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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person
Rutledge Thomas
C/O CHARTER COMMUNICATIONS, INC.
400 ATLANTIC STREET
STAMFORD CT 06901

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

3. Date of Earliest Transaction (Month/Day/Year)
09/02/2020

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

5. Relationship of Reporting Person(s) to Issuer
X Director 10% Owner
X Officer (give title below)
Chairman and CEO

6. Individual or Joint/Group Filing (Check Applicable Line)
X 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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 5)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>08/20/2020</td>
<td></td>
<td>G V</td>
<td>28,642(1) D</td>
<td>22,566</td>
<td>I</td>
<td>By 2018 GRAT B UA</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/20/2020</td>
<td></td>
<td>J V</td>
<td>22,566(1) D</td>
<td>0</td>
<td>I</td>
<td>By 2018 GRAT B UA</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/20/2020</td>
<td></td>
<td>J V</td>
<td>22,566(1) A</td>
<td>101,545</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/21/2020</td>
<td></td>
<td>J V</td>
<td>38,374(2) D</td>
<td>90,167</td>
<td>I</td>
<td>By 2019 GRAT UA</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/21/2020</td>
<td></td>
<td>J V</td>
<td>38,374(2) A</td>
<td>139,919</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/02/2020</td>
<td></td>
<td>M</td>
<td>40,186(3) A</td>
<td>$620.34</td>
<td>180,105</td>
<td>D</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>09/02/2020</td>
<td></td>
<td>F</td>
<td>18,623(4) D</td>
<td>$620.34</td>
<td>161,482</td>
<td>D</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 5)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Units</td>
<td>(3)</td>
<td>09/02/2020</td>
<td></td>
<td>M</td>
<td>40,186(3)</td>
<td>04/25/2026</td>
<td>Class A Common Stock 40,186</td>
<td>$0</td>
<td>60,282</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
1. Transfer of shares from 2018 GRAT B UA dated August 20, 2018, upon its settlement
3. Vesting of a portion of Restricted Stock Units granted on April 25, 2016 under the Charter Communications, Inc. Amended and Restated 2009 Stock Incentive Plan; 60,280 shares subject to the attainment of a $455.66 per-share hurdle; 60,280 shares subject to the attainment of a $496.58 per-share hurdle; and 60,280 shares subject to the attainment of a $564.04 per-share hurdle (each with a six-year term; and the merger exchange ratio of .9042 was applied to the number of shares and per share hurdles). One third of the Restricted Stock Units will be first eligible to vest on each of the third, fourth and fifth anniversaries of the date of grant subject to achievement of the applicable per-share price hurdles. Any Restricted Stock Units that have not vested within 6 years from the date of grant will be cancelled.
4. Withholding of securities for the purpose of paying taxes.
5. Restricted Stock Units convert into common stock on a one-for-one basis.

Remarks:

Signature of Reporting Person

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).

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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