Tower Ct. & S. Whitting St.
24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 03:50:27				Time: 09:35:37				Time: 16:04:17				Time: 21:50:28				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
73	23.0	15.2	0.4	-1.7	23.0	15.2	0.4	-1.7	22.5	15.4	0.7	-2.0	22.5	15.3	0.8	-1.6	0.5
74*2	23.1	15.6	0.1		23.1	15.5	0.1		22.4	15.5	-0.1		22.4	15.4	-0.1		0.7
75*1																	
76	22.3	15.2	-0.7	-1.3	22.3	15.1	-0.7	-1.7	21.4	14.9	-1.1	-2.4	21.7	15.2	-0.8	0.9	0.9
77	22.8	15.7	0.5	-1.4	22.8	15.7	0.5	-1.6	21.8	15.4	0.4	-2.1	22.1	15.7	0.4	2.6	1.0
78*1																	
Min Value	16.4	12.5	-1.8	-3.3	16.2	12.4	-1.7	-3.7	16.6	12.4	-1.6	-3.9	16.6	12.6	-1.6	-3.5	0.3
Max Value	23.7	16.1	1.8	0.5	23.7	16.1	1.8	0.8	22.8	16.4	1.7	0.3	22.9	16.3	1.6	2.6	1.6

Notes:
*1 - Channel has been removed from analog line-up
*2 - New channel addition there is no 6 month reference

Comcast

Distortion Measurements

Comcast of Alexandria, VA performed distortion tests at 12 test points, as required by the FCC (76.601 (c)(1)), which states that at least 6 test points for the first 12,500 subscribers, adding 1 test point for each additional 12,500 subscribers. Comcast of Alexandria's subscriber count is 50,610 as of 07/01/08. All of Comcast's test points are distributed through the outer edges of the county at its farthest node locations, with the test points being at the end-of-line. Which meets the requirement that all geographic areas be represented and at least 1/3 of the test points being the most distant points in the system. At each test point, 9 channels were tested for distortions as required by the FCC (76.601(c)(2)), which states at least 4 channels must be tested at each test point, adding 1 channel for each 100 MHz block above 100 MHz. Comcast of Arlington's analog bandwidth is 550 MHz.

Current FCC distortion specifications are as follows:

The C/N measurement (76.605 (a)(7)(ii)) shall not be less than 48dB.

The CTB, CSO and X-mod measurements (76.605 (a)(8)(I)) shall not be less than 53dB.

The HUM measurement (76.605(a)(10)) shall not exceed 3.0%.

The Aural Carrier Difference (4.5 Difference)(76.605 (a)(2)) must be 4.5 MHz above the Visual Carrier, +/- 5KHz.

The In-Channel Frequency Response (In-Band Frequency Response) (76.605 (a)(6)) should not vary by more than +/- 2dB.

Test Point #3

Comcast

1 N. Donelson St.
Alexandria, VA
FCC Distortion Measurements
EQUIPMENT USED:
H/P 8591C, S/N 3916A04384
Pre-Amplifier 85905A, S/N 6093-0551
Comsonics Cybertec Examiner
CONVERTER BOX SA 8511, S/N GF505BFDN

Date:8-20-2008 Time: 11:00 AM Temp:79

CH.	HUM% 3% Max	IN FREQ 2 dB Max	C/N 48 dB Min	CSO 53dB Min	CTB 53dB Min	4.5 DIFF 5KHz Max
2	0.7	0.6	49.0	67.9	67.3	4.5000
95	0.8	1.6	49.7	73.2	73.6	4.4997
21	1.0	0.8	50.8	71.4	66.4	4.5000
8	0.9	1.6	51.6	70.0	65.7	4.5000
28	0.8	0.7	49.9	73.6	66.3	4.5001
32	1.0	0.6	49.4	67.4	65.9	4.5000
47	0.8	0.7	49.9	67.3	69.7	4.5000
56	1.1	0.7	47.8	68.7	69.2	4.4999
72	1.0	1.5	50.6	71.6	68.9	4.5001
Minimum values:	0.7	0.6	47.8	67.3	65.7	4.4997
Maximum values:	1.1	1.6	51.6	73.6	73.6	4.5001

Comcast

Signal Level Variance

The ranges allowed by the FCC (76.605 (a)(4)(i,ii,iii)) are as follows:

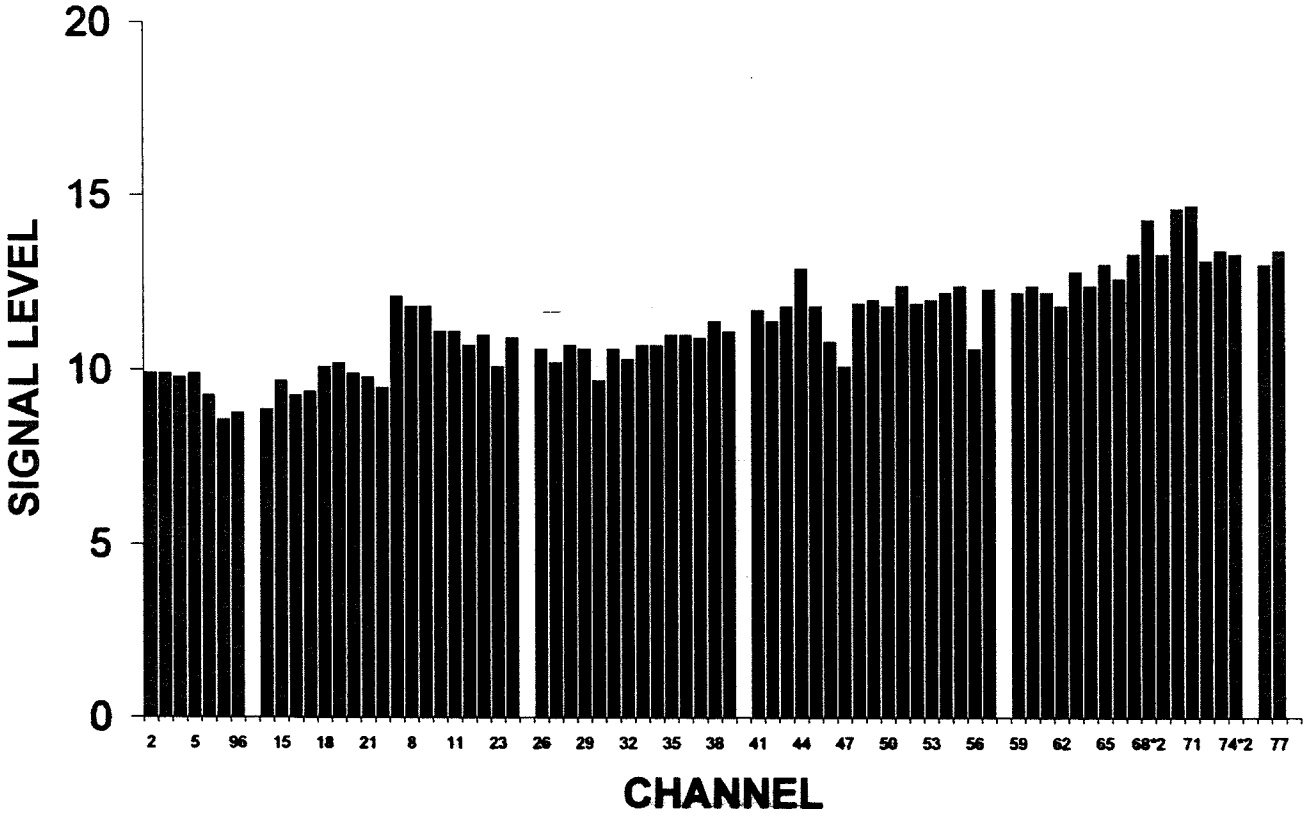
4. Each level shall not vary by more than 8dB within any 6-month interval.

i. Adjacent channel level to be within 3dB of each other.

ii. Visual signal level on any other channel on a cable television system should be less than 10dB for systems of up to 300 MHz; for each additional 100 MHz, add 1dB to maximum difference level.

iii. A maximum level such that signal degradation due to overload in the subscriber's Receiver or terminal does not occur.

TEST POINT #3



The maximum signal level is	18.5 dBmV

The maximum adjacent channel level difference is	2.8 dBmV
The maximum level difference between the highest and lowest is	7 dBmV
The maximum six month variance is	4.7 dBmV

Test Point #3

Comcast

1 N. Donelson St.
24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 4240571 Date: 07/25/08

Run	1				2				3				4				
	Time: 03:25:03				Time: 09:01:36				Time: 15:28:32				Time: 21:28:08				
Temp	84				71				89				95				
Chan	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	24 HR Vid Diff
2	9.9	15.2		0.1	9.4	14.5		-0.4	9.2	15.1		-0.7	9.7	15.4		-0.4	0.7
3	9.9	15.0	0.0	-0.5	10.0	14.9	0.6	-0.5	9.2	14.9	0.0	-1.2	9.3	14.8	-0.4	-1.0	0.8
4	9.8	14.8	-0.1	-0.6	10.6	15.5	0.6	-0.2	10.7	16.3	1.5	0.0	10.4	15.8	1.1	-0.5	0.9
5	9.9	14.9	0.1	-0.7	9.7	14.6	-0.9	-1.1	8.2	13.8	-2.5	-2.5	8.8	14.2	-1.6	-2.1	1.7
6	9.3	14.2	-0.6	-1.3	9.4	14.4	-0.3	-1.4	8.7	14.2	0.5	-2.0	8.8	14.2	0.0	-2.0	0.7
95	8.6	14.5	-0.7	-4.1	8.8	14.7	-0.6	-4.0	8.0	15.0	-0.7	-4.7	8.6	16.4	-0.2	-4.3	0.8
96	8.8	14.7	0.2	-3.4	8.7	14.5	-0.1	-2.4	6.6	14.2	-1.4	-4.3	8.2	14.2	-0.4	-3.0	2.2
99*1																	
14	8.9	12.0	-0.8	-3.0	7.7	11.0	-1.9	-4.3	8.9	12.8	-0.6	-3.2	9.0	12.7	-0.6	-3.2	1.3
15	9.7	13.7	0.8	-1.8	9.6	13.6	1.9	-2.0	9.5	14.1	0.6	-2.0	9.6	13.2	0.6	-2.1	0.2
16	9.3	13.3	-0.4	-2.3	9.1	18.5	-0.5	-2.7	8.6	15.1	-0.9	-3.4	8.5	15.6	-1.1	-3.6	0.8
17	9.4	14.5	0.1	-2.8	10.3	15.5	1.2	-2.1	8.8	13.6	0.2	-3.5	8.7	14.7	0.2	-3.9	1.6
18	10.1	15.3	0.7	-2.2	10.2	15.4	-0.1	-2.3	11.6	16.6	2.8	-0.8	9.5	12.6	0.8	-3.1	2.1
19	10.2	14.8	0.1	-3.0	10.3	14.9	0.1	-2.2	10.1	14.8	-1.5	-2.3	11.3	15.6	1.8	-1.3	1.2
20	9.9	15.4	-0.3	-2.4	9.9	15.4	-0.4	-2.6	9.7	15.4	-0.4	-2.9	10.1	15.6	-1.2	-2.7	0.4
21	9.8	15.1	-0.1	-2.1	9.9	14.9	0.0	-2.2	8.6	13.6	-1.1	-3.7	8.8	13.8	-1.3	-3.6	1.3
22	9.5	11.5	-0.3	-3.6	9.8	15.0	-0.1	-2.5	9.8	15.1	1.2	-2.6	9.9	14.8	1.1	-2.6	0.4
7	12.1	16.2	2.6	-1.2	10.8	12.0	1.0	-2.5	9.5	14.3	-0.3	-3.1	11.4	15.7	1.5	-1.3	2.6
8	11.8	15.6	-0.3	-1.0	13.1	16.5	2.3	0.4	10.4	15.3	0.9	-2.0	10.9	15.5	-0.5	-1.8	2.7
9	11.8	15.6	0.9	-1.4	12.5	16.0	-0.6	0.0	10.5	15.2	0.1	-1.7	11.1	15.5	0.2	-1.2	2.0
10	11.1	15.5	-0.7	-1.2	11.3	15.6	-1.2	-1.1	10.1	15.5	-0.4	-2.3	10.6	15.6	-0.5	-1.8	1.2
11	11.1	15.7	0.0	-1.9	11.2	15.7	-0.1	-1.8	10.2	15.7	0.1	-3.0	10.7	15.8	0.1	-2.2	1.0
12	10.7	15.4	-0.4	-1.9	10.8	15.4	-0.4	-1.7	9.6	15.3	-0.6	-3.1	10.2	15.5	-0.5	-2.4	1.2
13	11.0	15.1	0.3	-1.3	10.9	15.2	0.1	-1.6	9.9	15.3	0.3	-2.5	10.5	15.3	0.3	-1.6	1.1
23	10.1	15.0	-0.9	-3.2	10.2	14.6	-0.7	-3.4	9.2	15.1	-0.7	-4.2	9.6	15.0	-0.9	-3.8	1.0
24	10.9	14.8	0.8	-0.7	11.4	15.1	1.2	-0.9	10.0	14.7	0.8	-1.7	10.4	14.6	0.8	-1.4	1.4
25*1																	
26	10.6	15.3	-0.3	-3.2	11.0	15.6	-0.4	-3.1	9.9	15.6	-0.1	-3.4	10.1	15.2	-0.3	-3.3	1.1
27	10.2	14.4	-0.4	-2.4	10.3	14.5	-0.7	-2.7	9.3	14.4	-0.6	-2.8	9.9	14.6	-0.2	-2.9	1.0
28	10.7	15.7	0.5	-1.7	10.8	15.7	0.5	-1.8	9.8	15.7	0.5	-1.9	10.0	15.5	0.1	-3.7	1.0
29	10.6	15.5	-0.1	-2.6	10.7	15.5	-0.1	-2.9	9.6	15.4	-0.2	-3.2	10.2	15.5	0.2	-3.9	1.1
30	9.7	14.2	-0.9	-3.1	10.4	14.9	-0.3	-2.9	9.3	14.8	-0.3	-3.2	9.8	14.9	-0.4	-3.3	1.1
31	10.6	14.7	0.9	-1.9	10.8	14.8	0.4	-2.3	9.8	14.7	0.5	-2.8	10.2	14.7	0.4	-3.0	1.0
32	10.3	15.0	-0.3	-1.2	10.5	15.2	-0.3	-1.1	9.7	15.3	-0.1	-1.6	9.8	15.0	-0.4	-2.0	0.8

Test Point #3

Comcast

1 N. Donelson St.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 4240571 Date: 07/25/08

Run	1				2				3				4				
	Time: 03:25:03				Time: 09:01:36				Time: 15:28:32				Time: 21:28:08				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
33	10.7	15.4	0.4	-2.1	10.8	15.5	0.3	-1.9	10.0	15.6	0.3	-2.2	10.3	15.5	0.5	-2.6	0.8
34	10.7	15.5	0.0	-1.9	10.6	15.2	-0.2	-2.3	9.7	15.2	-0.3	-2.9	10.0	15.2	-0.3	-2.7	1.0
35	11.0	15.2	0.3	-2.2	11.1	15.3	0.5	-2.5	10.2	15.3	0.5	-3.0	10.6	15.4	0.6	-3.0	0.9
36	11.0	15.5	0.0	-2.1	11.1	15.5	0.0	-2.2	10.4	15.7	0.2	-2.4	10.6	15.5	0.0	-2.6	0.7
37	10.9	15.4	-0.1	-2.2	11.0	15.3	-0.1	-2.1	9.9	15.2	-0.5	-3.1	10.4	15.2	-0.2	-2.8	1.1
38	11.4	15.2	0.5	-2.0	11.5	15.3	0.5	-2.0	10.5	15.3	0.6	-2.6	10.9	15.2	0.5	-2.5	1.0
39	11.1	14.7	-0.3	-2.5	11.0	14.4	-0.5	-2.9	10.2	14.6	-0.3	-2.9	10.6	14.6	-0.3	-3.1	0.9
40*1																	
41	11.7	15.5	0.6	-1.8	11.8	15.6	0.8	-1.9	10.9	15.8	0.7	-2.6	11.1	15.5	0.5	-2.6	0.9
42	11.4	15.0	-0.3	-1.7	11.6	15.2	-0.2	-1.9	10.5	14.9	-0.4	-2.8	10.8	14.8	-0.3	-2.6	1.1
43	11.8	15.3	0.4	-1.5	11.6	15.0	0.0	-2.0	10.8	15.1	0.3	-2.2	11.4	15.2	0.6	-2.1	1.0
44	12.9	15.5	1.1	-1.1	13.1	15.8	1.5	-1.0	12.1	15.9	1.3	-1.4	12.4	16.7	1.0	-1.6	1.0
45	11.8	15.8	-1.1	-1.3	11.7	15.5	-1.4	-1.8	10.4	16.0	-1.7	-2.9	9.8	14.7	-2.6	-3.7	2.0
46	10.8	15.2	-1.0	-2.6	11.1	15.5	-0.6	-2.7	9.9	14.7	-0.5	-3.3	10.6	14.9	0.8	-3.0	1.2
47	10.1	15.7	-0.7	-2.9	10.2	15.7	-0.9	-3.4	10.1	16.5	0.2	-2.2	10.3	16.3	-0.3	-3.1	0.2
48	11.9	15.5	1.8	-1.3	11.8	15.3	1.6	-1.5	10.8	15.2	0.7	-2.7	11.2	15.3	0.9	-2.6	1.1
49	12.0	14.8	0.1	-0.8	12.3	15.1	0.5	-0.8	11.3	15.1	0.5	-1.2	11.5	14.8	0.3	-1.4	1.0
50	11.8	15.2	-0.2	-1.9	11.8	15.2	-0.5	-2.4	10.8	15.1	-0.5	-2.9	11.0	15.0	-0.5	-3.3	1.0
51	12.4	15.2	0.6	-1.5	12.4	15.0	0.6	-1.7	11.3	15.0	0.5	-2.6	11.9	15.2	0.9	-2.3	1.1
52	11.9	14.9	-0.5	-2.2	12.1	15.1	-0.3	-1.9	11.2	15.1	-0.1	-2.5	11.4	15.0	-0.5	-2.8	0.9
53	12.0	15.0	0.1	-1.9	12.3	15.2	0.2	-1.9	11.2	15.1	0.0	-2.9	11.7	15.3	0.3	-2.8	1.1
54	12.2	15.2	0.2	-1.9	12.1	15.1	-0.2	-2.1	11.1	15.0	-0.1	-2.6	11.4	15.0	-0.3	-3.0	1.1
55*2	12.4	15.0	0.2		12.7	15.3	0.6		11.6	15.3	0.5		11.9	15.2	0.5		1.1
56	10.6	12.8	-1.8	-3.5	10.7	12.8	-2.0	-3.4	9.8	13.0	-1.8	-3.7	10.2	13.1	-1.7	-4.0	0.9
57	12.3	14.7	1.7	-1.8	12.2	14.4	1.5	-2.3	11.4	14.7	1.6	-2.4	11.6	14.6	1.4	-2.7	0.9
58*1																	
59	12.2	14.8	-0.1	-1.9	12.3	14.8	0.1	-2.4	11.4	14.9	0.0	-2.8	11.5	14.8	-0.1	-2.9	0.9
60	12.4	15.4	0.2	-2.0	12.3	15.3	0.0	-2.6	11.4	15.4	0.0	-3.3	11.7	15.3	0.2	-3.2	1.0
61	12.2	15.9	-0.2	-1.3	12.4	16.1	0.1	-1.6	11.3	16.1	-0.1	-2.0	11.3	15.8	-0.4	-2.5	1.1
62	11.8	14.9	-0.4	-2.1	11.8	14.9	-0.6	-2.2	10.9	14.9	-0.4	-2.6	10.9	14.5	-0.4	-3.3	0.9
63	12.8	15.2	1.0	-1.0	12.9	15.1	1.1	-0.9	11.9	15.3	1.0	-1.7	12.3	15.4	1.4	-1.7	1.0
64	12.4	14.9	-0.4	-0.7	12.6	15.1	-0.3	-0.5	11.5	15.1	-0.4	-1.6	11.8	15.0	-0.5	-1.8	1.1
65	13.0	15.4	0.6	-0.9	13.0	15.2	0.4	-1.0	11.9	15.4	0.4	-1.9	12.4	15.5	0.6	-1.7	1.1
66	12.6	15.5	-0.4	-0.8	12.7	15.7	-0.3	-0.9	11.6	15.6	-0.3	-1.4	12.0	15.6	-0.4	-1.4	1.1
67	13.3	14.8	0.7	-1.9	13.6	15.1	0.9	-1.2	12.4	15.1	0.8	-2.1	12.8	15.2	0.8	-2.3	1.2
68*2	14.3	15.7	1.0		13.7	15.0	0.1		12.8	15.3	0.4		13.2	15.4	0.4		1.5
69	13.3	16.0	-1.0	-1.1	13.2	15.9	-0.5	-1.4	12.3	16.0	-0.5	-2.0	12.5	15.8	-0.7	-2.2	1.0
70	14.6	15.7	1.3	-0.8	14.7	15.8	1.5	-1.3	13.1	15.3	0.8	-2.3	13.5	15.2	1.0	-2.4	1.6
71	14.7	15.6	0.1	-0.8	14.6	15.3	-0.1	-1.0	13.4	15.3	0.3	-1.7	13.5	14.9	0.0	-2.1	1.3
72	13.1	15.9	-1.6	-2.9	13.4	16.2	-1.2	-2.7	12.1	16.0	-1.3	-3.5	12.5	16.0	-1.0	-3.6	1.3

Test Point #3

Comcast

1 N. Donelson St.
24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 424057(Date: 07/25/08

Run	1				2				3				4				
	Time: 03:25:03				Time: 09:01:36				Time: 15:28:32				Time: 21:28:08				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
73	13.4	14.7	0.3	-1.6	13.5	14.8	0.1	-2.1	12.3	15.0	0.2	-3.1	12.6	14.9	0.1	-3.4	1.2
74*2	13.3	14.9	-0.1		13.3	14.7	-0.2		12.1	14.9	-0.2		12.5	14.8	-0.1		1.2
75*1																	
76	13.0	14.5	-0.4	-2.9	13.1	14.6	-0.6	-2.9	11.9	14.9	-0.2	-3.5	12.4	14.9	-0.2	-3.8	1.2
77	13.4	15.5	0.4	-2.3	13.7	15.7	0.6	-2.0	12.1	15.4	0.2	-3.5	12.6	15.5	0.2	-3.3	1.6
78*1																	
Min Value	8.6	11.5	-1.8	-4.1	7.7	11.9	-2.0	-4.3	6.6	12.8	-2.5	-4.7	8.2	12.6	-2.6	-4.3	0.2
Max Value	14.7	16.2	2.6	0.1	14.7	18.5	2.3	0.4	13.4	16.6	2.8	0.0	13.5	16.7	1.8	-0.4	2.7

Notes:
*1 - Channel removed from Analog line-up
*2 - New channel addition there is no 6 month reference

Comcast

Distortion Measurements

Comcast of Alexandria, VA performed distortion tests at 12 test points, as required by the FCC (76.601 (c)(1)), which states that at least 6 test points for the first 12,500 subscribers, adding 1 test point for each additional 12,500 subscribers. Comcast of Alexandria's subscriber count is 50,610 as of 07/01/08. All of Comcast's test points are distributed through the outer edges of the county at its farthest node locations, with the test points being at the end-of-line. Which meets the requirement that all geographic areas be represented and at least 1/3 of the test points being the most distant points in the system. At each test point, 9 channels were tested for distortions as required by the FCC (76.601(c)(2)), which states at least 4 channels must be tested at each test point, adding 1 channel for each 100 MHz block above 100 MHz. Comcast of Arlington's analog bandwidth is 550 MHz.

Current FCC distortion specifications are as follows:

The C/N measurement (76.605 (a)(7)(ii)) shall not be less than 48dB.

The CTB, CSO and X-mod measurements (76.605 (a)(8)(I)) shall not be less than 53dB.

The HUM measurement (76.605(a)(10)) shall not exceed 3.0%.

The Aural Carrier Difference (4.5 Difference)(76.605 (a)(2)) must be 4.5 MHz above the Visual Carrier, +/- 5KHz.

The In-Channel Frequency Response (In-Band Frequency Response) (76.605 (a)(6)) should not vary by more than +/- 2dB.

Test Point #4

Comcast

Kenwood St. & Fern St.
Alexandria, VA
FCC Distortion Measurements
EQUIPMENT USED:
H/P 8591C, S/N 3916A04384
Pre-Amplifier 85905A, S/N 6093-0551
Comsonics Cybertec Examiner
CONVERTER BOX SA 8511, S/N GF505BFDN

Date:8-19-2008 Time: 3:36 PM Temp: 90

CH.	HUM% 3% Max	IN FREQ 2 dB Max	C/N 48 dB Min	CSO 53dB Min	CTB 53dB Min	4.5 DIFF 5KHz Max
2	0.9	0.8	52.1	70.8	66.1	4.5000
95	0.8	1.9	52.8	79.6	69.6	4.4997
21	0.6	1.1	53.5	73.1	65.0	4.5000
8	0.7	1.4	53.4	74.8	65.9	4.5000
28	0.8	1.2	53.5	73.8	69.4	4.5001
32	0.7	1.4	52.8	69.9	67.8	4.5000
47	0.8	1.1	52.6	69.3	68.5	4.5000
56	1.1	1.1	50.7	67.6	65.0	4.4999
72	1.0	1.0	52.5	67.3	65.4	4.5001
Minimum values:	0.6	0.8	50.7	67.3	65.0	4.4997
Maximum values:	1.1	1.9	53.5	79.6	69.6	4.5001

Comcast

Signal Level Variance

The ranges allowed by the FCC (76.605 (a)(4)(i,ii,iii)) are as follows:

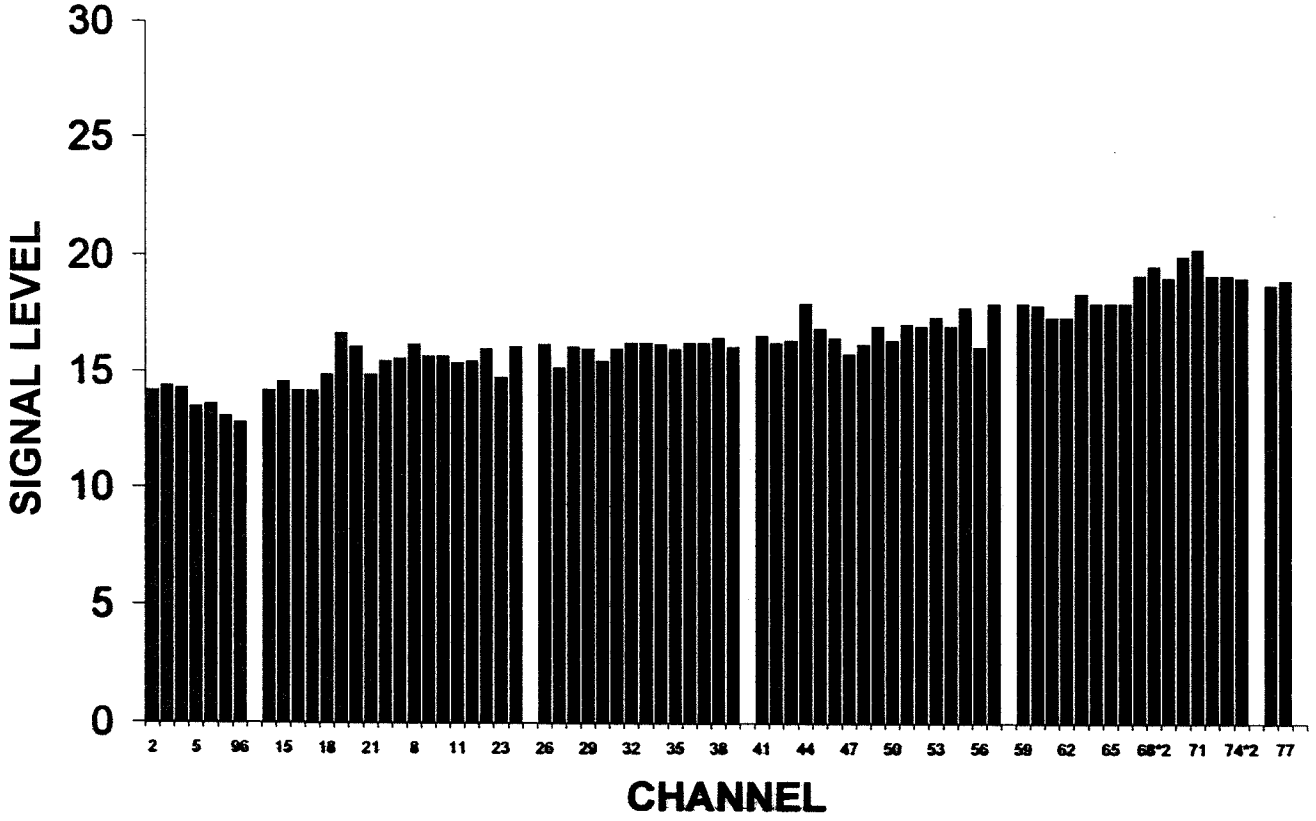
4. Each level shall not vary by more than 8dB within any 6-month interval.

i. Adjacent channel level to be within 3dB of each other.

ii. Visual signal level on any other channel on a cable television system should be less than 10dB for systems of up to 300 MHz; for each additional 100 MHz, add 1dB to maximum difference level.

iii. A maximum level such that signal degradation due to overload in the subscriber's Receiver or terminal does not occur.

TEST POINT #4



The maximum signal level is	20.3 dBmV

The maximum adjacent channel level difference is	2 dBmV
The maximum level difference between the highest and lowest is	7.9 dBmV
The maximum six month variance is	5.4 dBmV

Test Point #4

Comcast

Kenwood St. & Fern St.
24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 4340571 Date: 07/25/08

Run	1				2				3				4				
	Time: 02:33:12				Time: 08:23:27				Time: 14:50:32				Time: 20:24:34				
Temp	84				71				89				95				
Chan	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	24 HR Vid Diff
2	14.2	15.3		0.1	14.3	15.4		0.2	12.7	15.1		-1.1	13.6	15.5		-0.5	1.6
3	14.4	15.4	0.2	-0.7	14.4	15.2	0.1	-0.6	13.1	15.3	0.4	-1.7	13.5	15.1	-0.1	-1.3	1.3
4	14.3	14.8	-0.1	-1.1	14.7	15.2	0.3	-0.6	13.0	15.0	-0.1	-2.1	13.1	14.5	-0.4	-2.3	1.7
5	13.5	14.5	-0.8	-1.8	14.2	15.1	-0.5	-1.2	12.2	14.6	-0.8	-3.0	13.4	15.1	0.3	-1.7	2.0
6	13.6	14.5	0.1	-1.7	13.9	14.8	-0.3	-1.6	12.6	14.9	0.4	-2.7	13.0	14.7	-0.4	-2.3	1.3
95	13.1	14.7	-0.5	-4.5	13.0	14.6	-0.9	-4.0	11.2	14.3	-1.4	-5.4	11.8	14.2	-1.2	-5.0	1.9
96	12.8	14.7	-0.3	-3.8	12.5	14.2	-0.5	-4.0	10.9	14.0	-0.3	-4.1	11.6	14.1	-0.2	-3.6	1.9
99*1																	
14	14.2	13.0	-0.4	-2.1	14.2	13.9	-0.3	-2.1	12.8	13.0	-0.4	-3.4	13.5	13.1	-0.3	-2.6	1.4
15	14.6	14.2	0.4	-1.0	14.5	14.1	0.3	-1.2	13.2	14.1	0.4	-2.4	13.8	14.1	0.3	-1.8	1.4
16	14.2	14.5	-0.4	-2.6	14.3	15.9	-0.2	-2.6	12.8	15.9	-0.4	-3.7	13.4	14.7	-0.4	-3.3	1.5
17	14.2	14.6	0.0	-2.6	14.4	14.8	0.1	-2.5	13.0	14.6	0.2	-3.7	13.8	14.6	0.4	-2.7	1.4
18	14.9	14.8	0.7	-1.7	14.6	15.0	0.2	-2.3	13.3	13.9	0.3	-3.5	14.6	15.3	0.8	-2.2	1.6
19	16.7	16.0	1.8	-0.4	16.2	15.3	1.6	-0.7	15.1	15.6	1.8	-1.1	14.6	15.2	0.0	-1.8	2.1
20	16.1	16.0	-0.6	-1.5	16.3	16.2	0.1	-1.6	14.5	15.8	-0.6	-2.9	14.8	15.6	0.2	-2.9	1.8
21	14.9	14.3	-1.2	-2.3	15.7	15.0	-0.6	-1.6	13.9	14.7	-0.6	-3.1	14.4	14.5	-0.4	-2.7	1.8
22	15.5	15.2	0.6	-2.5	15.6	15.2	-0.1	-2.6	14.0	15.0	0.1	-3.1	14.9	15.3	0.5	-2.3	1.6
7	15.6	14.9	0.1	-2.0	16.0	15.2	0.4	-2.0	14.3	14.9	0.3	-2.8	14.9	14.8	0.0	-2.6	1.7
8	16.2	15.4	0.6	-1.9	16.2	15.2	0.2	-1.8	14.3	14.9	0.0	-3.2	15.4	15.2	0.5	-2.7	1.9
9	15.7	14.7	-0.5	-2.4	16.7	15.5	0.5	-1.3	14.8	15.1	0.5	-1.9	16.0	15.5	0.6	-0.8	1.9
10	15.7	15.5	0.0	-1.0	15.9	15.6	-0.8	-1.2	14.0	15.2	-0.8	-2.6	14.8	15.1	-1.2	-2.2	1.9
11	15.4	15.5	-0.3	-2.2	15.6	15.5	-0.3	-2.1	13.7	15.3	-0.3	-3.4	14.6	15.6	-0.2	-3.1	1.9
12	15.5	15.0	0.1	-2.0	15.8	15.3	0.2	-2.0	14.0	15.3	0.3	-3.3	14.7	15.0	0.1	-3.2	1.8
13	16.0	15.4	0.5	-1.5	16.1	15.4	0.3	-1.5	14.4	15.1	0.4	-3.0	15.5	15.4	0.8	-2.1	1.7
23	14.8	14.7	-1.2	-3.4	15.0	14.8	-1.1	-3.4	13.3	14.6	-1.1	-4.8	14.1	14.5	-1.4	-4.1	1.7
24	16.1	14.8	1.3	-1.2	16.2	14.8	1.2	-1.2	14.8	14.9	1.5	-2.2	15.5	14.9	1.4	-1.6	1.4
25*1																	
26	16.2	15.4	0.1	-2.5	16.3	15.4	0.1	-2.4	14.7	15.2	-0.1	-3.7	15.7	15.5	0.2	-2.9	1.6
27	15.2	14.4	-1.0	-2.0	15.3	14.4	-1.0	-2.0	13.7	14.2	-1.0	-3.3	14.4	14.1	-1.3	-3.0	1.6
28	16.1	15.8	0.9	-1.2	16.1	15.6	0.8	-1.2	14.3	15.4	0.6	-2.4	15.3	15.7	0.9	-1.8	1.8
29	16.0	15.6	-0.1	-2.5	16.1	15.6	0.0	-2.2	14.9	15.9	0.6	-3.1	15.0	15.3	-0.3	-3.1	1.2
30	15.5	14.7	-0.5	-2.8	16.2	15.3	0.1	-2.0	14.8	15.4	-0.1	-3.0	15.3	15.1	0.3	-2.6	1.4
31	16.0	15.1	0.5	-1.9	16.0	14.9	-0.2	-2.0	14.5	14.8	-0.3	-3.1	15.4	15.0	0.1	-2.4	1.5
32	16.3	15.4	0.3	-0.8	16.5	15.6	0.5	-0.7	14.5	14.1	0.0	-2.2	15.5	15.4	0.1	-1.6	2.0

Test Point #4

Comcast

Kenwood St. & Fern St.
24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 02:33:12				Time: 08:23:27				Time: 14:50:32				Time: 20:24:34				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
33	16.3	15.4	0.0	-1.6	16.3	15.3	-0.2	-1.8	15.0	15.5	0.5	-2.4	15.6	15.4	0.1	-2.0	1.3
34	16.2	15.3	-0.1	-1.5	15.9	15.0	-0.4	-2.0	14.8	15.1	-0.2	-2.6	15.4	15.1	-0.2	-2.2	1.4
35	16.0	15.4	-0.2	-2.2	15.9	15.2	0.0	-2.6	14.8	15.4	0.0	-2.9	15.0	15.0	-0.4	-3.1	1.2
36	16.3	15.4	0.3	-2.0	16.5	15.5	0.6	-2.1	14.8	15.3	0.0	-3.3	15.6	15.4	0.6	-2.7	1.7
37	16.3	15.4	0.0	-2.0	16.3	15.3	-0.2	-2.2	14.8	15.1	0.0	-3.2	15.6	15.2	0.0	-2.6	1.5
38	16.5	15.4	0.2	-1.7	16.6	15.5	0.3	-1.8	15.5	15.6	0.7	-2.5	15.8	15.3	0.2	-2.2	1.1
39	16.1	14.9	-0.4	-2.5	16.4	15.0	-0.2	-2.1	14.9	14.8	-0.6	-3.2	15.5	14.8	-0.3	-2.9	1.5
40*1																	
41	16.6	15.4	0.5	-1.6	16.6	15.5	0.2	-1.5	15.4	15.3	0.5	-2.7	16.1	15.5	0.6	-2.3	1.2
42	16.3	15.5	-0.3	-2.3	16.4	15.5	-0.2	-1.8	15.4	15.6	0.0	-2.5	15.9	15.5	-0.2	-2.7	1.0
43	16.4	15.4	0.1	-2.1	16.6	15.5	0.2	-1.7	15.1	15.3	-0.3	-2.8	15.7	15.3	-0.2	-2.3	1.5
44	18.0	15.9	1.6	-0.7	18.0	16.0	1.4	-0.8	16.7	16.1	1.6	-1.8	17.2	16.0	1.5	-1.2	1.3
45	16.9	15.7	-1.1	-1.9	17.0	15.6	-1.0	-1.3	15.6	15.5	-1.1	-2.2	16.1	15.4	-1.1	-2.0	1.4
46	16.5	15.1	-0.4	-1.5	16.6	15.1	-0.4	-1.6	15.4	15.2	-0.2	-2.5	15.9	15.2	-0.2	-2.3	1.2
47	15.8	15.0	-0.7	-2.4	16.1	16.0	-0.5	-2.4	14.5	14.0	-0.9	-2.9	15.4	15.9	-0.5	-2.8	1.6
48	16.2	14.6	0.4	-2.8	16.5	14.7	0.4	-2.6	15.4	15.0	0.9	-3.3	15.9	15.0	0.5	-3.3	1.1
49	17.0	14.9	0.8	-1.1	17.1	14.9	0.6	-1.1	16.0	15.1	0.6	-1.7	16.6	15.2	0.7	-1.5	1.1
50	16.4	15.3	-0.6	-2.2	16.8	15.5	-0.3	-2.0	15.3	15.2	-0.7	-3.4	15.9	15.3	-0.7	-3.0	1.5
51	17.1	15.1	0.7	-2.1	17.3	15.1	0.5	-2.0	15.6	15.0	0.3	-2.9	16.5	15.3	0.6	-2.2	1.7
52	17.0	14.6	-0.1	-1.9	17.4	15.0	0.1	-1.6	15.7	14.9	0.1	-3.3	16.5	15.2	0.0	-2.4	1.7
53	17.4	15.2	0.4	-2.0	17.5	15.2	0.1	-2.0	16.1	15.2	0.4	-2.7	16.7	15.2	0.2	-2.6	1.4
54	17.0	15.0	-0.4	-2.1	17.1	15.0	-0.4	-2.0	15.8	15.1	-0.3	-3.2	16.2	15.0	-0.5	-3.2	1.3
55*2	17.8	15.3	0.8		18.0	15.5	0.9		16.5	15.5	0.7		17.1	15.6	0.9		1.5
56	16.1	13.3	-1.7	-3.3	16.0	13.0	-2.0	-3.2	14.8	13.3	-1.7	-4.5	15.3	13.3	-1.8	-4.3	1.3
57	18.0	15.1	1.9	-1.6	17.8	14.7	1.8	-1.6	16.7	15.0	1.9	-2.1	17.2	15.0	1.9	-2.6	1.3
58*1																	
59	18.0	15.1	0.0	-2.3	17.8	14.8	0.0	-2.1	16.3	14.9	-0.4	-3.2	16.8	14.9	-0.4	-3.5	1.7
60	17.9	15.4	-0.1	-1.9	17.9	15.3	0.1	-2.0	16.4	15.3	0.1	-3.5	17.0	15.3	0.2	-2.7	1.5
61	17.4	15.5	-0.5	-2.0	17.8	15.9	-0.1	-1.3	16.5	15.7	0.1	-2.2	16.9	15.5	-0.1	-2.3	1.3
62	17.4	15.3	0.0	-2.3	17.4	15.3	-0.4	-2.2	16.2	15.4	-0.3	-3.1	16.8	15.5	-0.1	-2.9	1.2
63	18.4	15.4	1.0	-0.9	18.5	15.3	1.1	-0.9	17.1	15.5	0.9	-1.9	17.5	15.2	0.7	-1.8	1.4
64	18.0	15.3	-0.4	-0.7	18.0	15.2	-0.5	-0.5	16.5	15.1	-0.6	-2.0	17.1	15.1	-0.4	-1.5	1.5
65	18.0	15.3	0.0	-1.1	18.0	15.1	0.0	-1.2	17.0	15.4	0.5	-1.6	17.4	15.2	0.3	-1.5	1.0
66	18.0	15.6	0.0	-0.9	18.3	15.9	0.3	-0.7	16.8	15.7	-0.2	-1.9	17.1	15.6	-0.3	-1.9	1.5
67	19.2	15.3	1.2	-1.6	19.4	15.5	1.1	-1.2	17.8	15.4	1.0	-2.0	18.5	15.6	1.4	-1.7	1.6
68*2	19.6	15.6	0.4		19.7	15.6	0.3		18.1	15.5	0.3		18.6	15.5	0.1		1.6
69	19.1	16.6	-0.5	-0.9	19.3	16.8	-0.4	-1.0	18.1	15.9	0.0	-1.6	18.5	16.9	-0.1	-1.3	1.2
70	20.0	15.7	0.9	-1.5	20.1	15.7	0.8	-1.4	18.6	15.8	0.5	-2.4	19.1	15.8	0.6	-2.1	1.5
71	20.3	15.5	0.3	-0.5	20.3	15.2	0.2	-0.5	18.8	15.3	0.2	-1.7	19.5	15.5	0.4	-1.1	1.5
72	19.2	16.1	-1.1	-2.4	19.3	16.1	-1.0	-2.2	17.5	15.7	-1.3	-3.9	18.2	15.9	-1.3	-3.5	1.8

Test Point #4

Comcast

Kenwood St. & Fern St.
24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 02:33:12				Time: 08:23:27				Time: 14:50:32				Time: 20:24:34				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
73	19.2	15.0	0.0	-2.0	19.4	15.1	0.1	-1.9	18.1	15.2	0.6	-2.8	18.7	15.3	0.5	-2.7	1.3
74*2	19.1	15.2	-0.1		19.2	15.2	-0.2		17.8	15.2	-0.3		18.2	15.2	-0.5		1.4
75*1																	
76	18.8	15.1	-0.2	-2.6	18.9	15.1	-0.3	-2.6	17.6	15.3	-0.1	-3.4	18.0	15.1	-0.2	-3.2	1.3
77	19.0	15.7	0.2	-2.5	19.2	15.7	0.3	-2.2	17.7	15.8	0.1	-3.1	18.2	15.7	0.2	-3.1	1.5
78*1																	
Min Value	12.8	13.0	-1.7	-4.5	12.5	13.0	-2.0	-4.0	10.9	13.0	-1.7	-5.4	11.6	13.1	-1.8	-5.0	1.0
Max Value	20.3	16.6	1.9	0.1	20.3	16.8	1.8	0.2	18.8	16.1	1.9	-1.1	19.5	16.9	1.9	-0.5	2.1

Notes:
*1 - Channel removed from Analog line-up
*2 - New channel addition there is no 6 month reference

Comcast

Distortion Measurements

Comcast of Alexandria, VA performed distortion tests at 12 test points, as required by the FCC (76.601 (c)(1)), which states that at least 6 test points for the first 12,500 subscribers, adding 1 test point for each additional 12,500 subscribers. Comcast of Alexandria's subscriber count is 50,610 as of 07/01/08. All of Comcast's test points are distributed through the outer edges of the county at its farthest node locations, with the test points being at the end-of-line. Which meets the requirement that all geographic areas be represented and at least 1/3 of the test points being the most distant points in the system. At each test point, 9 channels were tested for distortions as required by the FCC (76.601(c)(2)), which states at least 4 channels must be tested at each test point, adding 1 channel for each 100 MHz block above 100 MHz. Comcast of Arlington's analog bandwidth is 550 MHz.

Current FCC distortion specifications are as follows:

The C/N measurement (76.605 (a)(7)(ii)) shall not be less than 48dB.

The CTB, CSO and X-mod measurements (76.605 (a)(8)(I)) shall not be less than 53dB.

The HUM measurement (76.605(a)(10)) shall not exceed 3.0%.

The Aural Carrier Difference (4.5 Difference)(76.605 (a)(2)) must be 4.5 MHz above the Visual Carrier, +/- 5KHz.

The In-Channel Frequency Response (In-Band Frequency Response) (76.605 (a)(6)) should not vary by more than +/- 2dB.

Test Point #5

Comcast

1121 Allison St.
Alexandria, VA
FCC Distortion Measurements
EQUIPMENT USED:
H/P 8591C, S/N 3916A04384
Pre-Amplifier 85905A, S/N 6093-0551
Comsonics Cybertec Examiner
CONVERTER BOX SA 8511, S/N GF505BFDN

Date:8-19-2008 Time: 4:11 PM Temp: 90

CH.	HUM% 3% Max	IN FREQ 2 dB Max	C/N 48 dB Min	CSO 53dB Min	CTB 53dB Min	4.5 DIFF 5KHz Max
2	0.9	0.8	52.7	71.7	65.3	4.5000
95	0.7	2.0	52.7	75.0	65.5	4.4997
21	0.7	1.4	54.0	74.0	64.1	4.5000
8	0.7	1.6	52.7	73.7	68.6	4.5000
28	0.8	1.4	50.3	66.4	62.4	4.5001
32	0.8	0.8	50.4	69.9	67.5	4.5000
47	0.9	1.4	51.0	68.3	60.4	4.5000
56	1.1	1.3	50.0	62.6	61.7	4.4999
72	1.2	1.3	51.9	70.5	64.7	4.5001
Minimum values:	0.7	0.8	50.0	62.6	60.4	4.4997
Maximum values:	1.2	2.0	54.0	75.0	68.6	4.5001

Comcast

Signal Level Variance

The ranges allowed by the FCC (76.605 (a)(4)(i,ii,iii)) are as follows:

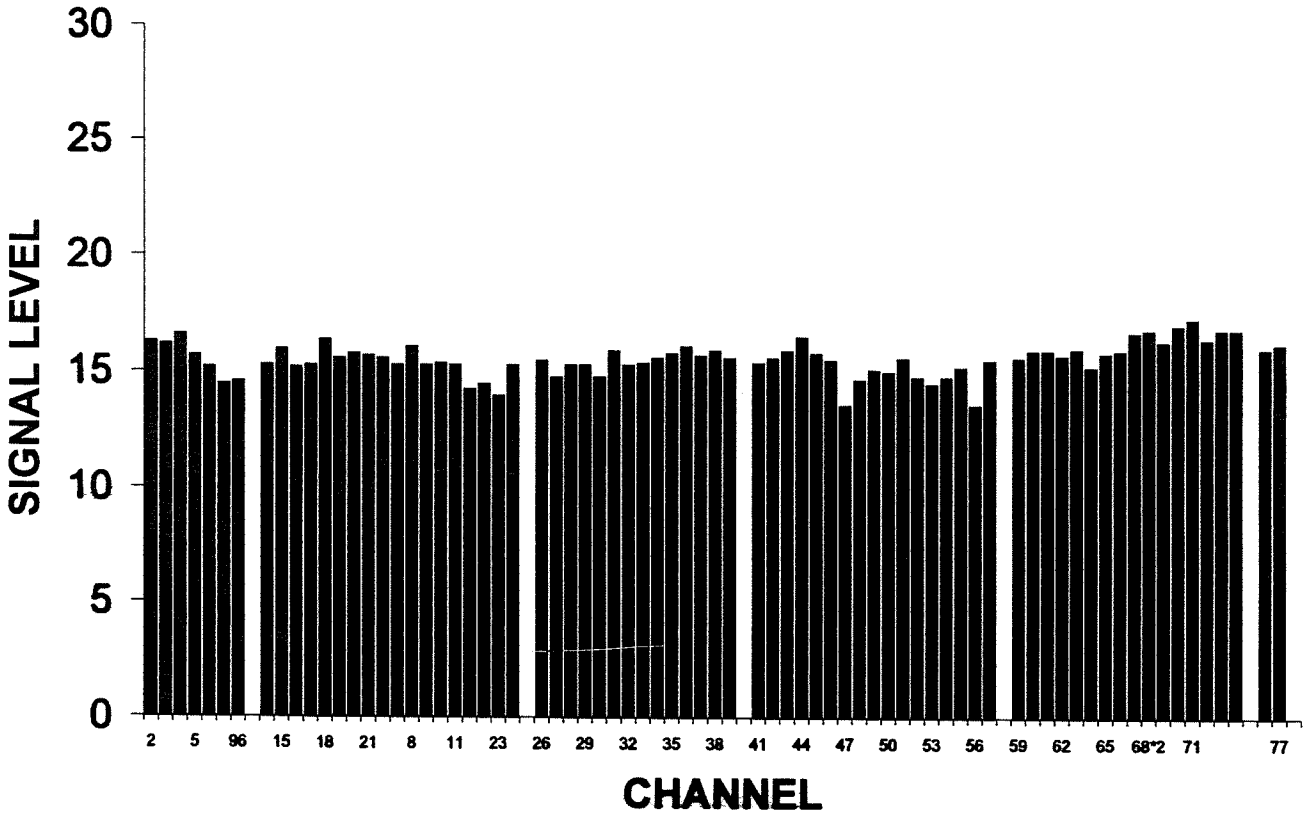
4. Each level shall not vary by more than 8dB within any 6-month interval.

i. Adjacent channel level to be within 3dB of each other.

ii. Visual signal level on any other channel on a cable television system should be less than 10dB for systems of up to 300 MHz; for each additional 100 MHz, add 1dB to maximum difference level.

iii. A maximum level such that signal degradation due to overload in the subscriber's Receiver or terminal does not occur.

TEST POINT #5



The maximum signal level is	19 dBmV

The maximum adjacent channel level difference is	2.4 dBmV
The maximum level difference between the highest and lowest is	4.2 dBmV
The maximum six month variance is	4.2 dBmV

Test Point #5

Comcast

1121 Allison St.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 02:32:50				Time: 08:27:56				Time: 14:54:12				Time: 20:48:41				
Temp	84				71				89				95				
Chan	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	24 HR Vid Diff
2	16.3	15.6		1.3	14.4	13.4		-0.6	15.2	14.9		0.4	15.4	15.0		0.2	1.9
3	16.2	15.3	-0.1	0.6	16.6	15.9	2.2	0.7	15.8	15.7	0.6	0.3	15.4	15.3	0.0	-0.2	1.2
4	16.6	15.5	0.4	0.8	16.7	15.7	0.1	0.6	15.3	15.1	-0.5	-0.2	15.8	15.6	0.4	0.3	1.4
5	15.7	14.9	-0.9	0.4	15.9	15.2	-0.8	0.4	14.9	15.0	-0.4	-0.5	15.2	15.2	-0.6	-0.4	1.0
6	15.2	14.7	-0.5	-0.2	14.8	14.0	-1.1	-0.7	14.1	14.1	-0.8	-1.0	14.2	14.2	-1.0	-1.1	1.1
95	14.5	14.8	-0.7	-3.4	14.4	14.4	-0.4	-2.8	13.8	14.6	-0.3	-3.1	14.0	14.7	-0.2	-3.2	0.7
96	14.6	14.9	0.1	-2.7	14.5	15.1	0.1	-2.8	14.1	15.4	0.3	-1.4	14.1	15.3	0.1	-1.5	0.5
99*1																	
14	15.3	12.7	0.7	-1.0	15.1	12.2	0.6	-1.5	14.2	12.1	0.1	-1.8	14.3	12.4	0.2	-1.7	1.1
15	16.0	14.2	0.7	0.0	15.9	14.1	0.8	0.0	15.1	14.2	0.9	-0.5	15.1	14.2	0.8	-0.7	0.9
16	15.2	15.7	-0.8	-1.7	15.3	15.9	-0.6	-1.3	14.7	19.0	-0.4	-1.5	14.5	15.2	-0.6	-1.9	0.8
17	15.3	14.9	0.1	-1.4	15.0	14.3	-0.3	-1.7	14.2	14.6	-0.5	-2.3	14.0	14.5	-0.5	-2.8	1.3
18	16.4	15.4	1.1	-0.5	16.7	15.7	1.7	-0.4	15.1	15.1	0.9	-1.4	15.1	15.1	1.1	-2.0	1.6
19	15.6	15.1	-0.8	-1.5	16.2	15.6	-0.5	-0.9	15.3	15.7	0.2	-0.8	15.2	15.7	0.1	-1.3	1.0
20	15.8	15.4	0.2	-1.6	15.6	15.0	-0.6	-1.5	14.5	14.8	-0.8	-2.3	14.6	15.0	-0.6	-2.5	1.3
21	15.7	14.9	-0.1	-1.3	15.4	14.8	-0.2	-1.5	15.0	15.4	0.5	-1.5	15.1	15.5	0.5	-1.7	0.7
22	15.6	14.9	-0.1	-1.9	15.8	15.1	0.4	-1.9	14.9	15.1	-0.1	-1.4	14.3	14.5	-0.8	-2.6	1.5
7	15.3	14.3	-0.3	-1.8	15.4	14.1	-0.4	-0.9	14.3	14.1	-0.6	-2.4	14.9	14.6	0.6	-2.4	1.1
8	16.1	15.5	0.8	-1.0	16.1	15.7	0.7	-0.9	15.2	15.8	0.9	-0.9	15.5	15.9	0.6	-0.9	0.9
9	15.3	14.7	-0.8	-1.9	16.2	15.4	0.1	-0.9	15.3	15.6	0.1	-0.3	14.9	14.8	-0.6	-0.8	1.3
10	15.4	15.6	0.1	-0.7	15.3	15.4	-0.9	-0.9	14.1	15.3	-1.2	-1.6	14.3	15.3	-0.6	-1.6	1.3
11	15.3	15.7	-0.1	-0.9	15.5	15.0	0.2	-0.9	14.3	15.1	0.2	-1.5	14.6	15.0	0.3	-1.8	1.2
12	14.3	14.9	-1.0	-1.7	14.6	14.9	-0.9	-1.6	13.4	15.0	-0.9	-2.2	13.5	14.8	-1.1	-2.6	1.2
13	14.5	15.1	0.2	-1.6	15.1	15.7	0.5	-0.9	13.6	15.3	0.2	-1.9	14.0	15.4	0.5	-1.5	1.5
23	14.0	14.8	-0.5	-3.0	14.0	15.0	-1.1	-2.8	13.2	15.3	-0.4	-3.0	13.6	15.4	-0.4	-2.8	0.8
24	15.3	15.0	1.3	0.1	15.2	14.7	1.2	-0.3	13.9	14.2	0.7	-1.0	14.2	14.1	0.6	-0.9	1.4
25*1																	
26	15.5	15.4	0.2	-1.5	15.6	15.6	0.4	-1.5	14.6	15.5	0.7	-1.9	15.1	15.7	0.9	-1.8	1.0
27	14.8	14.3	-0.7	-1.4	14.5	13.7	-1.1	-1.7	13.4	13.6	-1.2	-1.9	13.6	13.4	-1.5	-2.2	1.4
28	15.3	15.5	0.5	0.3	15.3	15.6	0.8	0.4	14.0	15.2	0.6	0.0	14.8	15.7	1.2	0.5	1.3
29	15.3	15.2	0.0	-0.7	15.5	15.4	0.2	-0.4	14.5	15.5	0.5	-1.1	14.9	15.5	0.1	-0.8	1.0
30	14.8	14.5	-0.5	-1.7	15.2	14.6	-0.3	-1.6	14.2	14.7	-0.3	-1.9	14.6	14.7	-0.3	-1.9	1.0
31	15.9	15.1	1.1	-1.0	16.0	15.2	0.8	-0.9	15.1	15.4	0.9	-1.3	15.4	15.4	0.8	-1.5	0.9
32	15.3	14.9	-0.6	-0.3	15.2	14.7	-0.8	-0.3	13.3	13.9	-1.8	-1.8	14.4	14.7	-1.0	-1.0	2.0

Test Point #5

Comcast

1121 Allison St.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057I

Date: 07/25/08

Run	1				2				3				4				
	Time: 02:32:50				Time: 08:27:56				Time: 14:54:12				Time: 20:48:41				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
33	15.4	15.2	0.1	-1.6	15.4	15.1	0.2	-1.5	14.1	14.8	0.8	-2.1	14.3	14.7	-0.1	-1.8	1.3
34	15.6	15.7	0.2	-1.0	15.8	15.1	0.4	-1.1	14.6	15.6	0.5	-1.8	15.1	15.0	0.8	-1.8	1.2
35	15.8	15.5	0.2	-1.5	15.7	15.3	-0.1	-1.8	14.7	15.3	0.1	-2.3	14.9	15.2	-0.2	-2.6	1.1
36	16.1	15.8	0.3	-1.1	15.9	15.6	0.2	-1.4	14.8	15.6	0.1	-1.8	15.2	15.6	0.3	-2.0	1.3
37	15.7	15.4	-0.4	-1.6	16.0	15.9	0.1	-1.2	15.1	16.0	0.3	-1.7	15.3	15.9	0.1	-1.8	0.9
38	15.9	15.3	0.2	-1.0	15.7	14.9	-0.3	-1.3	14.6	14.9	-0.5	-2.0	15.1	15.0	-0.2	-1.9	1.3
39	15.6	15.1	-0.3	-1.6	15.8	15.2	0.1	-1.6	14.6	15.0	0.0	-2.2	15.1	15.2	0.0	-2.1	1.2
40*1																	
41	15.4	15.1	-0.2	-1.7	15.5	15.1	-0.3	-1.4	14.5	15.1	-0.1	-2.1	14.8	15.1	-0.3	-2.2	1.0
42	15.6	15.4	0.2	-1.6	15.7	15.5	0.2	-1.6	14.6	15.5	0.1	-1.9	15.0	15.6	0.2	-1.9	1.1
43	15.9	15.7	0.3	-1.0	15.8	15.5	0.1	-1.2	14.6	15.3	0.0	-1.9	15.3	15.7	0.3	-1.6	1.3
44	16.5	15.8	0.6	-0.3	16.5	15.6	0.7	-0.5	15.4	15.0	0.8	-1.0	15.6	15.6	0.3	-1.2	1.1
45	15.8	15.2	-0.7	-1.4	15.9	15.4	-0.6	-1.0	14.3	15.1	-1.1	-2.0	14.7	15.7	-0.9	-2.3	1.6
46	15.5	15.9	-0.3	-1.9	15.4	15.6	-0.5	-1.8	14.4	15.6	0.1	-2.0	14.8	15.7	0.1	-2.4	1.1
47	13.6	15.6	-1.9	-1.2	13.9	15.8	-1.5	-1.1	12.3	15.7	-2.1	-2.1	12.8	15.9	-2.0	-1.8	1.6
48	14.7	15.1	1.1	-1.2	15.1	15.6	1.2	-1.0	13.8	15.4	1.5	-2.1	13.8	15.2	1.0	-2.3	1.3
49	15.1	15.2	0.4	-0.9	15.1	15.0	0.0	-1.0	13.9	14.8	0.1	-1.5	13.8	14.4	0.0	-2.0	1.3
50	15.0	15.6	-0.1	-1.8	15.0	15.5	-0.1	-1.7	13.8	15.3	-0.1	-2.3	13.8	15.1	0.0	-2.9	1.2
51	15.6	15.8	0.6	-1.0	15.8	15.0	0.8	-0.9	14.7	14.7	0.9	-1.2	15.0	14.0	1.2	-1.4	1.1
52	14.8	15.0	-0.8	-1.1	14.6	14.6	-1.2	-1.5	13.4	14.3	-1.3	-2.2	13.6	14.2	-1.4	-2.3	1.4
53	14.5	14.5	-0.3	-1.1	14.6	14.6	0.0	-1.4	12.8	13.9	-0.6	-2.8	13.4	14.3	-0.2	-2.4	1.8
54	14.8	14.8	0.3	-1.7	15.1	15.2	0.5	-1.3	14.1	15.1	1.3	-2.1	14.1	15.0	0.7	-2.1	1.0
55*2	15.2	14.9	0.4		15.4	15.0	0.3		14.4	15.0	0.3		14.8	15.3	0.7		1.0
56	13.6	13.0	-1.6	-2.9	13.4	12.8	-2.0	-3.2	12.7	13.2	-1.7	-3.5	12.4	12.8	-2.4	-4.2	1.2
57	15.5	14.9	1.9	-1.2	15.6	14.9	2.2	-1.2	14.5	14.9	1.8	-1.5	14.7	14.8	2.3	-1.9	1.1
58*1																	
59	15.6	15.0	0.1	-2.2	15.8	15.3	0.2	-1.7	14.6	15.2	0.1	-2.4	14.9	15.2	0.2	-2.7	1.2
60	15.9	15.3	0.3	-1.9	15.8	15.2	0.0	-2.0	14.9	15.6	0.3	-2.4	14.9	15.3	0.0	-2.9	1.0
61	15.9	15.7	0.0	-1.4	15.8	15.5	0.0	-1.9	14.4	15.2	-0.5	-2.4	14.8	15.5	-0.1	-2.6	1.5
62	15.7	15.3	-0.2	-2.1	15.9	15.6	0.1	-2.1	14.7	15.5	0.3	-2.5	14.7	15.3	-0.1	-3.2	1.2
63	16.0	15.3	0.3	-1.6	15.9	15.1	0.0	-1.5	14.9	15.1	0.2	-1.8	15.0	15.0	0.3	-2.5	1.1
64	15.2	14.9	-0.8	-2.4	15.3	15.0	-0.6	-2.2	14.2	15.0	-0.7	-2.1	14.6	15.2	-0.4	-2.7	1.1
65	15.8	15.5	0.6	-2.3	16.1	15.0	0.8	-2.1	15.2	15.1	1.0	-1.5	15.2	15.9	0.6	-3.2	0.9
66	15.9	15.8	0.1	-1.4	15.7	15.5	-0.4	-1.8	14.8	15.5	-0.4	-2.0	14.9	15.6	-0.3	-2.4	1.1
67	16.7	15.7	0.8	-2.3	16.6	15.4	0.9	-2.6	15.6	15.5	0.8	-2.3	15.9	15.4	1.0	-2.6	1.1
68*2	16.8	15.7	0.1		17.0	15.7	0.4		15.9	15.8	0.3		16.3	15.9	0.4		1.1
69	16.3	15.0	-0.5	-1.6	16.7	15.6	-0.3	-1.8	15.4	15.6	-0.5	-2.0	15.3	15.1	-1.0	-2.6	1.4
70	17.0	15.6	0.7	-1.5	17.3	15.8	0.6	-1.3	16.0	15.8	0.6	-1.6	16.2	15.7	0.9	-2.4	1.3
71	17.3	15.4	0.3	-0.6	17.6	15.5	0.3	-0.5	15.8	15.0	-0.2	-1.6	16.5	15.6	0.3	-1.4	1.8
72	16.4	15.1	-0.9	-2.8	16.5	15.1	-1.1	-2.7	15.1	15.0	-0.7	-3.1	15.1	15.0	-1.4	-3.9	1.4

Test Point #5

Comcast

1121 Allison St.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 02:32:50				Time: 08:27:56				Time: 14:54:12				Time: 20:48:41				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
73	16.8	15.3	0.4	-2.2	17.2	15.7	0.7	-1.7	15.7	15.6	0.6	-2.3	15.7	15.6	0.6	-3.1	1.5
	16.8	15.5	0.0		16.8	15.4	-0.4		15.3	15.3	-0.4		15.4	15.3	-0.3		1.5
75*1																	
76	16.0	15.1	-0.8	-2.2	16.4	15.5	-0.8	-1.7	14.6	15.5	-1.1	-2.7	14.3	15.1	-1.4	-3.7	2.1
77	16.2	15.8	0.2	-2.4	16.3	15.6	-0.1	-2.1	14.2	15.3	-0.4	-3.7	14.2	15.2	-0.1	-4.0	2.1
78*1																	
Min Value	13.6	12.7	-1.9	-3.4	13.4	12.2	-2.0	-3.2	12.3	12.1	-2.1	-3.7	12.4	12.4	-2.4	-4.2	0.5
Max Value	17.3	15.9	1.9	1.3	17.6	15.9	2.2	0.7	16.0	19.0	1.8	0.4	16.5	15.9	2.3	0.5	2.1

Notes:

*1 - Channel removed from Analog line-up

*2 - New channel addition there is no 6 month reference

Comcast

Distortion Measurements

Comcast of Alexandria, VA performed distortion tests at 12 test points, as required by the FCC (76.601 (c)(1)), which states that at least 6 test points for the first 12,500 subscribers, adding 1 test point for each additional 12,500 subscribers. Comcast of Alexandria's subscriber count is 50,610 as of 07/01/08. All of Comcast's test points are distributed through the outer edges of the county at its farthest node locations, with the test points being at the end-of-line. Which meets the requirement that all geographic areas be represented and at least 1/3 of the test points being the most distant points in the system. At each test point, 9 channels were tested for distortions as required by the FCC (76.601(c)(2)), which states at least 4 channels must be tested at each test point, adding 1 channel for each 100 MHz block above 100 MHz. Comcast of Arlington's analog bandwidth is 550 MHz.

Current FCC distortion specifications are as follows:

The C/N measurement (76.605 (a)(7)(ii)) shall not be less than 48dB.

The CTB, CSO and X-mod measurements (76.605 (a)(8)(I)) shall not be less than 53dB.

The HUM measurement (76.605(a)(10)) shall not exceed 3.0%.

The Aural Carrier Difference (4.5 Difference)(76.605 (a)(2)) must be 4.5 MHz above the Visual Carrier, +/- 5KHz.

The In-Channel Frequency Response (In-Band Frequency Response) (76.605 (a)(6)) should not vary by more than +/- 2dB.

Test Point #6

Comcast

901 N. Kemper St.
Alexandria, VA
FCC Distortion Measurements
EQUIPMENT USED:
H/P 8591C, S/N 3916A04384
Pre-Amplifier 85905A, S/N 6093-0551
Comsonics Cybertec Examiner
CONVERTER BOX SA 8511, S/N GF505BFDN

Date:8-19-2008 Time: 12:04 PM Temp: 85

CH.	HUM% 3% Max	IN FREQ 2 dB Max	C/N 48 dB Min	CSO 53dB Min	CTB 53dB Min	4.5 DIFF 5KHz Max
2	0.7	0.5	50.5	69.6	65.0	4.5000
95	0.8	1.9	52.3	71.4	66.6	4.4997
21	0.7	0.8	53.2	71.2	68.2	4.5000
8	0.6	1.2	52.9	72.1	65.4	4.5000
28	0.7	0.9	51.5	69.1	67.8	4.5001
32	0.9	0.8	51.6	72.6	64.2	4.5000
47	0.9	0.8	51.1	68.6	65.5	4.5000
56	1.1	0.7	49.9	66.0	64.5	4.4999
72	1.2	0.8	52.0	70.1	71.7	4.5001
Minimum values:	0.6	0.5	49.9	66.0	64.2	4.4997
Maximum values:	1.2	1.9	53.2	72.6	71.7	4.5001

Comcast

Signal Level Variance

The ranges allowed by the FCC (76.605 (a)(4)(i,ii,iii)) are as follows:

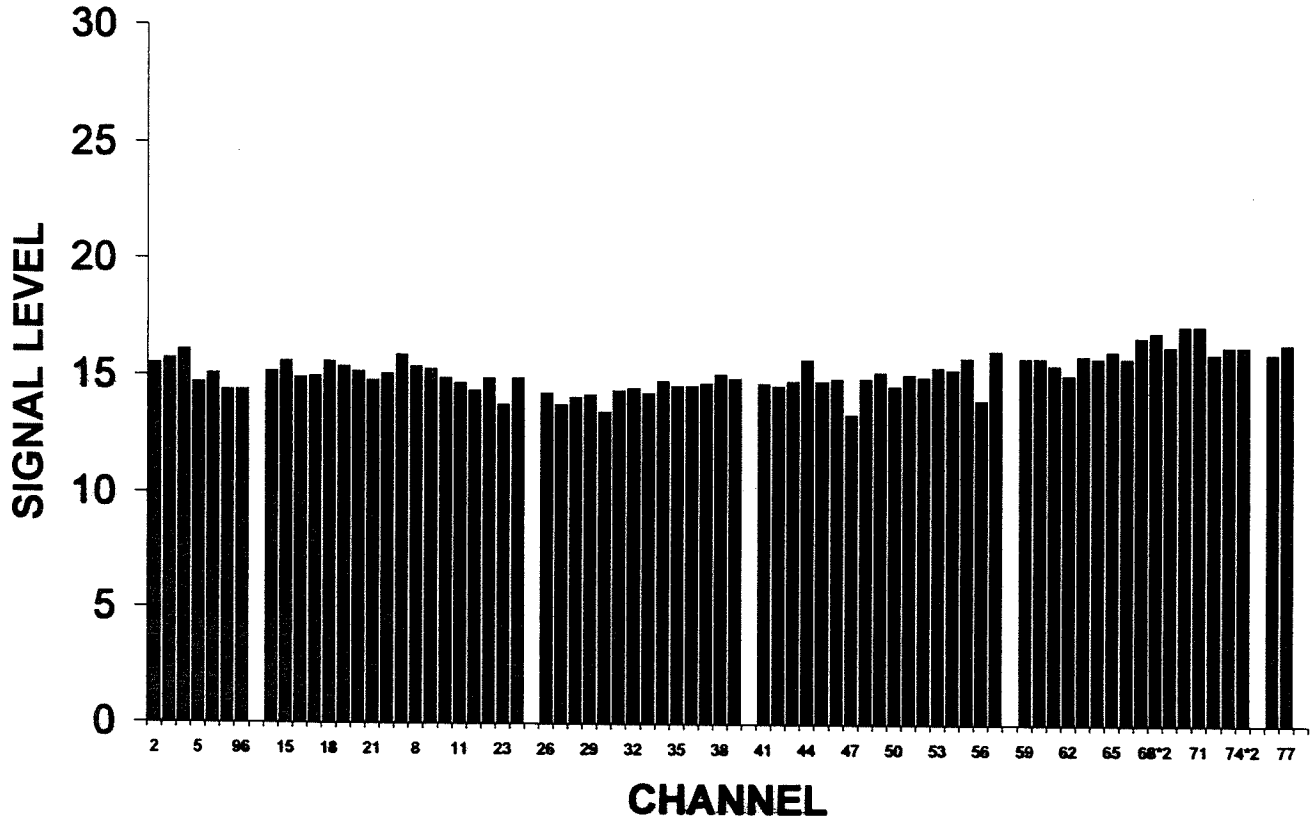
4. Each level shall not vary by more than 8dB within any 6-month interval.

i. Adjacent channel level to be within 3dB of each other.

ii. Visual signal level on any other channel on a cable television system should be less than 10dB for systems of up to 300 MHz; for each additional 100 MHz, add 1dB to maximum difference level.

iii. A maximum level such that signal degradation due to overload in the subscriber's Receiver or terminal does not occur.

TEST POINT #6



The maximum signal level is	17.2 dBmV

The maximum adjacent channel level difference is	2.5 dBmV
The maximum level difference between the highest and lowest is	3.8 dBmV
The maximum six month variance is	5 dBmV

Test Point #6

Comcast

901 N. Kemper St.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 4340571 Date: 07/25/08

Run	1				2				3				4				
	Time: 02:17:45				Time: 08:08:19				Time: 14:35:21				Time: 20:21:18				
Temp	84				71				89				95				
Chan	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	24 HR Vid Diff
2	15.5	15.0		-0.4	14.3	13.7		-1.7	15.4	15.4		-0.4	15.2	15.2		-0.6	1.2
3	15.7	15.1	0.2	-1.1	15.8	15.0	1.5	-0.8	15.5	15.2	0.1	-1.1	15.4	15.1	0.2	-1.6	0.4
4	16.1	15.2	0.4	-0.7	16.1	15.1	0.3	-0.7	16.1	15.7	0.6	-0.7	14.9	14.6	-0.5	-2.2	1.2
5	14.7	14.0	-1.4	-2.4	16.0	15.3	-0.1	-1.0	15.3	15.1	-0.8	-1.6	15.5	15.4	0.6	-1.6	1.3
6	15.1	14.7	0.4	-2.0	15.2	14.7	-0.8	-1.4	14.8	14.9	-0.5	-2.0	14.5	14.8	-1.0	-2.5	0.7
95	14.4	14.8	-0.7	-4.7	14.4	14.7	-0.8	-4.2	13.9	13.9	-0.9	-4.5	13.9	14.9	-0.6	-5.9	0.5
96	14.4	15.0	0.0	-4.0	14.2	14.6	-0.2	-4.4	13.8	14.9	-0.1	-3.4	13.8	14.9	-0.1	-3.5	0.6
99*1																	
14	15.2	13.0	0.8	-2.4	15.4	13.1	1.2	-2.3	14.6	13.0	0.8	-2.6	14.5	13.9	0.7	-3.2	0.9
15	15.6	14.3	0.4	-1.4	15.7	14.2	0.3	-1.4	15.0	14.2	0.4	-1.8	15.1	14.4	0.6	-2.1	0.7
16	14.9	14.9	-0.7	-2.6	14.9	14.8	-0.8	-2.8	14.3	15.3	-0.7	-3.1	14.2	15.0	-0.9	-3.5	0.7
17	15.0	15.0	0.1	-2.8	15.2	15.1	0.3	-2.6	14.3	14.9	0.0	-3.3	14.4	15.1	0.2	-3.4	0.9
18	15.6	15.8	0.6	-2.2	15.6	15.7	0.4	-2.4	15.0	15.7	0.7	-2.5	14.9	15.8	0.5	-3.0	0.7
19	15.4	15.1	-0.2	-2.4	15.6	15.3	0.0	-2.3	14.8	15.1	-0.2	-2.4	14.8	15.2	-0.1	-2.7	0.8
20	15.2	15.5	-0.2	-2.5	15.2	15.4	-0.4	-2.6	14.6	15.5	-0.2	-3.1	14.4	15.4	-0.4	-3.7	0.8
21	14.8	14.7	-0.4	-2.5	15.1	14.8	-0.1	-2.3	13.3	13.8	-1.3	-3.9	13.9	14.4	-0.5	-3.6	1.8
22	15.1	15.3	0.3	-3.2	15.3	15.3	0.2	-3.1	14.3	15.1	1.0	-2.9	13.9	14.7	0.0	-3.4	1.4
7	15.9	15.5	0.8	-2.1	15.7	15.3	0.4	-2.3	15.1	15.4	0.8	-2.6	14.9	15.2	1.0	-2.6	1.0
8	15.4	15.3	-0.5	-2.1	15.5	15.2	-0.2	-2.1	14.6	15.2	-0.5	-2.5	14.2	14.7	-0.7	-3.1	1.3
9	15.3	15.3	-0.1	-2.5	15.6	15.3	0.1	-2.3	15.1	15.7	0.5	-1.4	14.8	15.3	0.6	-2.0	0.8
10	14.9	15.5	-0.4	-1.6	15.4	15.8	-0.2	-1.4	14.4	15.9	-0.7	-2.0	14.2	15.6	-0.6	-2.4	1.2
11	14.7	15.3	-0.2	-2.2	15.2	15.5	-0.2	-1.8	14.0	15.4	-0.4	-2.9	14.1	15.5	-0.1	-2.8	1.2
12	14.4	15.0	-0.3	-2.5	14.5	14.9	-0.7	-2.4	13.6	15.0	-0.4	-3.0	13.8	15.1	-0.3	-3.0	0.9
13	14.9	15.4	0.5	-1.8	14.9	15.2	0.4	-2.0	14.1	15.2	0.5	-2.3	14.1	15.3	0.3	-2.6	0.8
23	13.8	14.7	-1.1	-3.7	14.0	14.8	-0.9	-3.6	13.0	14.8	-1.1	-4.4	13.3	15.0	-0.8	-4.2	1.0
24*	14.9	14.8	1.1	-1.3	15.2	14.9	1.2	-1.2	14.1	14.7	1.1	-1.8	14.2	14.6	0.9	-1.9	1.1
25*1																	
26	14.3	15.1	-0.6	-2.9	14.5	15.2	-0.7	-2.8	13.7	15.4	-0.4	-3.4	13.8	15.4	-0.4	-3.5	0.8
27	13.8	14.2	-0.5	-2.3	13.9	14.1	-0.6	-2.3	13.2	14.3	-0.5	-2.7	13.2	14.1	-0.6	-3.1	0.7
28	14.1	15.4	0.3	-1.2	14.2	15.2	0.3	-1.3	13.3	15.3	0.1	-1.7	13.5	15.5	0.3	-1.8	0.9
29	14.2	15.2	0.1	-2.3	14.6	15.6	0.4	-1.8	13.3	15.3	0.0	-2.7	13.6	15.5	0.1	-2.8	1.3
30	13.5	14.3	-0.7	-3.1	14.5	15.1	-0.1	-2.1	13.4	14.9	0.1	-3.0	13.4	14.7	-0.2	-3.1	1.1
31	14.4	14.7	0.9	-2.2	14.7	14.8	0.2	-1.9	13.9	14.8	0.5	-2.5	13.8	14.7	0.4	-2.8	0.9
32	14.5	15.2	0.1	-0.9	14.8	15.4	0.1	-0.4	13.6	15.1	-0.3	-1.4	12.6	14.0	-1.2	-2.6	2.2

Test Point #6

Comcast

901 N. Kemper St.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057I

Date: 07/25/08

Run	1				2				3				4				
	Time: 02:17:45				Time: 08:08:19				Time: 14:35:21				Time: 20:21:18				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
33	14.3	15.0	-0.2	-2.1	14.9	15.5	0.1	-1.6	13.7	15.2	0.1	-2.1	13.7	15.1	1.1	-2.4	1.2
34	14.8	15.6	0.5	-1.7	14.6	15.2	-0.3	-1.9	13.3	14.8	-0.4	-3.0	13.4	14.7	-0.3	-3.1	1.5
35	14.6	15.1	-0.2	-2.3	15.0	15.3	0.4	-1.9	13.5	14.8	0.2	-3.1	14.2	15.4	0.8	-2.6	1.5
36	14.6	15.4	0.0	-1.7	14.8	15.3	-0.2	-1.7	13.7	15.1	0.2	-2.1	13.7	15.1	-0.5	-2.9	1.1
37	14.7	15.5	0.1	-1.8	14.8	15.4	0.0	-1.9	13.7	15.2	0.0	-2.7	13.6	15.0	-0.1	-2.9	1.2
38	15.1	15.4	0.4	-1.4	15.1	15.3	0.3	-1.6	14.1	15.2	0.4	-2.2	14.4	15.4	0.8	-2.2	1.0
39	14.9	15.1	-0.2	-2.1	15.2	15.0	0.1	-1.9	14.1	14.9	0.0	-2.7	14.0	14.8	-0.4	-3.2	1.2
40*1																	
41	14.7	15.4	-0.2	-1.7	15.0	15.6	-0.2	-1.5	14.2	15.8	0.1	-2.1	13.8	15.3	-0.2	-2.9	1.2
42	14.6	15.5	-0.1	-2.2	14.7	15.4	-0.3	-1.9	13.8	15.4	-0.4	-2.5	13.4	15.0	-0.4	-3.3	1.3
43	14.8	15.6	0.2	-1.7	14.8	15.4	0.1	-1.7	14.0	15.6	0.2	-2.0	13.6	15.1	0.2	-2.9	1.2
44	15.7	15.8	0.9	-0.7	15.9	14.9	1.1	-0.7	14.8	15.8	0.8	-1.5	14.8	15.7	1.2	-1.6	1.1
45	14.8	15.6	-0.9	-1.5	15.0	15.6	-0.9	-1.2	13.7	15.3	-1.1	-2.4	13.6	15.1	-1.2	-2.8	1.4
46	14.9	15.3	0.1	-1.3	15.1	15.4	0.1	-1.2	13.9	15.3	0.2	-2.4	13.3	14.4	-0.3	-3.2	1.8
47	13.4	15.6	-1.5	-2.4	14.1	15.1	-1.0	-1.7	12.6	15.6	-1.3	-3.0	12.7	14.7	-0.6	-3.3	1.5
48	14.9	15.2	1.5	-2.0	15.0	15.1	0.9	-1.7	13.9	15.0	1.3	-2.7	14.3	15.2	1.6	-2.6	1.1
49	15.2	15.3	0.3	-1.0	15.4	15.1	0.4	-1.0	14.4	15.0	0.5	-1.5	14.6	15.2	0.3	-1.9	1.0
50	14.6	15.5	-0.6	-2.2	15.1	15.6	-0.3	-1.7	14.2	15.6	-0.2	-2.5	14.2	15.5	-0.4	-2.5	0.9
51	15.1	15.1	0.5	-1.5	15.5	15.2	0.4	-1.0	14.5	15.1	0.3	-1.9	14.8	15.3	0.6	-2.0	1.0
52	15.0	14.8	-0.1	-1.4	15.3	15.0	-0.2	-1.3	14.3	14.8	-0.2	-2.1	14.6	15.1	-0.2	-2.2	1.0
53	15.4	15.2	0.4	-1.6	15.4	15.1	0.1	-1.7	14.6	15.1	0.3	-2.2	14.7	15.1	0.1	-2.2	0.8
54	15.3	15.0	-0.1	-1.7	15.4	15.1	0.0	-1.7	14.5	14.8	-0.1	-2.5	14.7	15.0	0.0	-2.3	0.9
55*2	15.8	15.3	0.5		15.8	15.5	0.4		15.1	15.3	0.6		15.3	15.4	0.6		0.7
56	14.0	13.0	-1.8	-2.9	13.9	12.9	-1.9	-3.2	12.7	12.4	-2.4	-4.5	13.1	12.7	-2.2	-4.2	1.3
57	16.1	15.3	2.1	-1.5	15.9	15.0	2.0	-1.6	15.2	15.0	2.5	-2.1	15.3	15.1	2.2	-2.6	0.9
58*1																	
59	15.8	15.0	-0.3	-2.2	16.1	15.2	0.2	-1.9	15.2	15.2	0.0	-2.4	15.2	15.1	-0.1	-2.8	0.9
60	15.8	15.4	0.0	-2.1	16.0	15.5	-0.1	-2.1	15.0	15.4	-0.2	-2.3	15.2	15.4	0.0	-2.8	1.0
61	15.5	15.9	-0.3	-1.9	15.8	15.8	-0.2	-1.6	14.8	15.0	-0.2	-2.2	14.9	15.0	-0.3	-2.4	1.0
62	15.1	15.1	-0.4	-2.7	15.2	15.0	-0.6	-2.6	14.4	15.2	-0.4	-2.7	14.3	15.0	-0.6	-3.6	0.9
63	15.9	15.0	0.8	-1.7	16.2	15.2	1.0	-1.4	15.1	15.0	0.7	-2.3	15.3	15.1	1.0	-2.6	1.1
64	15.8	15.4	-0.1	-2.0	15.8	15.3	-0.4	-1.9	15.1	15.5	0.0	-2.2	14.9	15.2	-0.4	-2.9	0.9
65	16.1	15.7	0.3	-2.0	15.9	15.3	0.1	-2.2	15.1	15.5	0.0	-2.5	15.3	15.6	0.4	-2.8	1.0
66	15.8	15.6	-0.3	-1.5	15.9	15.6	0.0	-1.6	14.9	15.5	-0.2	-2.3	15.1	15.6	-0.2	-2.5	1.0
67	16.7	15.6	0.9	-2.0	16.8	15.5	0.9	-2.0	15.7	15.3	0.8	-2.6	15.8	15.3	0.7	-2.9	1.1
68*2	16.9	15.7	0.2		17.0	15.6	0.2		16.1	15.5	0.4		16.1	15.4	0.3		0.9
69	16.3	15.3	-0.6	-1.3	16.8	15.8	-0.2	-1.0	15.8	15.8	-0.3	-1.9	15.8	15.0	-0.3	-2.0	1.0
70	17.2	14.2	0.9	-1.3	17.2	15.2	0.4	-1.3	16.2	15.2	0.4	-2.0	16.3	15.8	0.5	-2.4	1.0
71	17.2	15.7	0.0	-0.7	17.2	15.5	0.0	-0.8	15.9	15.1	-0.3	-1.9	16.3	15.4	0.0	-1.6	1.3
72	16.0	15.0	-1.2	-2.6	16.1	15.0	-1.1	-2.5	15.4	15.4	-0.5	-2.8	15.2	15.2	-1.1	-3.4	0.9

Test Point #6

Comcast

901 N. Kemper St.
24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 4340571 Date: 07/25/08

Run	1				2				3				4				
	Time: 02:17:45				Time: 08:08:19				Time: 14:35:21				Time: 20:21:18				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
73	16.3	15.0	0.3	-2.2	16.4	15.0	0.3	-2.1	15.6	15.1	0.2	-2.5	15.6	15.0	0.4	-3.0	0.8
74*2	16.3	15.2	0.0		16.4	15.1	0.0		15.4	15.1	-0.2		15.5	14.9	-0.1		1.0
75*1																	
76	16.0	15.2	-0.3	-2.4	16.1	15.2	-0.3	-2.2	15.3	15.3	-0.3	-2.8	15.4	15.4	-0.2	-3.0	0.8
77	16.4	15.7	0.4	-2.1	16.6	15.7	0.5	-1.9	15.6	15.8	0.3	-2.5	15.5	15.5	0.1	-3.1	1.1
78*1																	
Min Value	13.4	13.0	-1.8	-4.7	13.9	12.9	-1.9	-4.4	12.6	12.4	-2.4	-4.5	12.6	12.7	-2.2	-5.0	0.4
Max Value	17.2	15.9	2.1	-0.4	17.2	15.8	2.0	-0.4	16.2	15.9	2.5	-0.4	16.3	15.8	2.2	-0.6	2.2

Notes:
*1 - Channel removed from Analog line-up
*2 - New channel addition there is no 6 month reference

Comcast

Distortion Measurements

Comcast of Alexandria, VA performed distortion tests at 12 test points, as required by the FCC (76.601 (c)(1)), which states that at least 6 test points for the first 12,500 subscribers, adding 1 test point for each additional 12,500 subscribers. Comcast of Alexandria's subscriber count is 50,610 as of 07/01/08. All of Comcast's test points are distributed through the outer edges of the county at its farthest node locations, with the test points being at the end-of-line. Which meets the requirement that all geographic areas be represented and at least 1/3 of the test points being the most distant points in the system. At each test point, 9 channels were tested for distortions as required by the FCC (76.601(c)(2)), which states at least 4 channels must be tested at each test point, adding 1 channel for each 100 MHz block above 100 MHz. Comcast of Arlington's analog bandwidth is 550 MHz.

Current FCC distortion specifications are as follows:

The C/N measurement (76.605 (a)(7)(ii)) shall not be less than 48dB.

The CTB, CSO and X-mod measurements (76.605 (a)(8)(I)) shall not be less than 53dB.

The HUM measurement (76.605(a)(10)) shall not exceed 3.0%.

The Aural Carrier Difference (4.5 Difference)(76.605 (a)(2)) must be 4.5 MHz above the Visual Carrier, +/- 5KHz.

The In-Channel Frequency Response (In-Band Frequency Response) (76.605 (a)(6)) should not vary by more than +/- 2dB.

Test Point #7

Comcast

528 Bellvue Pl.
Alexandria, VA
FCC Distortion Measurements
EQUIPMENT USED:
H/P 8591C, S/N 3916A04384
Pre-Amplifier 85905A, S/N 6093-0551
Comsonics Cybertec Examiner
CONVERTER BOX SA 8511, S/N GF505BFDN

Date:8-19-2008 Time: 5:00 PM Temp: 90

CH.	HUM% 3% Max	IN FREQ 2 dB Max	C/N 48 dB Min	CSO 53dB Min	CTB 53dB Min	4.5 DIFF 5KHz Max
2	1.0	1.3	51.7	70.5	65.4	4.5000
95	1.4	2.0	51.5	68.5	69.4	4.4997
21	0.7	1.3	51.7	72.3	67.9	4.5000
8	0.7	1.3	51.4	75.3	65.1	4.5000
28	0.8	1.0	48.0	66.0	66.2	4.5001
32	0.8	0.8	48.2	70.4	65.5	4.5000
47	0.9	0.9	48.8	76.0	67.9	4.5000
56	1.1	0.8	47.5	62.8	64.4	4.4999
72	0.9	0.9	50.6	72.0	69.7	4.5001
Minimum values:	0.7	0.8	47.5	62.8	64.4	4.4997
Maximum values:	1.4	2.0	51.7	76.0	69.7	4.5001

Comcast

Signal Level Variance

The ranges allowed by the FCC (76.605 (a)(4)(i,ii,iii)) are as follows:

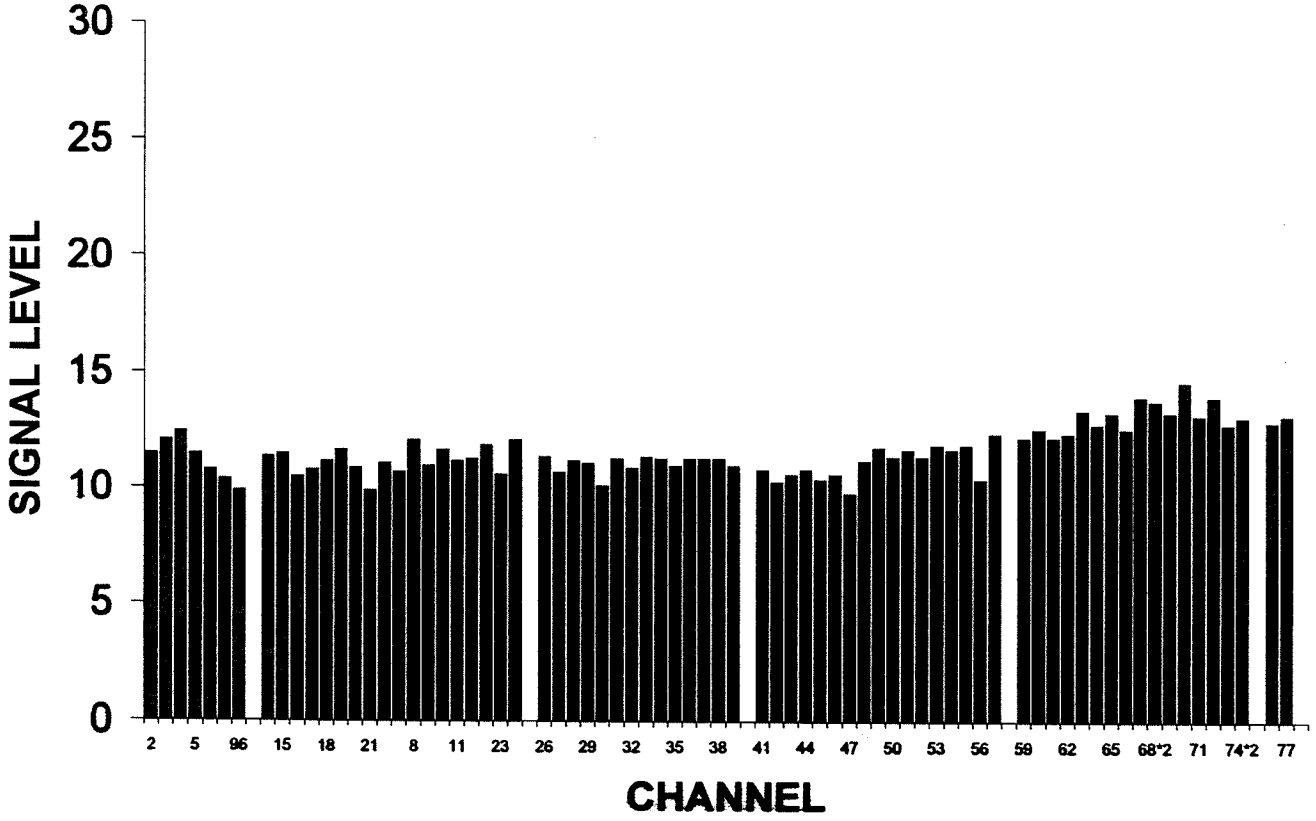
4. Each level shall not vary by more than 8dB within any 6-month interval.

i. Adjacent channel level to be within 3dB of each other.

ii. Visual signal level on any other channel on a cable television system should be less than 10dB for systems of up to 300 MHz; for each additional 100 MHz, add 1dB to maximum difference level.

iii. A maximum level such that signal degradation due to overload in the subscriber's Receiver or terminal does not occur.

TEST POINT #7



The maximum signal level is	18.5 dBmV

The maximum adjacent channel level difference is	2.3 dBmV
The maximum level difference between the highest and lowest is	4.8 dBmV
The maximum six month variance is	5.2 dBmV

Test Point #7

Comcast

528 Bellvue Pl.
24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 041338; Date: 07/25/08

Run	1				2				3				4				
	Time: 03:05:57				Time: 08:47:28				Time: 15:18:24				Time: 21:09:12				
Temp	84				71				89				95				
Chan	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	24 HR Vid Diff
2	11.5	14.8		-2.8	12.6	15.6		-1.7	12.0	15.6		-2.4	11.2	15.2		-3.0	1.4
3	12.1	15.0	0.6	-1.8	12.3	15.1	-0.3	-1.6	11.7	15.2	-0.3	-2.1	11.5	15.3	0.3	-2.4	0.8
4	12.5	15.4	0.4	-0.5	12.5	15.4	0.2	-0.5	11.4	15.1	-0.3	-1.7	10.7	14.6	-0.8	-2.2	1.8
5	11.5	14.7	-1.0	-1.5	11.9	15.2	-0.6	-1.0	11.4	15.1	0.0	-1.6	11.2	15.4	0.5	-1.7	0.7
6	10.8	14.1	-0.7	-2.4	10.7	13.7	-1.2	-2.6	10.0	13.5	-1.4	-3.2	10.0	13.8	-1.2	-2.9	0.8
95	10.4	14.8	-0.4	-3.5	9.9	14.2	-0.8	-4.0	9.5	14.3	-0.5	-4.6	9.1	14.0	-0.9	-5.2	1.3
96	9.9	14.6	-0.5	-4.3	10.3	14.9	0.4	-4.2	9.7	14.8	0.2	-4.7	9.9	15.2	0.8	-4.4	0.6
99*1																	
14	11.4	12.9	1.5	-2.2	11.4	12.7	1.1	-2.1	10.5	12.4	0.8	-3.3	10.4	12.3	0.5	-3.1	1.0
15	11.5	13.9	0.1	-0.7	11.6	13.9	0.2	-0.9	10.9	13.9	0.4	-1.7	10.8	14.3	0.4	-1.8	0.8
16	10.5	18.4	-1.0	-2.8	10.6	18.5	-1.0	-0.6	9.8	18.3	-1.1	-3.7	9.9	18.6	-0.9	-0.7	0.8
17	10.8	14.5	0.3	-2.8	10.6	14.2	0.0	-3.0	10.0	14.2	0.2	-3.7	9.8	14.1	-0.1	-2.2	1.0
18	11.2	14.9	0.4	-1.0	11.5	15.1	0.9	-0.8	10.8	15.1	0.8	-1.6	10.7	15.1	0.9	-1.6	0.8
19	11.7	15.0	0.5	-1.9	11.9	15.1	0.4	0.9	10.9	14.7	0.1	-2.2	11.0	15.0	0.3	-1.9	1.0
20	10.9	14.9	-0.8	-1.7	10.7	14.5	-1.2	-1.8	10.4	14.9	-0.5	-2.2	10.0	14.7	-1.0	-2.5	0.9
21	9.9	13.4	-1.0	-3.5	10.8	14.3	0.1	-2.5	10.4	14.4	0.0	-2.9	10.6	14.9	0.6	-2.6	0.9
22	11.1	14.9	1.2	-2.3	11.3	15.1	0.5	-2.1	10.5	14.9	0.1	-2.9	10.3	14.8	-0.3	-3.2	1.0
7	10.7	13.6	-0.4	-2.2	10.9	13.7	-0.4	-2.0	10.3	13.7	-0.2	-2.6	10.3	13.9	0.0	-2.6	0.6
8	12.1	15.9	1.4	-1.1	11.9	15.6	1.0	-1.4	11.6	15.8	1.3	-1.5	11.5	15.8	1.2	-1.8	0.6
9	11.0	14.3	-1.1	-2.0	11.4	14.6	-0.5	-1.6	11.4	15.1	-0.2	-1.6	11.1	14.8	-0.4	-2.0	0.4
10	11.7	15.5	0.7	-2.3	11.6	15.4	0.2	-2.4	11.1	15.4	-0.3	-3.2	11.2	15.4	0.1	-2.9	0.6
11	11.2	15.0	-0.5	-3.1	11.4	15.3	-0.2	-2.9	11.1	15.5	0.0	-3.4	11.0	15.3	-0.2	-3.5	0.4
12	11.3	15.0	0.1	-3.3	11.4	14.9	0.0	-3.4	10.8	14.9	-0.3	-4.1	10.6	14.7	-0.4	-4.3	0.8
13	11.9	15.6	0.6	-3.0	11.8	15.4	0.4	-3.1	11.1	15.3	0.3	-3.8	11.2	15.3	0.6	-3.8	0.8
23	10.6	14.5	-1.3	-2.9	10.7	14.6	-1.1	-2.8	10.1	14.5	-1.0	-3.5	10.3	14.7	-0.9	-3.2	0.6
24	12.1	15.1	1.5	-1.7	12.0	14.8	1.3	-1.9	11.3	14.6	1.2	-2.2	11.6	15.0	1.3	-2.0	0.8
25*1																	
26	11.4	15.2	-0.7	-2.7	11.8	15.6	-0.2	-2.2	11.1	15.5	-0.2	-2.9	11.2	15.5	-0.4	-2.8	0.7
27	10.7	14.2	-0.7	-2.5	10.6	14.0	-1.2	-2.7	10.1	14.0	-1.0	-3.3	10.0	13.9	-1.2	-3.3	0.7
28	11.2	15.5	0.5	-3.4	11.3	15.6	0.7	-3.3	10.8	15.6	0.7	-3.9	10.8	15.6	0.8	-3.8	0.5
29	11.1	15.6	-0.1	-2.3	11.2	15.8	-0.1	-2.4	10.8	15.8	0.0	-2.7	10.7	15.8	-0.1	-2.7	0.5
30	10.1	14.5	-1.0	-3.5	10.5	14.7	-0.7	-2.9	10.1	14.9	-0.7	-3.4	10.1	14.9	-0.6	-3.4	0.4
31	11.3	15.0	1.2	-2.5	11.5	15.2	1.0	-2.3	11.1	15.3	1.0	-2.7	11.1	15.4	1.0	-2.7	0.4
32	10.9	14.7	-0.4	-3.3	10.8	14.6	-0.7	-3.1	9.9	14.2	-1.2	-4.4	9.6	14.0	-1.5	-4.6	1.3

Test Point #7

Comcast

528 Bellvue Pl.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 041338: Date: 07/25/08

Run	1				2				3				4				
	Time: 03:05:57				Time: 08:47:28				Time: 15:18:24				Time: 21:09:12				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
33	11.4	15.6	0.5	-1.9	11.4	15.4	0.6	-1.6	11.0	15.6	1.1	-2.2	10.8	15.4	1.2	-2.2	0.6
34	11.3	15.7	-0.1	-2.1	11.4	15.9	0.0	-1.8	10.7	15.7	-0.3	-2.8	10.8	15.9	0.0	-2.6	0.7
35	11.0	15.0	-0.3	-2.7	11.2	15.0	-0.2	-2.4	10.6	14.9	-0.1	-3.3	10.5	14.9	-0.3	-3.1	0.7
36	11.3	15.4	0.3	-2.4	11.6	15.6	0.4	-2.2	10.9	15.4	0.3	-3.1	10.9	15.4	0.4	-3.1	0.7
37	11.3	15.7	0.0	-3.0	11.2	15.6	-0.4	-3.2	11.1	15.9	0.2	-3.4	11.0	15.9	0.1	-3.3	0.3
38	11.3	15.6	0.0	-2.9	11.6	15.5	0.4	-2.6	11.1	15.5	0.0	-3.0	10.9	15.5	-0.1	-3.2	0.7
39	11.0	15.4	-0.3	-3.0	11.3	15.3	-0.3	-2.8	10.8	15.2	-0.3	-3.1	10.8	15.4	-0.1	-3.1	0.5
40*1																	
41	10.8	15.7	-0.2	-3.4	11.2	15.2	-0.1	-2.9	10.8	15.3	0.0	-3.4	10.7	15.2	-0.1	-4.1	0.5
42	10.3	15.6	-0.5	-1.9	11.2	15.4	0.0	-0.8	10.9	15.6	0.1	-1.0	10.9	15.7	0.2	-1.0	0.9
43	10.6	16.1	0.3	-1.7	11.8	16.1	0.6	-0.5	11.5	16.7	0.6	-0.8	11.1	16.5	0.2	-1.0	1.2
44	10.8	15.6	0.2	-2.0	11.8	15.6	0.0	-0.8	11.2	15.4	-0.3	-1.6	11.2	15.5	0.1	-1.6	1.0
45	10.4	15.8	-0.4	-2.7	11.2	16.0	-0.6	-1.9	10.9	16.2	-0.3	-2.4	10.7	16.0	-0.5	-2.5	0.8
46	10.6	15.3	0.2	-3.6	11.2	15.4	0.0	-3.1	10.8	15.5	-0.1	-3.5	10.6	15.4	-0.1	-3.5	0.6
47	9.8	15.9	-0.8	-2.9	10.0	15.8	-1.2	-2.9	9.8	15.9	-1.0	-2.8	9.4	15.8	-1.2	-3.4	0.6
48	11.2	15.2	1.4	-3.5	11.7	15.6	1.7	-2.9	11.3	15.9	1.5	-3.3	11.1	15.6	1.7	-3.5	0.6
49	11.8	15.3	0.6	-3.3	12.0	15.3	0.3	-2.7	11.5	15.3	0.2	-3.5	11.4	15.4	0.3	-3.5	0.6
50	11.4	15.6	-0.4	-2.8	11.5	15.5	-0.5	-2.9	11.0	15.6	-0.5	-3.5	10.9	15.6	-0.5	-3.5	0.6
51	11.7	15.5	0.3	-2.6	12.1	15.9	0.6	-2.3	11.4	15.9	0.4	-2.9	11.3	15.9	0.4	-3.2	0.8
52	11.4	14.9	-0.3	-3.3	11.5	14.9	-0.6	-3.1	10.8	14.9	-0.6	-3.8	10.7	14.8	-0.6	-3.9	0.8
53	11.9	15.3	0.5	-2.8	12.1	15.4	0.6	-2.7	11.1	15.2	0.3	-3.8	11.2	15.3	0.5	-3.7	1.0
54	11.7	15.0	-0.2	-3.3	12.2	15.7	0.1	-2.5	11.3	15.6	0.2	-3.7	11.0	15.4	-0.2	-3.9	1.2
55*2	11.9	15.0	0.2		12.0	15.0	-0.2		11.3	15.2	0.0		11.1	14.9	0.1		0.9
56	10.4	13.0	-1.5	-4.4	10.3	12.9	-1.7	-4.4	9.6	13.2	-1.7	-5.2	9.8	13.3	-1.3	-4.9	0.8
57	12.4	14.5	2.0	-2.7	12.6	14.8	2.3	-2.5	11.4	14.8	1.8	-4.0	11.4	14.7	1.6	-3.8	1.2
58*1																	
59	12.2	14.4	-0.2	-2.2	12.7	15.0	0.1	-1.7	11.1	14.9	-0.3	-3.3	11.3	15.1	-0.1	-3.4	1.6
60	12.6	15.8	0.4	-1.1	12.7	15.9	0.0	-0.9	11.4	16.1	0.3	-2.3	11.2	16.0	-0.1	-2.5	1.5
61	12.2	15.6	-0.4	-1.7	12.0	15.2	-0.7	-2.0	10.2	15.0	-1.2	-3.7	10.4	15.3	-0.8	-3.1	2.0
62	12.4	15.3	0.2	-1.9	12.6	15.6	0.6	-1.8	11.1	15.9	0.9	-3.1	10.8	15.9	0.4	-3.4	1.8
63	13.4	15.4	1.0	-1.0	13.6	15.4	1.0	-0.8	11.9	15.7	0.8	-2.3	11.4	15.6	0.6	-2.8	2.2
64	12.8	15.3	-0.6	-1.3	12.8	15.2	-0.8	-1.4	11.2	15.2	-0.7	-3.0	10.6	15.1	-0.8	-3.5	2.2
65	13.3	16.0	0.5	-1.2	13.3	16.1	0.5	-1.2	11.9	16.2	0.7	-2.5	11.2	16.1	0.6	-3.2	2.1
66	12.6	15.6	-0.7	-1.7	12.6	15.4	-0.7	-1.6	11.0	15.3	-0.9	-3.2	10.5	15.3	-0.7	-3.7	2.1
67	14.0	15.5	1.4	-0.4	13.9	15.2	1.3	-0.3	12.1	15.1	1.1	-2.3	11.6	14.9	1.1	-2.8	2.4
68*2	13.8	15.3	-0.2		14.3	15.8	0.4		12.8	15.8	0.7		12.4	15.7	0.8		1.9
69	13.3	16.4	-0.5	-1.1	13.4	16.3	-0.9	-1.1	12.1	16.2	-0.7	-2.3	11.7	16.1	-0.7	-2.5	1.7
70	14.6	16.0	1.3	0.2	14.6	16.0	1.2	0.0	13.0	15.6	0.9	-1.8	12.9	15.7	1.2	-1.7	1.7
71	13.2	15.5	-1.4	0.0	13.0	15.7	-1.6	0.0	13.3	15.3	0.3	0.1	13.1	15.3	0.2	-0.1	0.3
72	14.0	16.7	0.8	0.0	14.1	16.4	1.1	0.0	13.9	16.4	0.6	0.0	13.7	16.5	0.6	0.0	0.4

Test Point #7

Comcast

528 Bellvue Pl.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 041338: Date: 07/25/08

Run	1				2				3				4				
	Time: 03:05:57				Time: 08:47:28				Time: 15:18:24				Time: 21:09:12				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
73	12.8	15.0	-1.2	0.0	13.0	15.2	-1.1	0.3	12.0	15.0	-1.9	-0.8	11.9	15.0	-1.8	-1.0	1.1
74*2	13.1	14.9	0.3		13.2	14.7	0.2		12.3	14.9	0.3		12.1	14.9	0.2		1.1
75*1																	
76	12.9	15.2	-0.2	3.9	13.0	15.4	-0.2	4.2	12.3	15.6	0.0	3.4	11.9	15.3	-0.2	2.1	1.1
77	13.2	16.0	0.3	5.1	13.3	16.0	0.3	5.0	12.4	15.9	0.1	4.6	12.4	16.0	0.5	3.4	0.9
78*1																	
Min Value	9.8	12.9	-1.5	-4.4	9.9	12.7	-1.7	-4.4	9.5	12.4	-1.9	-5.2	9.1	12.3	-1.8	-5.2	0.3
Max Value	14.6	18.4	2.0	5.1	14.6	18.5	2.3	5.0	13.9	18.3	1.8	4.6	13.7	18.6	1.7	3.4	2.4

Notes:

*1 - Channel removed from analog lineup

*2 - New channel addition there is no 6 month reference

Comcast

Distortion Measurements

Comcast of Alexandria, VA performed distortion tests at 12 test points, as required by the FCC (76.601 (c)(1)), which states that at least 6 test points for the first 12,500 subscribers, adding 1 test point for each additional 12,500 subscribers. Comcast of Alexandria's subscriber count is 50,610 as of 07/01/08. All of Comcast's test points are distributed through the outer edges of the county at its farthest node locations, with the test points being at the end-of-line. Which meets the requirement that all geographic areas be represented and at least 1/3 of the test points being the most distant points in the system. At each test point, 9 channels were tested for distortions as required by the FCC (76.601(c)(2)), which states at least 4 channels must be tested at each test point, adding 1 channel for each 100 MHz block above 100 MHz. Comcast of Arlington's analog bandwidth is 550 MHz.

Current FCC distortion specifications are as follows:

The C/N measurement (76.605 (a)(7)(ii)) shall not be less than 48dB.

The CTB, CSO and X-mod measurements (76.605 (a)(8)(I)) shall not be less than 53dB.

The HUM measurement (76.605(a)(10)) shall not exceed 3.0%.

The Aural Carrier Difference (4.5 Difference)(76.605 (a)(2)) must be 4.5 MHz above the Visual Carrier, +/- 5KHz.

The In-Channel Frequency Response (In-Band Frequency Response) (76.605 (a)(6)) should not vary by more than +/- 2dB.

Test Point #8

Comcast

5109 Gardner Dr.
Alexandria, VA
FCC Distortion Measurements
EQUIPMENT USED:
H/P 8591C, S/N 3916A04384
Pre-Amplifier 85905A, S/N 6093-0551
Comsonics Cybertec Examiner
CONVERTER BOX SA 8511, S/N GF505BFDN

Date:8-20-2008 Time: 11:34 AM Temp: 82

CH.	HUM% 3% Max	IN FREQ 2 dB Max	C/N 48 dB Min	CSO 53dB Min	CTB 53dB Min	4.5 DIFF 5KHz Max
2	0.9	0.3	51.7	72.7	68.1	4.5000
95	0.9	1.8	52.2	77.8	70.7	4.4997
21	0.8	0.9	52.3	74.1	67.9	4.5000
8	0.9	0.9	52.6	74.0	71.5	4.5000
28	0.8	1.1	52.1	66.2	65.3	4.5001
32	1.0	0.7	52.1	71.6	63.8	4.5000
47	0.9	0.8	51.4	68.7	69.1	4.5000
56	1.3	0.9	49.3	68.3	65.6	4.4999
72	1.0	0.5	51.1	67.4	66.1	4.5001
Minimum values:	0.8	0.3	49.3	66.2	63.8	4.4997
Maximum values:	1.3	1.8	52.6	77.8	71.5	4.5001

Comcast

Signal Level Variance

The ranges allowed by the FCC (76.605 (a)(4)(i,ii,iii)) are as follows:

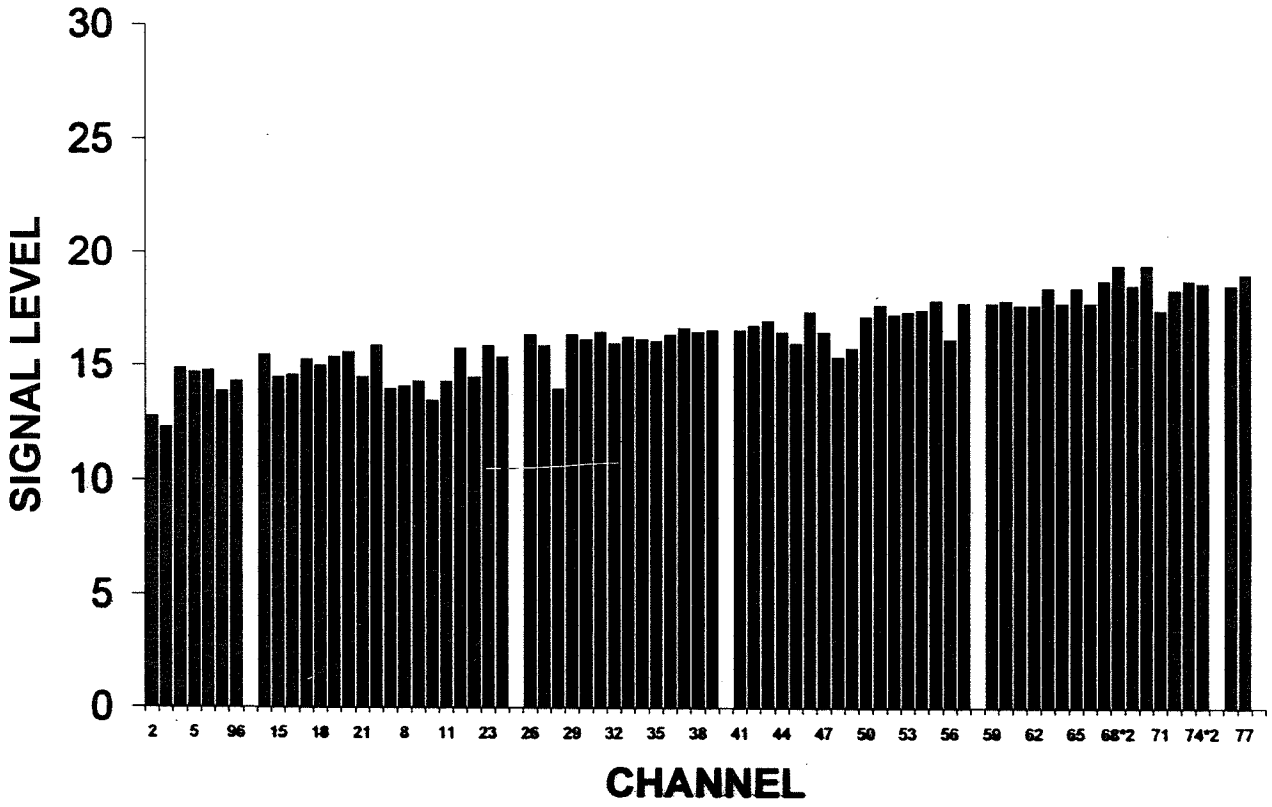
4. Each level shall not vary by more than 8dB within any 6-month interval.

i. Adjacent channel level to be within 3dB of each other.

ii. Visual signal level on any other channel on a cable television system should be less than 10dB for systems of up to 300 MHz; for each additional 100 MHz, add 1dB to maximum difference level.

iii. A maximum level such that signal degradation due to overload in the subscriber's Receiver or terminal does not occur.

TEST POINT #8



The maximum signal level is	19.6 dBmV

The maximum adjacent channel level difference is	2.6 dBmV
The maximum level difference between the highest and lowest is	7.2 dBmV
The maximum six month variance is	5.9 dBmV

Test Point #8

Comcast

5109 Gardner Dr.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 4340571 Date: 07/25/08

Run	1				2				3				4				
	Time: 03:40:38				Time: 09:30:22				Time: 15:52:03				Time: 21:40:33				
Temp	84				71				89				95				
Chan	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	24 HR Vid Diff
2	12.8	14.0		4.3	13.7	13.8		5.4	12.9	13.6		4.8	13.6	15.2		5.0	0.9
3	12.3	14.3	-0.5	3.6	13.2	15.0	-0.5	4.0	14.8	15.2	1.9	5.9	14.6	15.0	1.0	5.3	2.5
4	14.9	14.5	2.6	5.5	14.0	15.1	0.8	4.8	15.1	15.3	0.3	5.8	14.5	14.6	-0.1	5.1	1.1
5	14.7	14.3	-0.2	5.3	14.4	15.0	0.4	5.2	14.2	14.5	-0.9	4.9	14.3	14.4	-0.2	4.7	0.5
6	14.8	14.5	0.1	5.7	14.8	14.4	0.4	5.7	14.4	14.7	0.2	4.9	14.4	14.6	0.1	4.6	0.4
95	13.9	14.1	-0.9	3.2	13.6	13.7	-1.2	2.7	13.4	14.2	-1.0	2.8	13.9	14.6	-0.5	2.8	0.5
96	14.3	14.9	0.4	3.5	14.3	14.9	0.7	5.2	13.8	14.9	0.4	4.5	14.0	15.1	0.1	4.5	0.5
99*1																	
14	15.5	12.5	1.2	5.9	15.4	12.4	1.1	5.5	14.9	12.6	1.1	5.1	15.0	12.6	1.0	5.0	0.6
15	14.5	14.0	-1.0	5.1	14.5	14.2	-0.9	5.2	14.1	14.3	-0.8	5.0	14.8	14.5	-0.2	5.5	0.7
16	14.6	15.0	0.1	4.4	15.6	14.5	1.1	5.5	15.1	15.1	1.0	5.2	15.1	15.1	0.3	4.9	1.0
17	15.3	14.8	0.7	5.4	15.4	14.7	-0.2	5.4	14.8	14.9	-0.3	4.9	14.8	14.7	-0.3	5.0	0.6
18	15.0	15.8	-0.3	5.0	15.0	15.9	-0.4	5.0	15.7	15.9	0.9	5.6	15.6	15.7	0.8	5.2	0.7
19	15.4	15.7	0.4	5.0	15.6	15.6	0.6	5.8	15.5	15.4	-0.2	5.7	15.0	15.5	-0.6	5.2	0.6
20	15.6	15.1	0.2	5.4	15.7	15.2	0.1	5.6	15.0	15.2	-0.5	4.9	15.3	15.4	0.3	5.1	0.7
21	14.5	15.0	-1.1	4.7	15.0	15.1	-0.7	5.3	13.9	13.6	-1.1	4.2	15.0	15.2	-0.3	5.4	1.1
22	15.9	15.2	1.4	5.2	15.0	15.1	0.0	5.0	15.6	15.4	1.7	5.7	15.5	15.2	0.5	5.4	0.9
7	14.0	14.9	-1.9	3.9	15.0	15.5	0.0	4.3	15.7	14.8	0.1	5.9	16.3	15.2	0.8	5.6	2.3
8	14.1	14.1	0.1	4.0	14.6	15.3	-0.4	4.6	15.0	15.4	-0.7	5.1	14.3	15.3	-2.0	4.3	0.9
9	14.3	14.5	0.2	3.4	15.0	15.2	0.4	5.3	15.6	15.4	0.6	5.1	15.0	15.6	0.7	5.3	1.3
10	13.5	14.5	-0.8	3.6	14.5	15.6	-0.5	4.7	14.6	15.0	-1.0	5.0	15.0	15.0	0.0	5.0	1.5
11	14.3	14.5	0.8	4.2	14.2	15.5	-0.3	4.0	15.8	15.6	1.2	5.6	15.9	15.5	0.9	5.5	1.7
12	15.8	14.9	1.5	5.5	15.9	14.9	1.7	5.7	14.9	14.5	-0.9	4.8	15.3	14.7	-0.6	4.9	1.0
13	14.5	15.5	-1.3	4.0	16.4	15.5	0.5	5.8	15.8	15.5	0.9	5.5	16.1	15.6	0.8	5.8	1.9
23	15.9	15.4	1.4	4.2	15.6	15.0	-0.8	3.9	15.0	15.0	-0.8	3.6	15.0	14.7	-1.1	3.4	0.9
24	15.4	15.9	-0.5	5.3	14.7	14.7	-0.9	4.6	15.7	14.6	0.7	5.9	14.3	14.9	-0.7	4.4	1.4
25*1																	
26	16.4	15.5	1.0	4.6	16.5	15.5	1.8	4.7	15.9	15.6	0.2	4.3	16.1	15.5	1.8	4.1	0.6
27	15.9	14.5	-0.5	4.8	16.0	14.5	-0.5	4.8	15.3	14.4	-0.6	4.5	15.7	14.6	-0.4	4.5	0.7
28	14.0	15.5	-1.9	4.0	15.0	15.8	-1.0	5.0	14.6	14.6	-0.7	5.4	14.9	15.7	-0.8	5.3	1.0
29	16.4	15.6	2.4	5.1	16.6	15.7	1.6	5.3	15.6	15.4	1.0	4.5	16.0	15.6	1.1	4.9	1.0
30	16.2	15.1	-0.2	4.9	16.1	15.0	-0.5	4.7	15.4	15.0	-0.2	4.4	15.6	14.9	-0.4	4.3	0.8
31	16.5	15.2	0.3	4.9	16.9	15.6	0.8	5.3	15.9	15.2	0.5	4.5	16.0	15.1	0.4	4.2	1.0
32	16.0	15.2	-0.5	5.9	15.2	15.3	-1.7	5.0	15.4	15.2	-0.5	5.5	15.3	14.9	-0.7	5.2	0.8

Test Point #8

Comcast

5109 Gardner Dr.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 03:40:38				Time: 09:30:22				Time: 15:52:03				Time: 21:40:33				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
33	16.3	15.4	0.3	4.9	16.5	15.6	1.3	5.2	15.9	15.6	0.5	5.0	15.9	15.3	0.6	4.9	0.6
34	16.2	15.7	-0.1	4.9	16.4	15.7	-0.1	5.0	15.8	16.0	-0.1	4.7	15.9	15.7	0.0	4.4	0.6
35	16.1	14.7	-0.1	4.1	16.3	14.8	-0.1	4.3	15.7	14.9	-0.1	3.8	15.8	14.8	-0.1	3.9	0.6
36	16.4	15.4	0.3	4.4	16.6	15.4	0.3	4.7	15.7	15.2	0.0	3.9	16.0	15.3	0.2	4.0	0.9
37	16.7	15.9	0.3	4.3	16.8	15.8	0.2	4.5	16.0	15.8	0.3	4.1	16.4	15.0	0.4	4.4	0.8
38	16.5	15.1	-0.2	4.7	16.7	15.2	-0.1	5.1	15.9	15.0	-0.1	4.4	16.3	15.3	-0.1	4.5	0.8
39	16.6	14.8	0.1	4.8	16.9	15.2	0.2	4.8	16.0	15.0	0.1	4.1	16.2	14.9	-0.1	4.3	0.9
40*1																	
41	16.6	15.2	0.0	5.0	16.8	15.4	-0.1	5.2	16.1	15.4	0.1	4.8	16.3	15.4	0.1	4.6	0.7
42	16.8	15.5	0.2	5.3	16.7	15.4	-0.1	5.3	16.0	15.4	-0.1	4.9	16.4	15.5	0.1	5.2	0.8
43	17.0	15.6	0.2	5.6	17.3	15.8	0.6	5.9	16.6	15.8	0.6	5.5	16.7	15.7	0.3	5.3	0.7
44	16.5	15.5	-0.5	5.1	16.4	15.4	-0.9	5.0	15.3	15.3	-1.3	4.0	15.5	15.4	-1.2	4.1	1.2
45	16.9	15.5	-0.5	4.8	15.4	15.6	-1.9	4.0	16.6	15.6	1.3	5.3	16.9	15.7	1.4	5.4	1.5
46	17.4	15.2	1.4	5.8	17.5	15.3	2.1	5.8	16.8	15.3	0.2	5.3	17.0	15.4	0.1	5.4	0.7
47	16.5	15.5	-0.9	5.4	16.3	15.9	-1.2	5.1	15.6	15.7	-1.2	4.5	15.2	15.2	-1.8	4.0	1.3
48	15.4	15.5	-1.1	3.6	17.5	15.5	1.2	5.8	16.9	15.6	1.3	5.3	17.1	15.7	1.9	5.1	2.1
49	15.8	15.3	0.4	4.5	15.8	15.3	-1.7	4.4	17.1	15.2	0.2	5.8	17.2	15.2	0.1	5.5	1.4
50	17.2	15.3	1.4	4.9	17.1	15.1	1.3	5.1	16.7	15.4	-0.4	4.8	16.6	15.2	-0.6	4.9	0.6
51	17.7	15.4	0.5	5.8	16.0	15.6	-1.1	4.0	17.2	15.5	0.5	5.5	17.3	15.5	0.7	5.4	1.7
52	17.3	14.8	-0.4	5.4	17.5	14.9	1.5	5.7	16.9	15.0	-0.3	5.1	17.1	15.1	-0.2	5.0	0.6
53	17.4	14.9	0.1	5.5	17.5	15.0	0.0	5.6	16.9	15.1	0.0	4.9	17.0	15.0	-0.1	5.2	0.6
54	17.5	15.0	0.1	5.3	17.7	15.1	0.2	5.6	16.9	15.1	0.0	4.9	17.1	15.2	0.1	4.9	0.8
55*2	17.9	15.2	0.4		18.1	15.4	0.4		17.0	15.0	0.1		17.3	15.1	0.2		1.1
56	16.2	13.3	-1.7	4.1	16.5	13.6	-1.6	4.4	15.4	13.2	-1.6	3.5	15.6	13.3	-1.7	3.3	1.1
57	17.8	15.0	1.6	5.8	17.8	14.9	1.3	5.6	17.3	15.2	1.9	5.3	17.3	15.1	1.7	5.2	0.5
58																	
59	17.8	15.1	0.0	4.9	17.9	15.1	0.1	4.7	17.1	15.0	-0.2	4.4	17.4	15.2	0.1	4.4	0.8
60	17.9	15.4	0.1	4.8	18.0	15.5	0.1	4.8	17.0	15.1	-0.1	4.1	17.2	15.3	-0.2	3.8	1.0
61	17.7	15.5	-0.2	5.3	17.9	15.7	-0.1	5.4	17.0	15.5	0.0	4.6	17.1	15.4	-0.1	4.4	0.9
62	17.7	15.5	0.0	4.6	17.7	15.4	-0.2	4.8	17.2	15.7	0.2	4.3	17.1	15.5	0.0	4.0	0.6
63	18.5	15.4	0.8	5.3	18.4	15.2	0.7	5.4	17.8	15.3	0.6	4.8	17.7	15.2	0.6	4.4	0.8
64	17.8	15.2	-0.7	4.7	18.1	15.4	-0.3	5.0	17.1	15.1	-0.7	4.4	17.5	15.4	-0.2	4.6	1.0
65	18.5	15.3	0.7	5.1	18.5	15.1	0.4	4.9	17.6	15.9	0.5	4.4	17.8	15.8	0.3	4.1	0.9
66	17.8	15.4	-0.7	5.0	17.9	15.5	-0.6	5.2	17.2	15.6	-0.4	4.7	17.1	15.4	-0.7	4.1	0.8
67	18.8	15.1	1.0	4.3	18.8	15.0	0.9	4.7	17.9	14.9	0.7	4.3	18.1	15.1	1.0	4.2	0.9
68*2	19.5	15.5	0.7		18.5	15.0	-0.3		18.6	15.9	0.7		18.8	15.0	0.7		1.0
69	18.6	15.6	-0.9	5.5	18.5	15.0	0.0	5.4	18.1	15.4	-0.5	5.3	18.1	15.4	-0.7	4.6	0.5
70	19.5	15.8	0.9	5.1	19.6	15.8	1.1	5.1	18.7	15.9	0.6	4.9	18.7	15.7	0.6	3.9	0.9
71	17.5	15.5	-2.0	3.9	17.9	15.6	-1.7	4.3	19.1	15.7	0.4	5.6	19.2	15.6	0.5	5.3	1.7
72	18.4	15.1	0.9	3.9	18.5	15.2	0.6	4.0	17.9	15.3	-1.2	3.6	17.9	15.2	-1.3	3.6	0.6

Test Point #8

Comcast

5109 Gardner Dr.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 03:40:38				Time: 09:30:22				Time: 15:52:03				Time: 21:40:33				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
73	18.8	15.1	0.4	3.9	18.9	15.1	0.4	4.3	18.1	15.1	0.2	3.8	18.2	15.1	0.3	3.6	0.8
74*2	18.7	15.0	-0.1		18.8	15.0	-0.1		18.0	15.1	-0.1		18.1	15.1	-0.1		0.8
75*1																	
76	18.6	15.3	-0.2	4.6	18.8	15.5	-0.1	4.6	17.9	15.4	-0.2	3.7	18.2	15.6	0.0	3.7	0.9
77	19.1	15.9	0.5	4.8	18.5	15.5	-0.3	4.1	18.4	15.8	0.5	4.4	18.4	15.9	0.2	4.1	0.7
78*1																	
Min Value	12.3	12.5	-2.0	3.2	13.2	12.4	-1.7	2.7	12.9	12.6	-1.6	2.8	13.6	12.6	-2.0	2.8	0.4
Max Value	19.5	15.9	2.6	5.9	19.6	15.9	2.1	5.9	19.1	16.0	1.9	5.9	19.2	15.9	1.9	5.8	2.5

Notes:

*1 - Channel removed from Analog line-up

*2 - New channel addition there is no 6 month reference

Comcast

Distortion Measurements

Comcast of Alexandria, VA performed distortion tests at 12 test points, as required by the FCC (76.601 (c)(1)), which states that at least 6 test points for the first 12,500 subscribers, adding 1 test point for each additional 12,500 subscribers. Comcast of Alexandria's subscriber count is 50,610 as of 07/01/08. All of Comcast's test points are distributed through the outer edges of the county at its farthest node locations, with the test points being at the end-of-line. Which meets the requirement that all geographic areas be represented and at least 1/3 of the test points being the most distant points in the system. At each test point, 9 channels were tested for distortions as required by the FCC (76.601(c)(2)), which states at least 4 channels must be tested at each test point, adding 1 channel for each 100 MHz block above 100 MHz. Comcast of Arlington's analog bandwidth is 550 MHz.

Current FCC distortion specifications are as follows:

The C/N measurement (76.605 (a)(7)(ii)) shall not be less than 48dB.

The CTB, CSO and X-mod measurements (76.605 (a)(8)(I)) shall not be less than 53dB.

The HUM measurement (76.605(a)(10)) shall not exceed 3.0%.

The Aural Carrier Difference (4.5 Difference)(76.605 (a)(2)) must be 4.5 MHz above the Visual Carrier, +/- 5KHz.

The In-Channel Frequency Response (In-Band Frequency Response) (76.605 (a)(6)) should not vary by more than +/- 2dB.

Test Point #9

Comcast

418 Bashford Ln.
Alexandria, VA
FCC Distortion Measurements
EQUIPMENT USED:
H/P 8591C, S/N 3916A04384
Pre-Amplifier 85905A, S/N 6093-0551
Comsonics Cybertec Examiner
CONVERTER BOX SA 8511, S/N GF505BFDN

Date:8-20-2008 Time: 10:10 AM Temp: 80

CH.	HUM% 3% Max	IN FREQ 2 dB Max	C/N 48 dB Min	CSO 53dB Min	CTB 53dB Min	4.5 DIFF 5KHz Max
2	0.6	0.8	51.1	69.9	65.5	4.5000
95	0.7	1.9	49.7	67.2	64.2	4.4997
21	0.6	0.4	51.6	71.0	58.5	4.5000
8	0.6	0.8	49.9	67.7	71.0	4.5000
28	0.7	1.4	49.6	67.8	67.1	4.5001
32	0.7	0.8	48.3	65.5	64.2	4.5000
47	0.7	1.0	48.1	63.2	62.5	4.5000
56	0.9	1.0	47.6	63.0	62.0	4.4999
72	0.8	1.0	49.7	68.1	67.0	4.5001
Minimum values:	0.6	0.4	47.6	63.0	58.5	4.4997
Maximum values:	0.9	1.9	51.6	71.0	71.0	4.5001

Comcast

Signal Level Variance

The ranges allowed by the FCC (76.605 (a)(4)(i,ii,iii)) are as follows:

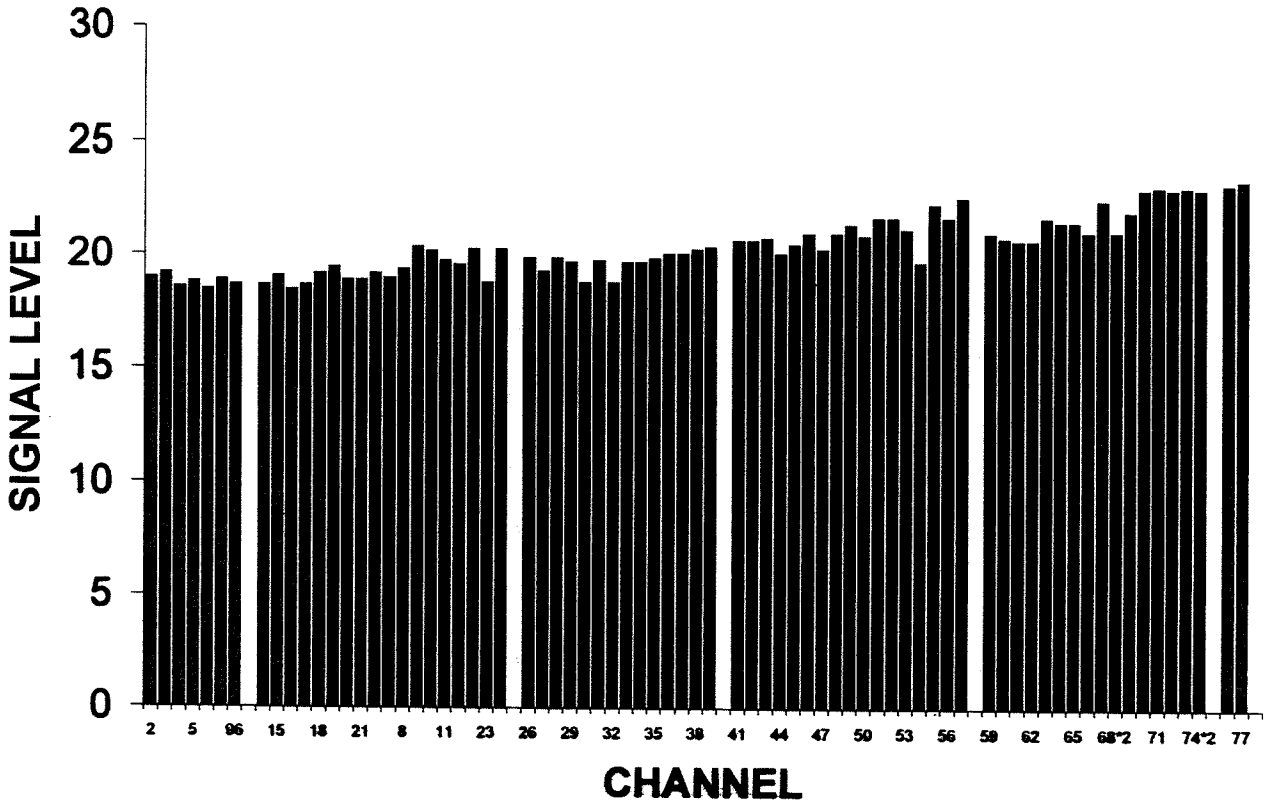
4. Each level shall not vary by more than 8dB within any 6-month interval.

i. Adjacent channel level to be within 3dB of each other.

ii. Visual signal level on any other channel on a cable television system should be less than 10dB for systems of up to 300 MHz; for each additional 100 MHz, add 1dB to maximum difference level.

iii. A maximum level such that signal degradation due to overload in the subscriber's Receiver or terminal does not occur.

TEST POINT #9



The maximum signal level is	27.8 dBmV

The maximum adjacent channel level difference is	2.7 dBmV
The maximum level difference between the highest and lowest is	10 dBmV
The maximum six month variance is	5.9 dBmV

Test Point #9

Comcast

418 Bashford Ln.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/07

Run	1				2				3				4				
	Time: 03:05:04				Time: 08:52:49				Time: 15:17:35				Time: 20:55:34				
Temp	84				71				89				95				
Chan	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	24 HR Vid Diff
2	19.0	15.2		1.3	17.7	13.2		-1.3	19.0	13.1		0.6	18.4	13.0		0.5	1.3
3	19.2	15.1	0.2	1.0	18.2	15.1	0.5	-1.3	19.5	15.2	0.5	0.4	19.1	15.2	0.7	0.7	1.3
4	18.6	14.5	-0.6	0.4	18.2	15.5	0.0	-1.4	19.6	16.1	0.1	0.6	19.0	15.8	-0.1	0.9	1.4
5	18.8	15.0	0.2	0.4	18.4	15.5	0.2	-1.1	19.5	15.5	-0.1	0.4	19.1	15.4	0.1	0.6	1.1
6	18.5	14.6	-0.3	-0.2	18.7	15.2	0.3	-1.0	19.7	15.3	0.2	0.5	19.2	15.1	0.1	0.6	1.2
95	18.9	14.9	0.4	-1.9	20.8	13.1	2.1	-0.3	21.1	13.4	1.4	0.7	20.4	13.1	1.2	1.3	2.2
96	18.7	15.0	-0.2	-2.5	21.2	15.1	0.4	-0.2	21.4	15.4	0.3	1.9	19.5	15.2	-0.9	-0.3	2.7
99*1																	
14	18.7	13.0	0.0	-1.0	19.7	12.7	-1.5	-0.8	20.5	12.8	-0.9	0.2	20.3	12.9	0.8	0.6	1.8
15	19.1	14.3	0.4	0.1	19.9	14.1	-0.7	-0.9	19.9	14.3	-0.6	0.5	19.4	14.1	-0.9	0.6	0.9
16	18.5	18.8	-0.6	-1.4	19.9	16.6	0.9	-0.8	20.7	16.6	0.8	0.4	20.3	15.8	0.9	0.4	2.2
17	18.7	14.8	0.2	-1.3	20.0	12.6	0.1	-0.8	20.8	12.5	0.1	0.3	20.5	12.5	0.2	0.4	2.1
18	19.2	15.4	0.5	-1.6	20.8	15.3	0.8	0.0	20.8	15.4	0.0	0.3	20.5	15.4	0.0	-0.4	1.6
19	19.5	15.3	0.3	-1.0	20.5	15.0	-0.3	-0.6	21.1	15.0	0.3	0.8	20.3	15.0	-0.2	0.7	1.6
20	18.9	15.2	-0.6	-1.6	20.5	15.1	0.0	-0.6	21.1	15.0	0.0	0.2	20.9	15.1	0.6	0.6	2.2
21	18.9	15.0	0.0	-0.9	19.8	14.9	-0.7	-0.8	20.6	14.9	-0.5	0.4	20.2	14.8	-0.7	0.5	1.7
22	19.2	15.3	0.3	-2.1	21.3	15.3	1.5	-0.8	22.1	15.3	1.5	1.2	20.9	15.2	0.7	0.3	2.9
7	19.0	14.4	-0.2	-2.0	21.0	15.0	-0.3	-1.1	22.1	15.4	0.0	0.7	21.4	15.0	0.5	0.8	3.1
8	19.4	14.9	0.4	-1.5	20.9	15.2	-0.1	-0.6	21.5	15.2	-0.6	0.6	20.9	15.5	-0.5	0.6	2.1
9	20.4	15.8	1.0	-1.1	21.5	16.7	0.6	-0.6	22.1	16.5	0.6	1.6	20.5	16.4	-0.4	0.5	1.7
10	20.2	15.8	-0.2	-1.5	21.7	15.9	0.2	0.1	21.6	15.7	-0.5	0.4	21.2	15.9	0.7	-0.2	1.5
11	19.8	15.3	-0.4	-1.7	21.5	15.0	-0.2	-0.3	21.8	15.4	0.2	0.7	21.1	15.2	-0.1	-0.4	2.9
12	19.6	15.3	-0.2	-2.1	21.7	15.2	0.2	-0.2	21.9	15.5	0.1	0.6	21.3	15.5	0.2	-0.6	2.3
13	20.3	15.6	0.7	-1.4	21.7	15.4	0.0	0.1	21.6	15.3	-0.3	0.5	21.1	15.7	-0.2	-0.3	1.4
23	18.8	14.6	-1.5	-3.2	22.0	14.8	0.3	-0.4	22.4	14.4	0.8	0.7	21.7	14.1	0.6	0.2	3.6
24	20.3	15.3	1.5	-0.3	20.6	15.3	-1.4	-0.7	21.3	15.4	-1.1	0.2	21.1	15.0	-0.6	1.0	1.0
25*1																	
26	19.9	15.4	-0.4	-2.1	22.0	14.8	1.4	-0.6	22.6	14.9	1.3	0.2	22.4	15.2	1.3	0.2	2.7
27	19.3	14.7	-0.6	-2.7	22.0	14.5	0.0	0.1	21.9	14.4	-0.7	0.6	21.3	14.3	-1.1	-0.6	2.7
28	19.9	15.7	0.6	-1.3	21.2	15.9	-0.8	-0.1	21.3	15.9	-0.6	0.9	20.4	15.5	-0.9	-0.7	1.4
29	19.7	15.5	-0.2	-2.3	22.0	15.4	0.8	-0.1	22.1	15.4	0.8	0.7	21.4	15.2	1.0	-0.6	2.4
30	18.8	14.7	-0.9	-2.9	21.7	15.1	-0.3	-0.3	22.0	15.4	-0.1	0.6	21.4	15.5	0.0	-0.4	3.2
31	19.8	14.8	1.0	-2.2	22.0	14.9	0.3	-0.1	22.1	14.9	0.1	0.8	21.3	14.7	-0.1	-0.8	2.3
32	18.8	14.1	-1.0	-1.9	20.7	15.1	-1.3	0.2	20.5	14.8	-1.6	0.3	20.2	15.1	-1.1	-0.3	1.9

Test Point #9

Comcast

418 Bashford Ln.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/07

Run	1				2				3				4				
	Time: 03:05:04				Time: 08:52:49				Time: 15:17:35				Time: 20:55:34				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
33	19.7	15.4	0.9	-2.2	21.9	15.7	1.2	-0.1	22.0	15.6	1.5	1.0	21.0	15.5	0.8	-0.4	2.3
34	19.7	15.5	0.0	-1.8	21.5	15.0	-0.4	-0.1	21.6	15.1	-0.4	0.4	21.2	15.3	0.2	-0.3	1.9
35	19.9	15.0	0.2	-2.1	22.0	14.7	0.5	-0.2	22.2	14.9	0.6	0.7	21.5	14.6	0.3	-0.5	2.3
36	20.1	15.4	0.2	-2.3	22.4	15.3	0.4	0.1	22.3	15.1	0.1	0.6	21.7	15.0	0.2	-0.5	2.3
37	20.1	15.3	0.0	-2.5	22.6	15.6	0.2	0.0	22.6	15.5	0.3	0.5	22.1	15.5	0.4	-0.4	2.5
38	20.3	15.2	0.2	-2.2	22.5	15.2	-0.1	0.0	22.5	15.1	-0.1	0.5	22.0	15.0	-0.1	-0.4	2.2
39	20.4	15.2	0.1	-2.1	22.5	14.6	0.0	-0.4	22.9	14.9	0.4	0.6	22.3	14.9	0.3	-0.3	2.5
40*1																	
41	20.7	15.3	0.3	-2.3	23.0	14.9	0.5	-0.1	23.1	14.9	0.2	0.3	22.8	15.1	0.5	-0.3	2.4
42	20.7	15.6	0.0	-3.2	23.9	15.7	0.9	0.1	23.8	15.5	0.7	0.5	23.3	15.6	0.5	-0.2	3.2
43	20.8	16.0	0.1	-2.2	23.0	15.7	-0.9	0.0	23.0	15.6	-0.8	0.1	22.9	16.0	-0.4	-0.3	2.2
44	20.1	15.3	-0.7	-2.8	22.9	15.3	-0.1	-0.1	23.0	15.4	0.0	0.5	22.5	15.5	-0.4	-0.4	2.9
45	20.5	15.4	0.4	-2.8	23.3	15.5	0.4	0.0	23.3	15.5	0.3	0.5	22.8	15.4	0.3	-0.7	2.8
46	21.0	15.4	0.5	-3.0	24.0	16.5	0.7	0.2	23.8	16.3	0.5	0.6	23.2	16.2	0.4	-0.3	3.0
47	20.3	16.4	-0.7	-2.7	23.0	17.0	-1.0	-0.3	23.3	16.8	-0.5	0.7	22.6	16.6	-0.6	-0.5	3.0
48	21.0	15.2	0.7	-2.9	23.9	15.2	0.9	-0.1	24.0	15.4	0.7	0.6	23.4	15.3	0.8	-0.6	3.0
49	21.4	15.1	0.4	-2.0	23.4	15.4	-0.5	0.1	23.3	15.3	-0.7	0.4	22.9	15.3	-0.5	-0.4	2.0
50	20.9	15.5	-0.5	-2.6	23.5	15.9	0.1	0.0	23.5	15.9	0.2	0.6	22.9	15.7	0.0	-0.7	2.6
51	21.7	15.2	0.8	-2.2	23.9	16.2	0.4	0.0	23.9	16.0	0.4	0.4	23.5	16.0	0.6	-0.3	2.2
52	21.7	15.0	0.9	-1.4	23.1	14.8	-0.8	-0.5	23.6	15.3	-0.3	0.2	23.4	15.3	-0.1	-0.1	1.9
53	21.2	14.9	-0.5	-1.9	23.1	14.9	0.0	-0.2	23.3	15.2	-0.3	0.3	23.0	15.3	-0.4	-0.4	2.1
54	19.7	14.8	-1.5	-4.3	24.0	15.4	0.9	0.0	24.0	15.4	0.7	0.4	23.6	15.4	0.6	-0.5	4.3
55*2	22.3	15.1	2.6		24.1	15.1	0.1		24.1	15.1	0.1		23.7	15.6	0.1		1.8
56	21.7	13.2	-0.6	-2.8	24.5	15.5	0.4	0.0	24.5	15.5	0.4	0.6	23.9	15.2	0.2	1.4	2.8
57	22.6	14.9	0.9	-2.4	25.0	15.4	0.5	-0.1	25.1	15.6	0.6	0.4	24.7	15.6	0.8	-0.2	2.5
58*1																	
59	21.0	15.8	-1.6	-4.8	25.8	15.9	0.8	-0.1	25.9	15.8	0.8	0.5	25.4	15.7	0.7	0.0	4.9
60	20.8	15.3	-0.2	-5.6	26.4	16.4	0.6	0.1	26.3	17.0	0.4	0.3	26.0	17.0	0.6	-0.3	5.6
61	20.7	15.4	-0.1	-5.2	25.9	16.3	-0.5	-0.1	26.0	16.4	-0.3	0.9	25.1	15.9	-0.9	-0.6	5.3
62	20.7	15.0	0.0	-5.9	26.6	16.8	0.7	0.0	26.6	16.8	0.6	0.4	26.2	16.9	1.1	1.6	5.9
63	21.7	15.3	1.0	-5.1	26.8	16.5	0.2	0.0	26.8	16.4	0.2	0.4	26.4	16.5	0.2	-0.4	5.1
64	21.5	15.4	-0.2	-5.3	26.8	17.0	0.0	0.3	26.5	16.6	-0.3	0.5	26.0	16.6	-0.4	-0.5	5.3
65	21.5	15.4	0.0	-5.5	27.0	17.0	0.2	0.1	26.9	17.0	0.4	0.4	26.5	16.7	0.5	-0.4	5.5
66	21.1	15.4	-0.4	-3.9	25.0	15.4	-2.0	-0.5	25.5	15.9	-1.4	0.2	25.3	16.3	-1.2	-0.2	4.4
67	22.5	15.5	1.4	-5.2	27.7	15.3	2.7	-0.1	27.8	15.5	2.3	1.0	26.8	15.4	1.5	-0.3	5.3
68*2	21.1	16.1	-1.4		27.1	15.3	-0.6		26.0	15.0	-1.8		26.5	15.4	-0.3		6.0
69	22.0	16.6	0.9	-5.0	27.0	16.8	-0.1	0.3	26.7	17.0	0.7	0.5	26.2	16.7	-0.3	-0.4	5.0
70	23.0	15.9	1.0	-4.4	27.4	15.9	0.4	0.0	27.4	15.8	0.7	0.7	26.7	15.6	0.5	-0.8	4.4
71	23.1	15.4	0.1	-3.6	26.7	15.2	-0.7	-0.1	26.8	15.3	-0.6	0.5	26.3	15.3	-0.4	-0.4	3.7
72	23.0	16.4	-0.1	-4.6	27.6	16.1	0.9	-0.1	27.7	16.1	0.9	0.6	27.1	16.0	0.8	1.4	4.7

Test Point #9

Comcast

418 Bashford Ln.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/07

Run	1				2				3				4				
	Time: 03:05:04				Time: 08:52:49				Time: 15:17:35				Time: 20:55:34				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
73	23.1	15.6	0.1	-4.2	27.3	16.2	-0.3	0.2	27.1	15.7	-0.6	0.5	26.6	15.8	-0.5	-0.5	4.2
74*2	23.0	15.5	-0.1		27.1	16.0	-0.2		27.3	16.2	0.2		26.5	15.5	-0.1		4.3
75*1																	
76	23.2	15.3	0.1	-3.8	27.0	15.9	-0.3	-0.2	27.2	16.2	0.1	0.7	26.5	16.0	-0.1	-0.6	4.0
77	23.4	15.8	0.2	-3.7	27.1	15.8	0.1	0.2	26.9	15.5	-0.3	0.5	26.4	15.6	-0.1	0.0	3.7
78*1																	
Min Value	18.5	13.0	-1.6	-5.9	17.7	12.6	-2.0	-1.4	19.0	12.5	-1.8	0.1	18.4	12.5	-1.2	-0.8	0.9
Max Value	23.4	18.8	2.6	1.3	27.7	17.0	2.7	0.3	27.8	17.0	2.3	1.9	27.1	17.0	1.5	1.6	6.0

Notes:

*1 - Channel removed from Analog line-up

*2 - New channel addition there is no 6 month reference

Comcast

Distortion Measurements

Comcast of Alexandria, VA performed distortion tests at 12 test points, as required by the FCC (76.601 (c)(1)), which states that at least 6 test points for the first 12,500 subscribers, adding 1 test point for each additional 12,500 subscribers. Comcast of Alexandria's subscriber count is 50,610 as of 07/01/08. All of Comcast's test points are distributed through the outer edges of the county at its farthest node locations, with the test points being at the end-of-line. Which meets the requirement that all geographic areas be represented and at least 1/3 of the test points being the most distant points in the system. At each test point, 9 channels were tested for distortions as required by the FCC (76.601(c)(2)), which states at least 4 channels must be tested at each test point, adding 1 channel for each 100 MHz block above 100 MHz. Comcast of Arlington's analog bandwidth is 550 MHz.

Current FCC distortion specifications are as follows:

The C/N measurement (76.605 (a)(7)(ii)) shall not be less than 48dB.

The CTB, CSO and X-mod measurements (76.605 (a)(8)(I)) shall not be less than 53dB.

The HUM measurement (76.605(a)(10)) shall not exceed 3.0%.

The Aural Carrier Difference (4.5 Difference)(76.605 (a)(2)) must be 4.5 MHz above the Visual Carrier, +/- 5KHz.

The In-Channel Frequency Response (In-Band Frequency Response) (76.605 (a)(6)) should not vary by more than +/- 2dB.

Test Point #10

Comcast

5465 Colfax Ave.
Alexandria, VA
FCC Distortion Measurements
EQUIPMENT USED:
H/P 8591C, S/N 3916A04384
Pre-Amplifier 85905A, S/N 6093-0551
Comsonics Cybertec Examiner
CONVERTER BOX SA 8511, S/N GF505BFDN

Date:8-19-2008 Time: 11:30 AM Temp: 85

CH.	HUM% 3% Max	IN FREQ 2 dB Max	C/N 48 dB Min	CSO 53dB Min	CTB 53dB Min	4.5 DIFF 5KHz Max
2	0.8	0.7	51.8	78.2	69.1	4.5000
95	0.7	1.7	51.6	70.9	70.8	4.4997
21	0.6	0.6	52.6	70.8	66.7	4.5000
8	0.9	0.8	51.4	68.1	67.0	4.5000
28	0.7	1.1	50.3	68.7	70.8	4.5001
32	0.7	1.2	50.7	69.5	62.8	4.5000
47	1.0	0.8	51.3	70.2	63.5	4.5000
56	1.0	0.5	49.4	69.8	64.3	4.4999
72	0.9	1.3	52.2	68.3	62.8	4.5001
Minimum values:	0.6	0.5	49.4	68.1	62.8	4.4997
Maximum values:	1.0	1.7	52.6	78.2	70.8	4.5001

Comcast

Signal Level Variance

The ranges allowed by the FCC (76.605 (a)(4)(i,ii,iii)) are as follows:

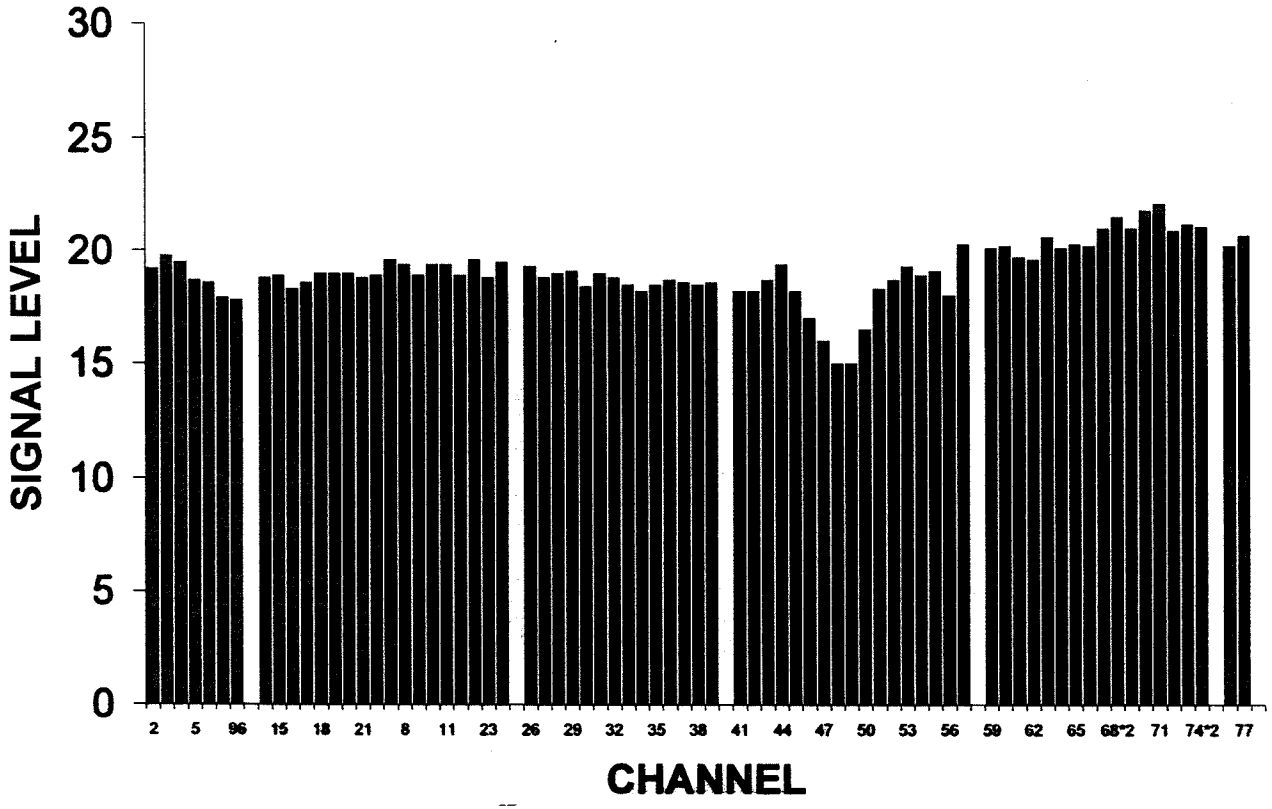
4. Each level shall not vary by more than 8dB within any 6-month interval.

i. Adjacent channel level to be within 3dB of each other.

ii. Visual signal level on any other channel on a cable television system should be less than 10dB for systems of up to 300 MHz; for each additional 100 MHz, add 1dB to maximum difference level.

iii. A maximum level such that signal degradation due to overload in the subscriber's Receiver or terminal does not occur.

TEST POINT #10



The maximum signal level is	22.1 dBmV

The maximum adjacent channel level difference is	2.8 dBmV
The maximum level difference between the highest and lowest is	7.7 dBmV
The maximum six month variance is	6.1 dBmV

Test Point #10

Comcast

5465 Colfax Ave

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 02:15:51				Time: 08:10:54				Time: 14:35:01				Time: 20:12:36				
Temp	84				71				89				95				
Chan	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	24 HR Vid Diff
2	19.2	14.9		-0.5	19.5	15.1		-0.4	18.1	14.6		-1.1	18.1	14.6		-1.8	1.4
3	19.8	15.5	0.6	-0.7	19.8	15.4	0.3	-0.7	19.0	15.5	0.9	-1.0	19.0	15.4	0.9	-1.7	0.8
4	19.5	15.1	-0.3	-1.3	20.4	16.0	0.6	-0.2	20.2	16.7	1.2	0.1	18.9	15.4	-0.1	-1.8	1.5
5	18.7	14.6	-0.8	-1.9	19.9	15.7	-0.5	-0.7	18.9	15.7	-1.3	-1.2	19.0	15.8	0.1	-1.6	1.2
6	18.6	15.0	-0.1	-1.7	18.7	15.0	-1.2	-1.4	17.9	15.2	-1.0	-1.9	17.8	15.1	-1.2	-2.3	0.9
95	17.9	14.9	-0.7	-4.9	17.7	14.6	-1.0	-4.4	17.0	14.7	-0.9	-5.0	17.1	14.8	-0.7	-5.3	0.9
96	17.8	14.8	-0.1	-4.2	17.7	14.6	0.0	-4.3	16.9	14.6	-0.1	-3.3	16.6	14.3	-0.5	-4.0	1.2
99*1																	
14	18.8	12.9	1.0	-2.0	18.8	12.9	1.1	-2.2	17.9	2.1	1.0	-2.6	17.8	12.8	1.2	-3.1	1.0
15	18.9	13.9	0.1	-1.4	19.0	13.9	0.2	-1.2	18.1	14.0	0.2	-1.7	18.0	13.9	0.2	-2.4	1.0
16	18.3	15.0	-0.6	-2.5	18.9	19.2	-0.1	-1.8	17.4	15.4	-0.7	-3.0	17.8	16.1	-0.2	-2.9	1.5
17	18.6	15.0	0.3	-2.0	18.6	14.9	-0.3	-2.1	17.6	14.8	0.2	-2.4	17.7	15.0	-0.1	-3.0	1.0
18	19.0	15.6	0.4	-2.1	19.2	15.7	0.6	-1.4	18.3	15.8	0.7	-2.3	18.0	15.6	0.3	-3.1	1.2
19	19.0	15.1	0.0	-2.2	19.1	15.1	-0.1	-1.8	18.3	15.1	0.0	-1.8	18.1	15.1	0.1	-2.6	1.0
20	19.0	15.4	0.0	-2.1	19.0	15.3	-0.1	-2.0	18.1	15.5	-0.2	-2.7	18.0	15.4	-0.1	-3.2	1.0
21	18.8	14.8	-0.2	-2.2	17.8	13.6	-1.2	-3.1	18.3	15.2	0.2	-2.3	18.0	15.0	0.0	-2.9	1.0
22	18.9	15.1	0.1	-3.1	19.2	15.4	1.4	-2.6	18.4	15.6	0.1	-2.1	18.1	15.3	0.1	-3.0	1.1
7	19.6	15.0	0.7	-1.9	19.8	15.1	0.6	-1.4	18.7	15.1	0.3	-2.7	18.9	15.3	0.8	-2.4	1.1
8	19.4	15.0	-0.2	-2.0	19.6	15.1	-0.2	-1.7	18.3	14.9	-0.4	-2.3	18.6	15.1	-0.3	-2.5	1.3
9	18.9	14.5	-0.5	-2.8	19.6	15.0	0.0	-1.8	19.4	15.9	1.1	-0.6	19.4	15.7	0.8	-1.2	0.7
10	19.4	15.6	0.5	-1.0	19.5	15.7	-0.1	-0.8	18.5	15.7	-0.9	-1.3	18.6	15.7	-0.8	-1.6	1.0
11	19.4	15.7	0.9	-1.5	19.4	15.6	-0.1	-1.3	18.5	15.7	0.0	-1.9	18.5	15.6	-0.1	-2.3	0.9
12	18.9	15.3	-0.5	-1.9	19.1	15.3	-0.3	-1.7	18.3	15.5	-0.2	-1.6	18.4	15.5	-0.1	-2.2	0.8
13	19.6	15.7	0.7	-1.4	19.6	15.5	0.5	-1.1	18.5	15.4	0.2	-1.6	18.4	15.2	0.0	-2.2	1.2
23	18.8	15.1	-0.8	-2.9	19.0	15.2	-0.6	-2.6	17.8	15.0	-0.7	-3.3	18.1	15.2	-0.3	-3.7	1.2
24	19.5	14.7	0.7	-0.8	19.7	14.8	0.7	-0.3	18.5	14.8	0.7	-1.0	18.4	14.6	0.3	-1.5	1.3
25*1																	
26	19.3	15.3	-0.2	-2.3	19.6	15.6	-0.1	-1.9	18.1	15.5	-0.4	-3.1	18.5	15.7	0.1	-3.1	1.5
27	18.8	14.4	-0.5	-1.7	18.9	14.4	-0.7	-1.4	17.4	14.4	-0.7	-2.4	17.8	14.4	-0.7	-2.7	1.5
28	19.0	15.5	0.2	-0.5	19.2	15.5	0.3	-0.4	17.5	15.2	0.1	-1.4	18.2	15.6	0.4	-1.3	1.7
29	19.1	15.7	0.1	-1.7	19.3	15.8	0.1	-1.3	17.7	15.5	0.2	-2.2	18.0	15.8	-0.2	-2.6	1.6
30	18.4	14.9	-0.7	-1.7	19.1	15.4	-0.2	-1.3	17.8	15.4	0.1	-2.2	17.9	15.3	-0.1	-2.5	1.3
31	19.0	15.0	0.6	-1.3	19.2	15.0	0.1	-1.0	18.1	15.2	0.3	-1.3	18.1	15.0	0.2	-2.0	1.1
32	18.8	15.5	-0.2	0.0	19.0	15.5	-0.2	0.3	17.8	15.4	-0.3	-0.4	18.1	15.5	0.0	-0.7	1.2

Test Point #10

Comcast

5465 Colfax Ave

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 02:15:51				Time: 08:10:54				Time: 14:35:01				Time: 20:12:36				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
33	18.5	15.3	-0.3	-1.6	19.0	15.6	0.0	-0.9	18.1	15.6	0.3	-0.8	18.1	15.5	0.0	-1.3	0.9
34	18.2	15.4	-0.3	-1.5	18.6	15.8	-0.4	-0.8	17.5	15.2	-0.6	-1.6	17.6	15.2	-0.5	-1.9	1.1
35	18.5	15.2	0.3	-2.0	18.6	15.6	0.0	-1.5	17.9	15.6	0.4	-1.8	18.0	15.6	0.4	-2.2	0.7
36	18.7	15.5	0.2	-1.1	18.6	15.4	0.0	-0.7	17.6	15.3	-0.3	-1.6	18.0	15.6	0.0	-1.7	1.1
37	18.6	15.5	-0.1	-1.3	18.6	15.5	0.0	-0.9	17.5	15.3	-0.1	-1.6	17.8	15.5	-0.2	-2.2	1.1
38	18.5	15.2	-0.1	-1.0	19.0	15.6	0.4	-0.6	17.8	15.5	0.3	-1.3	17.9	15.4	0.1	-1.7	1.2
39	18.6	15.3	0.1	-1.3	18.6	15.0	-0.4	-1.5	17.6	15.3	-0.2	-1.8	17.7	15.0	-0.2	-2.2	1.0
40*1																	
41	18.2	15.2	-0.4	-1.1	18.6	15.4	0.0	-0.3	17.3	15.7	-0.3	-1.8	17.8	15.6	0.1	-1.4	1.3
42	18.2	15.3	0.0	-1.7	18.4	15.0	-0.2	-1.0	17.0	16.1	-0.3	-2.2	17.5	15.2	-0.3	-2.3	1.4
43	18.7	15.9	0.5	-1.1	18.6	15.1	0.2	-0.9	16.8	16.8	-0.2	-2.2	17.7	15.4	0.2	-1.7	1.9
44	19.4	15.7	0.7	-0.4	20.1	16.1	1.5	0.4	15.9	17.0	-0.9	-3.5	18.6	15.9	0.9	-1.0	4.2
45	18.2	16.1	-1.2	-1.5	18.9	16.6	-1.2	-0.4	13.1	15.8	-2.8	-6.1	17.6	16.6	-1.0	-1.8	5.8
46	17.0	15.5	-1.2	-2.8	18.2	14.7	-0.7	-1.4	14.2	13.8	1.1	-5.3	17.2	14.9	-0.4	-2.7	4.0
47	16.0	15.7	-1.0	-2.8	17.9	16.2	-0.3	-0.3	15.2	15.7	1.0	-3.2	16.7	16.1	-0.5	-1.4	2.7
48	15.0	15.7	-1.0	-4.5	19.1	15.1	1.2	-0.4	17.0	15.0	1.8	-2.3	18.0	15.2	1.3	-1.9	4.1
49	15.0	13.8	0.0	-4.1	19.8	15.2	0.7	0.2	17.9	15.1	0.9	-1.1	18.6	15.2	0.6	-1.1	4.8
50	16.5	14.1	1.5	-3.2	19.3	15.1	-0.5	-0.9	17.7	15.0	-0.2	-2.3	18.2	15.1	-0.4	-2.0	2.8
51	18.3	14.3	1.8	-0.9	19.8	14.9	0.5	-0.5	18.2	14.7	0.5	-1.6	18.5	14.7	0.3	-1.9	1.6
52	18.7	14.5	0.4	0.9	19.9	15.2	0.1	-0.5	18.3	15.0	0.1	-1.7	18.6	15.0	0.1	-1.9	1.6
53	19.3	15.5	0.6	4.0	19.8	15.4	-0.1	-0.4	18.4	15.5	0.1	-1.4	18.7	15.5	0.1	-1.8	1.4
54	18.9	15.0	-0.4	2.9	19.5	15.3	-0.3	-0.9	18.1	15.3	-0.3	-1.8	18.3	15.3	-0.4	-2.3	1.4
55*2	19.1	14.9	0.2		19.8	15.5	0.3		18.4	15.4	0.3		18.7	15.5	0.4		1.4
56	18.0	12.9	-1.1	-0.9	18.1	12.6	-1.7	-2.4	17.2	12.9	-1.2	-2.6	17.2	12.9	-1.5	-3.3	0.9
57	20.3	15.0	2.3	-0.1	20.8	15.2	2.7	-0.5	19.8	15.5	2.6	-1.2	19.5	15.1	2.3	-2.0	1.3
58*1																	
59	20.1	15.0	-0.2	-1.3	20.2	14.9	-0.6	-1.7	18.7	14.7	-1.1	-2.4	19.1	14.9	-0.4	-2.8	1.5
60	20.2	15.7	0.1	-1.5	20.3	15.5	0.1	-1.4	19.0	15.4	0.3	-2.1	19.2	15.5	0.1	-2.5	1.3
61	19.7	15.7	-0.5	-1.0	20.1	16.0	-0.2	-0.9	18.5	15.7	-0.5	-2.0	18.8	16.0	-0.4	-2.2	1.6
62	19.6	15.2	-0.1	-1.8	19.7	15.1	-0.4	-1.6	18.4	15.2	-0.1	-2.5	18.4	15.1	-0.4	-3.2	1.3
63	20.6	15.4	1.0	-0.5	20.8	15.5	1.1	0.0	19.4	15.4	1.0	-1.3	19.5	15.4	1.1	-1.8	1.4
64	20.1	15.3	-0.5	-1.0	20.4	15.4	-0.4	-0.5	19.0	15.4	-0.4	-1.6	18.9	15.3	-0.6	-2.1	1.5
65	20.3	15.4	0.2	-0.7	20.4	15.3	0.0	-0.8	19.1	15.3	0.1	-1.8	19.3	15.5	0.4	-2.2	1.3
66	20.2	15.5	-0.1	-0.9	20.3	15.5	-0.1	-0.5	18.7	15.1	-0.4	-1.7	19.0	15.4	-0.3	-1.9	1.6
67	21.0	15.2	0.8	-1.8	21.2	15.2	0.9	-1.4	19.8	15.1	1.1	-1.8	19.8	15.1	0.8	-2.4	1.4
68*2	21.5	15.7	0.5		21.4	15.4	0.2		20.2	15.5	0.4		20.3	15.5	0.5		1.3
69	21.0	16.6	-0.5	-0.6	21.3	16.9	-0.1	-0.3	20.2	16.2	0.0	-0.8	20.0	16.9	-0.3	-1.8	1.3
70	21.8	16.0	0.8	-0.4	22.0	16.0	0.7	-0.1	20.6	16.0	0.4	-0.9	20.6	15.9	0.6	-1.6	1.4
71	22.1	15.7	0.3	0.4	22.0	15.4	0.0	0.5	20.8	15.5	0.2	-0.3	20.8	15.4	0.2	-0.7	1.3
72	20.9	16.3	-1.2	-1.3	21.1	16.4	-0.9	-1.1	19.6	16.4	-1.2	-2.3	19.8	16.5	-1.0	-2.5	1.5

Test Point #10

Comcast

5465 Colfax Ave
24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 02:15:51				Time: 08:10:54				Time: 14:35:01				Time: 20:12:36				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
73	21.2	15.3	0.3	-0.8	21.4	15.3	0.3	-0.4	20.0	15.2	0.4	-1.4	19.8	15.0	0.0	-2.2	1.6
74*2	21.1	15.4	-0.1		21.1	15.2	-0.3		19.7	15.0	-0.3		19.7	14.9	-0.1		
75*1																	
76	20.2	15.0	-1.0	-1.6	20.5	15.1	-0.9	-1.1	19.0	15.0	-1.0	-2.0	19.1	15.0	-0.7	-2.8	1.5
77	20.7	15.5	0.5	-1.0	21.1	15.8	0.6	-0.4	19.3	15.4	0.3	-1.9	19.6	15.6	0.5	-1.9	1.8
78*1																	
Min Value	15.0	12.9	-1.2	-4.9	17.7	12.6	-1.7	-4.4	13.1	2.1	-2.8	-6.1	16.6	12.8	-1.5	-5.3	0.7
Max Value	22.1	16.6	2.3	4.9	22.0	19.2	2.7	0.5	20.8	17.0	2.6	0.1	20.8	16.9	2.3	-0.7	5.8

Notes:
*1 - Channel removed from Analog line-up
*2 - New channel addition there is no 6 month reference

Comcast

Distortion Measurements

Comcast of Alexandria, VA performed distortion tests at 12 test points, as required by the FCC (76.601 (c)(1)), which states that at least 6 test points for the first 12,500 subscribers, adding 1 test point for each additional 12,500 subscribers. Comcast of Alexandria's subscriber count is 50,610 as of 07/01/08. All of Comcast's test points are distributed through the outer edges of the county at its farthest node locations, with the test points being at the end-of-line. Which meets the requirement that all geographic areas be represented and at least 1/3 of the test points being the most distant points in the system. At each test point, 9 channels were tested for distortions as required by the FCC (76.601(c)(2)), which states at least 4 channels must be tested at each test point, adding 1 channel for each 100 MHz block above 100 MHz. Comcast of Arlington's analog bandwidth is 550 MHz.

Current FCC distortion specifications are as follows:

The C/N measurement (76.605 (a)(7)(ii)) shall not be less than 48dB.

The CTB, CSO and X-mod measurements (76.605 (a)(8)(I)) shall not be less than 53dB.

The HUM measurement (76.605(a)(10)) shall not exceed 3.0%.

The Aural Carrier Difference (4.5 Difference)(76.605 (a)(2)) must be 4.5 MHz above the Visual Carrier, +/- 5KHz.

The In-Channel Frequency Response (In-Band Frequency Response) (76.605 (a)(6)) should not vary by more than +/- 2dB.

Test Point #11

Comcast

2357 N Early St.
Alexandria, VA
FCC Distortion Measurements
EQUIPMENT USED:
H/P 8591C, S/N 3916A04384
Pre-Amplifier 85905A, S/N 6093-0551
Comsonics Cybertec Examiner
CONVERTER BOX SA 8511, S/N GF505BFDN

Date:8-19-2008 Time:3:00 PM Temp: 90

CH.	HUM% 3% Max	IN FREQ 2 dB Max	C/N 48 dB Min	CSO 53dB Min	CTB 53dB Min	4.5 DIFF 5KHz Max
2	0.8	1.1	49.4	71.2	69.6	4.5000
95	0.6	2.0	49.7	70.6	65.5	4.4997
21	0.7	0.8	49.8	68.9	66.1	4.5000
8	0.7	0.9	50.2	72.6	66.9	4.5000
28	0.7	0.7	49.5	65.8	66.1	4.5001
32	0.6	1.1	50.8	67.0	67.4	4.5000
47	0.8	1.3	49.1	74.0	64.1	4.5000
56	1.0	0.7	48.3	61.0	63.4	4.4999
72	0.9	0.9	49.8	67.1	68.8	4.5001
Minimum values:	0.6	0.7	48.3	61.0	63.4	4.4997
Maximum values:	1.0	2.0	50.8	74.0	69.6	4.5001

Comcast

Signal Level Variance

The ranges allowed by the FCC (76.605 (a)(4)(i,ii,iii)) are as follows:

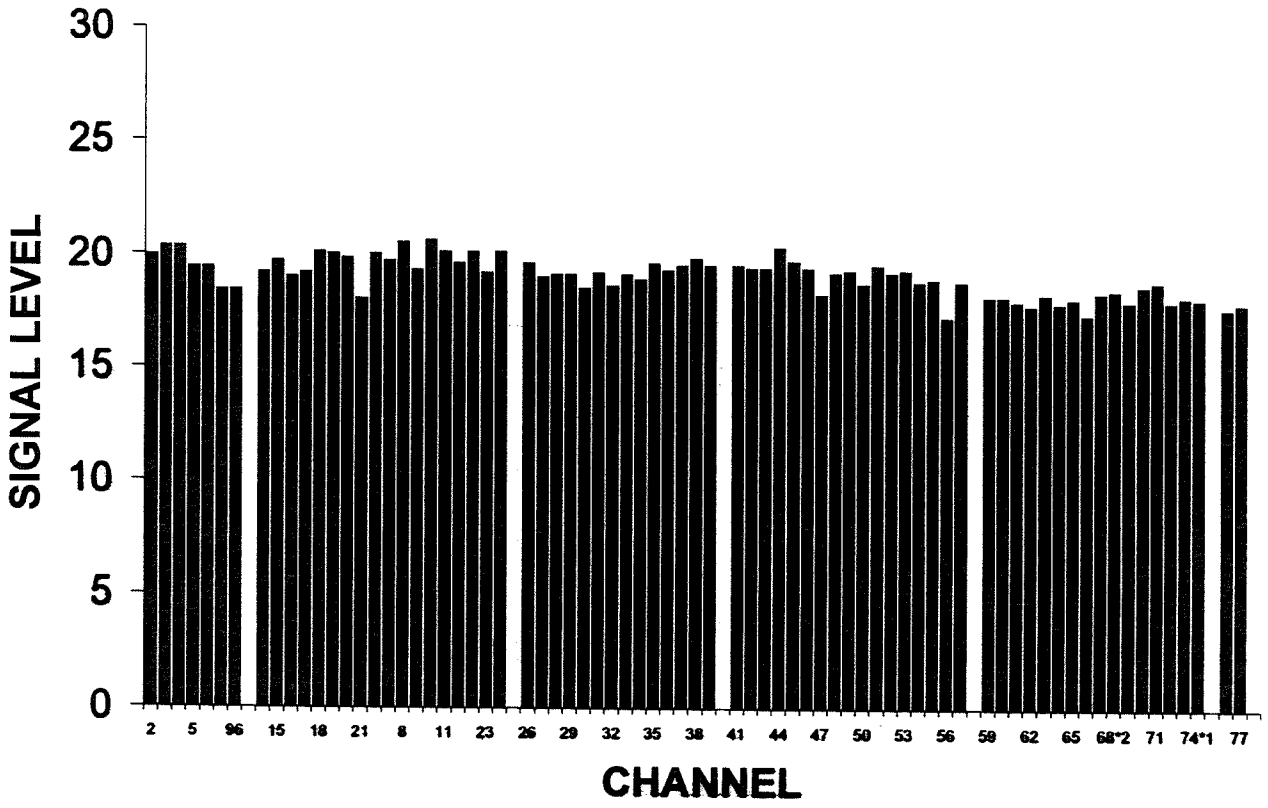
4. Each level shall not vary by more than 8dB within any 6-month interval.

i. Adjacent channel level to be within 3dB of each other.

ii. Visual signal level on any other channel on a cable television system should be less than 10dB for systems of up to 300 MHz; for each additional 100 MHz, add 1dB to maximum difference level.

iii. A maximum level such that signal degradation due to overload in the subscriber's Receiver or terminal does not occur.

TEST POINT #11



The maximum signal level is	20.7 dBmV

The maximum adjacent channel level difference is	2.6 dBmV
The maximum level difference between the highest and lowest is	4.5 dBmV
The maximum six month variance is	5.2 dBmV

Test Point #11

Comcast

2357 N Early St

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 02:15:32				Time: 06:15:54				Time: 14:42:51				Time: 20:35:07				
Temp	84				71				89				95				
Chan	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	24 HR Vid Diff
2	20.0	14.8		-0.2	19.7	14.4		-0.5	20.3	15.5		0.1	18.9	14.3		-1.3	1.4
3	20.4	15.2	0.4	-0.5	20.5	15.1	0.8	-0.4	20.3	15.3	0.0	-0.6	19.7	14.8	0.8	-1.3	0.8
4	20.4	15.0	0.0	-0.8	20.4	15.0	-0.1	-0.7	20.5	15.5	0.2	-0.5	20.2	15.4	0.5	-0.9	0.3
5	19.5	14.4	-0.9	-1.6	19.9	14.7	-0.5	-1.0	19.0	14.3	-1.5	-1.8	19.6	15.1	-0.6	-1.4	0.9
6	19.5	14.7	0.0	-1.6	19.7	14.9	-0.2	-1.2	19.3	14.9	0.3	-1.6	19.3	15.1	-0.3	-1.7	0.4
95	18.5	14.7	-1.0	-4.5	18.8	14.9	-0.9	-3.7	17.7	14.3	-1.6	-4.6	18.3	14.9	-1.0	-4.4	1.1
96	18.5	14.9	0.0	-3.8	18.4	14.6	-0.4	-3.9	17.9	14.6	0.2	-2.9	17.8	14.6	-0.5	-2.9	0.7
99*1																	
14	19.3	12.7	0.8	-2.0	19.5	12.8	1.1	-1.6	18.9	12.7	1.0	-2.2	18.7	12.8	0.9	-2.8	0.8
15	19.8	14.0	0.5	-1.1	19.8	13.9	0.3	-1.0	19.5	14.1	0.6	-1.4	19.3	14.1	0.6	-1.7	0.5
16	19.1	15.8	-0.7	-2.4	19.2	15.8	-0.6	-2.3	18.7	15.9	-0.8	-2.8	18.4	15.6	-0.9	-3.1	0.8
17	19.3	14.7	0.2	-2.1	19.4	14.8	0.2	-2.4	18.9	14.8	0.2	-2.8	18.6	14.6	0.2	-3.2	0.8
18	20.2	15.9	0.9	-2.1	20.4	16.1	1.0	-1.7	19.9	16.0	1.0	-2.1	19.5	15.7	0.9	-2.6	0.9
19	20.1	15.0	-0.1	-2.2	20.2	15.0	-0.2	-2.0	19.8	15.2	-0.1	-1.8	19.9	15.6	0.4	-1.8	0.4
20	19.9	15.5	-0.2	-2.3	19.9	15.4	-0.3	-2.3	19.3	15.4	-0.5	-2.7	19.0	15.2	-0.9	-3.4	0.9
21	18.1	13.4	-1.8	-3.7	20.1	15.1	0.2	-1.8	17.7	13.4	-1.6	-4.0	16.7	12.4	-2.3	-5.2	3.4
22	20.1	15.3	2.0	-2.8	20.1	15.2	0.0	-2.9	19.5	15.2	1.8	-2.4	19.3	15.0	2.6	-2.4	0.8
7	19.8	14.4	-0.3	-2.5	20.7	15.2	0.6	-1.6	19.9	14.9	0.4	-2.7	19.7	14.7	0.4	-2.7	1.0
8	20.6	15.4	0.8	-2.0	20.7	15.4	0.0	-1.8	20.1	15.3	0.2	-2.1	20.2	15.5	0.5	-2.0	0.6
9	19.4	14.0	-1.2	-3.5	20.0	14.3	-0.7	-2.9	20.7	15.7	0.6	-0.6	20.6	15.5	0.4	-1.0	1.3
10	20.7	15.9	1.3	-1.1	20.4	15.5	0.4	-1.1	20.0	15.8	-0.7	-1.8	20.1	15.9	-0.5	-1.7	0.7
11	20.2	15.6	-0.5	-2.1	20.3	15.5	-0.1	-2.0	19.6	15.5	-0.4	-2.5	19.8	15.6	-0.3	-2.3	0.7
12	19.7	15.2	-0.5	-2.4	20.1	15.3	-0.2	-2.0	19.3	15.2	-0.3	-2.7	19.5	15.3	-0.3	-2.4	0.8
13	20.2	15.6	0.5	-1.6	20.3	15.5	0.2	-1.5	19.6	15.5	0.3	-1.9	19.7	15.5	0.2	-2.1	0.7
23	19.3	15.0	-0.9	-3.5	19.3	14.9	-1.0	-3.5	18.8	15.1	-0.8	-3.8	19.0	15.1	-0.7	-3.7	0.5
24	20.2	15.0	0.9	-1.1	20.2	14.9	0.9	-1.0	19.5	14.7	0.7	-1.5	19.7	14.9	0.7	-1.3	0.7
25*1																	
26	19.7	15.4	-0.5	-2.7	19.9	15.5	-0.3	-2.5	19.4	15.8	-0.1	-2.8	19.6	15.8	-0.1	-2.8	0.5
27	19.1	14.7	-0.6	-2.3	19.4	14.8	-0.5	-1.9	18.7	14.9	-0.7	-2.5	18.8	14.9	-0.8	-2.6	0.7
28	19.2	15.6	0.1	-1.1	19.6	15.8	0.2	-0.8	18.7	15.6	0.0	-1.3	18.9	15.7	0.1	-1.1	0.9
29	19.2	15.7	0.0	-2.3	19.5	15.9	-0.1	-2.1	18.8	15.8	0.1	-2.3	18.7	15.6	-0.2	-2.4	0.8
30	18.6	14.8	-0.6	-2.7	19.2	15.3	-0.3	-2.3	18.6	15.4	-0.2	-2.7	18.6	15.3	-0.1	-2.5	0.6
31	19.3	14.9	0.7	-1.9	19.5	14.8	0.3	-1.7	18.8	14.8	0.2	-2.4	18.9	14.8	0.3	-2.2	0.7
32	18.7	14.9	-0.6	-1.4	18.4	14.5	-1.1	-1.6	18.8	15.6	0.0	-1.0	18.0	14.8	-0.9	-1.9	0.8

Test Point #11

Comcast

2357 N Early St

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 02:15:32				Time: 06:15:54				Time: 14:42:51				Time: 20:35:07				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
33	19.2	15.3	0.5	-2.1	19.2	15.2	0.8	-2.0	18.8	15.5	0.0	-1.9	18.8	15.4	0.8	-1.9	0.4
34	19.0	15.0	-0.2	-2.0	19.2	15.0	0.0	-1.9	18.4	14.9	-0.4	-2.4	18.4	14.8	-0.4	-2.4	0.8
35	19.7	15.5	0.7	-2.3	19.8	15.5	0.6	-2.3	19.0	15.5	0.6	-2.7	19.2	15.7	0.8	-2.5	0.8
36	19.4	15.3	-0.3	-2.0	19.5	15.2	-0.3	-1.9	18.9	15.3	-0.1	-2.3	18.9	15.3	-0.3	-2.4	0.6
37	19.6	15.4	0.2	-2.1	19.6	15.3	0.1	-2.1	19.1	15.4	0.2	-2.6	19.0	15.4	0.1	-2.7	0.6
38	19.9	15.6	0.3	-2.1	20.3	15.9	0.7	-1.7	19.4	15.7	0.3	-2.3	19.5	15.8	0.5	-2.4	0.9
39	19.6	15.0	-0.3	-2.0	19.9	15.0	-0.4	-1.8	18.9	14.7	-0.5	-2.5	18.9	14.7	-0.6	-2.5	1.0
40*1																	
41	19.6	15.3	0.0	-1.7	19.9	15.6	0.0	-1.3	19.1	15.6	0.2	-2.3	19.2	15.6	0.3	-2.1	0.8
42	19.5	15.3	-0.1	-1.7	19.2	14.8	-0.7	-1.9	18.7	15.1	-0.4	-2.1	18.9	15.2	-0.3	-2.0	0.8
43	19.5	15.7	0.0	-1.8	19.7	15.7	0.5	-1.7	18.9	15.8	0.2	-2.1	19.1	16.4	0.2	-2.3	0.8
44	20.4	15.7	0.9	-1.1	20.6	15.8	0.9	-0.9	19.8	15.8	0.9	-1.3	19.7	15.6	0.6	-1.8	0.9
45	19.8	16.0	-0.6	-1.6	19.8	15.9	-0.8	-1.7	18.8	15.6	-1.0	-2.4	19.0	15.8	-0.7	-2.3	1.0
46	19.5	15.3	-0.3	-2.1	19.6	15.4	-0.2	-1.7	18.8	15.1	0.0	-2.5	18.8	15.1	-0.2	-2.3	0.8
47	18.3	16.0	-1.2	-2.6	18.4	16.2	-1.2	-2.5	17.7	15.9	-1.1	-3.0	18.0	16.1	-0.8	-3.0	0.7
48	19.3	15.5	1.0	-2.5	19.3	15.3	0.9	-2.5	18.8	15.3	1.1	-2.7	18.9	15.3	0.9	-2.8	0.5
49	19.4	15.4	0.1	-1.6	19.7	15.3	0.4	-1.4	19.2	15.5	0.4	-1.7	19.2	15.4	0.3	-1.9	0.5
50	18.8	15.1	-0.6	-2.6	19.2	15.0	-0.5	-2.2	18.5	15.2	-0.7	-2.8	18.6	15.3	-0.6	-2.7	0.7
51	19.6	15.4	0.8	-1.5	20.1	15.5	0.9	-1.5	19.0	15.3	0.5	-2.5	19.1	15.3	0.5	-2.4	1.1
52	19.3	15.0	-0.3	-1.7	19.3	14.8	-0.8	-1.8	18.8	15.2	-0.2	-2.0	18.6	15.0	-0.5	-2.4	0.7
53	19.4	15.4	0.1	-2.0	19.4	15.2	0.1	-1.6	18.4	15.2	-0.4	-3.0	18.6	15.4	0.0	-2.7	1.0
54	18.9	15.4	-0.5	-2.3	19.2	15.5	-0.2	-2.2	18.3	15.6	-0.1	-2.8	18.3	15.7	-0.3	-3.0	0.9
55*2	19.0	15.1	0.1		19.3	15.3	0.1		18.1	15.4	-0.2		18.1	15.6	-0.2		
56	17.3	13.5	-1.7	-3.7	17.3	13.2	-2.0	-3.5	16.4	13.9	-1.7	-4.5	16.1	13.6	-2.0	-4.8	1.2
57	18.9	15.3	1.6	-1.7	19.2	15.3	1.9	-1.4	17.5	15.2	1.1	-3.0	17.8	15.2	1.7	-2.7	1.7
58*1																	
59	18.2	15.0	-0.7	-2.2	18.4	15.0	-0.8	-2.1	17.1	14.9	-0.4	-3.1	17.4	15.1	-0.4	-3.0	1.3
60	18.2	15.3	0.0	-1.8	18.3	15.2	-0.1	-1.8	17.1	15.1	0.0	-2.9	17.4	15.3	0.0	-2.6	1.2
61	18.0	15.8	-0.2	-1.9	18.4	16.1	0.1	-1.6	17.2	15.8	0.1	-2.4	17.4	16.0	0.0	-2.4	1.2
62	17.8	15.4	-0.2	-2.5	17.9	15.3	-0.5	-2.3	17.0	15.4	-0.2	-2.8	17.2	15.5	-0.2	-2.8	0.9
63	18.3	15.2	0.5	-0.9	18.4	15.1	0.5	-0.9	17.3	14.9	0.3	-1.8	17.6	15.1	0.4	-1.9	1.1
64	17.9	15.5	-0.4	-1.2	18.2	15.7	-0.2	-0.9	16.9	15.3	-0.4	-2.0	17.3	15.7	-0.3	-1.7	1.3
65	18.1	15.8	0.2	-1.2	18.2	15.6	0.0	-1.0	17.4	15.8	0.5	-1.4	17.4	15.7	0.1	-1.9	0.8
66	17.4	15.4	-0.7	-1.1	18.1	15.9	-0.1	-0.4	17.2	16.0	-0.2	-0.8	17.1	15.8	-0.3	-1.4	1.0
67	18.4	15.5	1.0	-1.8	18.7	15.5	0.6	-1.6	17.6	15.5	0.4	-1.9	17.7	15.5	0.6	-2.0	1.1
68*2	18.5	15.6	0.1		18.4	15.2	-0.3		17.6	15.4	0.0		17.4	15.1	-0.3		1.1
69	18.0	16.7	-0.5	-1.4	18.4	16.8	0.0	-1.3	17.3	16.6	-0.3	-1.8	17.7	17.0	0.3	-1.5	1.1
70	18.7	15.8	0.7	-1.7	19.0	15.8	0.6	-1.2	18.0	15.9	0.7	-1.8	18.0	15.8	0.3	-2.1	1.0
71	18.9	15.4	0.2	-0.8	19.0	15.2	0.0	-0.8	17.7	15.0	-0.3	-1.7	18.0	15.2	0.0	-1.6	1.3
72	18.0	16.4	-0.9	-2.6	18.3	16.6	-0.7	-2.5	17.2	16.4	-0.5	-3.1	17.4	16.6	-0.6	-3.6	1.1

Test Point #11

Comcast

2357 N Early St

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 02:15:32				Time: 06:15:54				Time: 14:42:51				Time: 20:35:07				
Temp	84				71				89				95				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
73	18.2	15.0	0.2	-1.8	18.4	14.9	0.1	-1.8	17.5	15.3	0.3	-2.3	17.5	15.2	0.1	-2.7	0.9
74*1	18.1	15.3	-0.1		18.2	15.0	-0.2		17.3	15.5	-0.2		17.3	15.3	-0.2		0.9
75*1																	
76	17.7	15.0	-0.5	-2.9	17.7	14.7	-0.7	-2.8	16.6	14.9	-0.9	-3.6	17.0	15.2	-0.5	-3.6	1.1
77	17.9	15.6	0.2	-2.8	18.0	15.4	0.3	-2.8	17.2	15.8	0.6	-3.3	17.0	15.5	0.0	-4.0	1.0
78*1																	
Min Value	17.3	12.7	-1.8	-4.5	17.3	12.8	-2.0	-3.9	16.4	12.7	-1.7	-4.6	16.1	12.4	-2.3	-5.2	0.3
Max Value	20.7	16.7	2.0	-0.2	20.7	16.8	1.9	-0.4	20.7	16.6	1.8	0.1	20.6	17.0	2.6	-0.9	3.4

Notes:

*1 - Channel removed from Analog line-up

*2 - New channel addition there is no 6 month reference

Comcast

Distortion Measurements

Comcast of Alexandria, VA performed distortion tests at 12 test points, as required by the FCC (76.601 (c)(1)), which states that at least 6 test points for the first 12,500 subscribers, adding 1 test point for each additional 12,500 subscribers. Comcast of Alexandria's subscriber count is 50,610 as of 07/01/08. All of Comcast's test points are distributed through the outer edges of the county at its farthest node locations, with the test points being at the end-of-line. Which meets the requirement that all geographic areas be represented and at least 1/3 of the test points being the most distant points in the system. At each test point, 9 channels were tested for distortions as required by the FCC (76.601(c)(2)), which states at least 4 channels must be tested at each test point, adding 1 channel for each 100 MHz block above 100 MHz. Comcast of Arlington's analog bandwidth is 550 MHz.

Current FCC distortion specifications are as follows:

The C/N measurement (76.605 (a)(7)(ii)) shall not be less than 48dB.

The CTB, CSO and X-mod measurements (76.605 (a)(8)(I)) shall not be less than 53dB.

The HUM measurement (76.605(a)(10)) shall not exceed 3.0%.

The Aural Carrier Difference (4.5 Difference)(76.605 (a)(2)) must be 4.5 MHz above the Visual Carrier, +/- 5KHz.

The In-Channel Frequency Response (In-Band Frequency Response) (76.605 (a)(6)) should not vary by more than +/- 2dB.

Head End

Comcast

3900 Wheeler Ave.
Alexandria, VA
FCC Distortion Measurements
EQUIPMENT USED:
H/P 8591C, S/N 3916A04384
Pre-Amplifier 85905A, S/N 6093-0551
Comsonics Cybertec Examiner
CONVERTER BOX SA 8511, S/N GF505BFDN

Date:8-15-2008 Time:1:24 PM Temp: 65

CH.	HUM% 3% Max	IN FREQ 2 dB Max	C/N 48 dB Min	CSO 53dB Min	CTB 53dB Min	4.5 DIFF 5KHz Max
2	0.8	0.9	53.8	73.2	66.3	4.5000
95	0.9	1.7	53.1	73.0	75.1	4.4997
21	0.9	0.9	54.6	73.1	66.1	4.5000
8	0.8	1.4	53.7	71.5	67.7	4.5000
28	0.9	1.5	54.1	72.3	70.6	4.5001
32	1.0	0.9	54.0	76.0	70.1	4.5000
47	0.7	0.8	53.3	76.6	69.8	4.5000
56	0.4	1.2	52.0	68.2	67.1	4.4999
72	1.0	0.7	52.0	71.6	66.2	4.5001
Minimum values:	0.4	0.7	52.0	68.2	66.1	4.4997
Maximum values:	1.0	1.7	54.6	76.6	75.1	4.5001

Comcast

Signal Level Variance

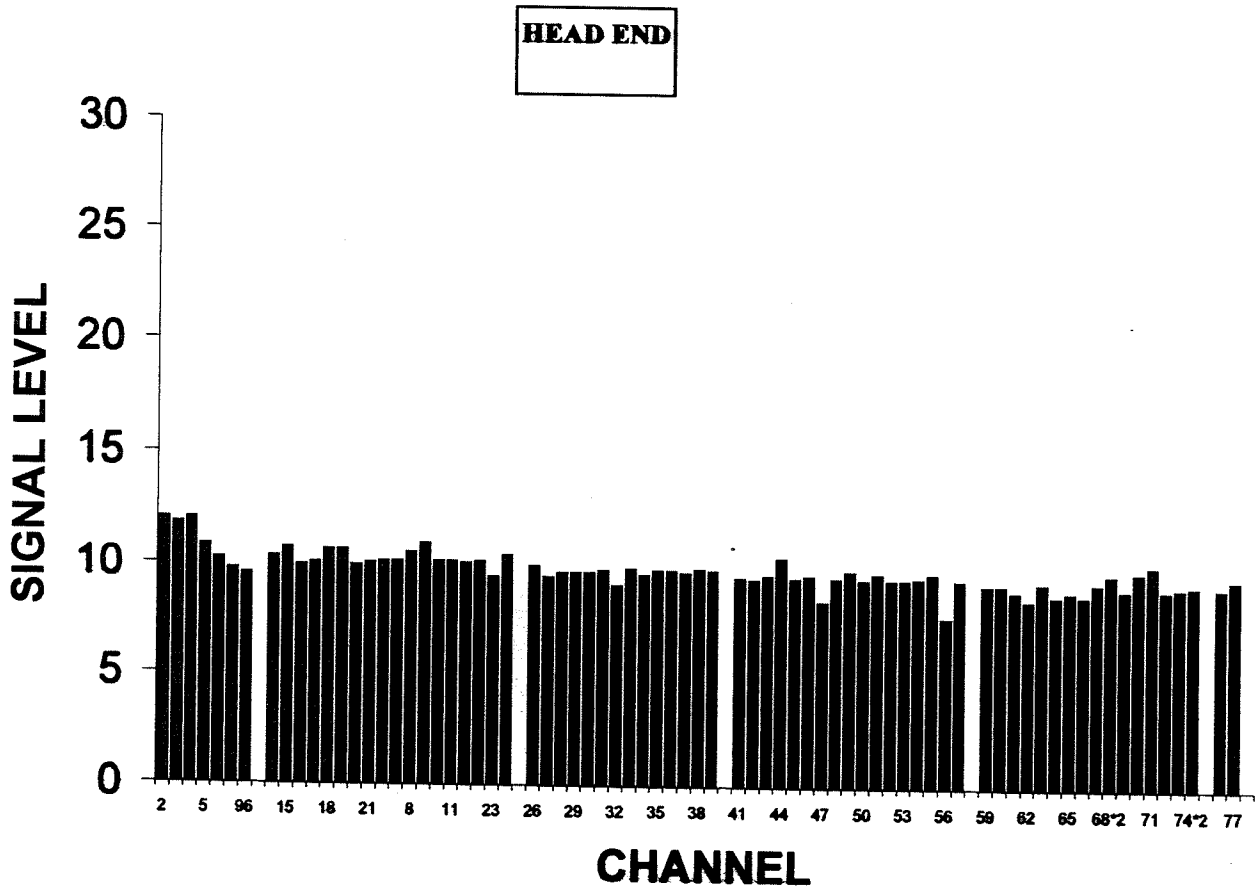
The ranges allowed by the FCC (76.605 (a)(4)(i,ii,iii)) are as follows:

4. Each level shall not vary by more than 8dB within any 6-month interval.

i. Adjacent channel level to be within 3dB of each other.

ii. Visual signal level on any other channel on a cable television system should be less than 10dB for systems of up to 300 MHz; for each additional 100 MHz, add 1dB to maximum difference level.

iii. A maximum level such that signal degradation due to overload in the subscriber's Receiver or terminal does not occur.



The maximum signal level is	16.3 dBmV

The maximum adjacent channel level difference is	2.1 dBmV
The maximum level difference between the highest and lowest is	4.6 dBmV
The maximum six month variance is	3.7 dBmV

Head End

Comcast

3900 Wheeler Ave.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 03:12:48				Time: 09:09:47				Time: 15:38:13				Time: 21:16:05				
Temp	65				65				65				65				
Chan	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	Vid Lvl	Aud Diff	Adjcnt Diff	6 Mth Diff	24 HR Vid Diff
2	12.1	15.4		1.0	12.1	15.4		1.0	12.2	15.6		0.7	12.0	15.3		0.4	0.2
3	11.9	15.2	-0.2	0.3	11.8	15.1	-0.3	0.3	11.9	15.2	-0.3	0.2	11.4	14.6	-0.6	-0.5	0.5
4	12.1	15.3	0.2	0.5	12.1	15.3	0.3	0.7	12.3	15.6	0.4	0.5	11.6	15.2	0.2	-0.2	0.7
5	10.9	14.4	-1.2	-0.8	11.5	15.0	-0.6	0.1	11.3	14.8	-1.0	-0.8	11.4	14.8	-0.2	-0.5	0.6
6	10.3	14.0	-0.6	-1.3	10.7	14.4	-0.8	-0.9	10.6	14.4	-0.7	-1.1	10.6	14.6	-0.8	-1.2	0.4
95	9.8	14.7	-0.5	-3.1	9.6	14.5	-1.1	-3.4	9.7	14.6	-0.9	-3.7	9.9	14.9	-0.7	-3.6	0.3
96	9.6	14.8	-0.2	-3.4	9.5	14.6	-0.1	-1.9	9.6	14.8	-0.1	-2.2	9.7	15.1	-0.2	-2.1	0.2
99*1																	
14	10.4	12.5	0.8	-1.2	10.3	12.5	0.8	-1.2	10.4	12.7	0.8	-1.5	10.2	12.5	0.5	-2.0	0.2
15	10.8	13.8	0.4	-0.2	10.8	13.8	0.5	-0.2	10.8	13.8	0.4	-0.7	10.6	13.9	0.4	-0.8	0.2
16	10.0	15.8	-0.8	-1.5	9.9	15.6	-0.9	-1.9	9.8	15.6	-1.0	-2.1	9.9	15.9	-0.7	-2.2	0.2
17	10.1	14.8	0.1	-1.5	10.1	14.8	0.2	-1.6	9.8	14.6	0.0	-2.3	9.8	14.7	-0.1	-2.5	0.3
18	10.7	15.4	0.6	-0.9	10.7	15.5	0.6	-0.8	10.5	15.4	0.7	-1.5	10.5	15.6	0.7	-1.7	0.2
19	10.7	15.1	0.0	-1.3	10.7	15.1	0.0	-0.6	10.6	15.1	0.1	-0.9	10.5	15.1	0.0	-1.3	0.2
20	10.0	14.9	-0.7	-1.8	10.1	15.1	-0.6	-1.5	9.7	14.8	-0.9	-2.4	10.2	15.4	-0.3	-2.1	0.5
21	10.1	14.8	0.1	-1.2	8.9	13.6	-1.2	-2.4	8.8	13.5	-0.9	-2.7	10.1	15.0	-0.1	-1.6	1.3
22	10.2	15.3	0.1	-1.9	10.0	15.1	1.1	-1.3	10.1	15.3	1.3	-1.5	10.0	15.2	-0.1	-1.7	0.2
7	10.2	14.6	0.0	-1.2	10.6	15.0	0.6	-1.2	10.8	15.3	0.7	-0.4	10.2	14.6	0.2	-1.6	0.6
8	10.6	15.3	0.4	-1.0	10.6	15.3	0.0	-0.4	10.6	15.3	-0.2	-0.9	10.5	15.2	0.3	-0.9	0.1
9	11.0	15.6	0.4	-0.8	11.2	15.8	0.6	0.4	11.2	15.7	0.6	0.0	11.4	15.9	0.9	0.4	0.4
10	10.2	15.4	-0.8	-0.5	10.6	15.9	-0.6	-0.2	10.3	15.5	-0.9	-0.6	10.5	15.7	-0.9	-0.6	0.4
11	10.2	15.4	0.0	-1.0	10.1	15.2	-0.5	-1.1	10.3	15.4	0.0	-1.2	10.3	15.4	-0.2	-1.1	0.2
12	10.1	15.5	-0.1	-0.9	10.1	15.6	0.0	-1.1	10.0	15.4	-0.3	-1.5	10.1	15.4	-0.2	-1.2	0.1
13	10.2	15.2	0.1	-0.6	10.2	15.2	0.1	-0.7	10.2	15.3	0.2	-1.0	10.4	15.4	0.3	-0.8	0.2
23	9.5	15.0	-0.7	-2.3	9.5	15.1	-0.7	-2.4	9.3	14.8	-0.9	-2.9	9.5	14.9	-0.9	-2.6	0.2
24	10.5	15.0	1.0	0.0	10.6	15.1	1.1	-0.1	10.5	14.9	1.2	-0.4	10.4	14.7	0.9	-0.4	0.2
25*1																	
26	10.0	15.3	-0.5	-1.7	10.3	15.6	-0.3	-1.5	10.0	15.3	-0.5	-2.0	10.0	15.1	-0.4	-1.9	0.3
27	9.5	14.7	-0.5	-1.2	9.5	14.7	-0.8	-1.3	9.6	14.8	-0.4	-1.5	9.6	14.7	-0.4	-1.5	0.1
28	9.7	15.6	0.2	0.1	9.7	15.6	0.2	0.1	9.7	15.6	0.1	-0.4	9.8	15.6	0.2	-0.1	0.1
29	9.7	15.5	0.0	-0.9	9.7	15.5	0.0	-1.1	9.6	15.4	-0.1	-1.6	9.7	15.6	-0.1	-1.4	0.1
30	9.7	15.2	0.0	-1.2	9.6	15.1	-0.1	-1.2	9.5	15.0	-0.1	-1.6	9.6	15.0	-0.1	-1.5	0.2
31	9.8	14.8	0.1	-0.9	10.1	15.1	0.5	-0.7	9.9	14.9	0.4	-1.3	10.1	15.1	0.5	-1.2	0.3
32	9.1	14.7	-0.7	-0.2	9.6	15.2	-0.5	0.2	9.0	14.6	-0.9	-0.7	9.9	15.4	-0.2	0.1	0.9

Head End

Comcast

3900 Wheeler Ave.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 03:12:48				Time: 09:09:47				Time: 15:38:13				Time: 21:16:05				
Temp	65				65				65				65				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
33	9.9	15.6	0.8	-0.7	9.8	15.4	0.2	-0.5	9.9	15.6	0.9	-1.0	9.8	15.4	-0.1	-0.9	0.1
34	9.6	15.5	-0.3	-1.0	9.8	15.7	0.0	-0.8	9.6	15.4	-0.3	-1.5	9.5	15.4	-0.3	-1.4	0.3
35	9.8	15.2	0.2	-1.1	9.7	15.2	-0.1	-1.3	9.7	15.2	0.1	-1.8	9.8	15.2	0.3	-1.6	0.1
36	9.8	15.5	0.0	-0.8	9.8	15.5	0.1	-0.9	9.9	15.6	0.2	-1.3	9.7	15.4	-0.1	-1.5	0.2
37	9.7	15.4	-0.1	-0.9	9.7	15.4	-0.1	-1.0	9.8	15.6	-0.1	-1.4	9.7	15.5	0.0	-1.6	0.1
38	9.9	15.3	0.2	-0.7	9.8	15.2	0.1	-0.6	9.9	15.4	0.1	-1.1	9.8	15.3	0.1	-1.3	0.1
39	9.8	15.1	-0.1	-1.1	10.0	15.3	0.2	-0.9	9.9	15.2	0.0	-1.7	9.5	14.9	-0.3	-2.0	0.5
40*1																	
41	9.5	15.3	-0.3	-0.8	9.6	15.4	-0.4	-0.8	9.2	15.0	-0.7	-1.5	9.4	15.3	-0.1	-1.7	0.4
42	9.4	15.4	-0.1	-0.9	9.6	15.6	0.0	-0.9	9.3	15.4	0.1	-1.7	9.4	15.5	0.0	-1.6	0.3
43	9.6	15.4	0.2	-0.5	9.7	15.5	0.1	-0.6	9.6	15.6	0.3	-1.3	9.6	15.6	0.2	-1.1	0.1
44	10.4	15.6	0.8	0.2	10.5	15.8	0.8	0.2	10.1	15.4	0.5	-0.5	10.4	15.7	0.8	-0.4	0.4
45	9.5	15.7	-0.9	-0.8	9.6	15.8	-0.9	-0.7	9.6	15.8	-0.5	-0.9	9.4	15.7	-1.0	-1.4	0.2
46	9.6	15.2	0.1	-0.7	9.5	15.2	-0.1	-0.3	9.5	15.2	-0.1	-1.3	9.4	15.2	0.0	-1.4	0.2
47	8.4	16.0	-1.2	-1.2	8.1	15.6	-1.4	-1.8	8.1	15.7	-1.4	-2.2	8.4	16.1	-1.0	-1.9	0.3
48	9.5	15.3	1.1	-1.0	9.5	15.3	1.4	-1.3	9.5	15.3	1.4	-1.5	9.4	15.2	1.0	-1.6	0.1
49	9.8	15.3	0.3	-0.1	9.9	15.4	0.4	-0.1	9.9	15.4	0.4	-0.5	9.7	15.3	0.3	-0.7	0.2
50	9.4	15.4	-0.4	-0.9	9.6	15.6	-0.3	-0.9	9.3	15.3	-0.6	-1.6	9.2	15.4	-0.5	-1.9	0.4
51	9.7	15.3	0.3	-0.5	9.9	15.5	0.3	-0.3	9.7	15.3	0.4	-1.1	9.6	15.2	0.4	-1.3	0.3
52	9.4	14.9	-0.3	-0.7	9.5	15.0	-0.4	-0.5	9.5	15.1	-0.2	-0.9	9.5	15.1	-0.1	-1.2	0.1
53	9.4	15.0	0.0	-0.7	9.5	15.1	0.0	-0.7	9.3	14.9	-0.2	-1.4	9.3	15.0	-0.2	-1.5	0.2
54	9.5	15.2	0.1	-0.5	9.5	15.2	0.0	-0.9	9.5	15.2	0.2	-1.0	9.3	15.1	0.0	-1.6	0.2
55*2	9.7	15.3	0.2		9.7	15.3	0.2		9.4	15.0	-0.1		9.4	15.1	0.1		0.3
56	7.7	13.0	-2.0	-2.1	7.6	12.9	-2.1	-2.2	7.7	13.1	-1.7	-2.8	7.8	13.2	-1.6	-2.7	0.2
57	9.4	14.9	1.7	-0.7	9.5	15.1	1.9	-0.5	9.4	15.0	1.7	-1.2	9.3	14.9	1.5	-1.4	0.2
58*1																	
59	9.2	14.9	-0.2	-1.1	9.1	14.8	-0.4	-1.2	9.1	14.8	-0.3	-1.9	9.2	14.9	-0.1	-1.9	0.1
60	9.2	15.3	0.0	-1.2	9.1	15.3	0.0	-1.2	9.1	15.3	0.0	-1.6	9.1	15.5	-0.1	-1.8	0.1
61	8.9	15.7	-0.3	-0.8	8.7	15.6	-0.4	-1.0	8.8	15.6	-0.3	-1.5	8.7	15.6	-0.4	-1.7	0.2
62	8.5	14.9	-0.4	-1.6	8.5	14.9	-0.2	-1.2	8.3	14.8	-0.5	-2.3	8.2	14.9	-0.5	-2.7	3.0
63	9.3	15.2	0.8	-0.7	9.0	14.9	0.5	-1.1	9.4	15.2	1.1	-1.0	9.3	15.2	1.1	-1.1	0.4
64	8.7	15.1	-0.6	-1.2	8.8	15.2	-0.2	-0.9	8.6	15.0	-0.8	-1.8	8.7	15.3	-0.6	-1.6	0.2
65	8.9	15.4	0.2	-1.0	8.9	15.4	0.1	-1.2	8.7	15.3	0.1	-2.0	9.0	15.6	0.3	-1.5	0.3
66	8.7	15.8	-0.2	-0.2	8.5	15.6	-0.4	-0.7	8.4	15.6	-0.3	-1.6	8.5	15.7	-0.5	-1.4	0.3
67	9.3	15.1	0.6	-1.2	9.3	15.2	0.8	-0.7	9.1	14.9	0.7	-1.6	9.1	15.0	0.6	-1.8	0.2
68*2	9.7	15.6	0.4		9.7	15.5	0.4		9.5	15.4	0.4		9.4	15.3	0.3		0.3
69	9.0	16.2	-0.7	-0.4	8.8	16.1	-0.9	-0.2	9.0	16.3	-0.5	-0.8	9.0	16.3	-0.4	-1.1	0.2
70	9.8	15.4	0.8	-0.3	9.9	15.5	1.1	-0.3	9.8	15.6	0.8	-0.8	9.8	15.5	0.8	-1.0	0.1
71	10.1	15.3	0.3	0.4	10.1	15.3	0.2	0.5	10.1	15.4	0.3	-0.2	10.0	15.3	0.2	-0.3	0.1
72	9.0	16.1	-1.1	-1.2	9.1	16.2	-1.0	-1.2	8.8	16.0	-1.3	-2.2	8.9	16.1	-1.1	-2.0	0.3

Head End

Comcast

3900 Wheeler Ave.

24 Hour Level Variation

Equipment Used: 100' drop, Wavetek SDA-5000 Signal Level Meter S/N 434057(Date: 07/25/08

Run	1				2				3				4				
	Time: 03:12:48				Time: 09:09:47				Time: 15:38:13				Time: 21:16:05				
Temp	65				65				65				65				
Chan	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	Vid	Aud	Adjcnt	6 Mth	24 HR
73	9.1	14.8	0.1	-1.2	9.2	14.8	0.1	-0.9	9.1	14.8	0.3	-1.8	9.1	14.8	0.2	-1.8	0.1
74*2	9.2	14.9	0.1		9.3	15.0	0.1		9.1	14.8	0.0		9.1	14.8	0.0		0.2
75*1																	
76	9.1	15.1	0.0	-1.2	9.1	15.2	-0.1	-1.0	9.1	15.2	0.0	-1.9	9.0	15.2	-0.1	-2.0	0.1
77	9.5	16.0	0.4	-0.7	9.5	16.0	0.4	-0.7	9.1	15.6	0.0	-1.9	9.3	15.9	0.3	-1.6	0.4
78*1																	
Min Value	7.7	12.5	-2.0	-3.4	7.6	12.5	-2.1	-3.4	7.7	12.7	-1.7	-3.7	7.8	12.5	-1.6	-3.6	0.1
Max Value	12.1	16.2	1.7	1.0	12.1	16.2	1.9	1.0	12.3	16.3	1.7	0.7	12.0	16.3	1.5	0.4	3.0

Notes:

*1 Channel removed from Analog line-up

*2 - New channel addition there is no 6 month reference

Comcast

Headend Level Variance

The ranges allowed by the FCC (76.605 (a)(11)(i, ii, iii)) are as follows:

i. The chrominance-luminance delay inequality shall be within 170 nanoseconds.

ii. The differential gain for the color subcarrier of the television signal shall not exceed +/-20%.

iii. The differential phase for the color subcarrier of the television signal shall not exceed +/-10 degrees.

Comcast

3900 Wheeler Ave.
Alexandria, VA
FCC Headend Video Test
EQUIPMENT USED:
Tektronix VITS200, S/N B021155
Tektronix TDC-10, S/N B010330
Tektronix 1450-1, S/N B021437
Tektronix VM700A, S/N B042679

8/15/2008 Time: 1:56 PM Temp: 65

CH.	Differential Gain +/-20%	Differential Phase +/-10 Deg.	Chroma/Luma Delay <170nsec.
2	3.00	1.50	16
95	2.90	0.80	25
21	2.40	1.00	23
8	3.70	1.70	32
28	2.80	0.80	12
32	2.80	1.20	32
47	3.90	1.00	19
56	2.50	1.00	29
72	2.80	1.00	21
Maximum values:	3.90%	1.70 Deg.	32.00 nsec.

APPROVED BY OMB
3060-0433

FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, D.C. 20554

BASIC SIGNAL LEAKAGE PERFORMANCE REPORT
FORM 320

Approval Date: May 11, 2009 **Filing Year:** 2009 **Confirmation Number:** CB41918805

SECTION I -- GENERAL INFORMATION

(1) Cable System Owner: COMCAST OF VIRGINIA INC
Phone Number: (215) 286-7454
Address: ONE COMCAST CENTER
PHILADELPHIA (City) PA (State) 19103 (Zip)

(2) Community Served: ALEXANDRIA
(3) Community Unit No.: VA0220
(4) Physical System Id: 004923

SECTION II -- LOCAL SYSTEM INFORMATION

(1) Person(s) Responsible for the Report:
Name: Smith (Last) Sheila (First) (M)
Phone Number: (215) 286-7454
Address: One Comcast Center
Philadelphia (City) PA (State) 19103 (Zip)

(2) Are aeronautical frequencies (108-137 or 225-400 MHz) used by this cable television system? Yes

(3) TEST RESULTS: CLI: 10LogIoo: _____ 10LogI3000: _____
Airspace:

SECTION III -- LEAKAGE PEFORMANCE CRITERIA

For operators conducting measurements on a geographical area that contains more than one Community Unit (e.g., headends that serve more than one Community Unit) fill in the measurement information below. NOTE: The submission of the accompanying exhibits, either B or C, may be incorporated by reference to another Community Unit filing that had undergone the same measurement tests as this community Unit. That Community Unit must be identified by its Community Unit Code Number in response to Question (2) or (4) below.

(1) **GROUND-BASED MEASUREMENTS:** (if used)

(a) Person(s) Responsible for the test:
Name:
(Last) (First) (M)
Phone Number: ( ) -

(b) Miles of plant tested and % of total plant tested: ____ m; ____ %

BASIC SIGNAL LEAKAGE PERFORMANCE REPORT

SECTION III -- LEAKAGE PERFORMANCE CRITERIA
(Continued)

(c) Time period of the test: From: _____ (mm/dd/yy) To: _____ (mm/dd/yy)

(d) Equipment Used: _____ (Make) _____ (Model) _____ (Mhz) (Test Frequency)

(e) Attach as **Exhibit B**, the CLI calculations & Result including all parameters used. Identify in this Exhibit all leaks >= 50 uV/m, and show their repaired dates, if any...

(2) **AIRSPACE MEASUREMENTS:** (if used)

(a) Person(s)/Company Responsible for the test:

Name: _____ (Last) Martech (First) (M) 133.2375 (Mhz) (Test Frequency)

Phone Number: (904) 720-0082

(b) Time period of the test: From: 03/25/2009 (mm/dd/yy) To: 03/25/2009 (mm/dd/yy)

(c) Attach as **Exhibit C**, a full description of the test procedure, a list of the equipment used for the airspace measurement and a detailed description of the area covered by these airspace measurements (set forth in this Exhibit all leaks detected during these airspace measurements that were subsequently repaired and their repair dates, if any).

(d) Recorded data and its analysis:

(i) If analog recordings, include in **Exhibit C** a graph of the results and indicate the value of the smoothed out peak values _____ uV/m.

(ii) If digitized recordings, include in **Exhibit C** a plot of the results and indicate the % of points recorded digitally below 10 uV/m: 100.0000 %

SECTION IV -- CERTIFICATION

By signing below the operator certifies that, in the case of an individual operator, he or she is not subject to a denial of federal benefits that include FCC benefits pursuant to section 5301 of the Anit-Drug Abuse Act of 1988, 21, U.S.C. 862, or, in the case of a non-individual operator (e.g., corporation, partnership or other unincorporated association), no party to the operator is subject to a denial of federal benefit that includes FCC benefits pursuant to that section. For the definition of a 'party' for these purposes, see 47 CFR, Section 1.2002(b).

I certify that I am **ComplianceManager** (Official Title) of **COMCAST OF VIRGINIA INC** (Legal Name of cable System Owner), that I have examined this report and that, to the best of my knowledge and belief, all statements in this report are true, correct and complete, and are made in good faith.

Signed on: **05/11/2009**

WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, §1001) AND /OR REVOCATION OF ANY STATION LICENSE (U.S. CODE, TITLE 47, §312(A)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

BASIC SIGNAL LEAKAGE PERFORMANCE REPORT

Operator Comments

BASIC SIGNAL LEAKAGE PERFORMANCE REPORT

Community Units Included in this Report

CUID	Community Name	PSID
VA0220	ALEXANDRIA	004923

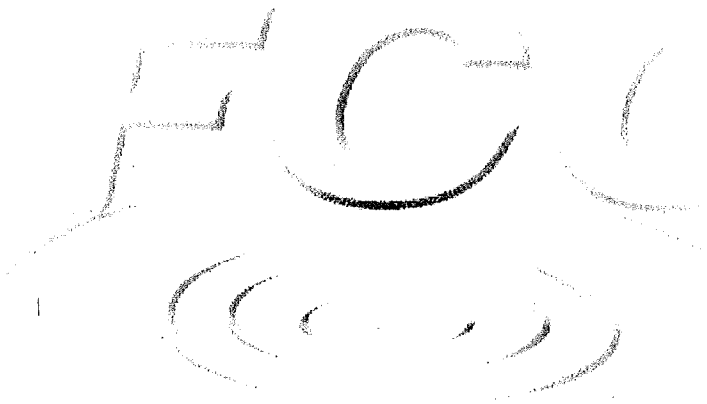


Exhibit A -- Aeronautical Frequencies (MHz)

109.275
115.275
121.2625
127.2625
133.2625
229.2625
235.2625
241.2625
247.2625
253.2625
259.2625
265.2625
271.2625
277.2625
283.2625
289.2625
295.2625
301.2625
307.2625
313.2625
319.2625
325.2625
331.275
337.2625
343.2625
349.2625
355.2625
361.2625
367.2625
373.2625
379.2625
385.2625
391.2625
397.2625



Fly-Over Report

Mar-Tech

1432 St. Johns Bluff Road
Jacksonville, FL 32225
Tel: 904.720.0082
Fax: 904.641.2107
reports@martechengineering.net
www.martechengineering.net

Comcast Cable
ALEXANDRIA, VA
March 25, 2009

Summary

System: Comcast Cable: ALEXANDRIA, VA

Test Date: March 25, 2009

A fly-over test for the system was performed to evaluate the system on the basis of signal leakage in the aeronautical band (108-140 MHz) as required by the F.C.C. (frequencies outside range will receive correction factor, see *Procedure* step 2a), and to determine the location and levels of any non-complying leaks (leaks in excess of 10 uV/m at 1500 feet). A description of the procedure, probability graph, a list of relative high readings, and a plotted map showing the system boundary, flight pattern and locations of relative high readings are included. Listed below are the results.

1. Generator level input into calibration antenna	**6.55** millivolts
2. Receiver adjustment to force a 10 uV/m reading	**0** dB
3. Measure signal level of peak video carrier in aeronautical band at test point, and set generator level one dB higher.	
4. Number of sample points	**199** points
5. Number of points > 10 uV/m	**0** points
6. Minimum leakage	**2.38** uV/m
7. Maximum leakage	**6.02** uV/m
8. Average field intensity	**3.62** uV/m
9. Percentage of points < 10 uV/m	**100** %

F.C.C. requirements status: PASSED

Procedure

1. Determine system boundaries and correlate to Topo map using either a 7.5' or a 1:100,000 scale print.
2. Determine proper channel and time for testing, using a modulated carrier between 108 and 140 MHz.

Date: **March 25, 2009**
Time: **1:15 AM**
Frequency: **133.2375**MHz

2a. Apply Correction factor:

Frequencies above 140: (Data Sample) + 20 * log(f/140)
Frequencies below 108: (Data Sample) + 20 * log(f/108)

3. **Calibration of Receiver**

Establish signal generator input levels which will be used to calibrate AOR receiver. If calibration graph is not provided with the report, the calibration was performed at 3 feet above the ground. If calibration graph is provided with the report, the calibration was performed at 1,500 feet above ground level.

10 uV/m field (at 3 or 1,500 feet & **133.2375** MHz)

Convert uV/m to dBmV:

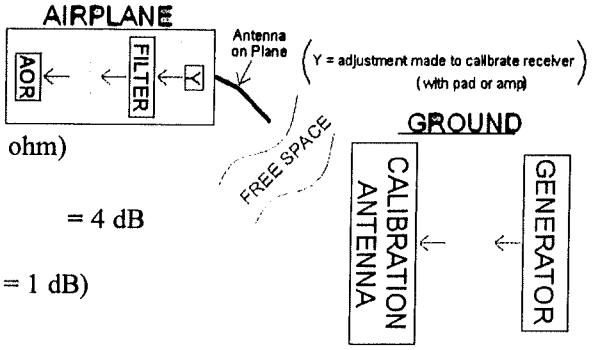
dBmV = 20 * log(E) - 20 * log(20.7 * f)
(where E = 10 uV/m and f = frequency in MHz)
= 20 - 20 * log(20.7 * **133.2375**)
= **-48.8119** dBmV

dBuV = **-48.8119** + 60 (dBuV = dBmV + 60)
(we increase this amount by a factor of 20 dB to increase our sensitivity)
dB = 20 * log(x/10) where x=100 uV/m or expected reading in receiver is 100 uV/m

dBuV = **11.1881** + 20 dB

Determine Free Space Loss:

FSL = -37.87 + 20 * log(f) + 20 * log(d)
f = frequency in MHz and d= distance feet
= -37.87 + 20 * log(**133.2375**) + 9.54
= **14.1625** dB



Determine Signal Level Input:

100 uV/m = (free space and cable loss)
– (dipole and reflector gain)
– (impedence mismatch: 50 ohm to 75 ohm)
+ (22 dB gain amp + input)

Cable and Filter Loss (from antenna to receiver) = 4 dB

Dipole gain = 0 dB at **133.2375** MHz
(reflector gain = 2 dB; impedence gain = 1 dB)

Free space loss = **14.1625** dB
dBuV = 22 dB - 4 dB - **14.1625** + 3 dB + X (where X = generator input)
31.1881 = (21 - **14.1625**) + X
X = **31.1881** - (21 - **14.1625**)
X = **24.3506** - 108.75 (the signal generator level to create an 100 uV/m leak at receiver)
X = **-84.3994** dBm (dBm = dBuV - 108.75)

Convert to millivolts:

mV = 10 (dBuV/20)
= **32.9252** uV

Procedure

4. Test signal level input of generator with signal level meter to insure accuracy.

5. **If using video carrier:**
   Flyover performed using channel **C** video carrier.

   If using modulated carrier:
   Insert generator to combining network at **133.2375** MHz.
   Measure signal level of channel **C** video carrier at headend trunk output test point with signal level meter.
   Set generator output one dB above measured channel **C** video carrier level.

6. Perform system fly-over at 1500 feet in a grid pattern (all plant covered within 1/2 mile of pattern) at 120mph, combining GPS and signal level readings simultaneously with our software into an on-board computer (see *Test Configuration*).

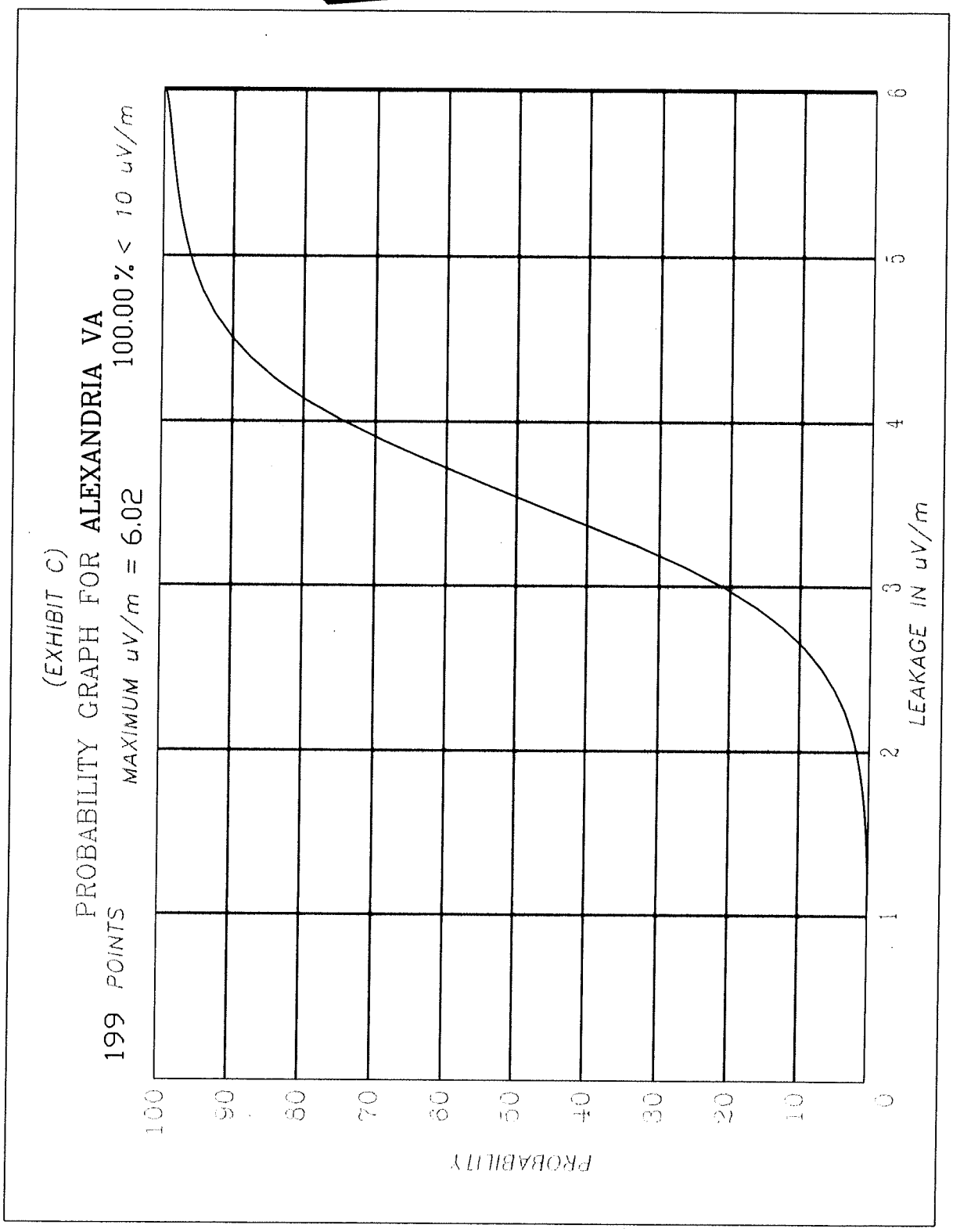
7. Using system boundary polygon, filter all data points outside of system using custom software.

8. Develop a frequency distribution graph (see Probability Graph) and a listing of all relative high readings.

9. Plot all leak levels on digitized map showing the exact locations of all relative high readings along with the flight pattern .

10. An Enhanced test is a test performed with a test level inserted 2 dB or higher than adjacent video carrier levels. To generate the FCC standard report, all test data is reduced utilizing the following formula:
    $dB = 20 * \log(x / 10)$.

Probability Graph



Relative High Readings

Center Point and Radius of System
Latitude = 38 48 55 ** Longitude = -77 5 13 ** Radius = 4.9738 Kilometer(s)

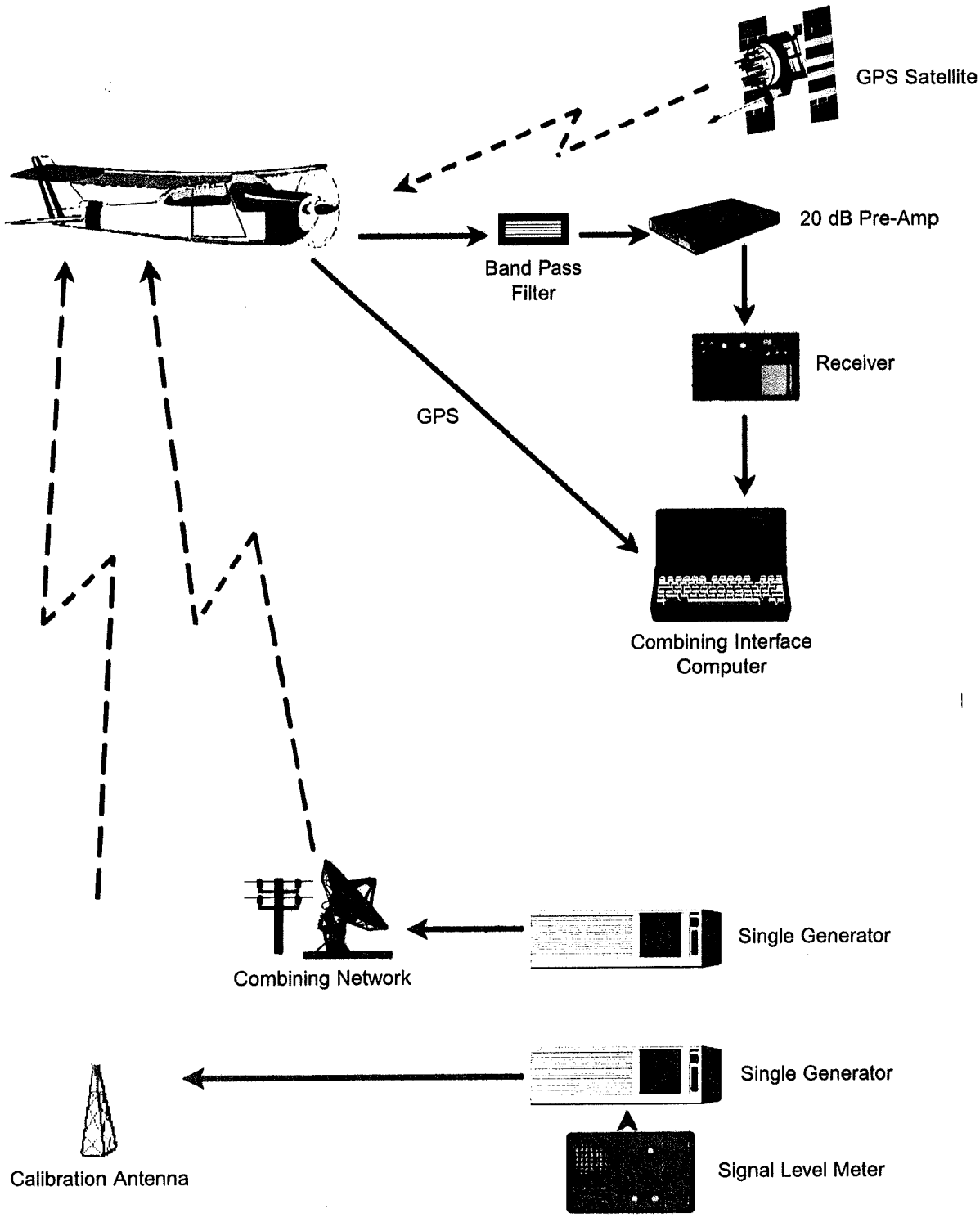
Relative high readings for ALEXANDRIA VA

Reference	uV/m	Longitude D M S	Latitude D M S	Longitude Decimal	Latitude Decimal
18408	6	-77 08 20	38 49 38	-77.1340	38.8290

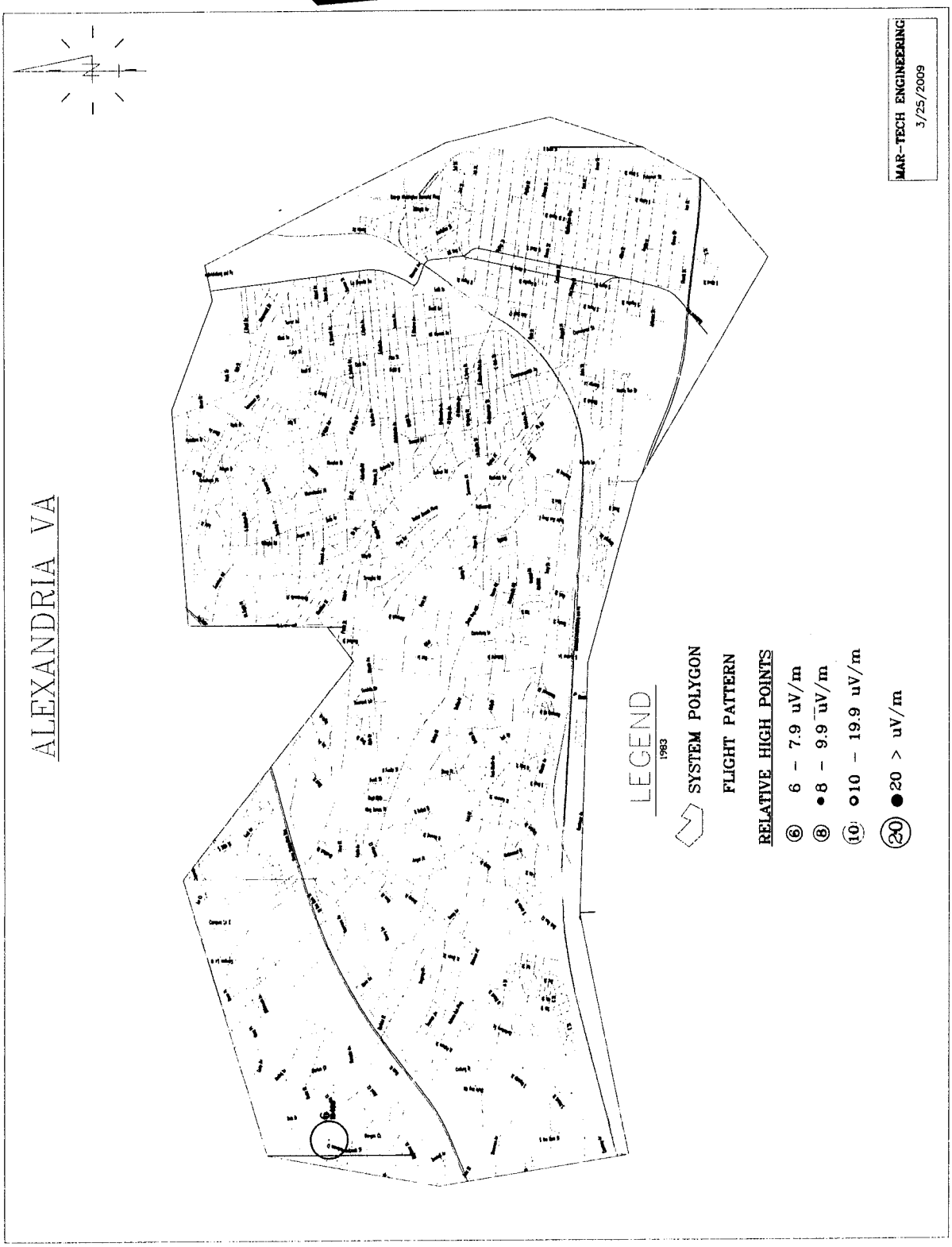
List of Equipment (Partial)

Aircraft Partenavia P69B Cessna 210 Cessna T210 Beechcraft B76	 N/A N/A N/A N/A
Apollo 2001 GPS NMS	N/A
Leakage Detection Meters Wavetek CLM - 1000 AOR AR - 1	 Yearly Yearly
Signal Level Meters Wavetek SAM - 1550 Wavetek SAM - 2000	 Yearly Yearly
Frequency Synthesized Generators HP 8467 - A Wavetek - Model 2407 Wavetek - Model 3000-200	 Yearly Yearly Yearly
Interfacing Combining Equipment Band Pass Filter 20 dB Pre-Amp 28-13 DC Voltage Converter	 N/A N/A N/A
Lindsay Airborne Dipole Antenna	N/A
Lindsay Calibration Dipole Antenna	N/A
Laptop Computers	N/A
Mar-Tech Custom Software For Collecting And Interpreting Data And Filtering Points Outside The Polygon (System Boundary)	N/A

Test Configuration



Map


MAR-TECH ENGINEERING
3/25/2009
ALEXANDRIA VA
LEGEND
1983
SYSTEM POLYGON
FLIGHT PATTERN
RELATIVE HIGH POINTS
⑥ 6 - 7.9 uV/m
⑧ 8 - 9.9 uV/m
⑩ 10 - 19.9 uV/m
⑳ 20 > uV/m

Summary of Service Calls
Annual Report 2009
July 1, 2009- June 30,2009

Month/Year	Jul-08	Jul-08	Sep-08	Oct-08	Nov-08	Dec-08	Jan-09	Feb-09	Mar-09	Apr-09	May-09	Jun-09		
Type of Problem	# of Calls	# of Calls	# of Calls	# of Calls	# of Calls	# of Calls	# of Calls	# of Calls	# of Calls	# of Calls	# of Calls	# of Calls	# of Calls	Avg %
Customer Equipment	488	644	594	489	366	460	391	434	365	336	405	456	4985	0.990
Converter Problem	636	603	647	501	361	498	498	366	396	504	384	564	5649	1.122
Tap to TV Set	573	706	689	605	580	481	481	527	491	613	511	445	7054	1.401
Distribution	0	2	0	0	0	0	0	0	0	3	0	0	790	0.157
Fiber	0	0	0	0	0	0	0	0	0	0	0	0	0	0.000
Headend	0	0	0	0	0	0	0	0	0	0	0	0	0	0.000
Other: cxl, disco	336	547	421	470	436	480	380	419	426	473	388	536	5097	1.013
No trouble found/not home	559	733	577	388	368	466	472	322	462	541	646	509	5710	1.134
Total Calls	2592	3235	2928	2453	2111	2385	2222	2068	2140	2470	2334	2510	28108	5.584
% of customer base	5.062	6.257	5.655	4.745	4.089	4.620	4.320	4.030	4.181	4.836	4.471	4.775	5.584	

Alexandria Outages
Annual Report

Outage Id	Outage Loc	Outage Element	Actual Start	Actual End	Video Aff Subs	Cause Code	Cause Description	Sol Code	Sol Descr	Outage Duration
OE010481989	Alexandria	AX499	12/31/07 10:38 AM	12/31/07 11:57 AM	249	112	Unplanned Outage	2386	Residential Power Restored	1:19
OE010191821	Alexandria	ICCWH1 MDS2	1/2/08 6:42 AM	1/2/08 8:30 AM	57	705	Headend/Hub/Facility Failure	1690	VOD Hardware Rebooted	1:47
OE011254149	Alexandria	AX184	1/2/08 9:06 AM	1/2/08 11:45 AM	17	196	Natural Disaster/Fire/Explosion	2353	Repaired/Replaced Cut or Damaged Coax	2:38
OE011531712	Alexandria	AX068	1/2/08 1:58 PM	1/2/08 2:36 PM	22	112	Unplanned Outage	2350	Connector	0:37
OE010026987	Alexandria	AX467	1/4/08 9:31 AM	1/4/08 11:07 AM	22	112	Unplanned Outage	2332	Adjusted RF Level	1:36
OE011488374	Alexandria	AX467	1/4/08 11:05 AM	1/4/08 12:43 PM	81	112	Unplanned Outage	2332	Adjusted RF Level	1:37
OE010840123	Alexandria	ICCWH1 MDS2	1/4/08 10:14 PM	1/4/08 11:46 PM	435	500	Application process failure	1692	VOD Software Repaired	1:31
OE010134506	Alexandria	AX249	06/23/08 05:43 PM	06/23/08 07:45 PM	22	112	Unplanned Outage	2350	Connector	2:02
OE011169677	Alexandria	AX498	06/25/08 11:54 AM	06/25/08 04:22 PM	115	112	Unplanned Outage	2321	Replaced	4:28
OE009546434	Alexandria	AX513	06/25/08 05:03 PM	06/25/08 06:20 PM	170	112	Unplanned Outage	2350	Connector	1:17
OE009913237	Alexandria	AX184	06/27/08 12:33 PM	06/27/08 01:55 PM	18	112	Unplanned Outage	2350	Connector	1:21
OE009261582	Alexandria	AX107	06/27/08 07:01 PM	06/27/08 08:45 PM	116	112	Unplanned Outage	2332	Adjusted RF Level	1:43
OE009261579	Alexandria	AX106	06/27/08 07:02 PM	06/27/08 08:45 PM	20	112	Unplanned Outage	2332	Adjusted RF Level	1:42
OE009822326	Alexandria	AX161	06/27/08 07:52 PM	06/27/08 08:45 PM	96	112	Unplanned Outage	2332	Adjusted RF Level	0:53
OE011480159	Alexandria	AX013	06/29/08 09:35 PM	06/30/08 02:22 AM	30	117	Equipment Failure	2350	Connector	4:47
OE011046704	Alexandria	AX014	06/29/08 09:35 PM	06/30/08 02:22 AM	32	117	Equipment Failure	2350	Connector	4:47
OE011000974	Alexandria	AX216	06/30/08 06:54 PM	06/30/08 08:13 PM	56	112	Unplanned Outage	2332	Adjusted RF Level	1:18
OE011381713	Alexandria	AX013	07/01/08 08:47 AM	07/01/08 09:46 AM	23	112	Unplanned Outage	2353	Repaired/Replaced Cut or Damaged Coax	0:59
OE009405832	Alexandria	AX458	07/02/08 01:55 PM	07/02/08 04:00 PM	13	112	Unplanned Outage	2301	Replaced	2:04
OE010481839	Alexandria	AX433	07/05/08 11:51 PM	07/06/08 01:11 AM	115	117	Equipment Failure	2340	Repaired	1:19
OE011263168	Alexandria	AX416	07/06/08 04:13 PM	07/06/08 04:49 PM	16	112	Unplanned Outage	2940	Alarm Self Cleared	0:35
OE010980893	Alexandria	AX174	07/08/08 01:44 PM	07/08/08 03:57 PM	34	112	Unplanned Outage	2353	Repaired/Replaced Cut or Damaged Coax	2:13
OE010980898	Alexandria	AX172	07/08/08 01:44 PM	07/08/08 03:57 PM	93	112	Unplanned Outage	2353	Repaired/Replaced Cut or Damaged Coax	2:13
OE008478293	Alexandria	AX241	07/09/08 11:02 AM	07/09/08 04:25 PM	98	112	Unplanned Outage	2251	Repaired Damaged Plant	5:23
OE011391538	Alexandria	AX220	07/09/08 01:27 PM	07/09/08 01:55 PM	20	713	No Trouble found	2850	No Trouble Found	0:27
OE011296939	Alexandria	ICCWH1 MDS2	07/09/08 03:16 PM	07/09/08 03:45 PM	188	704	Equipment Failure-Software	2156	Alarm Cleared	0:29
OE011341009	Alexandria	AX418	07/10/08 05:05 PM	07/10/08 07:27 PM	13	112	Unplanned Outage	2353	Repaired/Replaced Cut or Damaged Coax	2:21

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OE011083601	Alexandria	AX483	07/11/08 05:40 PM	07/11/08 06:00 PM	35	112	Unplanned Outage	2353	Repaired/Replaced Cut or Damaged Coax	0:20
OE011007539	Alexandria	AX276	07/14/08 10:22 AM	07/14/08 11:31 AM	129	112	Unplanned Outage	2340	Repaired	1:09
OE009447146	Alexandria	AX241	07/14/08 12:21 PM	07/14/08 12:55 PM	95	112	Unplanned Outage	2353	Repaired/Replaced Cut or Damaged Coax	0:33
OE008869981	Alexandria	AX483	07/16/08 05:40 PM	07/16/08 06:34 PM	46	112	Unplanned Outage	2350	Connector	0:53
OE011003671	Alexandria	AX389	07/17/08 12:20 PM	07/17/08 03:10 PM	75	112	Unplanned Outage	2341	Replaced	2:50
OE011058860	Alexandria	AX483	07/17/08 04:47 PM	07/17/08 05:16 PM	30	112	Unplanned Outage	2366	Splitter Array	0:28
OE011034158	Alexandria	AX078	07/17/08 06:50 PM	07/17/08 07:47 PM	58	112	Unplanned Outage	2332	Adjusted RF Level	0:56
OE009726278	Alexandria	AX241	07/19/08 07:57 PM	07/19/08 11:57 PM	93	112	Unplanned Outage	2251	Repaired Damaged Plant	4:00
OE009818671	Alexandria	AX243	07/19/08 07:57 PM	07/19/08 11:59 PM	165	112	Unplanned Outage	2251	Repaired Damaged Plant	4:02
OE008466194	Alexandria	AX019	07/19/08 10:37 PM	07/20/08 12:00 AM	118	112	Unplanned Outage	2251	Repaired Damaged Plant	1:23
OE008728446	Alexandria	AX399	07/22/08 01:22 PM	07/22/08 02:51 PM	13	112	Unplanned Outage	2304	Fuse	1:28
OE011253464	Alexandria	AX020	07/22/08 05:41 PM	07/22/08 06:25 PM	235	112	Unplanned Outage	2332	Adjusted RF Level	0:43
OE009438330	Alexandria	AX013	07/23/08 04:31 PM	07/23/08 05:41 PM	46	112	Unplanned Outage	2332	Adjusted RF Level	1:09
OE010884655	Alexandria	AX014	07/23/08 04:44 PM	07/23/08 05:41 PM	16	112	Unplanned Outage	2332	Adjusted RF Level	0:56
OE010884577	Alexandria	AX403	07/23/08 04:44 PM	07/23/08 05:41 PM	7	112	Unplanned Outage	2332	Adjusted RF Level	0:56
OE010461097	Alexandria	AX014	07/23/08 07:11 PM	07/23/08 08:45 PM	23	112	Unplanned Outage	2350	Connector	1:34
OE008505369	Alexandria	AX487	07/24/08 07:35 AM	07/24/08 09:41 AM	18	112	Unplanned Outage	2312	Adjusted RF Level	2:06
OE010898890	Alexandria	AX503	07/24/08 05:00 PM	07/24/08 05:43 PM	28	112	Unplanned Outage	2340	Repaired	0:42
OE011478352	Alexandria	AX172	07/25/08 01:48 AM	07/25/08 03:20 AM	90	112	Unplanned Outage	2341	Replaced	1:31
OE009935149	Alexandria	AX174	07/25/08 01:48 AM	07/25/08 03:20 AM	36	112	Unplanned Outage	2341	Replaced	1:31
OE010485649	Alexandria	AX230	07/26/08 04:59 AM	07/26/08 06:28 AM	63	117	Equipment Failure	2330	Repaired	1:28
OE008872068	Alexandria	AX274	07/26/08 07:33 PM	07/26/08 09:00 PM	235	112	Unplanned Outage	2331	Tap/Face Plate	1:26
OE011203977	Alexandria	AX274	07/26/08 09:00 PM	07/26/08 10:27 PM	34	112	Unplanned Outage	2367	Tap/Face Plate	1:26
OE011278489	Alexandria	AX207	07/29/08 02:22 PM	07/29/08 03:45 PM	93	112	Unplanned Outage	2330	Repaired	1:23
OE011509271	Alexandria	AX078	07/29/08 02:53 PM	07/29/08 03:52 PM	107	112	Unplanned Outage	2330	Repaired	0:59
OE007114245	Alexandria	AX203	07/29/08 04:13 PM	07/29/08 05:51 PM	19	112	Unplanned Outage	2342	Fuse/Breaker	1:37
OE011253818	Alexandria	AX207	07/29/08 04:13 PM	07/29/08 05:51 PM	95	112	Unplanned Outage	2342	Fuse/Breaker	1:37
OE009062782	Alexandria	AX154	07/30/08 02:10 AM	07/30/08 07:30 PM	42	109	Fiber/Coaxial/Plant Damage	2251	Repaired Damaged Plant	17:20
OE010684244	Alexandria	AX159	07/30/08 02:10 AM	07/30/08 08:10 PM	104	109	Fiber/Coaxial/Plant Damage	2251	Repaired Damaged Plant	18:00
OE010963024	Alexandria	AX162	07/30/08 02:10 AM	07/30/08 09:08 PM	72	109	Fiber/Coaxial/Plant Damage	2251	Repaired Damaged Plant	18:58
OE011119957	Alexandria	AX167	07/30/08 02:10 AM	07/30/08 09:15 PM	64	109	Fiber/Coaxial/Plant Damage	2251	Repaired Damaged Plant	19:05
OE011033825	Alexandria	AX426	07/30/08 02:39 PM	07/30/08 03:51 PM	24	112	Unplanned Outage	2330	Repaired	1:12
OE008869982	Alexandria	AX301	07/31/08 06:24 PM	07/31/08 07:19 PM	18	112	Unplanned Outage	2792	Connector	0:55

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OE009916985	Alexandria	AX104	08/01/08 03:55 PM	08/01/08 06:40 PM	84	117	Equipment Failure	2331	Replaced	2:44
OE008869984	Alexandria	AX104	08/03/08 08:38 AM	08/03/08 10:01 AM	13	117	Equipment Failure	2331	Replaced	1:23
OE011167658	Alexandria	AX078	08/03/08 05:14 PM	08/03/08 07:52 PM	45	149	Problem Cleared in Testing	2940	Alarm Self Cleared	2:37
OE011565370	Alexandria	AX078	08/04/08 04:25 PM	08/04/08 05:07 PM	115	112	Unplanned Outage	2250	Optical Connector	0:41
OE010347434	Alexandria	AX238	08/05/08 01:17 PM	08/05/08 02:00 PM	66	116	Equipment Adjustment	2340	Repaired	0:43
OE010514268	Alexandria	AX249	08/05/08 04:44 PM	08/05/08 05:11 PM	26	713	No Trouble found	2940	Alarm Self Cleared	0:26
OE008725706	Alexandria	AX249	08/06/08 09:43 AM	08/06/08 10:35 AM	18	116	Equipment Adjustment	2330	Repaired	0:52
OE011090592	Alexandria	AX249	08/06/08 05:37 PM	08/06/08 06:08 PM	64	713	No Trouble found	2940	Alarm Self Cleared	0:31
OE010273728	Alexandria	AX247	08/07/08 12:36 PM	08/07/08 02:30 PM	35	149	Problem Cleared in Testing	2850	No Trouble Found	1:53
OE010184121	Alexandria	AX352	08/08/08 11:07 AM	08/08/08 03:00 PM	46	117	Equipment Failure	2331	Replaced	3:53
OE011296926	Alexandria	AX329	08/08/08 12:35 PM	08/08/08 01:25 PM	83	149	Problem Cleared in Testing	2850	No Trouble Found	0:49
OE009432881	Alexandria	AX352	08/08/08 04:56 PM	08/08/08 06:05 PM	31	117	Equipment Failure	2336	Umbilical Cord	1:08
OE010980757	Alexandria	AX019	08/10/08 02:37 PM	08/10/08 06:06 PM	83	117	Equipment Failure	2360	Tap	3:28
OE009823750	Alexandria	AX071	08/10/08 05:27 PM	08/10/08 06:21 PM	123	116	Equipment Adjustment	2342	Fuse/Breaker	0:53
OE011254047	Alexandria	AX445	08/11/08 06:31 PM	08/11/08 08:07 PM	36	117	Equipment Failure	2330	Repaired	1:36
OE011531719	Alexandria	AX061	08/14/08 10:34 AM	08/14/08 01:00 PM	151	116	Equipment Adjustment	2330	Repaired	2:25
OE010542699	Alexandria	AX086	08/14/08 10:34 AM	08/14/08 08:08 PM	45	112	Unplanned Outage	2200	Optical Connector	9:34
OE008869987	Alexandria	AX078	08/14/08 10:36 AM	08/14/08 01:00 PM	16	116	Equipment Adjustment	2330	Repaired	2:23
OE011509153	Alexandria	AX317	08/14/08 04:17 PM	08/14/08 07:30 PM	10	112	Unplanned Outage	2352	Repaired Under Ground Coax	3:13
OE011390203	Alexandria	AX083	08/14/08 04:37 PM	08/14/08 08:14 PM	105	112	Unplanned Outage	2200	Fiber Transmitter	3:37
OE011409991	Alexandria	AX512	08/14/08 05:35 PM	08/14/08 07:20 PM	19	117	Equipment Failure	2330	Repaired	1:44
OE009512171	Alexandria	AX443	08/14/08 05:40 PM	08/14/08 07:20 PM	84	117	Equipment Failure	2330	Repaired	1:39
OE010075639	Alexandria	AX511	08/14/08 05:43 PM	08/14/08 07:20 PM	65	117	Equipment Failure	2330	Repaired	1:37
OE009178291	Alexandria	AX433	08/15/08 01:02 AM	08/15/08 03:04 AM	102	117	Equipment Failure	2346	Inverter	2:01
OE009917195	Alexandria	AX433	08/15/08 11:01 AM	08/15/08 12:30 PM	106	117	Equipment Failure	2341	Replaced	1:28
OE011277276	Alexandria	AX304	08/16/08 06:18 AM	08/16/08 08:40 AM	127	149	Problem Cleared in Testing	2850	No Trouble Found	2:21
OE011498765	Alexandria	AX508	08/16/08 09:19 AM	08/16/08 10:20 AM	106	117	Equipment Failure	2311	Replaced	1:00
OE010634632	Alexandria	AX352	08/18/08 09:53 AM	08/18/08 12:07 PM	46	116	Equipment Adjustment	2331	Replaced	2:14
OE011296643	Alexandria	AX352	08/18/08 09:53 AM	08/18/08 12:07 PM	46	116	Equipment Adjustment	2331	Replaced	2:14
OE011543418	Alexandria	AX241	08/18/08 04:35 PM	08/18/08 05:07 PM	45	112	Unplanned Outage	2332	Adjusted RF Level	0:32
OE010353156	Alexandria	AX241	08/18/08 04:35 PM	08/18/08 05:07 PM	45	112	Unplanned Outage	2332	Adjusted RF Level	0:32
OE011204084	Alexandria	Channel - NVCC	08/18/08 07:48 PM	08/19/08 07:18 AM	94,008	224	Fiber/Coaxial/Plant Damage	2251	Repaired Damaged Plant	11:30

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OE009516946	Alexandria	Channel - NVCC	08/18/08 07:48 PM	08/19/08 07:18 AM	94,008	224	Fiber/Coaxial/Plant Damage	2251	Repaired Damaged Plant	11:30
OE010856850	Alexandria	AX249	08/21/08 12:36 PM	08/21/08 01:44 PM	77	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	1:07
OE010838876	Alexandria	AX249	08/21/08 12:36 PM	08/21/08 01:44 PM	77	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	1:07
OE011277371	Alexandria	ICCWH1 MDS2	08/21/08 03:30 PM	08/21/08 04:30 PM	44	102	No fault/ Closed by NetExpert	2850	No Trouble Found	1:00
OE011325801	Alexandria	ICCWH1 MDS2	08/21/08 03:30 PM	08/21/08 04:30 PM	44	102	No fault/ Closed by NetExpert	2850	No Trouble Found	1:00
OE010793921	Alexandria	ICCWH1 MDS2	08/21/08 10:33 PM	08/21/08 10:45 PM	576	716	Capacity	2850	No Trouble Found	0:12
OE010918567	Alexandria	ICCWH1 MDS2	08/21/08 10:33 PM	08/21/08 10:45 PM	576	716	Capacity	2850	No Trouble Found	0:12
OE009847184	Alexandria	AX247	08/22/08 06:51 PM	08/22/08 07:24 PM	4	117	Equipment Failure	2301	Replaced	0:33
OE008454885	Alexandria	MASN-2	08/23/08 08:17 PM	08/23/08 11:16 PM	269,638	181	Power/Temp/Water	2940	Alarm Self Cleared	2:59
OE010273728	Alexandria	AX425	08/24/08 01:31 PM	08/25/08 04:03 AM	161	117	Equipment Failure	2353	Repaired/Replaced Cut or Damaged Coax	14:32
OE011088952	Alexandria	AX436	08/25/08 03:24 AM	08/25/08 04:11 AM	17	117	Equipment Failure	2353	Repaired/Replaced Cut or Damaged Coax	0:47
OE010901283	Alexandria	ICCWH1 MDS2	08/25/08 02:00 PM	08/25/08 02:15 PM	275	798	Hardware/Software	2940	Alarm Self Cleared	0:15
OE011380824	Alexandria	ICCWH1 MDS2	08/26/08 09:00 AM	08/26/08 09:45 AM	46	713	No Trouble found	2940	Alarm Self Cleared	0:45
OE010194888	Alexandria	CNN HD	08/26/08 09:20 PM	08/26/08 09:52 PM	33,464	704	Equipment Failure-Software	1682	Upgrade Hardware	0:32
OE009178245	Alexandria	AX177	08/29/08 02:04 PM	08/29/08 04:05 PM	14	117	Equipment Failure	2353	Repaired/Replaced Cut or Damaged Coax	2:00
OE011340098	Alexandria	AX485	08/30/08 12:48 PM	08/30/08 03:09 PM	11	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	2:21
OE008667160	Alexandria	AX436	08/30/08 03:34 PM	08/30/08 04:15 PM	54	117	Equipment Failure	2331	Replaced	0:40
OE010885025	Alexandria	ICCWH1 MDS2	08/30/08 09:01 PM	08/30/08 10:19 PM	186	180	Configuration Error	2940	Alarm Self Cleared	1:18
OE010980759	Alexandria	AX192	08/31/08 01:54 AM	08/31/08 03:51 AM	23	117	Equipment Failure	2347	Transponder	1:56
OE011000715	Alexandria	AX034	08/31/08 06:41 AM	08/31/08 09:18 AM	43	116	Equipment Adjustment	2332	Adjusted RF Level	2:37
OE011167702	Alexandria	AX068	08/31/08 06:41 AM	08/31/08 09:19 AM	48	116	Equipment Adjustment	2332	Adjusted RF Level	2:38
OE011266148	Alexandria	AX071	08/31/08 06:41 AM	08/31/08 09:20 AM	27	116	Equipment Adjustment	2332	Adjusted RF Level	2:39
OE009359932	Alexandria	AX517	08/31/08 05:05 PM	08/31/08 07:00 PM	24	713	No Trouble found	2332	Adjusted RF Level	1:55
OE010514268	Alexandria	ICCWH1 MDS2	08/31/08 08:45 PM	09/01/08 12:12 AM	157	180	Configuration Error	2940	Alarm Self Cleared	3:27

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OE008988045	Alexandria	AX139	09/03/08 12:10 AM	09/03/08 12:44 AM	9	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:34
OE008690601	Alexandria	AX027	09/03/08 12:31 AM	09/03/08 02:15 AM	12	117	Equipment Failure	2200	Fiber Transmitter	1:43
OE009895665	Alexandria	AX012	09/03/08 12:31 AM	09/03/08 02:18 AM	10	117	Equipment Failure	2200	Fiber Transmitter	1:47
OE011426035	Alexandria	UNIVER HD	09/04/08 08:04 AM	09/04/08 08:12 AM	33,728	502	Failed/Degraded Hardware	2134	Edge QAM - MQAM	0:07
OE010461797	Alexandria	AX436	09/04/08 04:24 PM	09/04/08 06:14 PM	13	112	Unplanned Outage	2332	Adjusted RF Level	1:49
OE010408729	Alexandria	AX304	09/04/08 09:49 PM	09/04/08 10:14 PM	121	112	Unplanned Outage	2342	Fuse/Breaker	0:24
OE008709979	Alexandria	AX305	09/04/08 09:49 PM	09/04/08 10:14 PM	56	112	Unplanned Outage	2342	Fuse/Breaker	0:24
OE008499609	Alexandria	ICCWH1 MDS2	09/05/08 09:01 PM	09/05/08 10:45 PM	169	716	Capacity	2156	Alarm Cleared	1:43
OE011277927	Alexandria	AX157	09/06/08 09:18 AM	09/06/08 09:33 AM	99	116	Equipment Adjustment	2340	Repaired	0:14
OE010510115	Alexandria	AX403	09/06/08 06:16 PM	09/07/08 03:25 AM	111	109	Fiber/Coaxial/Plant Damage	2251	Repaired Damaged Plant	9:08
OE010795364	Alexandria	ICCWH1 MDS2	09/15/08 01:15 AM	09/15/08 03:43 AM	25	102	No fault/ Closed by NetExpert	2940	Alarm Self Cleared	2:27
OE011561546	Alexandria	AX056	09/15/08 01:31 PM	09/15/08 03:01 PM	45	116	Equipment Adjustment	2311	Replaced	1:29
OE008697614	Alexandria	AX247	09/15/08 03:18 PM	09/15/08 04:22 PM	37	713	No Trouble found	2940	Alarm Self Cleared	1:03
OE010262056	Alexandria	AX403	09/17/08 04:21 PM	09/17/08 04:39 PM	57	713	No Trouble found	2940	Alarm Self Cleared	0:17
OE009846428	Alexandria	AX448	09/18/08 11:18 AM	09/18/08 12:00 PM	45	112	Unplanned Outage	2850	No Trouble Found	0:41
OE009340882	Alexandria	AX471	09/18/08 11:18 AM	09/18/08 12:00 PM	20	112	Unplanned Outage	2850	No Trouble Found	0:41
OE008725423	Alexandria	AX511	09/18/08 04:14 PM	09/18/08 04:54 PM	15	713	No Trouble found	2940	Alarm Self Cleared	0:40
OE011087097	Alexandria	AX512	09/18/08 04:14 PM	09/18/08 04:54 PM	18	713	No Trouble found	2940	Alarm Self Cleared	0:40
OE008725420	Alexandria	AX227	09/19/08 10:02 AM	09/19/08 10:55 AM	23	117	Equipment Failure	2330	Repaired	0:52
OE009836346	Alexandria	ICCWH1 MDS2	09/19/08 11:15 AM	09/19/08 11:30 AM	32	713	No Trouble found	2940	Alarm Self Cleared	0:14
OE011277370	Alexandria	ICCWH1 MDS2	09/19/08 12:45 PM	09/19/08 03:15 PM	52	500	Application process failure	1690	VOD Hardware Rebooted	2:29
OE011554411	Alexandria	ICCWH1 MDS2	09/19/08 09:15 PM	09/19/08 10:15 PM	175	716	Capacity	2156	Alarm Cleared	0:59
OE010983496	Alexandria	AX535	09/21/08 09:21 AM	09/21/08 09:56 AM	54	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:34
OE009379687	Alexandria	AX512	09/21/08 10:52 AM	09/21/08 12:51 PM	20	116	Equipment Adjustment	2320	Repaired	1:59
OE009821909	Alexandria	AX512	09/22/08 08:04 AM	09/22/08 08:28 AM	19	149	Problem Cleared in Testing	2850	No Trouble Found	0:23
OE011594088	Alexandria	AX513	09/22/08 09:31 AM	09/22/08 10:33 AM	217	116	Equipment Adjustment	2340	Repaired	1:01
OE010294919	Alexandria	AX463	09/23/08 07:21 AM	09/23/08 09:07 AM	54	116	Equipment Adjustment	2302	Adjusted RF Level	1:45

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OE010460915	Alexandria	AX481	09/23/08 07:21 AM	09/23/08 09:07 AM	49	116	Equipment Adjustment	2302	Adjusted RF Level	1:45
OE010570141	Alexandria	AX461	09/23/08 07:21 AM	09/23/08 09:07 AM	54	116	Equipment Adjustment	2302	Adjusted RF Level	1:45
OE011226158	Alexandria	AX465	09/23/08 07:21 AM	09/23/08 09:07 AM	82	116	Equipment Adjustment	2302	Adjusted RF Level	1:45
OE011254366	Alexandria	AX227	09/25/08 07:24 AM	09/25/08 08:44 AM	64	112	Unplanned Outage	2330	Repaired	1:19
OE010310683	Alexandria	AX021	09/25/08 09:05 AM	09/25/08 10:09 AM	67	116	Equipment Adjustment	2352	Repaired Under Ground Coax	1:03
OE010432826	Alexandria	AX469	09/25/08 10:35 AM	09/25/08 12:08 PM	32	117	Equipment Failure	2334	Fuse	1:32
OE009822431	Alexandria	AX536	09/25/08 12:17 PM	09/25/08 01:02 PM	279	117	Equipment Failure	2334	Fuse	0:44
OE008869979	Alexandria	AX481	09/25/08 03:22 PM	09/25/08 04:47 PM	17	704	Equipment Failure-Software	2153	Equipment Repaired	1:24
OE011221601	Alexandria	AX520	09/26/08 06:56 PM	09/26/08 08:02 PM	32	112	Unplanned Outage	2850	No Trouble Found	1:05
OE011255441	Alexandria	AX141	09/27/08 01:57 PM	09/27/08 03:25 PM	130	117	Equipment Failure	2334	Fuse	1:27
OE010272541	Alexandria	AX403	09/27/08 08:48 PM	09/27/08 09:22 PM	58	149	Problem Cleared in Testing	2850	No Trouble Found	0:33
OE011402776	Alexandria	AX403	09/27/08 11:43 PM	09/28/08 12:42 AM	57	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:59
OE009103866	Alexandria	AX403	09/28/08 10:10 AM	09/28/08 11:07 AM	58	116	Equipment Adjustment	2330	Repaired	0:56
OE008626857	Alexandria	AX120	09/29/08 12:09 AM	09/29/08 06:27 AM	13	117	Equipment Failure	2354	Installed Temporary Cable	6:18
OE008870066	Alexandria	AX520	09/29/08 03:47 AM	09/29/08 05:56 AM	31	149	Problem Cleared in Testing	2940	Alarm Self Cleared	2:09
OE009844340	Alexandria	AX460	09/29/08 06:58 AM	09/29/08 08:55 AM	27	117	Equipment Failure	2331	Replaced	1:56
OE009835896	Alexandria	AX519	09/29/08 06:58 AM	09/29/08 08:55 AM	19	117	Equipment Failure	2331	Replaced	1:56
OE010461280	Alexandria	AX520	09/29/08 07:06 AM	09/29/08 08:55 AM	117	117	Equipment Failure	2331	Replaced	1:49
OE008505376	Alexandria	AX007	09/29/08 01:53 PM	09/29/08 03:17 PM	142	116	Equipment Adjustment	2334	Fuse	1:24
OE010312575	Alexandria	AX348	09/29/08 07:19 PM	09/29/08 11:30 PM	50	501	Failed/Degraded Fiber	2251	Repaired Damaged Plant	4:10
OE009261574	Alexandria	AX346	09/29/08 10:39 PM	09/30/08 12:21 AM	65	501	Failed/Degraded Fiber	2251	Repaired Damaged Plant	1:42
OE011594030	Alexandria	AX111	10/03/08 12:45 AM	10/03/08 03:20 AM	65	112	Unplanned Outage	2341	Replaced	2:35
OE009840529	Alexandria	AX031	10/03/08 12:58 PM	10/03/08 07:40 PM	123	109	Fiber/Coaxial/Plant Damage	2251	Repaired Damaged Plant	6:41
OE011296295	Alexandria	ICCWH1 MDS2	10/05/08 04:45 PM	10/05/08 06:15 PM	243	500	Application process failure	1690	VOD Hardware Rebooted	1:29
OE010410344	Alexandria	Weather scan (Channel 101)	10/06/08 03:30 PM	10/06/08 03:45 PM	206,062	706	Third Party	2110	Third Party Equipment (Headend)	0:15
OE010485660	Alexandria	AX021	10/06/08 04:45 PM	10/07/08 03:18 AM	235	501	Failed/Degraded Fiber	2251	Repaired Damaged Plant	10:32
OE009822360	Alexandria	AX020	10/06/08 04:45 PM	10/07/08 03:19 AM	246	501	Failed/Degraded Fiber	2251	Repaired Damaged Plant	10:33
OE009822362	Alexandria	AX025	10/06/08 04:45 PM	10/07/08 03:23 AM	145	501	Failed/Degraded Fiber	2251	Repaired Damaged Plant	10:37
OE010657679	Alexandria	AX010	10/06/08 04:45 PM	10/07/08 03:28 AM	82	501	Failed/Degraded Fiber	2251	Repaired Damaged Plant	10:42

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OE011278426	Alexandria	AX003	10/06/08 04:45 PM	10/07/08 03:28 AM	82	501	Failed/Degraded Fiber	2251	Repaired Damaged Plant	10:42
OE011315076	Alexandria	AX006	10/06/08 04:45 PM	10/07/08 03:28 AM	114	501	Failed/Degraded Fiber	2251	Repaired Damaged Plant	10:42
OE011414430	Alexandria	AX022	10/06/08 04:45 PM	10/07/08 03:28 AM	248	501	Failed/Degraded Fiber	2251	Repaired Damaged Plant	10:42
OE011116953	Alexandria	AX007	10/06/08 04:45 PM	10/07/08 03:28 AM	142	501	Failed/Degraded Fiber	2251	Repaired Damaged Plant	10:42
OE008829005	Alexandria	AX008	10/06/08 04:45 PM	10/07/08 03:28 AM	94	501	Failed/Degraded Fiber	2251	Repaired Damaged Plant	10:42
OE010471865	Alexandria	AX026	10/06/08 04:45 PM	10/07/08 03:28 AM	106	501	Failed/Degraded Fiber	2251	Repaired Damaged Plant	10:42
OE010513035	Alexandria	AX039	10/06/08 04:45 PM	10/07/08 03:28 AM	35	501	Failed/Degraded Fiber	2251	Repaired Damaged Plant	10:42
OE011082655	Alexandria	AX061	10/06/08 04:45 PM	10/07/08 03:28 AM	148	501	Failed/Degraded Fiber	2251	Repaired Damaged Plant	10:42
OE011083594	Alexandria	AX024	10/06/08 04:45 PM	10/07/08 03:31 AM	198	501	Failed/Degraded Fiber	2251	Repaired Damaged Plant	10:46
OE008866926	Alexandria	AX023	10/06/08 04:45 PM	10/07/08 09:44 AM	174	501	Failed/Degraded Fiber	2251	Repaired Damaged Plant	16:59
OE009846580	Alexandria	AX007	10/07/08 07:45 AM	10/07/08 09:41 AM	81	109	Fiber/Coaxial/Plant Damage	2201	Fiber Receiver	1:56
OE011402780	Alexandria	AX061	10/07/08 11:11 AM	10/07/08 12:39 PM	151	116	Equipment Adjustment	2334	Fuse	1:28
OE011093438	Alexandria	AX078	10/07/08 11:11 AM	10/07/08 12:39 PM	10	116	Equipment Adjustment	2334	Fuse	1:27
OE010378298	Alexandria	FX Channel	10/07/08 11:40 AM	10/07/08 02:44 PM	268,680	706	Third Party	2110	Third Party Equipment (Headend)	3:03
OE010839216	Alexandria	AX443	10/10/08 01:40 AM	10/10/08 03:20 AM	138	112	Unplanned Outage	2340	Repaired	1:40
OE010974769	Alexandria	AX016	10/11/08 11:51 AM	10/11/08 12:53 PM	238	117	Equipment Failure	2341	Replaced	1:01
OE011389002	Alexandria	AX479	10/11/08 02:27 PM	10/11/08 03:28 PM	7	149	Problem Cleared in Testing	2850	No Trouble Found	1:00
OE011400590	Alexandria	AX250	10/14/08 01:57 PM	10/14/08 02:35 PM	355	116	Equipment Adjustment	2340	Repaired	0:38
OE011339857	Alexandria	AX435	10/14/08 05:37 PM	10/14/08 06:50 PM	16	713	No Trouble found	2940	Alarm Self Cleared	1:13
OE011498861	Alexandria	AX320	10/15/08 09:31 AM	10/15/08 10:50 AM	5	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	1:18
OE011325022	Alexandria	AX380	10/16/08 09:42 AM	10/16/08 10:15 AM	26	149	Problem Cleared in Testing	2850	No Trouble Found	0:32
OE011340509	Alexandria	AX378	10/16/08 09:42 AM	10/16/08 10:15 AM	40	149	Problem Cleared in Testing	2850	No Trouble Found	0:32
OE010888822	Alexandria	AX399	10/16/08 09:42 AM	10/16/08 10:15 AM	62	149	Problem Cleared in Testing	2850	No Trouble Found	0:32
OE011016008	Alexandria	AX382	10/16/08 09:42 AM	10/16/08 10:15 AM	63	149	Problem Cleared in Testing	2850	No Trouble Found	0:32
OE011463024	Alexandria	AX526	10/16/08 10:09 AM	10/16/08 11:25 AM	25	117	Equipment Failure	2367	Tap/Face Plate	1:16
OE011341319	Alexandria	AX021	10/16/08 01:01 PM	10/16/08 03:23 PM	237	117	Equipment Failure	2331	Replaced	2:21
OE010194315	Alexandria	AX433	10/16/08 02:33 PM	10/16/08 03:30 PM	115	713	No Trouble found	2850	No Trouble Found	0:57
OE010443615	Alexandria	AX399	10/16/08 04:22 PM	10/16/08 05:55 PM	56	112	Unplanned Outage	2332	Adjusted RF Level	1:33
OE011233752	Alexandria	AX382	10/16/08 04:22 PM	10/16/08 05:55 PM	65	112	Unplanned Outage	2332	Adjusted RF Level	1:33
OE010556079	Alexandria	AX380	10/16/08 04:22 PM	10/16/08 05:55 PM	25	112	Unplanned Outage	2332	Adjusted RF Level	1:33
OE008869986	Alexandria	AX379	10/16/08 04:22 PM	10/16/08 05:55 PM	42	112	Unplanned Outage	2332	Adjusted RF Level	1:33
OE008990814	Alexandria	AX378	10/16/08 04:22 PM	10/16/08 05:55 PM	40	112	Unplanned Outage	2332	Adjusted RF Level	1:33

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OE011199137	Alexandria	AX071	10/18/08 02:57 PM	10/18/08 04:46 PM	110	117	Equipment Failure	2331	Replaced	1:48
OE010481349	Alexandria	ICCWH1 MDS2	10/18/08 09:14 PM	10/18/08 10:00 PM	207	180	Configuration Error	2940	Alarm Self Cleared	0:45
OE011296925	Alexandria	AX436	10/19/08 02:44 AM	10/19/08 02:59 AM	84	149	Problem Cleared in Testing	2850	No Trouble Found	0:15
OE011302388	Alexandria	AX377	10/19/08 04:16 AM	10/19/08 05:34 AM	31	149	Problem Cleared in Testing	2940	Alarm Self Cleared	1:17
OE011509279	Alexandria	AX436	10/19/08 08:41 AM	10/19/08 10:18 AM	12	117	Equipment Failure	2332	Adjusted RF Level	1:37
OE011563433	Alexandria	AX332	10/20/08 12:34 AM	10/20/08 01:24 AM	115	149	Problem Cleared in Testing	2850	No Trouble Found	0:49
OE010187927	Alexandria	AX365	10/20/08 02:38 AM	10/20/08 03:34 AM	19	117	Equipment Failure	2332	Adjusted RF Level	0:55
OE009178291	Alexandria	AX365	10/21/08 04:54 AM	10/21/08 06:56 AM	8	117	Equipment Failure	2330	Repaired	2:01
OE011391525	Alexandria	AX536	10/21/08 03:11 PM	10/21/08 03:55 PM	283	116	Equipment Adjustment	2334	Fuse	0:44
OE011213650	Alexandria	AX436	10/22/08 11:24 AM	10/22/08 12:50 PM	18	116	Equipment Adjustment	2332	Adjusted RF Level	1:25
OE011400731	Alexandria	ICCWH1 MDS2	10/22/08 02:29 PM	10/22/08 02:45 PM	71	713	No Trouble found	2850	No Trouble Found	0:15
OE010306045	Alexandria	AX466	10/23/08 09:43 AM	10/23/08 10:36 AM	17	116	Equipment Adjustment	2302	Adjusted RF Level	0:52
OE010020209	Alexandria	AX143	10/24/08 01:34 PM	10/24/08 02:06 PM	12	149	Problem Cleared in Testing	2850	No Trouble Found	0:32
OE009889147	Alexandria	AX029	10/24/08 04:17 PM	10/24/08 05:10 PM	98	117	Equipment Failure	2334	Fuse	0:53
OE011380627	Alexandria	WJLA	10/24/08 05:30 PM	10/24/08 06:00 PM	48,980	117	Equipment Failure	2101	Analog Equipment Repaired	0:29
OE011388577	Alexandria	ICCWH1 MDS2	10/24/08 08:29 PM	10/24/08 11:00 PM	266	716	Capacity	2850	No Trouble Found	2:30
OE011339736	Alexandria	AX161	10/25/08 12:15 AM	10/25/08 01:40 AM	94	112	Unplanned Outage	2341	Replaced	1:25
OE010376796	Alexandria	ICCWH1 MDS2	10/25/08 09:14 PM	10/25/08 10:00 PM	115	716	Capacity	2156	Alarm Cleared	0:45
OE011307957	Alexandria	AX406	10/25/08 10:15 PM	10/26/08 12:00 AM	30	117	Equipment Failure	2330	Repaired	1:45
OE010891719	Alexandria	ICCWH1 MDS2	10/27/08 06:44 AM	10/27/08 07:00 AM	43	713	No Trouble found	2940	Alarm Self Cleared	0:15
OE008606534	Alexandria	Encore 1	10/28/08 06:13 AM	10/28/08 07:59 AM	37,664	502	Equipment Failure-Software	2134	Updated Configuration	1:45
OE009545453	Alexandria	Encore 1	10/28/08 06:13 AM	10/28/08 07:59 AM	37,664	502	Equipment Failure-Software	2134	Updated Configuration	1:45
OE011315081	Alexandria	AX377	10/28/08 08:54 AM	10/28/08 09:48 AM	32	713	No Trouble found	2940	Alarm Self Cleared	0:54
OE011388576	Alexandria	AX021	10/28/08 03:04 PM	10/28/08 03:37 PM	35	112	Unplanned Outage	2332	Adjusted RF Level	0:32
OE007114243	Alexandria	AX356	10/28/08 06:06 PM	10/28/08 08:30 PM	70	713	Unplanned Outage	2850	No Trouble Found	2:23

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OE009178247	Alexandria	ICCWH1 MDS2	10/28/08 07:59 PM	10/28/08 08:36 PM	175	180	Configuration Error	2940	Alarm Self Cleared	0:36
OE011388898	Alexandria	ICCWH1 MDS2	10/28/08 09:14 PM	10/28/08 10:14 PM	211	716	Capacity	2156	Alarm Cleared	0:59
OE011140542	Alexandria	AX436	10/28/08 09:32 PM	10/28/08 10:24 PM	87	713	No Trouble found	2850	No Trouble Found	0:52
OE009178290	Alexandria	AX356	10/29/08 03:21 PM	10/29/08 04:27 PM	12	112	Unplanned Outage	2342	Fuse/Breaker	1:05
OE010518792	Alexandria	AX029	10/29/08 06:16 PM	10/29/08 07:07 PM	84	112	Unplanned Outage	2342	Fuse/Breaker	0:51
OE011204086	Alexandria	AX377	10/31/08 08:50 AM	10/31/08 09:19 AM	32	149	Problem Cleared in Testing	2850	No Trouble Found	0:28
OE010408707	Alexandria	AX221	10/31/08 10:48 AM	10/31/08 11:52 AM	25	117	Equipment Failure	2334	Fuse	1:03
OE010551018	Alexandria	AX221	10/31/08 12:07 PM	10/31/08 02:03 PM	25	116	Equipment Adjustment	2775	Optical Switch	1:55
OE008640525	Alexandria	AX221	10/31/08 12:07 PM	10/31/08 02:03 PM	25	116	Equipment Adjustment	2775	Optical Switch	1:55
OE008499613	Alexandria	AX141	10/31/08 04:14 PM	10/31/08 06:15 PM	20	149	Problem Cleared in Testing	2850	No Trouble Found	2:00
OE009355039	Alexandria	ICCWH1 MDS2	10/31/08 09:14 PM	10/31/08 10:35 PM	87	713	No Trouble found	2850	No Trouble Found	1:20
OE011428227	Alexandria	ICCWH1 MDS2	10/31/08 11:59 PM	11/01/08 12:15 AM	194	713	No Trouble found	2850	No Trouble Found	0:16
OE011618287	Alexandria	ICCWH1 MDS2	11/01/08 01:59 AM	11/01/08 02:30 AM	179	703	Equipment Failure-Hardware	1690	VOD Hardware Rebooted	0:31
OE009261577	Alexandria	AX479	11/01/08 01:12 PM	11/01/08 02:54 PM	9	149	Problem Cleared in Testing	2850	No Trouble Found	1:42
OE009261578	Alexandria	AX479	11/01/08 01:12 PM	11/01/08 02:54 PM	9	149	Problem Cleared in Testing	2850	No Trouble Found	1:42
OE011340942	Alexandria	AX274	11/01/08 04:24 PM	11/01/08 06:05 PM	99	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	1:41
OE011128566	Alexandria	AX274	11/01/08 06:26 PM	11/01/08 07:47 PM	79	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	1:21
OE011388583	Alexandria	ICCWH1 MDS2	11/01/08 09:14 PM	11/01/08 10:15 PM	162	180	Configuration Error	2940	Alarm Self Cleared	1:00
OE011266164	Alexandria	WFDC(Univision)	11/02/08 03:15 AM	11/02/08 03:20 AM	109,289	240	Third Party Hardware/Software	1689	Encoder Reconfigured	0:04
OE008500295	Alexandria	AX125	11/03/08 01:15 PM	11/03/08 06:10 PM	45	112	Unplanned Outage	2251	Repaired Damaged Plant	4:54
OE009376348	Alexandria	AX020	11/04/08 10:42 AM	11/04/08 11:19 AM	32	116	Equipment Adjustment	2332	Adjusted RF Level	0:37
OE010391333	Alexandria	AX515	11/07/08 12:54 PM	11/07/08 01:27 PM	275	149	Problem Cleared in Testing	2850	No Trouble Found	0:32
OE008440979	Alexandria	AX247	11/07/08 06:44 PM	11/07/08 07:55 PM	12	117	Equipment Failure	2311	Replaced	1:11
OE011381097	Alexandria	ICCWH1 MDS2	11/07/08 09:14 PM	11/07/08 10:15 PM	118	716	Capacity	2940	Alarm Self Cleared	1:00

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OE011149276	Alexandria	AX475	11/08/08 09:33 AM	11/08/08 10:19 AM	10	149	Problem Cleared in Testing	2850	No Trouble Found	0:45
OE011391177	Alexandria	ICCWH1 MDS2	11/08/08 08:59 PM	11/08/08 10:15 PM	265	180	Configuration Error	2940	Alarm Self Cleared	1:15
OE011297022	Alexandria	AX183	11/11/08 10:51 PM	11/12/08 12:35 AM	96	112	Unplanned Outage	2341	Replaced	1:44
OE011201253	Alexandria	AX526	11/13/08 02:28 PM	11/13/08 03:50 PM	156	112	Unplanned Outage	2301	Replaced	1:22
OE010361343	Alexandria	AX276	11/18/08 08:33 AM	11/18/08 10:13 AM	36	116	Equipment Adjustment	2332	Adjusted RF Level	1:39
OE009451997	Alexandria	AX009	11/19/08 01:44 AM	11/19/08 02:10 AM	9	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:26
OE011296643	Alexandria	AX116	11/19/08 08:37 AM	11/19/08 10:23 AM	44	116	Equipment Adjustment	2340	Repaired	1:45
OE010055884	Alexandria	AX444	11/20/08 05:22 PM	11/20/08 06:39 PM	137	117	Equipment Failure	2773	Receiver Node	1:16
OE008500307	Alexandria	AX020	11/24/08 09:35 AM	11/24/08 10:47 AM	255	713	No Trouble found	2940	Alarm Self Cleared	1:11
OE011489899	Alexandria	AX077	11/24/08 02:17 PM	11/24/08 02:32 PM	56	116	Equipment Adjustment	2332	Adjusted RF Level	0:15
OE008454883	Alexandria	AX274	11/24/08 04:41 PM	11/24/08 07:39 PM	42	112	Unplanned Outage	2354	Installed Temporary Cable	2:57
OE008403249	Alexandria	AX274	11/26/08 10:19 AM	11/26/08 10:43 AM	64	116	Equipment Adjustment	2332	Adjusted RF Level	0:23
OE011377751	Alexandria	AX086	11/26/08 12:23 PM	11/26/08 12:52 PM	45	116	Equipment Adjustment	2330	Repaired	0:29
OE010882573	Alexandria	AX077	11/26/08 01:11 PM	11/26/08 01:24 PM	189	149	Problem Cleared in Testing	2850	No Trouble Found	0:13
OE011341421	Alexandria	AX137	11/26/08 06:41 PM	11/26/08 07:49 PM	52	112	Unplanned Outage	2341	Replaced	1:08
OE010312575	Alexandria	AX234	11/26/08 07:43 PM	11/26/08 11:51 PM	55	112	Unplanned Outage	2331	Replaced	4:07
OE011369200	Alexandria	AX322	11/28/08 12:25 PM	11/28/08 02:47 PM	8	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	2:21
OE011157943	Alexandria	AX359	11/30/08 11:30 AM	11/30/08 12:26 PM	6	116	Equipment Adjustment	2350	Connector	0:55
OE011056686	Alexandria	AX078	12/01/08 11:23 AM	12/01/08 12:15 PM	115	116	Equipment Adjustment	2360	Tap	0:51
OE008511157	Alexandria	AX248	12/02/08 09:58 AM	12/02/08 10:43 AM	18	116	Equipment Adjustment	2330	Repaired	0:44
OE011116943	Alexandria	AX241	12/02/08 01:00 PM	12/02/08 01:54 PM	100	149	Problem Cleared in Testing	2850	No Trouble Found	0:53
OE011082636	Alexandria	AX081	12/04/08 10:38 AM	12/04/08 11:15 AM	31	149	Problem Cleared in Testing	2850	No Trouble Found	0:36
OE010543587	Alexandria	AX077	12/04/08 04:20 PM	12/04/08 06:16 PM	100	117	Equipment Failure	2331	Replaced	1:55
OE010309811	Alexandria	AX081	12/04/08 07:04 PM	12/04/08 07:10 PM	120	112	Unplanned Outage	2850	No Trouble Found	0:06
OE011154529	Alexandria	AX034	12/06/08 06:00 PM	12/06/08 07:48 PM	29	116	Equipment Adjustment	2332	Adjusted RF Level	1:48
OE008979496	Alexandria	AX068	12/06/08 06:00 PM	12/06/08 07:48 PM	36	116	Equipment Adjustment	2332	Adjusted RF Level	1:48
OE009835631	Alexandria	AX071	12/06/08 06:02 PM	12/06/08 07:48 PM	35	116	Equipment Adjustment	2332	Adjusted RF Level	1:46
OE010191398	Alexandria	AX279	12/07/08 05:18 AM	12/07/08 05:24 AM	210	713	No Trouble found	2850	No Trouble Found	0:06
OE011116720	Alexandria	AX081	12/07/08 05:54 AM	12/07/08 06:06 AM	120	713	No Trouble found	2850	No Trouble Found	0:12
OE010482863	Alexandria	AX216	12/07/08 05:35 PM	12/07/08 07:25 PM	21	112	Unplanned Outage	2330	Repaired	1:49
OE009924581	Alexandria	AX216	12/07/08 08:26 PM	12/07/08 10:26 PM	59	713	No Trouble found	2850	No Trouble Found	1:59

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OE011203933	Alexandria	Channel 109 NAT GEO	12/07/08 08:33 PM	12/07/08 10:00 PM	205,689	714	Configuration Errors	7160	Cleared In Testing	1:26
OE010366965	Alexandria	AX435	12/07/08 08:34 PM	12/07/08 10:27 PM	153	713	No Trouble found	2850	No Trouble Found	1:53
OE010501079	Alexandria	AX076	12/07/08 08:35 PM	12/07/08 10:29 PM	102	713	No Trouble found	2850	No Trouble Found	1:53
OE010500144	Alexandria	AX243	12/07/08 08:36 PM	12/07/08 10:30 PM	336	713	No Trouble found	2850	No Trouble Found	1:53
OE010501300	Alexandria	AX145	12/07/08 08:37 PM	12/07/08 10:32 PM	165	713	No Trouble found	2850	No Trouble Found	1:54
OE010543118	Alexandria	AX013	12/07/08 08:37 PM	12/07/08 10:33 PM	104	713	No Trouble found	2850	No Trouble Found	1:55
OE009261571	Alexandria	AX147	12/07/08 08:43 PM	12/07/08 10:25 PM	179	713	No Trouble found	2850	No Trouble Found	1:42
OE010361343	Alexandria	AX007	12/07/08 08:44 PM	12/07/08 10:24 PM	146	713	No Trouble found	2850	No Trouble Found	1:39
OE011509165	Alexandria	AX527	12/07/08 08:45 PM	12/07/08 10:21 PM	145	713	No Trouble found	2850	No Trouble Found	1:36
OE009261562	Alexandria	AX009	12/07/08 08:51 PM	12/07/08 10:34 PM	46	713	No Trouble found	2850	No Trouble Found	1:43
OE009261576	Alexandria	AX081	12/07/08 08:53 PM	12/07/08 10:35 PM	120	713	No Trouble found	2850	No Trouble Found	1:42
OE008990815	Alexandria	AX077	12/07/08 08:55 PM	12/07/08 10:36 PM	188	713	No Trouble found	2850	No Trouble Found	1:40
OE010793921	Alexandria	AX123	12/07/08 09:00 PM	12/07/08 10:39 PM	63	713	No Trouble found	2850	No Trouble Found	1:38
OE009916985	Alexandria	AX387	12/07/08 09:02 PM	12/07/08 10:40 PM	89	713	No Trouble found	2850	No Trouble Found	1:37
OE010306045	Alexandria	AX492	12/07/08 09:23 PM	12/07/08 10:46 PM	238	713	No Trouble found	2850	No Trouble Found	1:22
OE008910062	Alexandria	AX241	12/07/08 10:53 PM	12/08/08 01:29 AM	100	117	Equipment Failure	2331	Replaced	2:35
OE008795267	Alexandria	AX077	12/08/08 01:04 AM	12/08/08 01:26 AM	188	713	No Trouble found	2850	No Trouble Found	0:22
OE011457082	Alexandria	AX216	12/08/08 01:06 AM	12/08/08 01:36 AM	59	713	No Trouble found	2850	No Trouble Found	0:29
OE010989435	Alexandria	AX106	12/08/08 10:13 AM	12/08/08 11:05 AM	15	116	Equipment Adjustment	2360	Tap	0:52
OE009846572	Alexandria	ICCWH1 MDS2	12/08/08 12:19 PM	12/08/08 02:30 PM	29	703	Equipment Failure-Hardware	1690	VOD Hardware Rebooted	2:10
OE011265988	Alexandria	AX081	12/08/08 02:34 PM	12/08/08 03:07 PM	68	116	Equipment Adjustment	2330	Repaired	0:32
OE009186533	Alexandria	AX527	12/08/08 03:52 PM	12/08/08 03:57 PM	145	713	No Trouble found	2850	No Trouble Found	0:04
OE011325375	Alexandria	AX436	12/09/08 02:26 AM	12/09/08 02:42 AM	87	713	No Trouble found	2850	No Trouble Found	0:15
OE008520973	Alexandria	AX020	12/09/08 02:01 PM	12/09/08 05:40 PM	13	112	Unplanned Outage	2155	Reset Equipment	3:38
OE009355042	Alexandria	AX020	12/09/08 06:23 PM	12/09/08 06:52 PM	283	112	Unplanned Outage	2332	Adjusted RF Level	0:28
OE008823575	Alexandria	AX040	12/10/08 01:30 AM	12/10/08 04:30 AM	15	500	Application process failure	2153	Equipment Repaired	3:00
OE008944633	Alexandria	AX014	12/10/08 01:30 AM	12/10/08 04:30 AM	88	500	Application process failure	2153	Equipment Repaired	3:00
OE010347427	Alexandria	AX403	12/10/08 01:30 AM	12/10/08 04:30 AM	31	500	Application process failure	2153	Equipment Repaired	3:00
OE010347434	Alexandria	AX013	12/10/08 01:30 AM	12/10/08 04:30 AM	87	500	Application process failure	2153	Equipment Repaired	3:00
OE010884402	Alexandria	AX013	12/10/08 12:00 PM	12/10/08 12:47 PM	42	116	Equipment Adjustment	2332	Adjusted RF Level	0:46

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OE011618191	Alexandria	WETA	12/10/08 12:08 PM	12/10/08 02:31 PM	267,013	703	Equipment Failure-Software	1689	Digital Equipment Repaired	2:22
OE010360939	Alexandria	AX013	12/10/08 01:26 PM	12/10/08 02:47 PM	33	116	Equipment Adjustment	2350	Connector	1:21
OE010838888	Alexandria	AX112	12/10/08 04:39 PM	12/10/08 04:45 PM	100	713	No Trouble found	2850	No Trouble Found	0:05
OE010075485	Alexandria	AX121	12/11/08 10:04 PM	12/11/08 10:08 PM	47	713	No Trouble found	2850	No Trouble Found	0:04
OE009720973	Alexandria	AX274	12/12/08 09:52 AM	12/12/08 11:32 AM	224	117	Equipment Failure	2360	Tap	1:39
OE010483615	Alexandria	AX007	12/12/08 10:19 AM	12/12/08 12:10 PM	75	117	Equipment Failure	2320	Repaired	1:50
OE011369935	Alexandria	AX006	12/12/08 04:13 PM	12/12/08 05:04 PM	105	116	Equipment Adjustment	2200	Fiber Transmitter	0:51
OE010376796	Alexandria	AX434	12/12/08 09:00 PM	12/12/08 09:45 PM	7	149	Problem Cleared in Testing	2850	No Trouble Found	0:45
OE011418443	Alexandria	AX108	12/12/08 10:31 PM	12/12/08 11:07 PM	10	149	Problem Cleared in Testing	2850	No Trouble Found	0:35
OE011209253	Alexandria	ICCWH1 MDS2	12/13/08 08:34 PM	12/13/08 11:00 PM	82	716	Capacity	2849	Archer Verified Alarm Self Cleared	2:25
OE010898887	Alexandria	AX135	12/14/08 05:39 PM	12/14/08 05:58 PM	86	713	No Trouble found	2850	No Trouble Found	0:18
OE009304859	Alexandria	AX157	12/14/08 06:17 PM	12/14/08 08:17 PM	125	112	Unplanned Outage	2341	Replaced	1:59
OE010513669	Alexandria	AX106	12/14/08 08:16 PM	12/14/08 08:21 PM	136	713	No Trouble found	2850	No Trouble Found	0:04
OE011388602	Alexandria	AX157	12/14/08 09:04 PM	12/14/08 09:13 PM	124	713	No Trouble found	2850	No Trouble Found	0:08
OE011371816	Alexandria	AX157	12/14/08 09:16 PM	12/14/08 09:33 PM	23	713	No Trouble found	2940	Alarm Self Cleared	0:17
OE009822503	Alexandria	AX157	12/14/08 09:16 PM	12/14/08 09:33 PM	23	713	No Trouble found	2940	Alarm Self Cleared	0:17
OE009835915	Alexandria	AX106	12/14/08 09:19 PM	12/14/08 09:34 PM	136	713	No Trouble found	2850	No Trouble Found	0:15
OE011389662	Alexandria	AX108	12/14/08 10:31 PM	12/14/08 10:38 PM	59	713	No Trouble found	2850	No Trouble Found	0:07
OE008499617	Alexandria	AX108	12/15/08 01:26 AM	12/15/08 03:10 AM	13	117	Equipment Failure	2332	Adjusted RF Level	1:43
OE010360983	Alexandria	AX106	12/15/08 01:56 AM	12/15/08 03:10 AM	9	117	Equipment Failure	2332	Adjusted RF Level	1:14
OE009475256	Alexandria	AX157	12/15/08 02:01 AM	12/15/08 03:10 AM	4	117	Equipment Failure	2332	Adjusted RF Level	1:08
OE008869982	Alexandria	AX106	12/15/08 03:24 AM	12/15/08 05:01 AM	13	117	Equipment Failure	2332	Adjusted RF Level	1:37
OE007118274	Alexandria	AX526	12/15/08 11:19 AM	12/15/08 11:51 AM	280	116	Equipment Adjustment	2332	Adjusted RF Level	0:32
OE010360939	Alexandria	AX030	12/15/08 11:43 AM	12/15/08 12:22 PM	10	713	No Trouble found	2850	No Trouble Found	0:39
OE009293137	Alexandria	AX243	12/15/08 01:50 PM	12/15/08 02:42 PM	62	117	Equipment Failure	2353	Repaired/Replaced Cut or Damaged Coax	0:52
OE008933595	Alexandria	AX013	12/15/08 02:21 PM	12/15/08 04:04 PM	10	116	Equipment Adjustment	2332	Adjusted RF Level	1:43
OE010346179	Alexandria	AX108	12/15/08 11:23 PM	12/15/08 11:29 PM	59	713	No Trouble found	2850	No Trouble Found	0:05
OE010910559	Alexandria	CNN HD	12/16/08 07:58 AM	12/16/08 12:20 PM	15,776	798	Hardware/Software	2139	Cherry Picker Reconfigured	4:21
OE011253824	Alexandria	AX389	12/16/08 05:57 PM	12/16/08 06:09 PM	97	713	No Trouble found	2850	No Trouble Found	0:11
OE011489899	Alexandria	AX106	12/16/08 10:09 PM	12/16/08 10:22 PM	137	713	No Trouble found	2850	No Trouble Found	0:12
OE011351885	Alexandria	AX443	12/17/08 01:49 AM	12/17/08 02:21 AM	236	713	No Trouble found	2850	No Trouble Found	0:32
OE011189320	Alexandria	AX270	12/17/08 09:31 AM	12/17/08 09:55 AM	117	149	Problem Cleared in Testing	2850	No Trouble Found	0:23

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OE011470503	Alexandria	AX013	12/17/08 10:14 AM	12/17/08 11:09 AM	7	117	Equipment Failure	2350	Connector	0:54
OE011400701	Alexandria	AX230	12/18/08 06:51 AM	12/18/08 08:18 AM	8	109	Fiber/Coaxial/Plant Damage	2350	Connector	1:26
OE011167842	Alexandria	AX106	12/18/08 11:49 AM	12/18/08 12:37 PM	27	713	No Trouble found	2940	Alarm Self Cleared	0:48
OE010180798	Alexandria	AX106	12/18/08 12:39 PM	12/18/08 02:59 PM	15	116	Equipment Adjustment	2332	Adjusted RF Level	2:20
OE011140541	Alexandria	AX436	12/18/08 04:51 PM	12/18/08 06:40 PM	13	117	Equipment Failure	2788	RF Attenuator (PAD)	1:49
OE009181611	Alexandria	ICCWH1 MDS2	12/19/08 12:04 PM	12/19/08 12:30 PM	33	149	Problem Cleared in Testing	2850	No Trouble Found	0:25
OE011350486	Alexandria	AX060	12/19/08 09:45 PM	12/19/08 09:53 PM	339	713	No Trouble found	2850	No Trouble Found	0:07
OE011001059	Alexandria	ICCWH1 MDS2	12/20/08 09:19 PM	12/20/08 10:00 PM	163	716	Capacity	2940	Alarm Self Cleared	0:40
OE010244873	Alexandria	ICCWH1 MDS2	1/5/09 9:34 AM	1/5/09 10:01 AM	18	502	Failed/Degraded Hardware	2156	Alarm Cleared	0:26
OE010151353	Alexandria	CN8 (Analog)	1/5/09 10:08 AM	1/5/09 10:48 AM	109,289	502	Failed/Degraded Hardware	2155	Reset Equipment	0:39
OE011230340	Alexandria	AX332	1/5/09 1:12 PM	1/5/09 2:06 PM	117	116	Equipment Adjustment	2330	Repaired	0:54
OE009896096	Alexandria	AX332	1/5/09 2:02 PM	1/5/09 2:29 PM	117	116	Equipment Adjustment	2330	Repaired	0:27
OE010901681	Alexandria	AX214	1/7/09 2:22 PM	1/7/09 2:38 PM	69	713	No Trouble found	2850	No Trouble Found	0:15
OE011092465	Alexandria	AX257	1/8/09 4:48 PM	1/8/09 5:05 PM	73	713	No Trouble found	2850	No Trouble Found	0:16
OE009569048	Alexandria	AX257	1/8/09 5:26 PM	1/8/09 9:09 PM	15	112	Unplanned Outage	2321	Replaced	3:43
OE011181061	Alexandria	AX454	1/9/09 1:59 AM	1/9/09 2:15 AM	152	149	Problem Cleared in Testing	2850	No Trouble Found	0:16
OE010442937	Alexandria	AX317	1/9/09 9:57 AM	1/9/09 11:37 AM	11	713	No Trouble found	2940	Alarm Self Cleared	1:39
OE010250256	Alexandria	ICCWH1 MDS2	1/9/09 8:48 PM	1/9/09 10:00 PM	155	716	Capacity	2850	No Trouble Found	1:11
OE010897943	Alexandria	AX181	1/10/09 6:32 PM	1/10/09 6:36 PM	167	713	No Trouble found	2850	No Trouble Found	0:03
OE010356042	Alexandria	ICCWH1 MDS2	1/10/09 8:03 PM	1/10/09 10:00 PM	103	149	Problem Cleared in Testing	2940	Alarm Self Cleared	1:56
OE010484833	Alexandria	AX134	1/12/09 7:16 PM	1/12/09 8:11 PM	39	116	Equipment Adjustment	7212	Corrected Power/Light Levels	0:55
OE009355765	Alexandria	AX134	1/12/09 8:20 PM	1/12/09 8:37 PM	24	116	Equipment Adjustment	2332	Adjusted RF Level	0:17
OE010584937	Alexandria	AX134	1/13/09 11:05 PM	1/14/09 9:45 AM	38	116	Equipment Adjustment	2330	Repaired	10:40
OE009451998	Alexandria	AX095	1/16/09 10:00 AM	1/16/09 11:41 AM	29	109	Fiber/Coaxial/Plant Damage	2350	Connector	1:40
OE010793800	Alexandria	AX308	1/18/09 6:29 PM	1/18/09 9:33 PM	34	112	Unplanned Outage	2331	Replaced	3:04
OE011369251	Alexandria	AX108	1/19/09 2:07 AM	1/19/09 2:16 AM	58	713	No Trouble found	2850	No Trouble Found	0:09
OE011345852	Alexandria	AX527	1/21/09 9:45 AM	1/21/09 10:32 AM	23	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:46

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OE009287016	Alexandria	AX526	1/21/09 9:50 AM	1/21/09 10:32 AM	160	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:42
OE009703200	Alexandria	AX241	1/21/09 11:27 AM	1/21/09 11:43 AM	86	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:16
OE010838542	Alexandria	AX248	1/21/09 12:15 PM	1/21/09 12:20 PM	125	713	No Trouble found	2850	No Trouble Found	0:05
OE009254796	Alexandria	AX141	1/23/09 1:37 PM	1/23/09 2:37 PM	15	116	Equipment Adjustment	2350	Connector	0:59
OE011509222	Alexandria	ICCWH1 MDS2	1/23/09 9:04 PM	1/23/09 11:37 PM	164	149	Problem Cleared in Testing	2940	Alarm Self Cleared	2:33
OE008500282	Alexandria	ICCWH1 MDS2	1/24/09 8:36 PM	1/24/09 11:00 PM	240	149	Problem Cleared in Testing	2940	Alarm Self Cleared	2:23
OE010838541	Alexandria	AX231	1/25/09 5:55 PM	1/25/09 7:43 PM	19	116	Equipment Adjustment	2201	Fiber Receiver	1:47
OE008869980	Alexandria	ICCWH1 MDS2	1/25/09 6:34 PM	1/25/09 9:30 PM	180	704	Capacity	2940	Alarm Self Cleared	2:55
OE010794003	Alexandria	AX166	1/26/09 1:18 AM	1/26/09 1:24 AM	42	713	No Trouble found	2850	No Trouble Found	0:06
OE011587266	Alexandria	AX166	1/26/09 6:35 AM	1/26/09 6:41 AM	42	713	No Trouble found	2850	No Trouble Found	0:05
OE010838884	Alexandria	AX241	1/26/09 1:08 PM	1/26/09 1:14 PM	132	713	No Trouble found	2850	No Trouble Found	0:06
OE008777819	Alexandria	AX438	1/26/09 1:23 PM	1/26/09 1:44 PM	83	713	No Trouble found	2850	No Trouble Found	0:20
OE009178248	Alexandria	AX414	1/26/09 5:14 PM	1/26/09 7:13 PM	19	112	Unplanned Outage	2332	Adjusted RF Level	1:58
OE007120782	Alexandria	AX166	1/26/09 7:37 PM	1/26/09 7:40 PM	42	713	No Trouble found	2850	No Trouble Found	0:02
OE009187023	Alexandria	ICCWH1 MDS2	1/26/09 10:49 PM	1/26/09 11:39 PM	81	704	Equipment Failure-Software	1692	VOD Software Repaired	0:50
OE011204027	Alexandria	WRC	1/28/09 12:28 AM	1/28/09 1:20 AM	267,013	703	Equipment Failure-Hardware	2100	Analog Program Supplier	0:52
OE011002599	Alexandria	AX346	1/28/09 1:23 AM	1/28/09 5:47 AM	56	117	Equipment Failure	2331	Replaced	4:24
OE011137182	Alexandria	AX120	1/28/09 11:50 AM	1/28/09 12:39 PM	18	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	0:48
OE008747244	Alexandria	Multiple Channels	1/28/09 2:35 PM	1/28/09 4:15 PM	150,649	703	Failed/Degraded Hardware	2133	Digital Equipment Repaired	1:39
OE011553213	Alexandria	AX313	1/29/09 10:30 AM	1/29/09 10:50 AM	30	149	Problem Cleared in Testing	2850	No Trouble Found	0:19
OE011339735	Alexandria	ICCWH1 MDS2	1/30/09 9:19 PM	1/30/09 10:15 PM	90	716	Capacity	1789	SeaChange Issues	0:55
OE011000937	Alexandria	ICCWH1 MDS2	1/31/09 8:34 PM	1/31/09 10:15 PM	240	149	Problem Cleared in Testing	2940	Alarm Self Cleared	1:40
OE009896221	Alexandria	AX377	2/1/09 6:09 AM	2/1/09 6:44 AM	15	112	Unplanned Outage	2940	Alarm Self Cleared	0:35
OE009895769	Alexandria	AX377	2/1/09 6:09 AM	2/1/09 6:44 AM	15	112	Unplanned Outage	2940	Alarm Self Cleared	0:35
OE011082656	Alexandria	AX124	2/1/09 11:22 PM	2/2/09 2:10 AM	12	116	Equipment Adjustment	2300	Repaired	2:47

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OE011554410	Alexandria	AX124	2/1/09 11:22 PM	2/2/09 2:10 AM	12	116	Equipment Adjustment	2300	Repaired	2:47
OE009548363	Alexandria	WPXW - ION	2/2/09 8:48 PM	2/2/09 9:30 PM	267,013	502	Failed/Degraded Hardware	2121	Digital Equipment Repaired	0:41
OE010898889	Alexandria	WPXW - ION	2/2/09 8:48 PM	2/2/09 9:30 PM	267,013	502	Failed/Degraded Hardware	2121	Digital Equipment Repaired	0:41
OE010063044	Alexandria	AX124	2/2/09 10:41 PM	2/3/09 5:40 AM	13	117	Equipment Failure	2341	Replaced	6:58
OE010250256	Alexandria	AX124	2/2/09 10:41 PM	2/3/09 5:40 AM	13	117	Equipment Failure	2341	Replaced	6:58
OE011283700	Alexandria	AX124	2/3/09 9:49 AM	2/3/09 10:36 AM	11	116	Equipment Adjustment	2353	Repaired/Replaced Cut or Damaged Coax	0:46
OE011553136	Alexandria	AX124	2/3/09 9:49 AM	2/3/09 10:36 AM	11	116	Equipment Adjustment	2353	Repaired/Replaced Cut or Damaged Coax	0:46
OE010898888	Alexandria	AX064	2/3/09 4:29 PM	2/3/09 5:17 PM	42	713	No Trouble found	2850	No Trouble Found	0:48
OE011254372	Alexandria	AX064	2/3/09 4:29 PM	2/3/09 5:17 PM	42	713	No Trouble found	2850	No Trouble Found	0:48
OE008990800	Alexandria	AX139	2/3/09 4:29 PM	2/3/09 9:39 PM	62	112	Unplanned Outage	2331	Replaced	5:09
OE009055656	Alexandria	AX139	2/3/09 4:29 PM	2/3/09 9:39 PM	62	112	Unplanned Outage	2331	Replaced	5:09
OE011210759	Alexandria	AX057	2/3/09 6:37 PM	2/3/09 6:43 PM	81	713	No Trouble found	2850	No Trouble Found	0:06
OE011093171	Alexandria	AX057	2/3/09 6:37 PM	2/3/09 6:43 PM	81	713	No Trouble found	2850	No Trouble Found	0:06
OE011408410	Alexandria	AX034	2/3/09 6:40 PM	2/3/09 7:09 PM	32	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:29
OE011426745	Alexandria	AX034	2/3/09 6:40 PM	2/3/09 7:09 PM	32	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:29
OE011565062	Alexandria	AX101	2/4/09 10:30 AM	2/4/09 11:58 AM	60	704	Equipment Failure-Software	2155	Reset Equipment	1:27
OE009186026	Alexandria	AX101	2/4/09 10:30 AM	2/4/09 11:58 AM	60	704	Equipment Failure-Software	2155	Reset Equipment	1:27
OE010983492	Alexandria	AX139	2/4/09 5:54 PM	2/4/09 7:26 PM	63	112	Unplanned Outage	2777	Optical Connector	1:31
OE008832434	Alexandria	AX139	2/4/09 5:54 PM	2/4/09 7:26 PM	63	112	Unplanned Outage	2777	Optical Connector	1:31
OE011297534	Alexandria	AX352	2/5/09 3:50 PM	2/5/09 5:20 PM	65	116	Equipment Adjustment	2340	Repaired	1:30
OE010446535	Alexandria	AX352	2/5/09 3:50 PM	2/5/09 5:20 PM	65	116	Equipment Adjustment	2340	Repaired	1:30
OE009900593	Alexandria	AX352	2/5/09 5:51 PM	2/5/09 7:24 PM	64	112	Unplanned Outage	2350	Connector	1:32
OE010066675	Alexandria	AX352	2/5/09 5:51 PM	2/5/09 7:24 PM	64	112	Unplanned Outage	2350	Connector	1:32
OE011561135	Alexandria	AX352	2/5/09 10:04 PM	2/5/09 10:24 PM	22	713	No Trouble found	2850	No Trouble Found	0:20
OE008990796	Alexandria	AX352	2/5/09 10:04 PM	2/5/09 10:24 PM	22	713	No Trouble found	2850	No Trouble Found	0:20
OE008933596	Alexandria	AX352	2/6/09 9:29 AM	2/6/09 10:57 AM	14	117	Equipment Failure	2331	Replaced	1:27
OE011549006	Alexandria	AX352	2/6/09 9:29 AM	2/6/09 10:57 AM	14	117	Equipment Failure	2331	Replaced	1:27
OE011253823	Alexandria	AX352	2/6/09 4:35 PM	2/6/09 6:02 PM	63	116	Equipment Adjustment	2250	Optical Connector	1:26
OE011254429	Alexandria	AX352	2/6/09 4:35 PM	2/6/09 6:02 PM	63	116	Equipment Adjustment	2250	Optical Connector	1:26
OE011038288	Alexandria	ICCWH1 MDS2	2/6/09 8:19 PM	2/6/09 10:15 PM	125	515	Connection Settings	1692	VOD Software Repaired	1:56

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OE010194870	Alexandria	ICCWH1 MDS2	2/6/09 8:19 PM	2/6/09 10:15 PM	125	515	Connection Settings	1692	VOD Software Repaired	1:56
OE011068040	Alexandria	AX021	2/7/09 2:44 PM	2/7/09 3:30 PM	151	117	Equipment Failure	2334	Fuse	0:45
OE011149183	Alexandria	AX021	2/7/09 2:44 PM	2/7/09 3:30 PM	151	117	Equipment Failure	2334	Fuse	0:45
OE011380103	Alexandria	AX060	2/7/09 2:45 PM	2/7/09 3:30 PM	18	117	Equipment Failure	2334	Fuse	0:45
OE011380112	Alexandria	AX060	2/7/09 2:45 PM	2/7/09 3:30 PM	18	117	Equipment Failure	2334	Fuse	0:45
OE010560913	Alexandria	AX188	2/7/09 2:48 PM	2/7/09 3:30 PM	143	117	Equipment Failure	2341	Replaced	0:41
OE010561049	Alexandria	AX188	2/7/09 2:48 PM	2/7/09 3:30 PM	143	117	Equipment Failure	2341	Replaced	0:41
OE011498450	Alexandria	ICCWH1 MDS2	2/7/09 8:34 PM	2/7/09 10:15 PM	311	149	Problem Cleared in Testing	2940	Alarm Self Cleared	1:40
OE009846590	Alexandria	ICCWH1 MDS2	2/7/09 8:34 PM	2/7/09 10:15 PM	311	149	Problem Cleared in Testing	2940	Alarm Self Cleared	1:40
OE010884654	Alexandria	AX379	2/8/09 1:10 PM	2/8/09 2:00 PM	33	112	Unplanned Outage	2850	No Trouble Found	0:49
OE011254504	Alexandria	AX379	2/8/09 1:10 PM	2/8/09 2:00 PM	33	112	Unplanned Outage	2850	No Trouble Found	0:49
OE011380915	Alexandria	AX352	2/8/09 2:56 PM	2/8/09 6:50 PM	14	116	Equipment Adjustment	2250	Optical Connector	3:54
OE011458566	Alexandria	AX352	2/8/09 2:56 PM	2/8/09 6:50 PM	14	116	Equipment Adjustment	2250	Optical Connector	3:54
OE011532422	Alexandria	AX352	2/8/09 2:56 PM	2/8/09 6:50 PM	14	116	Equipment Adjustment	2250	Optical Connector	3:54
OE007127024	Alexandria	AX352	2/8/09 2:56 PM	2/8/09 6:50 PM	14	116	Equipment Adjustment	2250	Optical Connector	3:54
OE010683104	Alexandria	AX526	2/10/09 2:22 PM	2/10/09 2:53 PM	230	713	No Trouble found	2940	Alarm Self Cleared	0:30
OE011340762	Alexandria	AX526	2/10/09 2:22 PM	2/10/09 2:53 PM	230	713	No Trouble found	2940	Alarm Self Cleared	0:30
OE011298351	Alexandria	AX527	2/10/09 2:35 PM	2/10/09 2:53 PM	143	713	No Trouble found	2940	Alarm Self Cleared	0:18
OE007113716	Alexandria	AX527	2/10/09 2:35 PM	2/10/09 2:53 PM	143	713	No Trouble found	2940	Alarm Self Cleared	0:18
OE010963021	Alexandria	AX443	2/10/09 7:05 PM	2/10/09 8:58 PM	148	112	Unplanned Outage	2350	Connector	1:53
OE010989461	Alexandria	AX443	2/10/09 7:05 PM	2/10/09 8:58 PM	148	112	Unplanned Outage	2350	Connector	1:53
OE010493097	Alexandria	AX298	2/11/09 10:26 AM	2/11/09 12:42 PM	54	117	Equipment Failure	2331	Replaced	2:16
OE010371084	Alexandria	AX298	2/11/09 10:26 AM	2/11/09 12:42 PM	54	117	Equipment Failure	2331	Replaced	2:16
OE011618358	Alexandria	AX420	2/11/09 10:36 AM	2/11/09 11:17 AM	27	149	Problem Cleared in Testing	2850	No Trouble Found	0:40
OE011263362	Alexandria	AX419	2/11/09 10:36 AM	2/11/09 11:17 AM	34	149	Problem Cleared in Testing	2850	No Trouble Found	0:40
OE011297021	Alexandria	AX413	2/11/09 10:36 AM	2/11/09 11:17 AM	47	149	Problem Cleared in Testing	2850	No Trouble Found	0:40
OE011622498	Alexandria	AX414	2/11/09 10:36 AM	2/11/09 11:17 AM	49	149	Problem Cleared in Testing	2850	No Trouble Found	0:40
OE010480035	Alexandria	AX419	2/11/09 10:36 AM	2/11/09 11:17 AM	34	149	Problem Cleared in Testing	2850	No Trouble Found	0:40
OE008869984	Alexandria	AX420	2/11/09 10:36 AM	2/11/09 11:17 AM	27	149	Problem Cleared in Testing	2850	No Trouble Found	0:40
OE011375618	Alexandria	AX420	2/11/09 10:36 AM	2/11/09 11:17 AM	27	149	Problem Cleared in Testing	2850	No Trouble Found	0:40

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OE011245503	Alexandria	AX419	2/11/09 10:36 AM	2/11/09 11:17 AM	34	149	Problem Cleared in Testing	2850	No Trouble Found	0:40
OE011345852	Alexandria	AX413	2/11/09 10:36 AM	2/11/09 11:17 AM	47	149	Problem Cleared in Testing	2850	No Trouble Found	0:40
OE011302397	Alexandria	AX420	2/11/09 10:36 AM	2/11/09 11:17 AM	27	149	Problem Cleared in Testing	2850	No Trouble Found	0:40
OE009178264	Alexandria	AX413	2/11/09 10:36 AM	2/11/09 11:17 AM	47	149	Problem Cleared in Testing	2850	No Trouble Found	0:40
OE009908376	Alexandria	AX414	2/11/09 10:36 AM	2/11/09 11:17 AM	49	149	Problem Cleared in Testing	2850	No Trouble Found	0:40
OE010839211	Alexandria	AX413	2/11/09 10:36 AM	2/11/09 11:17 AM	47	149	Problem Cleared in Testing	2850	No Trouble Found	0:40
OE010840166	Alexandria	AX414	2/11/09 10:36 AM	2/11/09 11:17 AM	49	149	Problem Cleared in Testing	2850	No Trouble Found	0:40
OE010983494	Alexandria	AX414	2/11/09 10:36 AM	2/11/09 11:17 AM	49	149	Problem Cleared in Testing	2850	No Trouble Found	0:40
OE011129153	Alexandria	AX419	2/11/09 10:36 AM	2/11/09 11:17 AM	34	149	Problem Cleared in Testing	2850	No Trouble Found	0:40
OE011021205	Alexandria	AX299	2/11/09 11:41 AM	2/11/09 12:42 PM	75	117	Equipment Failure	2331	Replaced	1:00
OE011264345	Alexandria	AX299	2/11/09 11:41 AM	2/11/09 12:42 PM	75	117	Equipment Failure	2331	Replaced	1:00
OE008904063	Alexandria	AX361	2/11/09 11:41 AM	2/11/09 12:42 PM	38	117	Equipment Failure	2331	Replaced	1:00
OE008725419	Alexandria	AX361	2/11/09 11:41 AM	2/11/09 12:42 PM	38	117	Equipment Failure	2331	Replaced	1:00
OE007120298	Alexandria	AX363	2/11/09 11:41 AM	2/11/09 12:42 PM	42	117	Equipment Failure	2331	Replaced	1:00
OE010974767	Alexandria	AX363	2/11/09 11:41 AM	2/11/09 12:42 PM	42	117	Equipment Failure	2331	Replaced	1:00
OE008949721	Alexandria	AX162	2/11/09 1:15 PM	2/11/09 2:23 PM	80	116	Equipment Adjustment	2340	Repaired	1:08
OE008818631	Alexandria	AX162	2/11/09 1:15 PM	2/11/09 2:23 PM	80	116	Equipment Adjustment	2340	Repaired	1:08
OE011340282	Alexandria	AX162	2/11/09 1:15 PM	2/11/09 2:23 PM	80	116	Equipment Adjustment	2340	Repaired	1:08
OE010249408	Alexandria	AX162	2/11/09 1:15 PM	2/11/09 2:23 PM	80	116	Equipment Adjustment	2340	Repaired	1:08
OE010055885	Alexandria	AX108	2/11/09 1:15 PM	2/11/09 2:23 PM	9	116	Equipment Adjustment	2340	Repaired	1:07
OE008725422	Alexandria	AX108	2/11/09 1:15 PM	2/11/09 2:23 PM	9	116	Equipment Adjustment	2340	Repaired	1:07
OE010980758	Alexandria	AX108	2/11/09 1:15 PM	2/11/09 2:23 PM	9	116	Equipment Adjustment	2340	Repaired	1:07
OE011388571	Alexandria	AX108	2/11/09 1:15 PM	2/11/09 2:23 PM	9	116	Equipment Adjustment	2340	Repaired	1:07
OE011568182	Alexandria	AX504	2/11/09 1:41 PM	2/11/09 3:40 PM	6	116	Equipment Adjustment	2340	Repaired	1:58
OE011204060	Alexandria	AX504	2/11/09 1:41 PM	2/11/09 3:40 PM	6	116	Equipment Adjustment	2340	Repaired	1:58
OE008990797	Alexandria	AX504	2/11/09 1:41 PM	2/11/09 3:40 PM	6	116	Equipment Adjustment	2340	Repaired	1:58
OE008993139	Alexandria	AX504	2/11/09 1:41 PM	2/11/09 3:40 PM	6	116	Equipment Adjustment	2340	Repaired	1:58
OE010552067	Alexandria	AX504	2/11/09 5:21 PM	2/11/09 7:11 PM	13	112	Unplanned Outage	2342	Fuse/Breaker	1:50
OE010552502	Alexandria	AX504	2/11/09 5:21 PM	2/11/09 7:11 PM	13	112	Unplanned Outage	2342	Fuse/Breaker	1:50
OE010346176	Alexandria	AX504	2/11/09 8:22 PM	2/11/09 8:37 PM	6	117	Equipment Failure	2340	Repaired	0:14
OE010995811	Alexandria	AX504	2/11/09 8:22 PM	2/11/09 8:37 PM	6	117	Equipment Failure	2340	Repaired	0:14
OE010309811	Alexandria	AX504	2/11/09 9:07 PM	2/11/09 10:35 PM	6	116	Equipment Adjustment	2340	Repaired	1:27
OE011296692	Alexandria	AX504	2/11/09 9:07 PM	2/11/09 10:35 PM	6	116	Equipment Adjustment	2340	Repaired	1:27

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OE011081642	Alexandria	AX491	2/12/09 1:46 AM	2/12/09 4:00 AM	11	705	Headend/Hub/Facility Failure	2155	Reset Equipment	2:13
OE011137182	Alexandria	AX491	2/12/09 1:46 AM	2/12/09 4:00 AM	11	705	Headend/Hub/Facility Failure	2155	Reset Equipment	2:13
OE011228386	Alexandria	AX444	2/12/09 1:46 AM	2/12/09 4:00 AM	209	705	Headend/Hub/Facility Failure	2155	Reset Equipment	2:13
OE011250408	Alexandria	AX444	2/12/09 1:46 AM	2/12/09 4:00 AM	209	705	Headend/Hub/Facility Failure	2155	Reset Equipment	2:13
OE011298044	Alexandria	AX456	2/12/09 2:20 AM	2/12/09 4:00 AM	93	705	Headend/Hub/Facility Failure	2155	Reset Equipment	1:39
OE007127023	Alexandria	AX456	2/12/09 2:20 AM	2/12/09 4:00 AM	93	705	Headend/Hub/Facility Failure	2155	Reset Equipment	1:39
OE011324169	Alexandria	AX454	2/12/09 2:20 AM	2/12/09 4:00 AM	145	705	Headend/Hub/Facility Failure	2155	Reset Equipment	1:39
OE011268688	Alexandria	AX454	2/12/09 2:20 AM	2/12/09 4:00 AM	145	705	Headend/Hub/Facility Failure	2155	Reset Equipment	1:39
OE011209235	Alexandria	AX155	2/12/09 10:30 AM	2/12/09 11:32 AM	20	705	Headend/Hub/Facility Failure	2154	Equipment Replaced	1:01
OE010884247	Alexandria	AX155	2/12/09 10:30 AM	2/12/09 11:32 AM	20	705	Headend/Hub/Facility Failure	2154	Equipment Replaced	1:01
OE010565121	Alexandria	AX148	2/12/09 10:30 AM	2/12/09 11:32 AM	41	705	Headend/Hub/Facility Failure	2154	Equipment Replaced	1:01
OE011136901	Alexandria	AX148	2/12/09 10:30 AM	2/12/09 11:32 AM	41	705	Headend/Hub/Facility Failure	2154	Equipment Replaced	1:01
OE009570218	Alexandria	AX149	2/12/09 10:30 AM	2/12/09 11:32 AM	65	705	Headend/Hub/Facility Failure	2154	Equipment Replaced	1:01
OE010062792	Alexandria	AX149	2/12/09 10:30 AM	2/12/09 11:32 AM	65	705	Headend/Hub/Facility Failure	2154	Equipment Replaced	1:01
OE011277427	Alexandria	AX170	2/12/09 10:30 AM	2/12/09 11:32 AM	44	705	Headend/Hub/Facility Failure	2154	Equipment Replaced	1:01
OE010856850	Alexandria	AX170	2/12/09 10:30 AM	2/12/09 11:32 AM	44	705	Headend/Hub/Facility Failure	2154	Equipment Replaced	1:01
OE009915491	Alexandria	AX108	2/12/09 2:21 PM	2/12/09 3:41 PM	11	117	Equipment Failure	2342	Fuse/Breaker	1:20
OE009482442	Alexandria	AX108	2/12/09 2:21 PM	2/12/09 3:41 PM	11	117	Equipment Failure	2342	Fuse/Breaker	1:20
OE011389744	Alexandria	AX162	2/12/09 2:21 PM	2/12/09 3:41 PM	78	117	Equipment Failure	2342	Fuse/Breaker	1:20
OE011515489	Alexandria	AX162	2/12/09 2:21 PM	2/12/09 3:41 PM	78	117	Equipment Failure	2342	Fuse/Breaker	1:20
OE011082069	Alexandria	AX307	2/12/09 3:27 PM	2/12/09 4:02 PM	169	704	Equipment Failure-Software	2155	Reset Equipment	0:35
OE011611175	Alexandria	AX306	2/12/09 3:27 PM	2/12/09 4:02 PM	25	704	Equipment Failure-Software	2155	Reset Equipment	0:35
OE010443716	Alexandria	AX306	2/12/09 3:27 PM	2/12/09 4:02 PM	25	704	Equipment Failure-Software	2155	Reset Equipment	0:35
OE010476165	Alexandria	AX307	2/12/09 3:27 PM	2/12/09 4:02 PM	169	704	Equipment Failure-Software	2155	Reset Equipment	0:35
OE011565063	Alexandria	AX308	2/12/09 3:27 PM	2/12/09 4:02 PM	114	704	Equipment Failure-Software	2155	Reset Equipment	0:35
OE011204000	Alexandria	AX308	2/12/09 3:27 PM	2/12/09 4:02 PM	114	704	Equipment Failure-Software	2155	Reset Equipment	0:35
OE009823745	Alexandria	AX311	2/12/09 3:27 PM	2/12/09 4:02 PM	95	704	Equipment Failure-Software	2155	Reset Equipment	0:35
OE009178275	Alexandria	AX311	2/12/09 3:27 PM	2/12/09 4:02 PM	95	704	Equipment Failure-Software	2155	Reset Equipment	0:35
OE011373084	Alexandria	AX003	2/12/09 3:57 PM	2/12/09 4:03 PM	92	713	No Trouble found	2850	No Trouble Found	0:05
OE010332951	Alexandria	AX003	2/12/09 3:57 PM	2/12/09 4:03 PM	92	713	No Trouble found	2850	No Trouble Found	0:05
OE010887035	Alexandria	AX162	2/13/09 8:14 AM	2/13/09 8:54 AM	76	116	Equipment Adjustment	2340	Repaired	0:39
OE010974768	Alexandria	AX162	2/13/09 8:14 AM	2/13/09 8:54 AM	76	116	Equipment Adjustment	2340	Repaired	0:39
OE010876561	Alexandria	AX183	2/13/09 10:36 AM	2/13/09 11:10 AM	115	117	Equipment Failure	2342	Fuse/Breaker	0:33

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OE009181904	Alexandria	AX183	2/13/09 10:36 AM	2/13/09 11:10 AM	115	117	Equipment Failure	2342	Fuse/Breaker	0:33
OE009941259	Alexandria	ICCWH1 MDS2	2/13/09 8:34 PM	2/13/09 10:45 PM	130	149	Problem Cleared in Testing	2850	No Trouble Found	2:11
OE010522806	Alexandria	ICCWH1 MDS2	2/13/09 8:34 PM	2/13/09 10:45 PM	130	149	Problem Cleared in Testing	2850	No Trouble Found	2:11
OE011388797	Alexandria	AX108	2/14/09 8:52 AM	2/14/09 10:05 AM	13	117	Equipment Failure	2341	Replaced	1:12
OE011278494	Alexandria	AX108	2/14/09 8:52 AM	2/14/09 10:05 AM	13	117	Equipment Failure	2341	Replaced	1:12
OE009615179	Alexandria	AX162	2/14/09 8:52 AM	2/14/09 10:05 AM	75	117	Equipment Failure	2341	Replaced	1:12
OE010882545	Alexandria	AX162	2/14/09 8:52 AM	2/14/09 10:05 AM	75	117	Equipment Failure	2341	Replaced	1:12
OE010888343	Alexandria	AX162	2/15/09 9:52 AM	2/15/09 10:39 AM	79	116	Equipment Adjustment	2340	Repaired	0:46
OE008869986	Alexandria	AX108	2/15/09 9:54 AM	2/15/09 10:39 AM	12	116	Equipment Adjustment	2340	Repaired	0:44
OE011277605	Alexandria	AX299	2/16/09 1:05 PM	2/16/09 2:08 PM	75	713	No Trouble found	2940	Alarm Self Cleared	1:03
OE009573185	Alexandria	AX361	2/16/09 1:05 PM	2/16/09 2:08 PM	53	713	No Trouble found	2940	Alarm Self Cleared	1:03
OE010636030	Alexandria	AX363	2/16/09 1:05 PM	2/16/09 2:08 PM	60	713	No Trouble found	2940	Alarm Self Cleared	1:03
OE010980756	Alexandria	AX278	2/16/09 6:56 PM	2/16/09 7:52 PM	261	112	Unplanned Outage	2200	Fiber Transmitter	0:55
OE009462780	Alexandria	AX220	2/16/09 9:10 PM	2/16/09 10:44 PM	32	112	Unplanned Outage	2940	Alarm Self Cleared	1:34
OE011532362	Alexandria	AX353	2/16/09 9:36 PM	2/16/09 10:35 PM	60	112	Unplanned Outage	2940	Alarm Self Cleared	0:58
OE011116770	Alexandria	AX430	2/16/09 9:36 PM	2/16/09 10:40 PM	119	112	Unplanned Outage	2940	Alarm Self Cleared	1:04
OE009896966	Alexandria	AX428	2/16/09 9:36 PM	2/16/09 10:40 PM	96	112	Unplanned Outage	2940	Alarm Self Cleared	1:04
OE008939220	Alexandria	AX429	2/16/09 9:36 PM	2/16/09 10:40 PM	91	112	Unplanned Outage	2940	Alarm Self Cleared	1:04
OE011167844	Alexandria	AX434	2/16/09 9:37 PM	2/16/09 10:40 PM	6	112	Unplanned Outage	2940	Alarm Self Cleared	1:03
OE011353682	Alexandria	AX220	2/17/09 10:42 AM	2/17/09 11:15 AM	26	713	No Trouble found	2940	Alarm Self Cleared	0:32
OE008832434	Alexandria	AX106	2/17/09 5:53 PM	2/17/09 6:28 PM	91	112	Unplanned Outage	2940	Alarm Self Cleared	0:34
OE008747253	Alexandria	AX157	2/17/09 5:53 PM	2/17/09 6:28 PM	72	112	Unplanned Outage	2940	Alarm Self Cleared	0:34
OE008758654	Alexandria	AX220	2/17/09 5:53 PM	2/17/09 7:06 PM	24	112	Unplanned Outage	2940	Alarm Self Cleared	1:12
OE011531886	Alexandria	AX108	2/17/09 5:58 PM	2/17/09 6:28 PM	21	112	Unplanned Outage	2940	Alarm Self Cleared	0:30
OE008505361	Alexandria	AX157	2/17/09 6:40 PM	2/17/09 7:06 PM	124	112	Unplanned Outage	2940	Alarm Self Cleared	0:26
OE011508021	Alexandria	AX261	2/18/09 2:52 AM	2/18/09 3:15 AM	140	700	Unplanned Outage	2850	No Trouble Found	0:22
OE009115034	Alexandria	AX013	2/18/09 3:50 PM	2/18/09 4:35 PM	99	116	Equipment Adjustment	2367	Tap/Face Plate	0:44
OE011390556	Alexandria	AX479	2/20/09 12:19 PM	2/20/09 2:50 PM	9	117	Equipment Failure	2353	Repaired/Replaced Cut or Damaged Coax	2:30
OE011296932	Alexandria	ICCWH1 MDS2	2/20/09 8:34 PM	2/20/09 9:15 PM	132	485	High Utilization	1793	High Usage Subsided	0:40
OE011031966	Alexandria	AX488	2/20/09 8:56 PM	2/20/09 10:39 PM	27	117	Equipment Failure	2332	Adjusted RF Level	1:43

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OE010346179	Alexandria	AX030	2/21/09 1:10 AM	2/21/09 1:18 AM	10	713	No Trouble found	2850	No Trouble Found	0:07
OE008869983	Alexandria	AX025	2/21/09 2:13 AM	2/21/09 5:10 AM	52	227	Vandalism or theft	2353	Repaired/Replaced Cut or Damaged Coax	2:56
OE010882655	Alexandria	AX329	2/21/09 11:08 AM	2/21/09 11:23 AM	82	117	Equipment Failure	2331	Replaced	0:14
OE010346176	Alexandria	AX416	2/21/09 1:55 PM	2/21/09 3:00 PM	15	116	Equipment Adjustment	2353	Repaired/Replaced Cut or Damaged Coax	1:04
OE009506532	Alexandria	AX415	2/21/09 1:55 PM	2/21/09 3:00 PM	94	116	Equipment Adjustment	2353	Repaired/Replaced Cut or Damaged Coax	1:04
OE010072443	Alexandria	ICCWH1 MDS2	2/21/09 9:18 PM	2/21/09 10:30 PM	136	149	Problem Cleared in Testing	2940	Alarm Self Cleared	1:11
OE010501629	Alexandria	AX030	2/22/09 3:33 AM	2/22/09 12:00 PM	5	116	Equipment Adjustment	2332	Adjusted RF Level	8:27
OE011498542	Alexandria	AX030	2/22/09 8:00 PM	2/23/09 10:15 AM	5	116	Equipment Adjustment	2332	Adjusted RF Level	14:15
OE008536184	Alexandria	ICCWH1 MDS2	2/23/09 9:33 AM	2/23/09 3:40 PM	82,844	505	Database Failure	2578	Digital Network Controller (DNCS)	6:06
OE009835905	Alexandria	AX030	2/24/09 2:41 AM	2/24/09 2:44 AM	11	713	No Trouble found	2850	No Trouble Found	0:02
OE011011375	Alexandria	AX030	2/24/09 8:33 AM	2/24/09 9:43 AM	7	149	Problem Cleared in Testing	2850	No Trouble Found	1:09
OE009355038	Alexandria	AX466	2/24/09 6:26 PM	2/24/09 6:29 PM	127	700	Unplanned Outage	2850	No Trouble Found	0:02
OE011277530	Alexandria	AX399	2/25/09 10:09 AM	2/25/09 10:17 AM	72	713	No Trouble found	2850	No Trouble Found	0:07
OE010225966	Alexandria	AX466	2/25/09 10:43 AM	2/25/09 10:49 AM	128	713	No Trouble found	2850	No Trouble Found	0:05
OE011277484	Alexandria	AX466	2/25/09 12:05 PM	2/25/09 12:07 PM	128	713	No Trouble found	2850	No Trouble Found	0:02
OE011160840	Alexandria	AX466	2/25/09 12:15 PM	2/25/09 12:29 PM	128	713	No Trouble found	2850	No Trouble Found	0:13
OE010360993	Alexandria	AX466	2/25/09 2:27 PM	2/25/09 3:05 PM	28	116	Equipment Adjustment	2332	Adjusted RF Level	0:37
OE011201181	Alexandria	AX466	2/25/09 3:12 PM	2/25/09 3:22 PM	128	713	No Trouble found	2850	No Trouble Found	0:09
OE011254363	Alexandria	AX488	2/25/09 3:21 PM	2/25/09 3:50 PM	33	117	Equipment Failure	2332	Adjusted RF Level	0:28
OE011082665	Alexandria	AX466	2/25/09 7:14 PM	2/25/09 7:18 PM	128	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:03
OE011458589	Alexandria	AX466	2/25/09 7:50 PM	2/25/09 8:00 PM	128	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:09
OE010969528	Alexandria	AX466	2/26/09 9:47 AM	2/26/09 9:56 AM	128	713	No Trouble found	2850	No Trouble Found	0:09
OE011082654	Alexandria	AX030	2/26/09 9:49 AM	2/26/09 9:55 AM	11	713	No Trouble found	2850	No Trouble Found	0:05
OE010839415	Alexandria	AX377	2/26/09 2:59 PM	2/26/09 3:02 PM	35	713	No Trouble found	2850	No Trouble Found	0:03
OE009427029	Alexandria	AX463	2/26/09 5:00 PM	2/26/09 5:03 PM	141	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:03
OE011483158	Alexandria	AX463	2/27/09 8:36 AM	2/27/09 12:13 PM	7	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	3:37
OE011038289	Alexandria	AX064	2/27/09 3:01 PM	2/27/09 4:02 PM	25	116	Equipment Adjustment	2334	Fuse	1:01
OE010346179	Alexandria	AX466	2/28/09 8:00 PM	2/28/09 8:04 PM	126	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:03
OE011154390	Alexandria	ICCWH1 MDS2	2/28/09 8:19 PM	2/28/09 10:15 PM	297	485	High Utilization	1793	High Usage Subsided	1:55
OE011472482	Alexandria	AX030	3/1/09 4:05 AM	3/1/09 5:11 AM	6	149	Problem Cleared in Testing	2850	No Trouble Found	1:05

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OE008500284	Alexandria	AX030	3/1/09 4:05 AM	3/1/09 5:11 AM	6	149	Problem Cleared in Testing	2850	No Trouble Found	1:05
OE009178289	Alexandria	Ch 41 (TCM)	3/1/09 8:47 AM	3/1/09 10:23 AM	238,482	500	Application process failure	1699	Decoder Reconfigured	1:35
OE010356305	Alexandria	Ch 41 (TCM)	3/1/09 8:47 AM	3/1/09 10:23 AM	238,482	500	Application process failure	1699	Decoder Reconfigured	1:35
OE011375806	Alexandria	AX080	3/1/09 6:53 PM	3/1/09 11:40 PM	119	117	Equipment Failure	2200	Fiber Transmitter	4:47
OE008629661	Alexandria	AX042	3/4/09 10:32 AM	3/4/09 11:32 AM	21	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	0:59
OE011564936	Alexandria	AX103	3/4/09 2:03 PM	3/4/09 2:31 PM	46	116	Equipment Adjustment	2330	Repaired	0:27
OE008993166	Alexandria	AX103	3/4/09 3:09 PM	3/4/09 4:32 PM	34	116	Equipment Adjustment	2330	Repaired	1:23
OE007138444	Alexandria	AX103	3/4/09 3:09 PM	3/4/09 4:32 PM	34	116	Equipment Adjustment	2330	Repaired	1:23
OE011391561	Alexandria	AX103	3/4/09 4:33 PM	3/4/09 5:02 PM	21	116	Equipment Adjustment	2330	Repaired	0:29
OE010513669	Alexandria	AX102	3/4/09 8:21 PM	3/4/09 8:26 PM	120	713	No Trouble found	2850	No Trouble Found	0:04
OE010903752	Alexandria	Multi-Channel Outage	3/5/09 12:27 PM	3/5/09 1:32 PM	202,630	706	Third Party	2110	Third Party Equipment (Headend)	1:04
OE011384943	Alexandria	AX430	3/6/09 10:20 AM	3/6/09 12:10 PM	119	703	Equipment Failure-Hardware	2155	Reset Equipment	1:49
OE010794003	Alexandria	AX353	3/6/09 10:20 AM	3/6/09 12:10 PM	48	703	Equipment Failure-Hardware	2155	Reset Equipment	1:49
OE010356042	Alexandria	AX429	3/6/09 10:20 AM	3/6/09 12:10 PM	85	703	Equipment Failure-Hardware	2155	Reset Equipment	1:49
OE011029764	Alexandria	AX428	3/6/09 10:20 AM	3/6/09 12:10 PM	92	703	Equipment Failure-Hardware	2155	Reset Equipment	1:49
OE009805494	Alexandria	AX434	3/6/09 10:21 AM	3/6/09 12:10 PM	6	703	Equipment Failure-Hardware	2155	Reset Equipment	1:48
OE007114242	Alexandria	AX111	3/6/09 5:14 PM	3/6/09 8:06 PM	69	116	Equipment Adjustment	2341	Replaced	2:51
OE010560640	Alexandria	AX344	3/7/09 9:29 AM	3/7/09 10:11 AM	54	116	Equipment Adjustment	2330	Repaired	0:41
OE011340571	Alexandria	ICCWH1 MDS2	3/7/09 8:19 PM	3/7/09 10:00 PM	153	485	High Utilization	1793	High Usage Subsided	1:40
OE011167659	Alexandria	AX233	3/7/09 10:30 PM	3/8/09 12:05 AM	62	116	Equipment Adjustment	2341	Replaced	1:34
OE010157210	Alexandria	AX377	3/8/09 2:08 PM	3/8/09 2:18 PM		178	No Fault/ Closed by Archer	2849	Archer Verified Alarm Self Cleared	0:10
OE008523312	Alexandria	AX399	3/8/09 5:19 PM	3/8/09 7:21 PM		713	No Trouble found	2850	No Trouble Found	2:02
OE008870066	Alexandria	AX379	3/8/09 5:28 PM	3/8/09 5:39 PM		178	No Fault/ Closed by Archer	2849	Archer Verified Alarm Self Cleared	0:10
OE010543947	Alexandria	AX379	3/8/09 5:47 PM	3/8/09 7:21 PM		713	No Trouble found	2850	No Trouble Found	1:34
OE009882804	Alexandria	AX007	3/10/09 10:21 AM	3/10/09 11:22 AM		116	Equipment Adjustment	2341	Replaced	1:00
OE009747102	Alexandria	ICCWH1 MDS2	3/10/09 2:03 PM	3/10/09 2:30 PM		704	Equipment Failure-Software	2134	Edge QAM - MQAM	0:26
OE011214003	Alexandria	AX303	3/12/09 9:10 AM	3/12/09 10:40 AM		116	Equipment Adjustment	2311	Replaced	1:30

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OE010020206	Alexandria	Channel 119 Lifetime Movie Network	3/14/09 12:07 PM	3/14/09 1:15 PM	38,277	798	Hardware/Software	2133	Edge QAM - SEMM	1:07
OE009896221	Alexandria	ICCWH1 MDS2	3/14/09 9:04 PM	3/14/09 10:15 PM	101	485	High Utilization	1793	High Usage Subsided	1:10
OE011339783	Alexandria	AX020	3/15/09 2:30 PM	3/15/09 3:56 PM	24	117	Equipment Failure	2353	Repaired/Replaced Cut or Damaged Coax	1:25
OE011277801	Alexandria	AX264	3/17/09 1:55 PM	3/17/09 3:09 PM	100	116	Equipment Adjustment	2330	Repaired	1:13
OE010884464	Alexandria	AX332	3/17/09 2:00 PM	3/17/09 2:55 PM	119	116	Equipment Adjustment	2330	Repaired	0:54
OE008652824	Alexandria	AX247	3/17/09 4:02 PM	3/17/09 5:04 PM	11	109	Fiber/Coaxial/Plant Damage	2352	Repaired Under Ground Coax	1:02
OE008444396	Alexandria	AX055	3/17/09 7:31 PM	3/17/09 8:43 PM	122	116	Equipment Adjustment	2332	Adjusted RF Level	1:12
OE011140536	Alexandria	AX055	3/18/09 6:39 AM	3/18/09 9:26 AM	30	116	Equipment Adjustment	2300	Repaired	2:47
OE008992138	Alexandria	ICCWH1 MDS2	3/18/09 1:19 PM	3/18/09 2:15 PM	36	180	Configuration Error	2940	Alarm Self Cleared	0:55
OE011400695	Alexandria	AX394	3/19/09 9:43 AM	3/19/09 9:57 AM	10,394	116	Equipment Adjustment	2330	Repaired	0:13
OE010356318	Alexandria	AX351	3/19/09 2:46 PM	3/19/09 3:08 PM	13	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:21
OE010882869	Alexandria	AX329	3/20/09 11:43 AM	3/20/09 12:22 PM	18	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	0:38
OE011297063	Alexandria	ICCWH1 MDS2	3/20/09 5:49 PM	3/20/09 6:00 PM	49	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:10
OE008521308	Alexandria	NOVA Counts	3/29/09 3:15 PM	3/29/09 3:50 PM	258,757	502	Failed/Degraded Hardware	1686	Decoder Replaced	0:34
OE008869987	Alexandria	NOVA Counts	3/29/09 3:15 PM	3/29/09 3:50 PM	258,757	502	Failed/Degraded Hardware	1686	Decoder Replaced	0:34
OE011532693	Alexandria	ICCWH1 MDS2	3/30/09 9:49 AM	3/30/09 10:45 AM	39	180	Configuration Error	1690	VOD Hardware Rebooted	0:55
OE011370068	Alexandria	AX342	3/30/09 3:00 PM	3/30/09 4:29 PM	117	149	Equipment Failure	2940	Optical Switch	1:29
OE009109674	Alexandria	AX341	3/30/09 3:00 PM	3/30/09 4:29 PM	38	149	Equipment Failure	2940	Optical Switch	1:29
OE010447147	Alexandria	AX342	3/30/09 3:00 PM	3/30/09 4:29 PM	117	149	Equipment Failure	2940	Optical Switch	1:29
OE010186966	Alexandria	AX341	3/30/09 3:00 PM	3/30/09 4:29 PM	38	149	Equipment Failure	2940	Optical Switch	1:29
OE008505382	Alexandria	AX343	3/30/09 3:00 PM	3/30/09 4:29 PM	48	149	Equipment Failure	2940	Optical Switch	1:29
OE011116720	Alexandria	AX343	3/30/09 3:00 PM	3/30/09 4:29 PM	48	149	Equipment Failure	2940	Optical Switch	1:29
OE009379740	Alexandria	AX347	3/30/09 3:00 PM	3/30/09 4:29 PM	128	149	Equipment Failure	2940	Optical Switch	1:29

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OE011213640	Alexandria	AX347	3/30/09 3:00 PM	3/30/09 4:29 PM	128	149	Equipment Failure	2940	Optical Switch	1:29
OE008990795	Alexandria	AX436	3/30/09 3:00 PM	3/30/09 5:42 PM	92	117	Equipment Failure	2775	Optical Switch	2:41
OE008990806	Alexandria	AX436	3/30/09 3:00 PM	3/30/09 5:42 PM	92	117	Equipment Failure	2775	Optical Switch	2:41
OE011324107	Alexandria	AX431	3/30/09 3:02 PM	3/30/09 5:42 PM	65	117	Equipment Failure	2775	Optical Switch	2:39
OE011509333	Alexandria	AX352	3/30/09 3:02 PM	3/30/09 5:42 PM	62	117	Equipment Failure	2775	Optical Switch	2:39
OE008558099	Alexandria	AX431	3/30/09 3:02 PM	3/30/09 5:42 PM	65	117	Equipment Failure	2775	Optical Switch	2:39
OE008738598	Alexandria	AX352	3/30/09 3:02 PM	3/30/09 5:42 PM	62	117	Equipment Failure	2775	Optical Switch	2:39
OE011277494	Alexandria	AX443	3/30/09 3:20 PM	3/30/09 5:42 PM	144	117	Equipment Failure	2775	Optical Switch	2:21
OE011339792	Alexandria	AX443	3/30/09 3:20 PM	3/30/09 5:42 PM	144	117	Equipment Failure	2775	Optical Switch	2:21
OE011213636	Alexandria	AX452	3/30/09 3:21 PM	3/30/09 5:42 PM	43	117	Equipment Failure	2775	Optical Switch	2:21
OE011213651	Alexandria	AX452	3/30/09 3:21 PM	3/30/09 5:42 PM	43	117	Equipment Failure	2775	Optical Switch	2:21
OE011081258	Alexandria	AX458	3/30/09 3:21 PM	3/30/09 5:42 PM	28	117	Equipment Failure	2775	Optical Switch	2:20
OE011139000	Alexandria	AX458	3/30/09 3:21 PM	3/30/09 5:42 PM	28	117	Equipment Failure	2775	Optical Switch	2:20
OE011016592	Alexandria	AX462	3/30/09 3:21 PM	3/30/09 5:42 PM	88	117	Equipment Failure	2775	Optical Switch	2:20
OE011068977	Alexandria	AX462	3/30/09 3:21 PM	3/30/09 5:42 PM	88	117	Equipment Failure	2775	Optical Switch	2:20
OE010838904	Alexandria	AX435	3/30/09 3:24 PM	3/30/09 5:42 PM	144	117	Equipment Failure	2775	Optical Switch	2:17
OE010065218	Alexandria	AX435	3/30/09 3:24 PM	3/30/09 5:42 PM	144	117	Equipment Failure	2775	Optical Switch	2:17
OE009475273	Alexandria	AX278	3/30/09 5:30 PM	3/30/09 6:01 PM	248	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:30
OE011067950	Alexandria	Channel 213 - WTTG (FOX-HD)	3/30/09 10:00 PM	3/30/09 10:17 PM	38,291	704	Equipment Failure-Software	2139	Cherry Picker Reconfigured	0:16
OE010348444	Alexandria	AX377	3/31/09 11:14 AM	3/31/09 12:02 PM	12	116	Equipment Adjustment	2331	Replaced	0:48
OE010794010	Alexandria	AX018	3/31/09 11:55 AM	3/31/09 3:03 PM	106	116	Equipment Adjustment	2353	Repaired/Replaced Cut or Damaged Coax	3:08
OE010371084	Alexandria	AX181	3/31/09 12:05 PM	3/31/09 12:43 PM	10	116	Equipment Adjustment	2353	Repaired/Replaced Cut or Damaged Coax	0:37
OE009822405	Alexandria	AX181	3/31/09 12:05 PM	3/31/09 12:43 PM	10	116	Equipment Adjustment	2353	Repaired/Replaced Cut or Damaged Coax	0:37
OE009261583	Alexandria	AX225	3/31/09 4:44 PM	3/31/09 6:25 PM	32	116	Equipment Adjustment	2332	Adjusted RF Level	1:41
OE009892900	Alexandria	AX352	4/1/09 2:03 PM	4/1/09 3:14 PM	63	116	Equipment Adjustment	2336	Umbilical Cord	1:11
OE011552830	Alexandria	AX461	4/1/09 4:59 PM	4/1/09 8:16 PM	21	116	Equipment Adjustment	2334	Fuse	3:17
OE009104645	Alexandria	AX278	4/1/09 5:08 PM	4/1/09 8:35 PM	250	117	Equipment Failure	2153	Equipment Repaired	3:26
OE009094545	Alexandria	AX438	4/2/09 1:04 PM	4/2/09 1:28 PM	6	117	Equipment Failure	2367	Tap/Face Plate	0:23
OE010500265	Alexandria	AX430	4/2/09 6:18 PM	4/2/09 8:12 PM	22	116	Equipment Adjustment	2332	Adjusted RF Level	1:53

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OE010888789	Alexandria	AX040	4/3/09 3:14 PM	4/3/09 3:30 PM	16	149	Problem Cleared in Testing	2850	No Trouble Found	0:16
OE010882651	Alexandria	AX403	4/3/09 3:14 PM	4/3/09 3:29 PM	108	149	Problem Cleared in Testing	2850	No Trouble Found	0:15
OE008990801	Alexandria	AX013	4/3/09 3:17 PM	4/3/09 3:30 PM	67	116	Equipment Adjustment	2330	Repaired	0:13
OE010366965	Alexandria	AX513	4/4/09 9:34 PM	4/5/09 1:12 AM	67	116	Equipment Adjustment	7212	Corrected Power/Light Levels	3:37
OE010989282	Alexandria	AX513	4/4/09 9:34 PM	4/5/09 1:12 AM	67	116	Equipment Adjustment	7212	Corrected Power/Light Levels	3:37
OE009822382	Alexandria	AX386	04/07/09 11:34 AM	04/07/09 11:48 AM	33	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:14
OE011565285	Alexandria	AX168	04/07/09 03:29 PM	04/07/09 03:33 PM	36	713	No Trouble found	2850	No Trouble Found	0:04
OE011140545	Alexandria	ICCWH1 MDS2	04/07/09 05:34 PM	04/07/09 06:00 PM	131	703	Equipment Failure-Hardware	1692	VOD Software Repaired	0:26
OE011498551	Alexandria	AX168	04/07/09 06:34 PM	04/08/09 07:20 AM	6	700	Equipment Adjustment	2330	Repaired	0:46
OE010854001	Alexandria	ION Channel	04/08/09 01:35 AM	04/08/09 03:40 AM	257,757	365	Program Outage	2940	Digital Program Supplier	2:05
OE009261794	Alexandria	AX332	04/08/09 11:16 AM	04/08/09 12:59 PM	117	117	Equipment Failure	2341	Replaced	1:43
OE010838106	Alexandria	AX403	04/08/09 02:55 PM	04/08/09 03:38 PM	57	116	Equipment Adjustment	2332	Adjusted RF Level	0:43
OE011096601	Alexandria	AX407	04/08/09 03:06 PM	04/08/09 03:38 PM	7	116	Equipment Adjustment	2332	Adjusted RF Level	0:32
OE010840171	Alexandria	ICCWH1 MDS2	04/09/09 02:49 PM	04/09/09 03:00 PM	19	704	Equipment Failure-Software	1690	VOD Hardware Rebooted	0:11
OE011154382	Alexandria	ICCWH1 MDS2	04/09/09 06:04 PM	04/09/09 06:30 PM	186	548	Hung Process	1779	Software Restarted	0:26
OE010346176	Alexandria	ICCWH1 MDS2	04/09/09 08:49 PM	04/09/09 09:00 PM	69	704	Equipment Failure-Software	1690	VOD Hardware Rebooted	0:11
OE010462342	Alexandria	ICCWH1 MDS2	04/10/09 11:49 AM	04/10/09 12:00 PM	39	500	Equipment Failure-Software	1692	Equipment Reconfigured	0:11
OE009835841	Alexandria	AX459	04/10/09 12:33 PM	04/10/09 02:15 PM	10	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0.07
OE011296039	Alexandria	ICCWH1 MDS2	04/10/09 12:45 PM	04/10/09 01:00 PM	51	500	Equipment Failure-Software	1692	Equipment Reconfigured	0:15
OE010366068	Alexandria	ICCWH1 MDS2	04/10/09 12:45 PM	04/10/09 01:00 PM	51	500	Equipment Failure-Software	1692	Equipment Reconfigured	0:15
OE009261575	Alexandria	AX134	04/10/09 03:18 PM	04/10/09 04:59 PM	37	149	Problem Cleared in Testing	2850	No Trouble Found	1:41
OE011351418	Alexandria	AX134	04/10/09 07:34 PM	04/10/09 07:53 PM	61	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:19
OE011203988	Alexandria	AX379	04/11/09 01:27 PM	04/11/09 02:52 PM	13	117	Equipment Failure	2330	Repaired	1:25
OE011204003	Alexandria	AX379	04/11/09 01:27 PM	04/11/09 02:52 PM	13	117	Equipment Failure	2330	Repaired	1:25
OE010391332	Alexandria	AX102	04/12/09 04:39 AM	04/12/09 04:54 AM	117	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:15

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OE011532208	Alexandria	AX028	04/13/09 09:59 AM	04/13/09 11:20 AM	91	116	Equipment Adjustment	2353	Repaired/Replaced Cut or Damaged Coax	1:21
OE011201252	Alexandria	AX343	04/13/09 10:14 PM	04/13/09 10:36 PM	59	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:22
OE010391334	Alexandria	AX094	04/14/09 01:47 PM	04/14/09 02:08 PM	83	116	Equipment Adjustment	2332	Adjusted RF Level	0:21
OE011412513	Alexandria	AX184	04/15/09 04:40 PM	04/15/09 07:05 PM	7	117	Equipment Failure	2360	Tap	2:25
OE011478150	Alexandria	AX309	04/16/09 08:25 AM	04/16/09 09:32 AM	15	116	Equipment Adjustment	2310	Repaired	1:07
OE009260348	Alexandria	AX409	04/16/09 09:35 AM	04/16/09 09:45 AM	48	108	Emergency Maintenance	2330	Repaired	1:00
OE011553637	Alexandria	AX080	04/17/09 09:58 AM	04/17/09 10:28 AM	117	108	Emergency Maintenance	2320	Repaired	0:30
OE009934767	Alexandria	AX080	04/17/09 10:58 AM	04/17/09 11:05 AM	25	108	Emergency Maintenance	2320	Repaired	0:07
OE011388757	Alexandria	AX521	04/18/09 08:40 AM	04/18/09 09:00 AM	122	112	Unplanned Outage	2940	Alarm Self Cleared	0:20
OE011388598	Alexandria	AX519	04/18/09 08:40 AM	04/18/09 08:59 AM	122	112	Unplanned Outage	2940	Alarm Self Cleared	0:19
OE008725705	Alexandria	AX522	04/18/09 08:42 AM	04/18/09 09:10 AM	52	108	Emergency Maintenance	2330	Repaired	0:28
OE011565301	Alexandria	AX307	04/18/09 10:00 AM	04/18/09 10:30 AM	46	108	Emergency Maintenance	2330	Repaired	0:30
OE011167657	Alexandria	AX307	04/18/09 11:18 AM	04/18/09 11:39 AM	164	112	Unplanned Outage	2940	Alarm Self Cleared	0:21
OE010272541	Alexandria	AX363	04/19/09 08:44 AM	04/19/09 11:10 AM	63	116	Equipment Adjustment	2346	Inverter	2:26
OE011388707	Alexandria	AX420	04/20/09 02:29 PM	04/20/09 02:55 PM	44	112	Unplanned Outage	2940	Alarm Self Cleared	0:26
OE011552832	Alexandria	AX434	04/20/09 02:30 PM	04/20/09 03:00 PM	80	112	Unplanned Outage	2940	Alarm Self Cleared	0:30
OE008690602	Alexandria	AX353	04/20/09 02:33 PM	04/20/09 04:17 PM	49	705	Headend/Hub/Facility Failure	2153	Equipment Repaired	1:44
OE008690603	Alexandria	AX430	04/20/09 02:33 PM	04/20/09 04:17 PM	87	705	Headend/Hub/Facility Failure	2153	Equipment Repaired	1:44
OE008690604	Alexandria	AX429	04/20/09 02:33 PM	04/20/09 04:17 PM	109	705	Headend/Hub/Facility Failure	2153	Equipment Repaired	1:44
OE009889949	Alexandria	AX428	04/20/09 02:33 PM	04/20/09 05:00 PM	84	705	Headend/Hub/Facility Failure	2153	Equipment Repaired	2:27
OE010151298	Alexandria	AX358	04/20/09 02:45 PM	04/20/09 02:46 PM	6	709	Headend/Hub/Facility Failure	2343	Equipment Repaired	0:01
OE011167663	Alexandria	AX491	04/21/09 03:34 AM	04/21/09 04:15 AM	11	500	Application process failure	2155	Reset Equipment	0:41
OE011167665	Alexandria	AX420	04/21/09 03:34 AM	04/21/09 04:15 AM	44	500	Application process failure	2155	Reset Equipment	0:41
OE011324723	Alexandria	AX434	04/21/09 03:34 AM	04/21/09 04:15 AM	80	500	Application process failure	2155	Reset Equipment	0:41
OE010543947	Alexandria	AX456	04/21/09 03:34 AM	04/21/09 04:15 AM	84	500	Application process failure	2155	Reset Equipment	0:41
OE011344212	Alexandria	AX429	04/21/09 03:34 AM	04/21/09 04:15 AM	87	500	Application process failure	2155	Reset Equipment	0:41
OE010872204	Alexandria	AX454	04/21/09 03:34 AM	04/21/09 04:15 AM	138	500	Application process failure	2155	Reset Equipment	0:41
OE009097734	Alexandria	AX444	04/21/09 03:34 AM	04/21/09 04:15 AM	184	500	Application process failure	2155	Reset Equipment	0:41
OE011565370	Alexandria	AX428	04/21/09 03:34 AM	04/21/09 04:15 AM	87	500	Application process failure	2155	Reset Equipment	0:41
OE011579954	Alexandria	AX430	04/21/09 03:34 AM	04/21/09 04:15 AM	110	500	Application process failure	2155	Reset Equipment	0:41
OE011278132	Alexandria	AX319	04/21/09 10:17 AM	04/21/09 11:32 AM	13	108	Emergency Maintenance	2353	Repaired/Replaced Cut or Damaged Coax	1:15
OE010356318	Alexandria	AX224	04/21/09 12:07 PM	04/21/09 01:28 PM	126	117	Equipment Failure	2353	Repaired/Replaced Cut or Damaged Coax	0:21
OE011017432	Alexandria	AX454	04/21/09 08:26 PM	04/21/09 08:46 PM	140	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:20

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OE011241968	Alexandria	AX454	04/21/09 08:59 PM	04/21/09 09:14 PM	140	112	Unplanned Outage	2850	No Trouble Found	0:15
OE010560250	Alexandria	AX184	04/21/09 09:10 PM	04/21/09 11:02 PM	6	227	Vandalism or theft	2367	Tap/Face Plate	1:52
OE010980894	Alexandria	Channel 210 - ABCHD	04/21/09 09:55 PM	04/21/09 11:20 PM	38,568	180	Configuration Error	1699	Decoder Reconfigured	1:25
OE007114241	Alexandria	AX080	04/22/09 11:30 AM	04/22/09 01:30 PM	16	108	Emergency Maintenance	2367	Tap/Face Plate	2:00
OE011204001	Alexandria	AX112	04/22/09 02:17 PM	04/22/09 02:36 PM	99	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:19
OE009822417	Alexandria	AX165	04/22/09 02:36 PM	04/22/09 03:11 PM	17	116	Equipment Adjustment	2332	Adjusted RF Level	0:35
OE011221279	Alexandria	AX112	04/22/09 03:17 PM	04/22/09 03:51 PM	12	149	Problem Cleared in Testing	2940	Alarm Self Cleared	0:34
OE010840165	Alexandria	AX396	04/22/09 10:57 PM	04/22/09 11:59 PM	26	149	Problem Cleared in Testing	2850	No Trouble Found	1:02
OE010573046	Alexandria	AX376	04/22/09 11:49 PM	04/22/09 11:54 PM	54	112	Unplanned Outage	2850	No Trouble Found	0:05
OE011381522	Alexandria	AX325	04/23/09 09:47 AM	04/23/09 11:13 AM	19	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	1:26
OE009102939	Alexandria	AX031	04/23/09 10:47 AM	04/23/09 11:12 AM	20	109	Problem Cleared in Testing	2353	Alarm Self Cleared	0:25
OE011026721	Alexandria	AX112	04/23/09 11:20 AM	04/23/09 11:37 AM	99	112	Unplanned Outage	2940	Alarm Self Cleared	0:17
OE011315081	Alexandria	AX112	04/23/09 12:10 PM	04/23/09 12:29 PM	99	112	Unplanned Outage	2940	Alarm Self Cleared	0:19
OE011254340	Alexandria	AX049	04/23/09 03:57 PM	04/23/09 04:25 PM	192	112	Unplanned Outage	2940	Alarm Self Cleared	0:28
OE011348150	Alexandria	AX049	04/23/09 04:38 PM	04/23/09 04:57 PM	192	112	Unplanned Outage	2940	Alarm Self Cleared	0:19
OE010339887	Alexandria	AX436	04/24/09 11:36 AM	04/24/09 12:20 PM	57	108	Emergency Maintenance	2320	Repaired	0:44
OE011297496	Alexandria	AX470	04/24/09 01:49 PM	04/24/09 02:50 PM	77	149	Fiber/Coaxial/Plant Damage	2940	Repaired/Replaced Cut or Damaged Coax	1:01
OE008869979	Alexandria	AX474	04/24/09 01:49 PM	04/24/09 02:50 PM	391	149	Fiber/Coaxial/Plant Damage	2940	Repaired/Replaced Cut or Damaged Coax	1:01
OE011254702	Alexandria	AX248	04/24/09 01:49 PM	04/24/09 03:14 PM	68	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	1:25
OE010657909	Alexandria	AX247	04/24/09 01:50 PM	04/24/09 03:14 PM	41	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	1:24
OE011340558	Alexandria	AX317	04/24/09 01:50 PM	04/24/09 02:45 PM	10	149	Fiber/Coaxial/Plant Damage	2940	Repaired/Replaced Cut or Damaged Coax	0:55
OE011340291	Alexandria	AX468	04/24/09 01:50 PM	04/24/09 02:45 PM	93	149	Fiber/Coaxial/Plant Damage	2940	Repaired/Replaced Cut or Damaged Coax	0:55
OE011203111	Alexandria	AX457	04/24/09 02:40 PM	04/24/09 02:59 PM	142	112	Unplanned Outage	2940	Alarm Self Cleared	0:19
OE010211724	Alexandria	AX307	04/24/09 03:51 PM	04/24/09 04:12 PM	28	116	Equipment Adjustment	2332	Adjusted RF Level	0:21
OE011167869	Alexandria	AX247	04/24/09 04:14 PM	04/24/09 05:12 PM	7	116	Equipment Adjustment	2332	Adjusted RF Level	0:58
OE011426741	Alexandria	AX308	04/24/09 04:21 PM	04/24/09 04:54 PM	14	117	Equipment Failure	2330	Repaired	0:33
OE011402745	Alexandria	AX307	04/24/09 04:22 PM	04/24/09 04:54 PM	29	117	Equipment Failure	2330	Repaired	0:32
OE008639016	Alexandria	AX295	04/25/09 10:50 AM	04/25/09 12:02 PM	97	116	Equipment Adjustment	2341	Replaced	1:12
OE011199997	Alexandria	AX463	04/25/09 11:32 AM	04/25/09 11:50 AM	6	108	Emergency Maintenance	2353	Repaired/Replaced Cut or Damaged Coax	0:18
OE010347421	Alexandria	AX247	04/25/09 01:51 PM	04/25/09 02:34 PM	6	117	Equipment Failure	2320	Repaired	0:43

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OE010273770	Alexandria	ICCWH1 MDS2	04/25/09 05:34 PM	04/25/09 05:45 PM	74	485	High Utilization	1793	High Usage Subsided	0:11
OE011429344	Alexandria	AX372	04/25/09 07:01 PM	04/25/09 07:21 PM	98	112	Unplanned Outage	2940	Alarm Self Cleared	0:20
OE011531751	Alexandria	ICCWH1 MDS2	04/26/09 09:18 AM	04/26/09 10:00 AM	33	500	Application process failure	1779	Software Restarted	0:42
OE008500308	Alexandria	AX306	04/27/09 11:24 AM	04/27/09 01:48 PM	24	705	Headend/Hub/Facility Failure	2153	Equipment Repaired	2:24
OE008520972	Alexandria	AX311	04/27/09 11:24 AM	04/27/09 01:48 PM	94	705	Headend/Hub/Facility Failure	2153	Equipment Repaired	2:24
OE008990868	Alexandria	AX308	04/27/09 11:24 AM	04/27/09 01:48 PM	122	705	Headend/Hub/Facility Failure	2153	Equipment Repaired	2:24
OE009344950	Alexandria	AX307	04/27/09 11:24 AM	04/27/09 01:48 PM	168	705	Headend/Hub/Facility Failure	2153	Equipment Repaired	2:24
OE011555581	Alexandria	AX247	04/28/09 08:20 AM	04/28/09 09:31 AM	43	116	Equipment Adjustment	2361	DC/Splitter - Replaced	1:11
OE011191044	Alexandria	AX079	04/28/09 08:47 PM	04/28/09 10:03 PM	75	117	Equipment Failure	2330	Repaired	1:16
OE010403715	Alexandria	AX372	04/28/09 09:27 PM	04/28/09 11:02 PM	68	149	Problem Cleared in Testing	2850	No Trouble Found	1:35
OE010360993	Alexandria	AX079	04/29/09 12:30 PM	04/29/09 01:31 PM	41	116	Equipment Adjustment	2330	Repaired	1:01
OE010351381	Alexandria	AX387	04/30/09 04:03 PM	04/30/09 10:07 PM	82	109	Fiber/Coaxial/Plant Damage	2251	Repaired Damaged Plant	7:04
OE011379382	Alexandria	AX388	04/30/09 04:03 PM	04/30/09 10:07 PM	93	109	Fiber/Coaxial/Plant Damage	2251	Repaired Damaged Plant	7:04
OE010351381	Alexandria	AX390	04/30/09 04:10 PM	04/30/09 10:07 PM	85	109	Fiber/Coaxial/Plant Damage	2251	Repaired Damaged Plant	7:04
OE010500361	Alexandria	AX389	04/30/09 04:10 PM	04/30/09 10:07 PM	84	109	Fiber/Coaxial/Plant Damage	2251	Repaired Damaged Plant	7:04
OE011021759	Alexandria	AX308	04/30/09 05:54 PM	04/30/09 06:50 PM	40	117	Equipment Failure	2330	Repaired	0:56
OE010980895	Alexandria	AX433	04/30/09 09:40 PM	04/30/09 10:16 PM	178	116	Equipment Adjustment	2332	Adjusted RF Level	0:36
OE011348158	Alexandria	AX102	05/01/09 09:51 AM	05/01/09 10:50 AM	108	117	Equipment Failure	2341	Replaced	0:59
OE011000714	Alexandria	AX332	05/01/09 11:15 AM	05/01/09 12:14 PM	10	116	Equipment Adjustment	2320	Repaired	0:59
OE008889852	Alexandria	AX332	05/01/09 11:15 AM	05/01/09 12:14 PM	10	116	Equipment Adjustment	2320	Repaired	0:59
OE010360983	Alexandria	AX149	05/01/09 12:41 PM	05/01/09 01:55 PM	63	116	Equipment Adjustment	2341	Replaced	1:14
OE010408881	Alexandria	AX104	05/01/09 04:22 PM	05/01/09 06:46 PM	78	117	Equipment Failure	2331	Replaced	2:24
OE011388950	Alexandria	ICCWH1 MDS2	05/01/09 04:48 PM	05/01/09 05:00 PM	46	703	Equipment Failure-Hardware	1793	High Usage Subsided	0:12
OE010541983	Alexandria	AX298	05/01/09 05:32 PM	05/01/09 07:27 PM	15	116	Equipment Adjustment	2350	Connector	1:55
OE011520479	Alexandria	ICCWH1 MDS2	05/01/09 06:48 PM	05/01/09 10:45 PM	60	536	Seachange Issue	1789	SeaChange Issues	3:57
OE011562928	Alexandria	AX104	05/02/09 09:15 AM	05/02/09 09:25 AM	80	108	Emergency Maintenance	2353	Repaired/Replaced Cut or Damaged Coax	0:10
OE010835587	Alexandria	ICCWH1 MDS2	05/02/09 11:48 AM	05/03/09 12:00 AM	132	536	Seachange Issue	1789	SeaChange Issues	0:12

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OE011393416	Alexandria	ICCWH1 MDS2	05/02/09 11:48 AM	05/03/09 04:30 PM	23	536	Seachange Issue	1789	SeaChange Issues	4:42
OE010980892	Alexandria	AX435	05/02/09 12:45 PM	05/02/09 04:16 PM		116	Equipment Adjustment	2332	Adjusted RF Level	3:31
OE011149351	Alexandria	Ch 251 (CSNHD)	05/05/09 11:10 AM	05/05/09 01:31 PM	38,568	500	Application process failure	1699	Decoder Reconfigured	2:21
OE009916918	Alexandria	AX081	05/05/09 11:11 AM	05/05/09 12:41 PM	27	705	Headend/Hub/Facility Failure	2155	Reset Equipment	1:30
OE011339732	Alexandria	AX083	05/05/09 11:26 AM	05/05/09 12:41 PM	102	705	Headend/Hub/Facility Failure	2155	Reset Equipment	1:15
OE007145920	Alexandria	AX084	05/05/09 11:26 AM	05/05/09 12:41 PM	31	705	Headend/Hub/Facility Failure	2155	Reset Equipment	1:15
OE011340439	Alexandria	AX085	05/05/09 11:26 AM	05/05/09 12:41 PM	122	705	Headend/Hub/Facility Failure	2155	Reset Equipment	1:15
OE010845354	Alexandria	TVGN	05/06/09 08:54 AM	05/06/09 10:00 AM	256,612	365	Program Outage	2120	Digital Program Supplier	0:06
OE010292810	Alexandria	AX056	05/06/09 09:15 PM	05/06/09 10:34 PM	23	116	Equipment Adjustment	2342	Fuse/Breaker	1:19
OE010974770	Alexandria	AX351	05/07/09 07:14 AM	05/07/09 08:50 AM	81	705	Headend/Hub/Facility Failure	2153	Equipment Repaired	1:36
OE011242060	Alexandria	AX424	05/07/09 07:14 AM	05/07/09 08:31 AM	258	705	Headend/Hub/Facility Failure	2153	Equipment Repaired	1:17
OE011324675	Alexandria	AX426	05/07/09 07:14 AM	05/07/09 08:30 AM	74	705	Headend/Hub/Facility Failure	2153	Equipment Repaired	1:16
OE010039015	Alexandria	AX427	05/07/09 07:15 AM	05/07/09 08:28 AM	43	705	Headend/Hub/Facility Failure	2153	Equipment Repaired	1:13
OE008869983	Alexandria	ICCWH1 MDS2	05/07/09 05:48 PM	05/07/09 06:15 PM	90	704	Equipment Failure-Software	1779	Software Restarted	0:27
OE011580387	Alexandria	AX120	05/09/09 09:33 AM	05/09/09 09:43 AM	9	108	Emergency Maintenance	2353	Repaired/Replaced Cut or Damaged Coax	0:10
OE011369973	Alexandria	AX207	05/11/09 01:47 AM	05/11/09 04:09 AM	92	117	Equipment Failure	2341	Replaced	2:22
OE011429112	Alexandria	AX203	05/11/09 01:47 AM	05/11/09 04:09 AM	20	117	Equipment Failure	2341	Replaced	2:22
OE011598805	Alexandria	AX203	05/11/09 09:43 AM	05/11/09 10:25 AM	18	116	Equipment Adjustment	2340	Repaired	0:42
OE009187028	Alexandria	AX207	05/11/09 09:43 AM	05/11/09 10:25 AM	92	116	Equipment Adjustment	2340	Repaired	0:42
OE010472347	Alexandria	AX321	05/12/09 12:52 PM	05/13/09 04:50 PM	14	109	Fiber/Coaxial/Plant Damage	2352	Repaired Under Ground Coax	3:58
OE010294919	Alexandria	AX080	05/12/09 05:22 PM	05/12/09 07:15 PM	21	117	Equipment Failure	2350	Connector	1:53
OE011277606	Alexandria	AX332	05/12/09 07:40 PM	05/12/09 07:46 PM	112	713	No Trouble found	2850	No Trouble Found	1:06
OE009261585	Alexandria	AX432	05/12/09 11:32 PM	05/13/09 01:15 AM	20	112	Unplanned Outage	2352	Repaired Under Ground Coax	1:43
OE011391608	Alexandria	AX433	05/13/09 12:04 PM	05/13/09 01:11 PM	86	116	Equipment Adjustment	2330	Repaired	1:07
OE011204097	Alexandria	AX433	05/13/09 02:02 PM	05/13/09 02:48 PM	15	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	0:46
OE011194235	Alexandria	AX028	05/13/09 09:45 PM	05/14/09 02:20 AM	30	117	Equipment Failure	2352	Repaired Under Ground Coax	4:35
OE011388818	Alexandria	AX352	05/14/09 08:40 AM	05/14/09 09:49 AM	46	116	Equipment Adjustment	2330	Repaired	1:09
OE008869981	Alexandria	ICCWH1 MDS2	05/14/09 09:48 AM	05/14/09 02:45 PM	21	704	Equipment Failure-Software	1692	VOD Software Repaired	4:57

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OE011327520	Alexandria	AX028	05/14/09 11:33 AM	05/14/09 12:55 PM	31	116	Equipment Adjustment	2353	Repaired/Replaced Cut or Damaged Coax	1:22
OE009320520	Alexandria	AX295	05/14/09 04:24 PM	05/14/09 05:00 PM	21	116	Equipment Adjustment	2332	Adjusted RF Level	0:36
OE011531885	Alexandria	AX110	05/14/09 05:02 PM	05/14/09 05:33 PM	9	116	Equipment Adjustment	2332	Adjusted RF Level	0:31
OE010876041	Alexandria	AX184	05/14/09 10:07 PM	05/14/09 11:11 PM	10	149	Problem Cleared in Testing	2850	No Trouble Found	1:04
OE008639019	Alexandria	AX163	05/15/09 05:40 AM	05/15/09 06:50 AM	37	112	Unplanned Outage	2342	Fuse/Breaker	1:00
OE011244290	Alexandria	AX349	05/15/09 11:40 AM	05/15/09 11:55 AM	69	117	Equipment Failure	2251	Repaired Damaged Plant	0:15
OE009573747	Alexandria	AX350	05/15/09 11:40 AM	05/15/09 11:55 AM	7	117	Equipment Failure	2251	Repaired Damaged Plant	0:15
OE009274712	Alexandria	AX104	05/15/09 02:23 PM	05/15/09 03:09 PM	7	117	Equipment Failure	2360	Tap	0:46
OE010356044	Alexandria	AX072	05/15/09 04:41 PM	05/15/09 05:20 PM	30	116	Equipment Adjustment	2330	Repaired	0:39
OE011388806	Alexandria	AX080	05/15/09 06:27 PM	05/15/09 07:59 PM	20	116	Equipment Adjustment	2310	Repaired	1:32
OE011388740	Alexandria	Alexandria County Video Counts	05/15/09 07:17 PM	05/15/09 07:30 PM	49,173	714	Configuration Errors	2121	Digital Equipment Repaired	0:13
OE008725418	Alexandria	Alexandria County Video Counts	05/15/09 07:17 PM	05/15/09 07:30 PM	49,173	714	Configuration Errors	2121	Digital Equipment Repaired	0:13
OE010573083	Alexandria	ICCWH1 MDS2	05/15/09 09:33 PM	05/15/09 09:45 PM	97	106	Capacity	1793	High Usage Subsided	0:12
OE008444482	Alexandria	AX342	05/16/09 09:12 AM	05/16/09 09:35 AM	21	108	Emergency Maintenance	2330	Repaired	0:23
OE009873418	Alexandria	AX457	05/16/09 07:48 PM	05/16/09 08:46 PM	14	117	Equipment Failure	2334	Fuse	0:58
OE010356044	Alexandria	ICCWH1 MDS2	05/16/09 09:18 PM	05/16/09 11:44 PM	179	485	High Utilization	1793	High Usage Subsided	2:26
OE011244775	Alexandria	AX104	05/19/09 10:55 AM	05/19/09 12:18 PM	13	116	Equipment Adjustment	2360	Tap	1:23
OE008975691	Alexandria	AX247	05/19/09 11:15 PM	05/20/09 01:15 AM	40	117	Equipment Failure	2352	Repaired Under Ground Coax	2:00
OE009926037	Alexandria	AX163	05/20/09 07:10 AM	05/20/09 07:50 AM	32	117	Equipment Failure	2342	Fuse/Breaker	0:40
OE009637671	Alexandria	AX265	05/20/09 05:35 PM	05/20/09 06:54 PM	201	117	Equipment Failure	2330	Repaired	1:19
OE009511098	Alexandria	AX141	05/20/09 05:58 PM	05/20/09 08:53 PM	141	117	Equipment Failure	2331	Replaced	2:55
OE010845415	Alexandria	AX411	05/22/09 08:59 AM	05/22/09 09:58 AM	11	116	Equipment Adjustment	2330	Repaired	0:59
OE008946060	Alexandria	CSN HD	05/23/09 07:50 PM	05/23/09 08:15 PM	96,551	714	Configuration Errors	1686	Groomer Reconfigured	0:25

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OE008869980	Alexandria	AX469	05/25/09 12:29 PM	05/25/09 03:25 PM	14	116	Equipment Adjustment	2353	Repaired/Replaced Cut or Damaged Coax	2:56
OE008505370	Alexandria	AX372	05/25/09 10:17 PM	05/25/09 11:02 PM	16	116	Equipment Adjustment	2332	Adjusted RF Level	0:45
OE007123656	Alexandria	ICCWH1 MDS2	05/26/09 12:48 AM	05/26/09 01:15 AM	35	798	Hardware/Software	1691	VOD Hardware Replaced	0:27
OE011388588	Alexandria	AX015	05/26/09 03:47 AM	05/26/09 05:15 AM	163	112	Unplanned Outage	2340	Repaired	1:28
OE008978009	Alexandria	AX247	05/26/09 01:44 PM	05/26/09 08:04 PM	36	116	Equipment Adjustment	2301	Replaced	6:20
OE011535157	Alexandria	AX102	05/27/09 10:56 AM	05/27/09 11:26 AM	5	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	0:30
OE010485087	Alexandria	AX167	05/27/09 02:03 PM	05/27/09 02:51 PM	5	116	Equipment Adjustment	2350	Connector	0:48
OE008975693	Alexandria	AX526	05/27/09 05:08 PM	05/27/09 06:29 PM	62	703	Equipment Failure-Hardware	2154	Equipment Replaced	1:21
OE011034190	Alexandria	AX478	05/28/09 03:52 AM	05/28/09 09:02 AM	19	116	Equipment Adjustment	2330	Repaired	5:10
OE010372148	Alexandria	TRAVEL (NOVA)	05/28/09 06:00 AM	05/28/09 09:00 AM	256,612	552	Software Issue	9728	Configuration Change	3:00
OE011424343	Alexandria	AX481	05/28/09 08:21 AM	05/28/09 10:29 AM	22	116	Equipment Adjustment	2334	Fuse	2:08
OE011204002	Alexandria	AX007	05/29/09 08:13 AM	05/29/09 08:47 AM	75	116	Equipment Adjustment	2300	Repaired	0:34
OE010399107	Alexandria	CSN-MA	05/29/09 11:31 AM	05/29/09 01:00 PM	256,612	365	Program Outage	2107	Satellite Receiver	1:29
OE010638026	Alexandria	ICCWH1 MDS2	05/29/09 12:04 PM	05/29/09 12:30 PM	22	552	Software Issue	1779	Software Restarted	0:26
OE009938083	Alexandria	ICCWH1 MDS2	05/29/09 07:34 PM	05/29/09 07:45 PM	226	716	Capacity	1793	High Usage Subsided	0:11
OE010273770	Alexandria	AX526	05/30/09 02:12 PM	05/30/09 02:13 PM	64	108	Emergency Maintenance	2353	Repaired/Replaced Cut or Damaged Coax	0:01
OE011038287	Alexandria	ICCWH1 MDS2	05/30/09 08:49 PM	05/30/09 09:45 PM	128	485	High Utilization	1793	High Usage Subsided	0:56
OE011369368	Alexandria	AX009	06/02/09 11:01 AM	06/02/09 11:21 AM	5	108	Emergency Maintenance	2332	Adjusted RF Level	0:20
OE011544893	Alexandria	AX080	06/02/09 04:00 PM	06/02/09 06:35 PM	36	116	Equipment Adjustment	2332	Adjusted RF Level	2:35
OE011000713	Alexandria	AX086	06/02/09 04:11 PM	06/02/09 06:35 PM	10	116	Equipment Adjustment	2332	Adjusted RF Level	2:24
OE011212982	Alexandria	AX079	06/02/09 04:14 PM	06/02/09 06:35 PM	16	116	Equipment Adjustment	2332	Adjusted RF Level	2:21
OE009261580	Alexandria	AX082	06/02/09 04:54 PM	06/02/09 06:35 PM	56	116	Equipment Adjustment	2332	Adjusted RF Level	1:41
OE008990804	Alexandria	AX010	06/03/09 09:26 AM	06/03/09 12:03 PM	155	703	Equipment Failure-Hardware	2153	Equipment Repaired	2:37
OE010905819	Alexandria	AX247	06/03/09 03:47 PM	06/03/09 05:17 PM	33	116	Equipment Adjustment	2354	Installed Temporary Cable	1:30
OE008685072	Alexandria	AX028	06/03/09 04:07 PM	06/03/09 05:04 PM	208	116	Equipment Adjustment	2332	Adjusted RF Level	0:57
OE011088167	Alexandria	AX476	06/04/09 10:10 AM	06/04/09 10:30 AM	80	108	Emergency Maintenance	2353	Repaired/Replaced Cut or Damaged Coax	0:20
OE009918497	Alexandria	AX527	06/04/09 10:48 AM	06/04/09 01:30 PM	80	116	Equipment Adjustment	2332	Adjusted RF Level	2:42
OE008963248	Alexandria	AX412	06/04/09 01:05 PM	06/04/09 02:07 PM	59	116	Equipment Adjustment	2334	Fuse	1:02

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OE011297517	Alexandria	AX021	06/05/09 01:40 PM	06/05/09 01:57 PM	238	116	Equipment Adjustment	2330	Repaired	0:17
OE009261584	Alexandria	AX243	06/05/09 03:12 PM	06/05/09 04:55 PM	287	108	Emergency Maintenance	2332	Adjusted RF Level	1:43
OE010292810	Alexandria	ICCWH1 MDS2	06/05/09 09:04 PM	06/05/09 10:15 PM	196	485	High Utilization	1793	High Usage Subsided	1:11
OE011261130	Alexandria	AX439	06/06/09 12:20 PM	06/06/09 12:30 PM	138	108	Emergency Maintenance	2332	Adjusted RF Level	0:10
OE010398374	Alexandria	ICCWH1 MDS2	06/06/09 09:34 PM	06/06/09 10:45 PM	217	485	High Utilization	1793	High Usage Subsided	1:11
OE009178242	Alexandria	AX412	06/07/09 10:10 AM	06/07/09 10:55 AM	59	116	Equipment Adjustment	2340	Repaired	0:45
OE011038290	Alexandria	WHUT (NOVA)	06/09/09 10:42 AM	06/09/09 12:30 PM	256,612	703	Equipment Failure-Hardware	2586	Interactive Service Provider (ISP)	1:48
OE011562929	Alexandria	AX183	06/11/09 08:38 AM	06/11/09 09:42 AM	110	116	Equipment Adjustment	2340	Repaired	1:04
OE011324168	Alexandria	AX198	06/11/09 09:47 AM	06/11/09 10:28 AM	11	117	Equipment Failure	2341	Replaced	0:41
OE008897486	Alexandria	WDCW	06/12/09 09:00 AM	06/12/09 09:40 AM	199,823	365	Program Outage	2120	Digital Program Supplier	0:40
OE008644544	Alexandria	AX317	06/12/09 03:45 PM	06/12/09 04:09 PM	31	116	Equipment Adjustment	2330	Repaired	0:24
OE011554507	Alexandria	AX071	06/12/09 06:31 PM	06/12/09 08:27 PM	21	116	Equipment Adjustment	7212	Corrected Power/Light Levels	1:56
OE011562928	Alexandria	AX071	06/13/09 10:45 AM	06/13/09 11:37 AM	26	108	Emergency Maintenance	2353	Repaired/Replaced Cut or Damaged Coax	0:52
OE010310683	Alexandria	WMDO-CA	06/13/09 03:50 PM	06/13/09 04:43 PM	232,323	703	Equipment Failure-Hardware	2121	Digital Equipment Repaired	0:53
OE008734358	Alexandria	WMDO-CA	06/13/09 03:50 PM	06/13/09 04:43 PM	232,323	703	Equipment Failure-Hardware	2121	Digital Equipment Repaired	0:53
OE011348157	Alexandria	WDCW Counts	06/14/09 02:01 PM	06/14/09 03:10 PM	256,612	703	Equipment Failure-Hardware	2121	Digital Equipment Repaired	1:09
OE010838882	Alexandria	WTTG HD	06/14/09 07:11 PM	06/14/09 07:15 PM	96,551	703	Equipment Failure-Hardware	2123	HDTV EQUIPMENT RECONFIGURED	0:04
OE009916985	Alexandria	WJLA - HD	06/14/09 08:13 PM	06/14/09 11:00 PM	96,551	240	Third Party Hardware/Software	9714	Resolved by 3rd Party Vendor	2:47
OE010356305	Alexandria	WJLA-DTHD	06/15/09 08:50 AM	06/15/09 11:05 AM	17,923	703	Equipment Failure-Hardware	2139	Cherry Picker Reconfigured	2:15
OE011167840	Alexandria	AX513	06/15/09 12:55 PM	06/15/09 02:20 PM	39	116	Equipment Adjustment	2353	Repaired/Replaced Cut or Damaged Coax	1:25
OE010309833	Alexandria	AX134	06/16/09 09:15 AM	06/16/09 10:11 AM	37	703	Equipment Failure-Hardware	2153	Equipment Repaired	0:56
OE009070313	Alexandria	AX188	06/16/09 09:50 AM	06/16/09 12:05 PM	123	117	Equipment Failure	2330	Repaired	2:15
OE011154214	Alexandria	AX468	06/16/09 11:25 AM	06/16/09 12:43 PM	56	116	Equipment Adjustment	2332	Adjusted RF Level	1:18
OE011000716	Alexandria	AX185	06/16/09 08:17 PM	06/16/09 09:47 PM	31	117	Equipment Failure	2330	Repaired	1:30

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OE011191041	Alexandria	AX181	06/16/09 08:24 PM	06/16/09 09:47 PM	20	117	Equipment Failure	2330	Repaired	1:23
OE011532212	Alexandria	AX184	06/16/09 08:27 PM	06/16/09 09:47 PM	40	117	Equipment Failure	2330	Repaired	1:20
OE008511156	Alexandria	AX181	06/16/09 10:23 PM	06/16/09 11:50 PM	24	117	Equipment Failure	2332	Adjusted RF Level	1:27
OE010974822	Alexandria	AX184	06/16/09 10:56 PM	06/16/09 11:50 PM	33	117	Equipment Failure	2332	Adjusted RF Level	0:54
OE009781281	Alexandria	AX460	06/17/09 01:33 AM	06/17/09 03:10 AM	31	112	Unplanned Outage	2791	Fiber Jumper	1:37
OE008592913	Alexandria	AX026	06/17/09 11:30 AM	06/17/09 12:54 PM	110	116	Equipment Adjustment	2336	Umbilical Cord	1:24
OE011390555	Alexandria	AX017	06/17/09 01:17 PM	06/17/09 02:10 PM	223	116	Equipment Adjustment	2330	Repaired	0:53
OE009896405	Alexandria	AX017	06/17/09 01:17 PM	06/17/09 02:10 PM	223	116	Equipment Adjustment	2330	Repaired	0:53
OE010188800	Alexandria	AX134	06/17/09 03:00 PM	06/17/09 03:59 PM	37	703	Equipment Failure-Hardware	2154	Equipment Replaced	0:59
OE011562854	Alexandria	AX134	06/17/09 03:00 PM	06/17/09 03:59 PM	37	703	Equipment Failure-Hardware	2154	Equipment Replaced	0:59
OE009088650	Alexandria	AX432	06/18/09 06:01 PM	06/18/09 07:00 PM	36	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	0:59
OE011114907	Alexandria	AX290	06/19/09 05:47 AM	06/19/09 06:50 AM	106	112	Unplanned Outage	2330	Repaired	1:03
OE011324106	Alexandria	ICCWH1 MDS2	06/19/09 09:34 PM	06/19/09 10:15 PM	112	485	High Utilization	1793	High Usage Subsided	0:41
OE011203113	Alexandria	ICCWH1 MDS2	06/20/09 09:34 PM	06/20/09 10:15 PM	85	485	High Utilization	1793	High Usage Subsided	0:41
OE010983495	Alexandria	AX416	06/22/09 05:47 AM	06/22/09 06:27 AM	46	112	Unplanned Outage	2334	Fuse	0:40
OE011201243	Alexandria	AX337	06/22/09 06:45 AM	06/22/09 07:13 AM	25	112	Unplanned Outage	2360	Tap	0:28
OE011130044	Alexandria	AX061	06/22/09 09:46 AM	06/22/09 11:52 AM	202	116	Equipment Adjustment	2331	Replaced	2:06
OE009249717	Alexandria	AX078	06/22/09 09:46 AM	06/22/09 11:56 AM	13	116	Equipment Adjustment	2331	Replaced	2:10
OE009846562	Alexandria	AX078	06/22/09 09:46 AM	06/22/09 11:56 AM	13	116	Equipment Adjustment	2331	Replaced	2:10
OE011082663	Alexandria	AX250	06/22/09 01:25 PM	06/22/09 04:17 PM	352	116	Equipment Adjustment	2153	Equipment Repaired	3:53
OE010372148	Alexandria	ICCWH1 MDS2	06/23/09 11:04 AM	06/23/09 02:02 PM	29	500	Application process failure	1690	VOD Hardware Rebooted	3:00
OE010884062	Alexandria	AX435	06/23/09 01:55 PM	06/23/09 02:55 PM	20	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	1:00
OE011400619	Alexandria	AX332	06/23/09 01:56 PM	06/23/09 02:11 PM	28	108	Emergency Maintenance	2367	Tap/Face Plate	0:15
OE009906378	Alexandria	AX395	06/24/09 05:45 PM	06/24/09 06:38 PM	39	116	Equipment Adjustment	2330	Repaired	0:53
OE010794008	Alexandria	AX391	06/26/09 01:59 PM	06/26/09 03:00 PM	75	703	Equipment Failure-Hardware	2153	Equipment Repaired	1:01
OE010496495	Alexandria	AX536	06/26/09 02:29 PM	06/26/09 03:06 PM	287	116	Equipment Adjustment	2330	Repaired	0:37
OE010268294	Alexandria	AX206	06/26/09 02:35 PM	06/26/09 02:58 PM	18	703	Equipment Failure-Hardware	2153	Equipment Repaired	0:23
OE010378298	Alexandria	AX465	06/27/09 07:25 AM	06/27/09 10:28 AM	36	109	Fiber/Coaxial/Plant Damage	2353	Repaired/Replaced Cut or Damaged Coax	3:04
OE010399081	Alexandria	AX149	06/27/09 08:23 AM	06/27/09 10:12 AM	68	117	Equipment Failure	2341	Replaced	1:49

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Customer shave lost service to their home; hoever they can still receive video if their television is connected to a UPS or generator. Back supplies are in the field.

Outage Id	Outage Loc	Outage Element	Actual Start	Actual End	Video Aff	Cause Code	Cause Description	Sol Code	Sol Descr
OE008588551	Alexandria	AX085	12/31/07 12:43 PM	12/31/07 2:48 PM	48	708	esidential Powe	2386	Residential Power Restored
OE009359938	Alexandria	AX084	12/31/07 12:43 PM	12/31/07 2:48 PM	18	708	esidential Powe	2386	Residential Power Restored
OE010272543	Alexandria	AX179	12/31/07 12:43 PM	12/31/07 2:48 PM	38	708	esidential Powe	2386	Residential Power Restored
OE011554427	Alexandria	AX087	12/31/07 12:43 PM	12/31/07 2:48 PM	29	708	esidential Powe	2386	Residential Power Restored
OE009176794	Alexandria	AX250	1/1/08 6:39 PM	1/1/08 10:19 PM	38	709	ommercial Pow	2386	Residential Power Restored
OE009728022	Alexandria	AX188	1/2/08 10:28 PM	1/3/08 7:45 AM	18	708	esidential Powe	2386	Residential Power Restored
OE011165535	Alexandria	AX186	1/2/08 10:28 PM	1/3/08 7:45 AM	44	708	esidential Powe	2386	Residential Power Restored
OE011345863	Alexandria	AX416	07/06/08 12:08 PM	07/06/08 03:03 PM	56	708	esidential Powe	2386	Residential Power Restored
OE011213648	Alexandria	AX419	07/06/08 12:13 PM	07/06/08 02:59 PM	17	708	esidential Powe	2386	Residential Power Restored
OE011144459	Alexandria	AX415	07/06/08 12:16 PM	07/06/08 03:06 PM	16	708	esidential Powe	2386	Residential Power Restored
OE008514775	Alexandria	AX452	07/06/08 04:12 PM	07/06/08 05:21 PM	10	708	esidential Powe	2386	Residential Power Restored
OE010399077	Alexandria	AX443	07/06/08 04:12 PM	07/06/08 05:19 PM	38	708	esidential Powe	2386	Residential Power Restored
OE011558250	Alexandria	AX510	07/06/08 04:13 PM	07/06/08 05:23 PM	152	708	esidential Powe	2386	Residential Power Restored
OE009613841	Alexandria	AX511	07/06/08 04:13 PM	07/06/08 05:22 PM	71	708	esidential Powe	2386	Residential Power Restored
OE011434477	Alexandria	AX188	07/07/08 03:39 PM	07/07/08 09:46 PM	127	708	esidential Powe	2386	Residential Power Restored
OE011160693	Alexandria	AX172	07/07/08 03:39 PM	07/07/08 05:31 PM	88	708	esidential Powe	2386	Residential Power Restored
OE011536734	Alexandria	AX146	07/07/08 03:44 PM	07/07/08 05:45 PM	33	708	esidential Powe	2386	Residential Power Restored
OE008444693	Alexandria	AX149	07/07/08 03:47 PM	07/07/08 05:45 PM	67	708	esidential Powe	2386	Residential Power Restored
OE008583167	Alexandria	AX148	07/07/08 03:47 PM	07/07/08 05:45 PM	26	708	esidential Powe	2386	Residential Power Restored
OE011161245	Alexandria	AX172	07/08/08 04:38 AM	07/08/08 09:59 AM	94	708	esidential Powe	2386	Residential Power Restored
OE008593722	Alexandria	AX174	07/08/08 04:38 AM	07/08/08 10:30 AM	37	708	esidential Powe	2386	Residential Power Restored

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OE010272543	Alexandria	AX506	07/09/08 08:53 AM	07/09/08 11:00 AM	39	708	esidential Powe	2386	Residential Power Restored
OE011533409	Alexandria	AX505	07/09/08 08:53 AM	07/09/08 11:00 AM	117	708	esidential Powe	2386	Residential Power Restored
OE009749686	Alexandria	AX061	07/09/08 09:43 AM	07/09/08 09:05 PM	35	708	esidential Powe	2386	Residential Power Restored
OE008841182	Alexandria	AX329	08/03/08 09:59 AM	08/03/08 03:31 PM	84	709	ommercial Pow	7905	mmercial Power Restored, OT
OE011080316	Alexandria	AX328	08/03/08 09:59 AM	08/03/08 03:31 PM	47	709	ommercial Pow	7905	mmercial Power Restored, OT
OE011080376	Alexandria	AX339	08/03/08 09:59 AM	08/03/08 03:31 PM	29	709	ommercial Pow	7905	mmercial Power Restored, OT
OE009268866	Alexandria	AX338	08/03/08 10:00 AM	08/03/08 01:20 PM	16	709	ommercial Pow	7905	mmercial Power Restored, OT
OE011021048	Alexandria	AX332	08/03/08 10:00 AM	08/03/08 01:20 PM	46	709	ommercial Pow	7905	mmercial Power Restored, OT
OE011080293	Alexandria	AX341	08/03/08 10:00 AM	08/03/08 01:20 PM	29	709	ommercial Pow	7905	mmercial Power Restored, OT
OE009510174	Alexandria	AX327	08/03/08 11:48 AM	08/03/08 03:33 PM	51	709	ommercial Pow	7905	mmercial Power Restored, OT
OE011080315	Alexandria	AX326	08/03/08 11:48 AM	08/03/08 03:33 PM	28	709	ommercial Pow	7905	mmercial Power Restored, OT
OE009157402	Alexandria	AX467	08/04/08 04:21 AM	08/04/08 06:19 AM	40	708	esidential Powe	2386	Residential Power Restored
OE008667496	Alexandria	AX090	08/05/08 02:15 AM	08/05/08 06:30 AM	11	708	esidential Powe	2386	Residential Power Restored
OE010291965	Alexandria	AX069	08/05/08 04:50 PM	08/06/08 03:20 AM	43	708	esidential Powe	2386	Residential Power Restored
OE008818734	Alexandria	AX488	08/17/08 07:51 AM	08/17/08 12:12 PM	110	708	esidential Powe	2386	Residential Power Restored
OE011199249	Alexandria	AX488	08/17/08 07:51 AM	08/17/08 12:12 PM	110	708	esidential Powe	2386	Residential Power Restored
OE008463250	Alexandria	AX494	08/21/08 09:48 PM	08/21/08 11:09 PM	36	708	esidential Powe	2386	Residential Power Restored
OE008522157	Alexandria	AX239	08/21/08 09:48 PM	08/21/08 11:09 PM	72	708	esidential Powe	2386	Residential Power Restored
OE008559465	Alexandria	AX238	08/21/08 09:48 PM	08/21/08 11:09 PM	65	708	esidential Powe	2386	Residential Power Restored
OE008654682	Alexandria	AX445	08/21/08 09:48 PM	08/21/08 11:09 PM	57	708	esidential Powe	2386	Residential Power Restored
OE008979499	Alexandria	AX494	08/21/08 09:48 PM	08/21/08 11:09 PM	36	708	esidential Powe	2386	Residential Power Restored
OE009433323	Alexandria	AX238	08/21/08 09:48 PM	08/21/08 11:09 PM	65	708	esidential Powe	2386	Residential Power Restored
OE010283440	Alexandria	AX490	08/21/08 09:48 PM	08/21/08 11:09 PM	39	708	esidential Powe	2386	Residential Power Restored
OE010399078	Alexandria	AX239	08/21/08 09:48 PM	08/21/08 11:09 PM	72	708	esidential Powe	2386	Residential Power Restored
OE010974789	Alexandria	AX240	08/21/08 09:48 PM	08/21/08 11:09 PM	19	708	esidential Powe	2386	Residential Power Restored
OE011004039	Alexandria	AX508	08/21/08 09:48 PM	08/21/08 11:09 PM	95	708	esidential Powe	2386	Residential Power Restored

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OE011090541	Alexandria	AX237	08/21/08 09:48 PM	08/21/08 11:09 PM	131	708	esidential Powe	2386	Residential Power Restored
OE011174664	Alexandria	AX445	08/21/08 09:48 PM	08/21/08 11:09 PM	57	708	esidential Powe	2386	Residential Power Restored
OE011183943	Alexandria	AX508	08/21/08 09:48 PM	08/21/08 11:09 PM	95	708	esidential Powe	2386	Residential Power Restored
OE011283019	Alexandria	AX240	08/21/08 09:48 PM	08/21/08 11:09 PM	19	708	esidential Powe	2386	Residential Power Restored
OE011434582	Alexandria	AX237	08/21/08 09:48 PM	08/21/08 11:09 PM	131	708	esidential Powe	2386	Residential Power Restored
OE009484953	Alexandria	AX321	08/22/08 05:42 AM	08/22/08 07:53 AM	55	708	esidential Powe	2386	Residential Power Restored
OE008840000	Alexandria	AX436	08/26/08 11:09 PM	08/27/08 12:17 AM	22	708	esidential Powe	2386	Residential Power Restored
OE007139369	Alexandria	AX143	08/29/08 01:37 AM	08/29/08 02:45 AM	51	708	esidential Powe	2386	Residential Power Restored
OE009472013	Alexandria	AX142	08/29/08 01:37 AM	08/29/08 02:45 AM	46	708	esidential Powe	2386	Residential Power Restored
OE009519336	Alexandria	AX241	09/04/08 12:47 PM	09/04/08 02:25 PM	24	708	esidential Powe	2386	Residential Power Restored
OE010291965	Alexandria	AX243	09/04/08 12:47 PM	09/04/08 02:25 PM	42	708	esidential Powe	2386	Residential Power Restored
OE011004856	Alexandria	AX172	09/06/08 10:20 AM	09/06/08 11:46 AM	101	708	esidential Powe	2386	Residential Power Restored
OE011241850	Alexandria	AX174	09/06/08 10:20 AM	09/06/08 11:46 AM	54	708	esidential Powe	2386	Residential Power Restored
OE008684471	Alexandria	AX188	09/06/08 10:21 AM	09/06/08 11:46 AM	118	708	esidential Powe	2386	Residential Power Restored
OE011088163	Alexandria	AX147	09/06/08 10:21 AM	09/06/08 11:46 AM	104	708	esidential Powe	2386	Residential Power Restored
OE011423922	Alexandria	AX146	09/06/08 10:21 AM	09/06/08 11:46 AM	30	708	esidential Powe	2386	Residential Power Restored
OE011599645	Alexandria	AX255	09/06/08 10:21 AM	09/06/08 11:46 AM	12	708	esidential Powe	2386	Residential Power Restored
OE008546160	Alexandria	AX198	09/06/08 10:22 AM	09/06/08 11:46 AM	12	708	esidential Powe	2386	Residential Power Restored
OE008840000	Alexandria	AX154	09/06/08 10:22 AM	09/06/08 11:46 AM	23	708	esidential Powe	2386	Residential Power Restored
OE009468622	Alexandria	AX149	09/06/08 10:25 AM	09/06/08 11:46 AM	13	708	esidential Powe	2386	Residential Power Restored
OE011418590	Alexandria	AX148	09/06/08 10:25 AM	09/06/08 11:46 AM	25	708	esidential Powe	2386	Residential Power Restored
OE009231654	Alexandria	AX376	09/06/08 02:41 PM	09/06/08 10:37 PM	44	708	esidential Powe	2386	Residential Power Restored
OE010980890	Alexandria	AX341	09/06/08 07:20 PM	09/06/08 08:43 PM	31	708	esidential Powe	2386	Residential Power Restored
OE009359936	Alexandria	AX433	09/06/08 07:23 PM	09/06/08 08:43 PM	36	708	esidential Powe	2386	Residential Power Restored
OE011424094	Alexandria	AX437	09/06/08 07:23 PM	09/06/08 08:43 PM	103	708	esidential Powe	2386	Residential Power Restored
OE011046871	Alexandria	AX107	09/14/08 03:42 AM	09/14/08 10:12 AM	87	708	esidential Powe	2386	Residential Power Restored

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OE008514776	Alexandria	AX339	09/27/08 04:23 AM	09/27/08 07:13 AM	57	708	esidential Powe	2386	Residential Power Restored
OE008606122	Alexandria	AX326	09/27/08 04:23 AM	09/27/08 07:13 AM	61	708	esidential Powe	2386	Residential Power Restored
OE008684057	Alexandria	AX326	09/27/08 04:23 AM	09/27/08 07:13 AM	61	708	esidential Powe	2386	Residential Power Restored
OE008685080	Alexandria	AX327	09/27/08 04:23 AM	09/27/08 07:13 AM	65	708	esidential Powe	2386	Residential Power Restored
OE009359934	Alexandria	AX338	09/27/08 04:23 AM	09/27/08 07:13 AM	44	708	esidential Powe	2386	Residential Power Restored
OE009749485	Alexandria	AX341	09/27/08 04:23 AM	09/27/08 07:13 AM	31	708	esidential Powe	2386	Residential Power Restored
OE010399080	Alexandria	AX339	09/27/08 04:23 AM	09/27/08 07:13 AM	57	708	esidential Powe	2386	Residential Power Restored
OE010408705	Alexandria	AX325	09/27/08 04:23 AM	09/27/08 07:13 AM	57	708	esidential Powe	2386	Residential Power Restored
OE010974794	Alexandria	AX328	09/27/08 04:23 AM	09/27/08 07:13 AM	50	708	esidential Powe	2386	Residential Power Restored
OE011030047	Alexandria	AX329	09/27/08 04:23 AM	09/27/08 07:13 AM	79	708	esidential Powe	2386	Residential Power Restored
OE011099810	Alexandria	AX332	09/27/08 04:23 AM	09/27/08 07:13 AM	56	708	esidential Powe	2386	Residential Power Restored
OE011433028	Alexandria	AX045	10/06/08 09:10 AM	10/06/08 05:20 PM	121	708	esidential Powe	2386	Residential Power Restored
OE008814665	Alexandria	AX128	10/08/08 02:38 PM	10/08/08 03:45 PM	19	708	esidential Powe	2386	Residential Power Restored
OE010408711	Alexandria	AX376	10/09/08 09:38 AM	10/09/08 01:12 PM	46	708	esidential Powe	2386	Residential Power Restored
OE011257265	Alexandria	AX490	10/15/08 09:39 AM	10/15/08 03:08 PM	114	708	esidential Powe	2386	Residential Power Restored
OE011257277	Alexandria	AX377	10/20/08 12:18 AM	10/20/08 01:53 AM	32	708	esidential Powe	2386	Residential Power Restored
OE010838883	Alexandria	AX433	10/25/08 05:59 AM	10/25/08 07:41 AM	98	709	ommercial Pow	2345	Installed Generator
OE008654680	Alexandria	AX106	10/27/08 10:34 AM	10/27/08 11:22 AM	14	708	esidential Powe	2386	Residential Power Restored
OE011000228	Alexandria	AX104	10/27/08 10:34 AM	10/27/08 11:22 AM	33	708	esidential Powe	2386	Residential Power Restored
OE008638881	Alexandria	AX429	11/03/08 09:27 AM	11/03/08 09:28 AM	26	708	esidential Powe	2386	Residential Power Restored
OE009094523	Alexandria	AX311	11/05/08 11:39 AM	11/05/08 11:39 AM	23	708	esidential Powe	2386	Residential Power Restored
OE008421585	Alexandria	AX515	11/07/08 11:34 AM	11/07/08 12:42 PM	275	708	esidential Powe	2386	Residential Power Restored
OE009359930	Alexandria	AX346	11/23/08 07:27 PM	11/23/08 07:27 PM	17	708	esidential Powe	2386	Residential Power Restored
OE009510556	Alexandria	AX252	12/12/08 01:57 PM	12/12/08 03:31 PM	29	709	ommercial Pow	7906	mmercial Power Restored, No
OE010312282	Alexandria	AX400	12/17/08 09:45 AM	12/17/08 09:45 AM	9	708	esidential Powe	2386	Residential Power Restored
OE010398993	Alexandria	AX400	12/17/08 09:45 AM	12/17/08 09:45 AM	9	708	esidential Powe	2386	Residential Power Restored

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OE010133457	Alexandria	AX322	12/17/08 12:18 PM	12/17/08 12:18 PM	11	708	esidential Powe	2386	Residential Power Restored
OE011241849	Alexandria	AX486	12/18/08 08:25 AM	12/18/08 08:26 AM	29	708	esidential Powe	2386	Residential Power Restored
OE011558789	Alexandria	AX021	12/19/08 12:59 PM	12/19/08 12:59 PM	229	708	esidential Powe	2386	Residential Power Restored
OE010366767	Alexandria	AX184	1/6/09 11:33 AM	1/6/09 2:36 PM	46	709	ommercial Pow	2343	Commercial Power Restored
OE010897425	Alexandria	AX181	1/6/09 11:33 AM	1/6/09 2:36 PM	38	709	ommercial Pow	2343	Commercial Power Restored
OE011611471	Alexandria	AX239	1/8/09 9:12 AM	1/8/09 9:13 AM	17	709	ommercial Pow	2343	Commercial Power Restored
OE011515908	Alexandria	AX445	1/8/09 9:12 AM	1/8/09 9:13 AM	14	709	ommercial Pow	2343	Commercial Power Restored
OE010838881	Alexandria	AX157	1/18/09 3:42 AM	1/18/09 3:50 AM	127	709	ommercial Pow	2850	No Trouble Found
OE009462365	Alexandria	AX443	3/2/09 2:36 AM	3/2/09 2:36 PM	52	709	ommercial Pow	2343	Commercial Power Restored
OE010309833	Alexandria	AX262	3/2/09 10:57 AM	3/2/09 10:57 AM	1	709	ommercial Pow	2343	Commercial Power Restored
OE010366776	Alexandria	AX348	3/4/09 8:56 AM	3/4/09 8:56 AM	45	709	ommercial Pow	2343	Commercial Power Restored
OE011147368	Alexandria	AX348	3/4/09 8:56 AM	3/4/09 8:56 AM	45	709	ommercial Pow	2343	Commercial Power Restored
OE011515908	Alexandria	AX262	3/6/09 4:11 PM	3/6/09 4:11 PM	14	709	ommercial Pow	2343	Commercial Power Restored
OE010278064	Alexandria	AX348	3/19/09 6:45 PM	3/19/09 6:46 PM	44	709	ommercial Pow	2343	Commercial Power Restored
OE009507241	Alexandria	AX440	04/06/09 08:02 AM	04/06/09 08:03 AM	21	709	ommercial Pow	2343	Commercial Power Restored
OE011491549	Alexandria	AX440	04/06/09 08:02 AM	04/06/09 08:03 AM	21	709	ommercial Pow	2343	Commercial Power Restored
OE010562216	Alexandria	AX485	04/08/09 04:51 PM	04/08/09 04:51 PM	19	709	ommercial Pow	2343	Commercial Power Restored
OE011020964	Alexandria	AX486	04/08/09 04:51 PM	04/08/09 04:51 PM	210	709	ommercial Pow	2343	Commercial Power Restored
OE011316459	Alexandria	AX487	04/08/09 04:55 PM	04/08/09 04:55 PM	88	709	ommercial Pow	2343	Commercial Power Restored
OE011020962	Alexandria	AX476	04/08/09 05:06 PM	04/08/09 05:06 PM	149	709	ommercial Pow	2343	Commercial Power Restored
OE010898016	Alexandria	AX484	04/08/09 05:06 PM	04/08/09 05:06 PM	43	709	ommercial Pow	2343	Commercial Power Restored
OE011618368	Alexandria	AX488	04/08/09 05:06 PM	04/08/09 05:06 PM	142	709	ommercial Pow	2343	Commercial Power Restored
OE009924348	Alexandria	AX519	04/08/09 05:46 PM	04/08/09 05:46 PM	102	709	ommercial Pow	2343	Commercial Power Restored
OE011618368	Alexandria	AX520	04/08/09 05:46 PM	04/08/09 05:46 PM	146	709	ommercial Pow	2343	Commercial Power Restored
OE010688633	Alexandria	AX521	04/08/09 05:46 PM	04/08/09 05:46 PM	122	709	ommercial Pow	2343	Commercial Power Restored
OE010008878	Alexandria	AX460	04/08/09 05:55 PM	04/08/09 05:55 PM	64	709	ommercial Pow	2343	Commercial Power Restored

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OE011515908	Alexandria	AX446	04/09/09 10:23 AM	04/09/09 10:23 AM	14	709	ommercial Pow	2343	Commercial Power Restored
OE009828030	Alexandria	AX404	04/09/09 12:13 PM	04/09/09 12:14 PM	12	709	ommercial Pow	2343	Commercial Power Restored
OE010898016	Alexandria	AX428	04/09/09 12:43 PM	04/09/09 12:43 PM	42	709	ommercial Pow	2343	Commercial Power Restored
OE010366758	Alexandria	AX429	04/09/09 12:48 PM	04/09/09 12:48 PM	36	709	ommercial Pow	2343	Commercial Power Restored
OE008841182	Alexandria	AX463	04/10/09 02:30 PM	04/10/09 02:59 PM	95	709	ommercial Pow	7905	ommercial Power Restored, OT
OE008992882	Alexandria	AX481	04/10/09 02:30 PM	04/10/09 02:59 PM	67	709	ommercial Pow	7905	ommercial Power Restored, OT
OE009235359	Alexandria	AX461	04/10/09 02:30 PM	04/10/09 02:59 PM	76	709	ommercial Pow	7905	ommercial Power Restored, OT
OE011020956	Alexandria	AX465	04/10/09 02:30 PM	04/10/09 02:59 PM	77	709	ommercial Pow	7905	ommercial Power Restored, OT
OE010897425	Alexandria	AX134	04/10/09 09:04 PM	04/10/09 09:04 PM	37	709	ommercial Pow	2343	Commercial Power Restored
OE010278064	Alexandria	AX285	04/21/09 11:04 AM	04/21/09 11:04 AM	43	709	ommercial Pow	2343	Commercial Power Restored
OE010892828	Alexandria	AX284	04/21/09 11:04 AM	04/21/09 11:04 AM	44	709	ommercial Pow	2343	Commercial Power Restored
OE010008668	Alexandria	AX290	04/21/09 11:04 AM	04/21/09 11:04 AM	62	709	ommercial Pow	2343	Commercial Power Restored
OE010195558	Alexandria	AX286	04/21/09 11:04 AM	04/21/09 11:04 AM	44	709	ommercial Pow	2343	Commercial Power Restored
OE011530095	Alexandria	AX046	04/23/09 08:47 AM	04/23/09 08:47 AM	131	709	ommercial Pow	2343	Commercial Power Restored
OE011482569	Alexandria	AX457	04/24/09 08:29 AM	04/24/09 08:29 AM	23	709	ommercial Pow	2343	Commercial Power Restored
OE011488122	Alexandria	AX346	04/24/09 02:20 PM	04/24/09 06:17 PM	21	709	ommercial Pow	2343	Commercial Power Restored
OE011500265	Alexandria	AX397	04/28/09 04:57 PM	04/28/09 06:05 PM	12	709	ommercial Pow	2343	Commercial Power Restored
OE010561993	Alexandria	AX457	04/29/09 09:09 PM	04/29/09 09:09 PM	16	709	ommercial Pow	2343	Commercial Power Restored
OE009431694	Alexandria	AX491	04/30/09 06:17 PM	04/30/09 06:17 PM	10	709	ommercial Pow	2343	Commercial Power Restored
OE010889973	Alexandria	AX038	05/06/09 08:59 PM	05/06/09 08:59 PM	31	709	ommercial Pow	2343	Commercial Power Restored
OE009163314	Alexandria	AX039	05/06/09 10:02 PM	05/06/09 10:02 PM	9	709	ommercial Pow	2343	Commercial Power Restored
OE010821877	Alexandria	AX039	05/06/09 10:02 PM	05/06/09 10:02 PM	9	709	ommercial Pow	2343	Commercial Power Restored
OE011021037	Alexandria	AX207	05/11/09 01:21 AM	05/11/09 01:27 AM	146	709	ommercial Pow	2343	Commercial Power Restored
OE010501727	Alexandria	AX157	05/13/09 05:59 PM	05/13/09 05:59 PM	94	709	ommercial Pow	2343	Commercial Power Restored
OE008865236	Alexandria	AX207	05/13/09 10:43 PM	05/13/09 10:43 PM	203	709	ommercial Pow	2343	Commercial Power Restored
OE010796924	Alexandria	AX203	05/13/09 10:43 PM	05/13/09 10:43 PM	53	709	ommercial Pow	2343	Commercial Power Restored

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OE010873551	Alexandria	AX109	05/13/09 10:43 PM	05/13/09 10:43 PM	20	709	ommercial Pow	2343	Commercial Power Restored
OE011003066	Alexandria	AX513	05/13/09 10:43 PM	05/13/09 10:43 PM	123	709	ommercial Pow	2343	Commercial Power Restored
OE011500265	Alexandria	AX216	05/14/09 02:47 PM	05/14/09 02:47 PM	13	709	ommercial Pow	2343	Commercial Power Restored
OE011321978	Alexandria	AX118	05/14/09 02:49 PM	05/14/09 06:02 PM	16	709	ommercial Pow	2343	Commercial Power Restored
OE011611811	Alexandria	AX388	05/17/09 12:21 PM	05/17/09 12:22 PM	11	709	ommercial Pow	2343	Commercial Power Restored
OE011262964	Alexandria	AX081	05/19/09 08:42 AM	05/19/09 08:43 AM	7	709	ommercial Pow	2343	Commercial Power Restored
OE009879660	Alexandria	AX465	05/19/09 04:27 PM	05/19/09 08:27 PM	8	709	ommercial Pow	2343	Commercial Power Restored
OE009344723	Alexandria	AX258	05/20/09 09:10 AM	05/20/09 09:11 AM	82	709	ommercial Pow	2343	Commercial Power Restored
OE010653735	Alexandria	AX261	05/20/09 09:10 AM	05/20/09 09:10 AM	110	709	ommercial Pow	2343	Commercial Power Restored
OE010562224	Alexandria	AX261	05/20/09 06:35 PM	05/20/09 08:26 PM	18	709	ommercial Pow	2343	Commercial Power Restored
OE011432702	Alexandria	AX261	05/20/09 10:31 PM	05/20/09 10:31 PM	24	709	ommercial Pow	2343	Commercial Power Restored
OE011571203	Alexandria	AX085	05/26/09 02:20 AM	05/26/09 02:20 AM	123	709	ommercial Pow	2343	Commercial Power Restored
OE010545118	Alexandria	AX085	05/26/09 03:29 AM	05/26/09 03:29 AM	123	709	ommercial Pow	2343	Commercial Power Restored
OE010562333	Alexandria	AX084	05/26/09 03:29 AM	05/26/09 03:29 AM	19	709	ommercial Pow	2343	Commercial Power Restored
OE010118214	Alexandria	AX081	05/26/09 03:47 AM	05/26/09 03:47 AM	123	709	ommercial Pow	2343	Commercial Power Restored
OE010218901	Alexandria	AX086	05/26/09 03:47 AM	05/26/09 03:47 AM	67	709	ommercial Pow	2343	Commercial Power Restored
OE009835918	Alexandria	AX433	05/26/09 09:57 AM	05/26/09 10:42 AM	89	709	ommercial Pow	2345	Installed Generator
OE010897425	Alexandria	AX461	05/26/09 01:48 PM	05/26/09 01:48 PM	39	709	ommercial Pow	2343	Commercial Power Restored
OE010211607	Alexandria	AX067	05/29/09 07:27 PM	05/29/09 07:27 PM	26	709	ommercial Pow	2343	Commercial Power Restored
OE010898016	Alexandria	AX261	06/02/09 03:53 PM	06/02/09 07:04 PM	41	709	ommercial Pow	2343	Commercial Power Restored
OE010787062	Alexandria	AX106	06/03/09 06:27 PM	06/03/09 06:27 PM	67	709	ommercial Pow	2343	Commercial Power Restored
OE010366758	Alexandria	AX099	06/03/09 06:27 PM	06/03/09 06:27 PM	34	709	ommercial Pow	2343	Commercial Power Restored
OE010366760	Alexandria	AX105	06/03/09 06:27 PM	06/03/09 06:27 PM	48	709	ommercial Pow	2343	Commercial Power Restored
OE011482569	Alexandria	AX108	06/03/09 06:27 PM	06/03/09 06:27 PM	23	709	ommercial Pow	2343	Commercial Power Restored
OE011485980	Alexandria	AX122	06/03/09 06:27 PM	06/03/09 06:27 PM	24	709	ommercial Pow	2343	Commercial Power Restored
OE008973758	Alexandria	AX157	06/03/09 06:27 PM	06/03/09 06:27 PM	62	709	ommercial Pow	2343	Commercial Power Restored

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OE010366776	Alexandria	AX089	06/03/09 06:48 PM	06/03/09 06:48 PM	45	709	ommercial Pow	2343	Commercial Power Restored
OE011183698	Alexandria	AX111	06/03/09 06:48 PM	06/03/09 06:48 PM	111	709	ommercial Pow	2343	Commercial Power Restored
OE010261792	Alexandria	AX102	06/03/09 07:04 PM	06/03/09 07:04 PM	72	709	ommercial Pow	2343	Commercial Power Restored
OE009195303	Alexandria	AX159	06/03/09 07:05 PM	06/03/09 07:05 PM	57	709	ommercial Pow	2343	Commercial Power Restored
OE009462365	Alexandria	AX162	06/03/09 07:09 PM	06/03/09 07:09 PM	50	709	ommercial Pow	2343	Commercial Power Restored
OE009754689	Alexandria	AX107	06/03/09 07:11 PM	06/03/09 07:11 PM	95	709	ommercial Pow	2343	Commercial Power Restored
OE009357596	Alexandria	AX411	06/03/09 07:13 PM	06/03/09 07:27 PM	8	709	ommercial Pow	2343	Commercial Power Restored
OE009853355	Alexandria	AX337	06/03/09 07:27 PM	06/03/09 07:27 PM	53	709	ommercial Pow	2343	Commercial Power Restored
OE011382568	Alexandria	AX435	06/03/09 10:13 PM	06/03/09 10:13 PM	20	709	ommercial Pow	2343	Commercial Power Restored
OE008891766	Alexandria	AX380	06/03/09 10:56 PM	06/03/09 10:56 PM	6	709	ommercial Pow	2343	Commercial Power Restored
OE008865236	Alexandria	AX433	06/09/09 06:38 AM	06/09/09 07:45 AM	174	709	ommercial Pow	2345	Commercial Power Restored
OE009320007	Alexandria	AX457	06/13/09 07:39 PM	06/13/09 07:39 PM	8	709	ommercial Pow	2343	Commercial Power Restored
OE009194352	Alexandria	AX337	06/15/09 03:44 AM	06/15/09 03:44 AM	55	709	ommercial Pow	2343	Commercial Power Restored
OE010591737	Alexandria	AX337	06/15/09 03:44 AM	06/15/09 03:44 AM	55	709	ommercial Pow	2343	Commercial Power Restored
OE010215526	Alexandria	AX332	06/15/09 04:29 AM	06/15/09 04:30 AM	114	709	ommercial Pow	2343	Commercial Power Restored
OE011195458	Alexandria	AX332	06/15/09 04:29 AM	06/15/09 04:30 AM	114	709	ommercial Pow	2343	Commercial Power Restored
OE008944001	Alexandria	AX331	06/15/09 05:09 AM	06/15/09 05:09 AM	102	709	ommercial Pow	2343	Commercial Power Restored
OE011021046	Alexandria	AX331	06/15/09 05:09 AM	06/15/09 05:09 AM	102	709	ommercial Pow	2343	Commercial Power Restored
OE010787062	Alexandria	AX068	06/18/09 11:39 PM	06/19/09 12:10 AM	71	709	ommercial Pow	2343	Commercial Power Restored
OE011089780	Alexandria	AX069	06/18/09 11:39 PM	06/19/09 12:10 AM	14	709	ommercial Pow	2343	Commercial Power Restored
OE011204912	Alexandria	AX071	06/18/09 11:39 PM	06/19/09 12:10 AM	31	709	ommercial Pow	2343	Commercial Power Restored
OE009164787	Alexandria	AX417	06/21/09 08:31 PM	06/21/09 08:31 PM	26	709	ommercial Pow	2343	Commercial Power Restored
OE010562023	Alexandria	AX513	06/22/09 06:44 PM	06/22/09 10:32 PM	10	709	ommercial Pow	2343	Commercial Power Restored
OE008524371	Alexandria	AX265	06/22/09 11:11 PM	06/22/09 11:11 PM	49	709	ommercial Pow	2343	Commercial Power Restored
OE008909801	Alexandria	AX265	06/22/09 11:11 PM	06/22/09 11:11 PM	49	709	ommercial Pow	2343	Commercial Power Restored
OE010366760	Alexandria	AX266	06/22/09 11:11 PM	06/22/09 11:11 PM	46	709	ommercial Pow	2343	Commercial Power Restored

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OE010366767	Alexandria	AX266	06/22/09 11:11 PM	06/22/09 11:11 PM	46	709	ommercial Pow	2343	Commercial Power Restored
OE010261792	Alexandria	AX149	06/25/09 01:19 PM	06/25/09 03:15 PM	74	709	ommercial Pow	2343	Commercial Power Restored

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Outage Id	Outage Loc	Outage Eleme	Actual Start	Actual End	Video Aff	Cause Code	Cause Description	Sol Code	Sol Descr
OE010477537	Alexandria	AX510	11/12/08 01:35 AM	11/12/08 01:35 AM	193	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE009932100	Alexandria	AX357	04/09/09 01:17 AM	04/09/09 01:41 AM	59	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE009822363	Alexandria	AX368	04/09/09 01:46 AM	04/09/09 01:56 AM	90	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE009932282	Alexandria	AX356	04/09/09 01:49 AM	04/09/09 02:04 AM	70	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE010838880	Alexandria	AX368	04/09/09 01:49 AM	04/09/09 02:05 AM	90	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE010839205	Alexandria	AX368	04/09/09 03:30 AM	04/09/09 03:32 AM	90	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE011489983	Alexandria	AX401	04/20/09 12:13 AM	04/20/09 12:38 AM	146	150	Scheduled Maintenance	1656	Unplanned outage resulted
OE011297056	Alexandria	AX002	04/23/09 01:57 AM	04/23/09 04:30 AM	3	150	Scheduled Maintenance	1652	Unplanned outage resulted
OE011423968	Alexandria	AX181	04/23/09 01:57 AM	04/23/09 04:44 AM	160	150	Scheduled Maintenance	1652	Unplanned outage resulted
OE011427386	Alexandria	AX184	04/23/09 01:57 AM	04/23/09 04:44 AM	167	150	Scheduled Maintenance	1652	Unplanned outage resulted
OE011599643	Alexandria	AX185	04/23/09 01:57 AM	04/23/09 04:30 AM	146	150	Scheduled Maintenance	1652	Unplanned outage resulted
OE010963585	Alexandria	AX293	04/23/09 03:08 AM	04/23/09 04:30 AM	62	150	Scheduled Maintenance	1652	Unplanned outage resulted
OE008606123	Alexandria	AX222	04/23/09 03:25 AM	04/23/09 04:30 AM	100	150	Scheduled Maintenance	1652	Unplanned outage resulted
OE008424972	Alexandria	AX407	04/23/09 03:28 AM	04/23/09 04:30 AM	103	150	Scheduled Maintenance	1652	Unplanned outage resulted
OE009854939	Alexandria	AX203	05/11/09 12:07 AM	05/11/09 12:43 AM	41	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE010158126	Alexandria	AX207	05/11/09 12:07 AM	05/11/09 12:43 AM	146	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE009822414	Alexandria	AX437	05/11/09 12:12 AM	05/11/09 12:43 AM	129	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE009836338	Alexandria	AX341	05/11/09 12:21 AM	05/11/09 12:23 AM	32	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE009931759	Alexandria	AX343	05/11/09 12:42 AM	05/11/09 12:43 AM	57	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE009890008	Alexandria	AX347	05/11/09 01:38 AM	05/11/09 01:40 AM	114	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE009931853	Alexandria	AX343	05/11/09 01:38 AM	05/11/09 01:41 AM	57	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE010500859	Alexandria	AX295	05/14/09 02:43 AM	05/14/09 02:59 AM	101	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE010838220	Alexandria	AX324	05/20/09 01:23 AM	05/20/09 01:28 AM	103	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE010840162	Alexandria	AX323	05/20/09 01:29 AM	05/20/09 01:33 AM	90	150	Scheduled Maintenance	1652	ntenance completed as schedu

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OE011187963	Alexandria	AX406	05/20/09 02:03 AM	05/20/09 02:07 AM	108	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE009822350	Alexandria	AX247	05/20/09 02:43 AM	05/20/09 03:00 AM	82	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE009358625	Alexandria	AX406	05/20/09 03:35 AM	05/20/09 04:00 AM	108	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE011340487	Alexandria	AX517	05/21/09 04:29 AM	05/21/09 04:40 AM	138	150	Scheduled Maintenance	2850	No Trouble Found
OE010550284	Alexandria	AX179	05/26/09 02:20 AM	05/26/09 03:05 AM	132	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE011285112	Alexandria	AX084	05/26/09 02:20 AM	05/26/09 02:55 AM	30	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE010476583	Alexandria	AX015	05/26/09 02:27 AM	05/26/09 03:04 AM	163	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE009890070	Alexandria	AX521	05/28/09 12:11 AM	05/28/09 01:16 AM	121	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE010840172	Alexandria	AX520	05/28/09 12:11 AM	05/28/09 01:10 AM	100	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE009846491	Alexandria	AX520	05/28/09 12:13 AM	05/28/09 12:36 AM	100	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE009890450	Alexandria	AX521	05/28/09 12:13 AM	05/28/09 12:33 AM	121	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE011340569	Alexandria	AX478	05/28/09 02:15 AM	05/28/09 02:39 AM	149	150	Scheduled Maintenance	2850	No Trouble Found
OE009820044	Alexandria	AX521	05/28/09 02:30 AM	05/28/09 02:53 AM	121	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE010500864	Alexandria	AX382	06/02/09 07:09 AM	06/02/09 07:28 AM	158	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE009932171	Alexandria	AX134	06/16/09 12:58 AM	06/16/09 01:16 AM	63	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE010479956	Alexandria	AX508	06/17/09 01:58 AM	06/17/09 02:07 AM	345	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE010477926	Alexandria	AX276	06/18/09 12:24 AM	06/18/09 12:50 AM	278	150	Scheduled Maintenance	1652	ntenance completed as schedu
OE009097739	Alexandria	AX147	06/22/09 10:05 AM	06/22/09 11:09 AM	175	150	Scheduled Maintenance	2154	Equipment Replaced
OE009896190	Alexandria	AX322	06/23/09 01:07 AM	06/23/09 01:15 AM	133	150	Scheduled Maintenance	1652	ntenance completed as schedu