

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Apollo Management Holdings GP, LLC</u> (Last) (First) (Middle) <u>9 W. 57TH STREET</u> <u>43RD FLOOR</u> (Street) <u>NEW YORK NY 10019</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CHARTER COMMUNICATIONS, INC.</u> <u>/MO/ [CHTR]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/18/2012</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year) <u>05/22/2012</u>	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	05/21/2012		S		90,403 ⁽¹⁾	D	\$62.0663	31,977,541	I	See footnote

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)					

1. Name and Address of Reporting Person*
Apollo Management Holdings GP, LLC
 (Last) (First) (Middle)
9 W. 57TH STREET
43RD FLOOR
 (Street)
NEW YORK NY 10019
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Apollo Management Holdings, L.P.
 (Last) (First) (Middle)
9 W. 57TH STREET
 -
 (Street)
NEW YORK NY 10019
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Apollo Principal Holdings I GP, LLC
 (Last) (First) (Middle)

TWO MANHATTANVILLE ROAD
SUITE 203

(Street)

PURCHASE NY 10577

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

[Apollo Principal Holdings I, L.P.](#)

(Last)

(First)

(Middle)

TWO MANHATTANVILLE ROAD
SUITE 203

(Street)

PURCHASE NY 10577

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

[Apollo Value Management, L.P.](#)

(Last)

(First)

(Middle)

TWO MANHATTANVILLE ROAD

(Street)

PURCHASE NY 10577

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

[Apollo Principal Holdings II GP, LLC](#)

(Last)

(First)

(Middle)

9 W. 57TH ST.
43RD FLOOR

(Street)

NEW YORK NY 10019

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

[Apollo Capital Management GP, LLC](#)

(Last)

(First)

(Middle)

9 WEST 57TH STREET

(Street)

NEW YORK NY 10019

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

[Apollo Capital Management, L.P.](#)

(Last)

(First)

(Middle)

9 WEST 57TH STREET

(Street)

NEW YORK NY 10019

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

[Apollo Alternative Assets, L.P.](#)

(Last)

(First)

(Middle)

87 MARY STREET, GEORGE TOWN

(Street)

GRAND CAYMAN E9 KY1-9005

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

Apollo Principal Holdings II, L.P.

(Last)

(First)

(Middle)

9 W. 57TH STREET
43RD FLOOR

(Street)

NEW YORK NY 10019

(City)

(State)

(Zip)

Explanation of Responses:

1. See Exhibit 99.1.

[see signatures attached as
Exhibit 99.2]

08/10/2012

** Signature of Reporting Person

Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

- (1) This amendment to Form 4 is filed solely to correct the last sentence of the first paragraph in footnote (1) to the Form 4 that was filed on May 22, 2012, and does not reflect the acquisition or disposition of any securities or otherwise amend any other part of the Form 4. The item reported in Table I of this Form 4 amendment is included solely for purposes of the electronic filing of this Form 4.

The last sentence of the first paragraph of footnote (1) to the Form 4 that was filed on May 22, 2012 is hereby deleted in its entirety and replaced with the following sentence:

“Following the last reported transaction, AAA Co-Invest VI BC, Ltd. (“AAA VI”) and AAA Co-Invest VII BC, Ltd. (“AAA VII”) no longer hold or beneficially own any shares of the Issuer’s common stock, except for shares of common stock issuable upon the exercise of the warrants to purchase the Issuer’s common stock that are held by AAA VI and AAA VII, respectively, which may be deemed to be beneficially owned by AAA VI, AAA VII, AAA Guarantor — Co-Invest VI, L.P. (“AAA Guarantor VI”), AAA Guarantor — Co-Invest VII, L.P. (“AAA Guarantor VII”), AAA MIP Limited (“AAA MIP”), Apollo Alternative Assets, L.P. (“Alternative Assets”), Apollo International Management, L.P. (“Intl Management”) and Apollo International Management GP, LLC (“International GP”).”

This Statement on Form 4 is filed by: (i) AP Charter Holdings (Sub), LLC, (ii) Red Bird, L.P., (iii) Blue Bird, L.P., (iv) Green Bird, L.P., (v) AAA Co-Invest VI BC, Ltd., (vi) AAA Co-Invest VII BC, Ltd., (vii) AP Charter Holdings, L.P., (viii) Apollo Advisors VI, L.P., (ix) Apollo Capital Management VI, LLC, (x) Apollo Advisors VII, L.P., (xi) Apollo Capital Management VII, LLC, (xii) Apollo Principal Holdings I, L.P., (xiii) Apollo Principal Holdings I GP, LLC, (xiv) Red Bird GP, Ltd., (xv) Blue Bird GP, Ltd., (xvi) Green Bird GP, Ltd., (xvii) AAA Guarantor — Co-Invest VI, L.P., (xviii) AAA Guarantor — Co-Invest VII, L.P., (xix) Apollo SVF Management, L.P., (xx) Apollo SVF Management GP, LLC, (xxi) Apollo Value Management, L.P., (xxii) Apollo Value Management GP, LLC, (xxiii) Apollo Capital Management, L.P., (xxiv) Apollo Capital Management GP, LLC, (xxv) Apollo SOMA Advisors, L.P., (xxvi) Apollo SOMA Capital Management, LLC, (xxvii) Apollo SVF Advisors, L.P., (xxviii) Apollo SVF Capital Management, LLC, (xxix) Apollo Value Advisors, L.P., (xxx) Apollo Value Capital Management, LLC, (xxxi) Apollo Principal Holdings II, L.P., (xxxii) Apollo Principal Holdings II GP, LLC, (xxxiii) AAA MIP Limited, (xxxiv) Apollo Alternative Assets, L.P., (xxxv) Apollo International Management, L.P., (xxxvi) Apollo International Management GP, LLC, (xxxvii) Apollo Management Holdings, L.P., and (xxxviii) Apollo Management Holdings GP, LLC

Name of Designated Filer: Apollo Management Holdings GP, LLC

Date of Event Requiring Statement: May 18, 2012

Issuer Name and Ticker or Trading Symbol: Charter Communications, Inc. [CHTR]

AP CHARTER HOLDINGS (SUB), LLC

By: AP Charter Holdings, L.P.
its sole member and manager

By: Apollo Advisors VI, L.P.
its general partner

By: Apollo Capital Management VI, LLC,
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

RED BIRD, L.P.

By: Red Bird GP, Ltd.
its general partner

By: Apollo SVF Management, L.P.
its director

By: Apollo SVF Management GP, LLC
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

1

BLUE BIRD, L.P.

By: Blue Bird GP, Ltd.
its general partner

By: Apollo SVF Management, L.P.
its director

By: Apollo SVF Management GP, LLC
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

GREEN BIRD, L.P.

By: Green Bird GP, Ltd.
its general partner

By: Apollo Value Management, L.P.
its director

By: Apollo Value Management GP, LLC
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

AAA CO-INVEST VI BC, LTD.

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Director

AAA CO-INVEST VII BC, LTD.

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Director

2

AP CHARTER HOLDINGS, L.P.

By: Apollo Advisors VI, L.P.
its general partner

By: Apollo Capital Management VI, LLC,
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO ADVISORS VI, L.P.

By: Apollo Capital Management VI, LLC,
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO CAPITAL MANAGEMENT VI, LLC

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO ADVISORS VII, L.P.

By: Apollo Capital Management VII, LLC,
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO CAPITAL MANAGEMENT VII, LLC

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

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APOLLO PRINCIPAL HOLDINGS I, L.P.

By: Apollo Principal Holdings I GP, LLC,
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO PRINCIPAL HOLDINGS I GP, LLC

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

RED BIRD GP, LTD.

By: Apollo SVF Management, L.P.
its director

By: Apollo SVF Management GP, LLC
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

BLUE BIRD GP, LTD.

By: Apollo SVF Management, L.P.
its director

By: Apollo SVF Management GP, LLC
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

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GREEN BIRD GP, LTD.

By: Apollo Value Management, L.P.
its director

By: Apollo Value Management GP, LLC
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

AAA GUARANTOR — CO-INVEST VI, L.P.

By: AAA MIP Limited
its general partner

By: Apollo Alternative Assets, L.P.
its investment manager

By: Apollo International Management, L.P.
its managing general partner

By: Apollo International Management GP, LLC
its general partner

By: /s/ Laurie D. Medley
Laurie D. Medley
Vice President

By: AAA MIP Limited
its general partner

By: Apollo Alternative Assets, L.P.
its investment manager

By: Apollo International Management, L.P.
its managing general partner

By: Apollo International Management GP, LLC
its general partner

By: /s/ Laurie D. Medley
Laurie D. Medley
Vice President

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APOLLO SVF MANAGEMENT, L.P.

By: Apollo SVF Management GP, LLC
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO SVF MANAGEMENT GP, LLC

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO VALUE MANAGEMENT, L.P.

By: Apollo Value Management GP, LLC
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO VALUE MANAGEMENT GP, LLC

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO CAPITAL MANAGEMENT, L.P.

By: Apollo Capital Management GP, LLC
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO CAPITAL MANAGEMENT GP, LLC

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

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APOLLO SOMA ADVISORS, L.P.

By: Apollo SOMA Capital Management, LLC
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO SOMA CAPITAL MANAGEMENT, LLC

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO SVF ADVISORS, L.P.

By: Apollo SVF Capital Management, LLC
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO SVF CAPITAL MANAGEMENT, LLC

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO VALUE ADVISORS, L.P.

By: Apollo Value Capital Management, LLC
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO VALUE CAPITAL MANAGEMENT, LLC

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

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APOLLO PRINCIPAL HOLDINGS II, L.P.

By: Apollo Principal Holdings II GP, LLC
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO PRINCIPAL HOLDINGS II GP, LLC

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

AAA MIP LIMITED

By: Apollo Alternative Assets, L.P.
its investment manager

By: Apollo International Management, L.P.
its managing general partner

By: Apollo International Management GP, LLC,
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO ALTERNATIVE ASSETS, L.P.

By: Apollo International Management, L.P.
its managing general partner

By: Apollo International Management GP, LLC
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

8

APOLLO INTERNATIONAL MANAGEMENT, L.P.

By: Apollo International Management GP, LLC
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO INTERNATIONAL MANAGEMENT GP, LLC

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO MANAGEMENT HOLDINGS, L.P.

By: Apollo Management Holdings GP, LLC
its general partner

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

APOLLO MANAGEMENT HOLDINGS GP, LLC

By: /s/ Laurie D. Medley
Name: Laurie D. Medley
Title: Vice President

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