

CHARTER COMMUNICATIONS, INC. /MO/  
Form 4  
May 07, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Liberty Media Corp

2. Issuer Name and Ticker or Trading Symbol  
CHARTER COMMUNICATIONS, INC. /MO/ [CHTR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
12300 LIBERTY BOULEVARD  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
05/05/2014

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
 10% Owner  
\_\_\_\_ Other (specify below)

ENGLEWOOD, CO 80112  
(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3)                   | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |   |                                   |
|---------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|---|-----------------------------------|
|                                                   |                                      |                                                    |                                | Code V                                                            | Amount                                                                                        | (A) or (D)                                               | Price                                                 |   |                                   |
| Class A common stock, par value \$0.001 per share | 05/05/2014                           |                                                    | P                              | 82,130                                                            | A                                                                                             | \$ 137.478<br><u>(1)</u>                                 | 26,940,707                                            | I | Through Wholly-Owned Subsidiaries |
| Class A common stock, par value \$0.001 per share | 05/05/2014                           |                                                    | P                              | 87,362                                                            | A                                                                                             | \$ 138.274<br><u>(2)</u>                                 | 27,028,069                                            | I | Through Wholly-Owned Subsidiaries |

|                                                                 |            |   |         |   |                      |            |   |                                         |
|-----------------------------------------------------------------|------------|---|---------|---|----------------------|------------|---|-----------------------------------------|
| Class A<br>common<br>stock,<br>par value<br>\$.001 per<br>share | 05/06/2014 | P | 194,423 | A | \$<br>138.575<br>(3) | 27,222,492 | I | Through<br>Wholly-Owned<br>Subsidiaries |
| Class A<br>common<br>stock,<br>par value<br>\$.001 per<br>share | 05/06/2014 | P | 170,175 | A | \$<br>138.985<br>(4) | 27,392,667 | I | Through<br>Wholly-Owned<br>Subsidiaries |
| Class A<br>common<br>stock,<br>par value<br>\$.001 per<br>share | 05/07/2014 | P | 117,452 | A | \$<br>138.803<br>(5) | 27,510,119 | I | Through<br>Wholly-Owned<br>Subsidiaries |
| Class A<br>common<br>stock,<br>par value<br>\$.001 per<br>share | 05/07/2014 | P | 245,303 | A | \$<br>139.445<br>(6) | 27,755,422 | I | Through<br>Wholly-Owned<br>Subsidiaries |

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

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             |                                         |                                                                                                                       | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                     |
|                                                     |                                                                    |                                         |                                                             |                                         |                                                                                                                       | Code                                                           | V                                                                         | (A)                                                 | (D)                                                                        |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |         |       |
|----------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                      | Director      | 10% Owner | Officer | Other |
| Liberty Media Corp<br>12300 LIBERTY BOULEVARD<br>ENGLEWOOD, CO 80112 |               |           | X       |       |

## Signatures

LIBERTY MEDIA CORPORATION By: /s/ Richard N. Baer, Title: Senior Vice President  
and General Counsel

05/07/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The price is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$136.94 to \$137.93 per share, inclusive. The Reporting Person undertakes to provide to the Securities and Exchange Commission, the Issuer or any security holder of the Issuer, upon request, full information regarding the number of shares purchased at each separate price within the range.

(2) The price is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$137.94 to \$138.51 per share, inclusive. The Reporting Person undertakes to provide to the Securities and Exchange Commission, the Issuer or any security holder of the Issuer, upon request, full information regarding the number of shares purchased at each separate price within the range.

(3) The price is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$137.71 to \$138.705 per share, inclusive. The Reporting Person undertakes to provide to the Securities and Exchange Commission, the Issuer or any security holder of the Issuer, upon request, full information regarding the number of shares purchased at each separate price within the range.

(4) The price is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$138.71 to \$139.50 per share, inclusive. The Reporting Person undertakes to provide to the Securities and Exchange Commission, the Issuer or any security holder of the Issuer, upon request, full information regarding the number of shares purchased at each separate price within the range.

(5) The price is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$138.11 to \$139.10 per share, inclusive. The Reporting Person undertakes to provide to the Securities and Exchange Commission, the Issuer or any security holder of the Issuer, upon request, full information regarding the number of shares purchased at each separate price within the range.

(6) The price is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$139.11 to \$139.78 per share, inclusive. The Reporting Person undertakes to provide to the Securities and Exchange Commission, the Issuer or any security holder of the Issuer, upon request, full information regarding the number of shares purchased at each separate price within the range.

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

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