## Form 8937 (December 2011) Department of the Treasury Internal Revenue Service

## Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-2224

► See separate instructions.

Part Reporting	issuer			
1 Issuer's name				2 Issuer's employer identification number (EIN)
Charter Communications, Inc.				43-1857213
3 Name of contact for add	ditional information	4 Telephon	e No. of contact	5 Email address of contact
Investor Relations			(203) 905-7801	investor@charter.com
6 Number and street (or F	2.0. box if mail is not o	delivered to s		7 City, town, or post office, state, and Zip code of contact
			•	
400 Atlantic Street				Stamford, CT 06901
8 Date of action		9 Class	sification and description	
May 18, 2016			Communications, Inc. class A	<del></del>
10 CUSIP number	11 Serial number(s)	)	12 Ticker symbol	13 Account number(s)
1011711705			CUITO	N/A
Part II Organization	17M305 N/A  Organizational Action Attach addition		CHTR	hack of form for additional questions
				against which shareholders' ownership is measured for
				erly known as Charter Communications, Inc.)
				er") and Time Warner Cable Inc. ("TWC") executed
				2015, under which both TWC and Charter agreed to
				cument is the third of a series of mergers, in which
				erger Subsidiary Three") and wholly owned subsidiary
of New Charter ("third mer	ger"), with Merger Si	ubsidiary Tl	hree continuing as the surviv	ing entity.
	70			
92.0 2.00.000				
	1			
15 Describe the quantitat	tive effect of the organ	izational act	tion on the basis of the security	in the hands of a U.S. taxpayer as an adjustment per
share or as a percenta	age of old basis > The	e third merg	er generally resulted in each	outstanding share of Charter Class A common stock
				stock, with cash in lieu of a fractional New Charter
share.				
		ī		
Charter and TWC intend for	or the third merger to	qualify as	a "reorganization" within the	meaning of Section 368(a) of the Internal Revenue
				as a result of the exchange of Charter shares
			ved in lieu of a fractional shar	
TOT THE WORLD STILL STIL	toopt to the extent of	1511 15 1 0 0 0 11	od minda or a madriomar smar	<b>5</b> /1
-				
AB Describes the control of	and the charge to be	alo and Man		and the second s
	_		, ,	on, such as the market values of securities and the
				issuance of ,9042 of a New Charter share for each
Charter share surrendered	<ol> <li>Fractional share c</li> </ol>	<u>omputation</u>	s are based upon the May 17,	2016 closing price of Charter, as adjusted by the
exchange ratio, which for	this purpose is \$224.	.91 per shar	re (\$203.36 / .9042).	
		- 6		
For example, assume Sha	reholder A owns 1,00	00 Charter s	hares, with an adjusted basis	of \$150.25 per share, for an aggregate basis of
\$150,250. In connection w	ith the third merger,	he exc <u>han</u> q	es his 1,000 Charter shares fo	or New Charter shares, tentatively computed
· · · · · · · · · · · · · · · · · · ·	· · · · · · · · · · · · · · · · · · ·			allocates \$33,23 of his aggregate basis
				holder A takes a carryover basis in his 904 New
\$150,216.77 (150,250 - 33.2				
				· · · · · · · · · · · · · · · · · · ·
			· · · ·	

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Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054

Firm's address > 190 Carondelet Plaza Ste 1300, Clayton, MO 63103-3443

Date

Check [] if self-employed

Firm's EIN ▶

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Firm's name Ernst & Young US LLP

Fan Z. Tielking

Paid

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**Use Only**