

Third Quarter 2022 Results

October 28, 2022

Cautionary Statement Regarding Forward-Looking Statements

This quarterly presentation includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, regarding, among other things, our plans, strategies and prospects, both business and financial. Although we believe that our plans, intentions and expectations as reflected in or suggested by these forward-looking statements are reasonable, we cannot assure you that we will achieve or realize these plans, intentions or expectations. Forward-looking statements are inherently subject to risks, uncertainties and assumptions including, without limitation, the factors described under “Risk Factors” from time to time in our filings with the Securities and Exchange Commission (the “SEC”). Many of the forward-looking statements contained in this quarterly presentation may be identified by the use of forward-looking words such as “believe,” “expect,” “anticipate,” “should,” “planned,” “will,” “may,” “intend,” “estimated,” “aim,” “on track,” “target,” “opportunity,” “tentative,” “positioning,” “designed,” “create,” “predict,” “project,” “initiatives,” “seek,” “would,” “could,” “continue,” “ongoing,” “upside,” “increases,” “grow,” “focused on” and “potential,” among others. Important factors that could cause actual results to differ materially from the forward-looking statements we make in this quarterly presentation are set forth in this quarterly presentation, in our annual report on Form 10-K, and in other reports or documents that we file from time to time with the SEC, and include, but are not limited to:

- our ability to sustain and grow revenues and cash flow from operations by offering Internet, video, voice, mobile, advertising and other services to residential and commercial customers, to adequately meet the customer experience demands in our service areas and to maintain and grow our customer base, particularly in the face of increasingly aggressive competition, the need for innovation and the related capital expenditures;
- the impact of competition from other market participants, including but not limited to incumbent telephone companies, direct broadcast satellite (“DBS”) operators, wireless broadband and telephone providers, digital subscriber line (“DSL”) providers, fiber to the home providers and providers of video content over broadband Internet connections;
- general business conditions, unemployment levels and the level of activity in the housing sector and economic uncertainty or downturn, including the impacts of the Novel Coronavirus (“COVID-19”) pandemic to sales opportunities from residential move activity, our customers, our vendors and local, state and federal governmental responses to the pandemic;
- our ability to obtain programming at reasonable prices or to raise prices to offset, in whole or in part, the effects of higher programming costs (including retransmission consents and distribution requirements);
- our ability to develop and deploy new products and technologies including consumer services and service platforms;
- any events that disrupt our networks, information systems or properties and impair our operating activities or our reputation;
- the effects of governmental regulation on our business including subsidies to consumers, subsidies and incentives for competitors, costs, disruptions and possible limitations on operating flexibility related to, and our ability to comply with, regulatory conditions applicable to us;
- the ability to hire and retain key personnel;
- our ability to procure necessary services and equipment from our vendors in a timely manner and at reasonable costs;
- the availability and access, in general, of funds to meet our debt obligations prior to or when they become due and to fund our operations and necessary capital expenditures, either through (i) cash on hand, (ii) free cash flow, or (iii) access to the capital or credit markets; and
- our ability to comply with all covenants in our indentures and credit facilities, any violation of which, if not cured in a timely manner, could trigger a default of our other obligations under cross-default provisions.

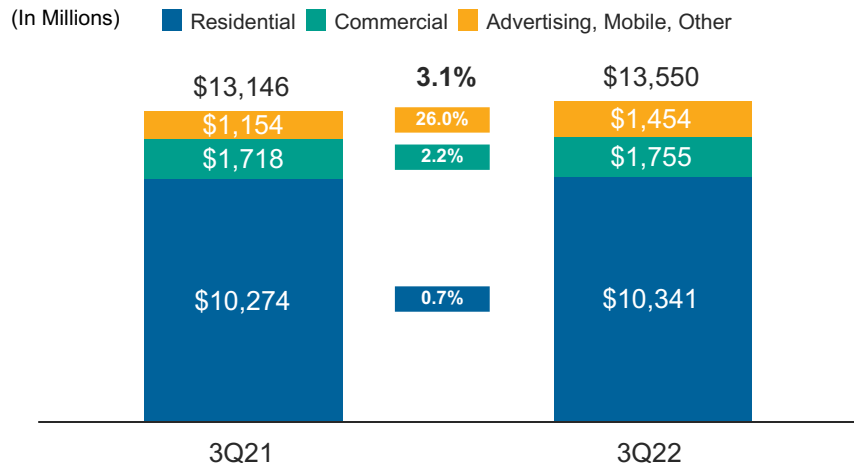
All forward-looking statements attributable to us or any person acting on our behalf are expressly qualified in their entirety by this cautionary statement. We are under no duty or obligation to update any of the forward-looking statements after the date of this presentation.

Thomas M. Rutledge

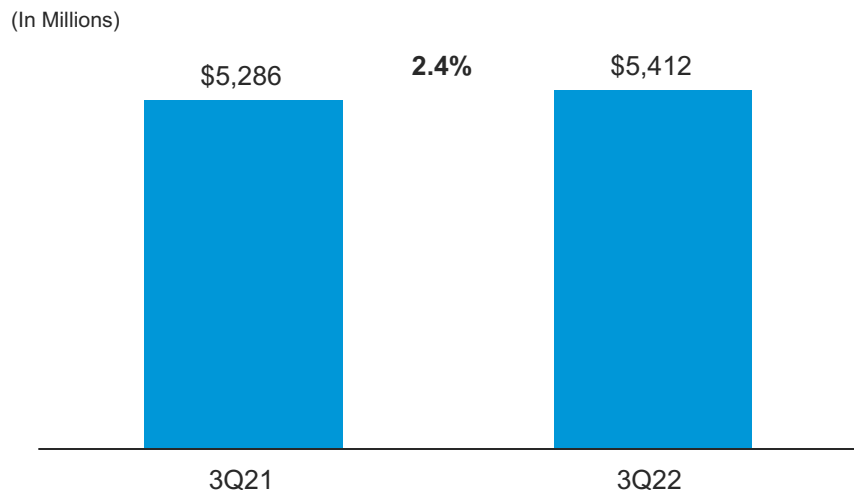
Chairman and CEO, Charter Communications

Third Quarter Overview

Revenue



Adjusted EBITDA¹⁾



1) See notes on slide 17.

Operating and Financial Overview

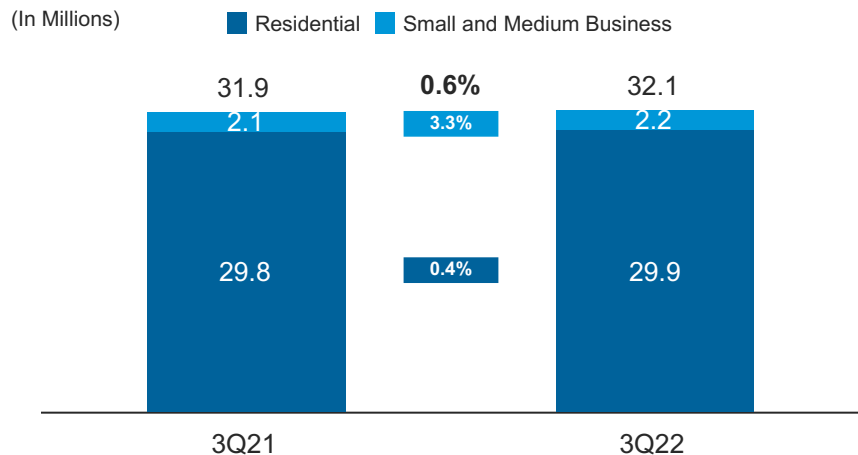
- Total residential and SMB Internet net adds of 75k in 3Q22 vs. 265k in 3Q21
- Total residential and SMB mobile line net adds of 396k in 3Q22 vs. 244k in 3Q21
- Total revenue growth of 3.1% Y/Y
 - Residential revenue growth of 0.7% Y/Y
 - Commercial revenue growth of 2.2% Y/Y; growth of 3.2% Y/Y when excluding one-time benefit in 3Q21
 - Advertising revenue growth of 22.9% Y/Y
 - Mobile revenue growth of 40.2% Y/Y
- Adjusted EBITDA¹⁾ growth of 2.4% Y/Y
- Free Cash Flow¹⁾ declined 39.1% Y/Y primarily driven by higher cable capex as a result of the rural construction initiative and higher cash taxes as Charter has become a meaningful federal cash tax payer in 2022
- Net income attributable to Charter shareholders of \$1.2B in 3Q22

Jessica M. Fischer

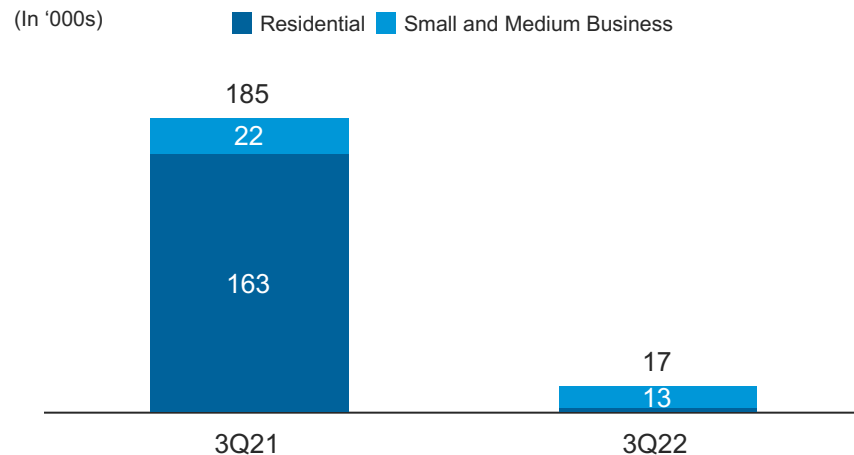
Chief Financial Officer, Charter Communications

Residential and SMB Customers

Customer Relationships¹⁾



Customer Net Additions¹⁾



Residential Net Additions / (Losses)

(In '000s)

	3Q21	3Q22	Y/Y Change
Internet	243	61	(182)
Video	(133)	(211)	(78)
Voice	(230)	(271)	(41)
Mobile Lines	230	382	152

SMB Net Additions

(In '000s)

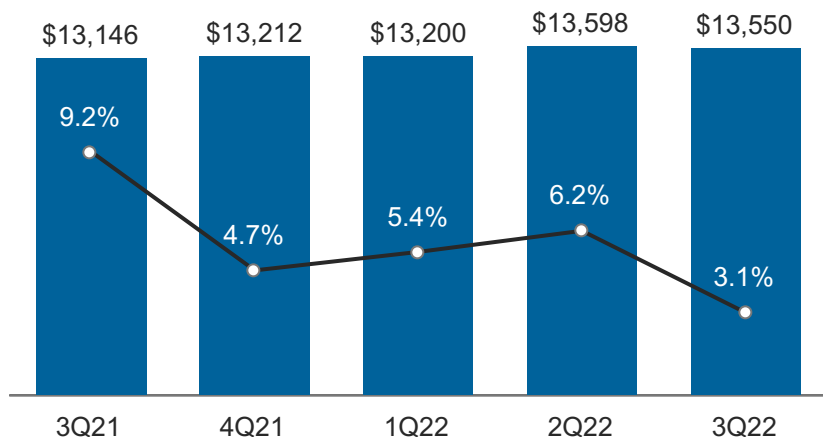
	3Q21	3Q22	Y/Y Change
Internet	22	14	(8)
Video	12	7	(5)
Voice	14	—	(14)
Mobile Lines	14	14	—

¹⁾ See notes on slide 17.

Revenue

Quarterly Revenue and Y/Y % Growth

(In Millions)



Revenue Split by Type

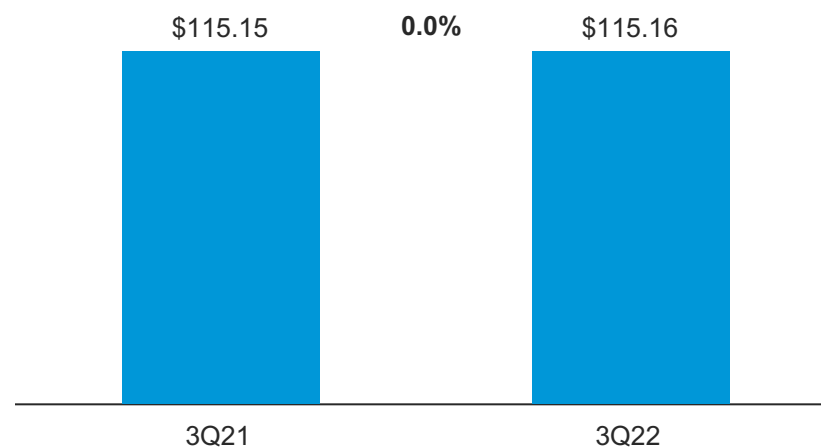
(In Millions)

	3Q21	3Q22	Y/Y Change
Residential	\$ 10,274	\$ 10,341	0.7 %
Commercial	1,718	1,755	2.2 %
Other	228	223	(2.1)%
Cable excl. Adv.	\$ 12,220	\$ 12,319	0.8 %
Advertising	391	481	22.9 %
Mobile	535	750	40.2 %
Total Revenue	\$ 13,146	\$ 13,550	3.1 %

Quarterly Highlights

- Residential revenue growth of 0.7% Y/Y driven by residential customer growth of 0.4% Y/Y
- Total commercial revenue increased 2.2% Y/Y
 - SMB growth of 1.9% Y/Y
 - Enterprise increased 2.6% Y/Y; growth of 5.2% Y/Y when excluding one-time benefit in 3Q21
- Advertising revenue growth of 22.9% Y/Y; decline of 0.2% Y/Y when excluding political revenue
- Mobile revenue growth of 40.2% Y/Y driven by mobile line net adds of 1.5M Y/Y

Residential Revenue per Residential Customer¹⁾

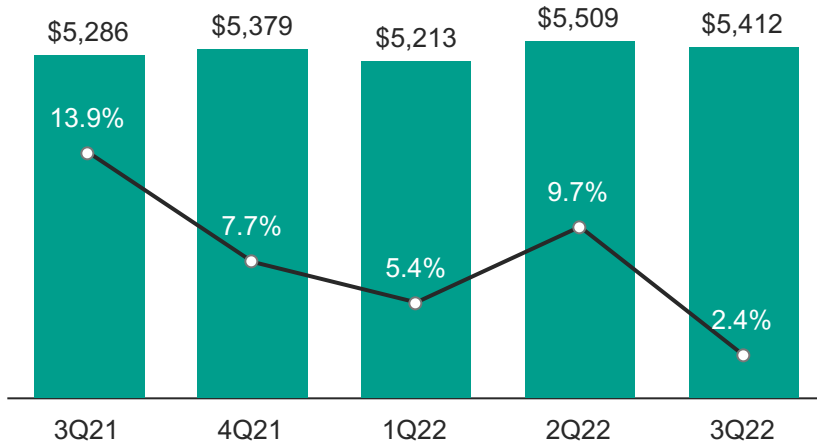


1) Residential Revenue per Residential Customer excludes mobile revenue and customers.

Adjusted EBITDA¹⁾

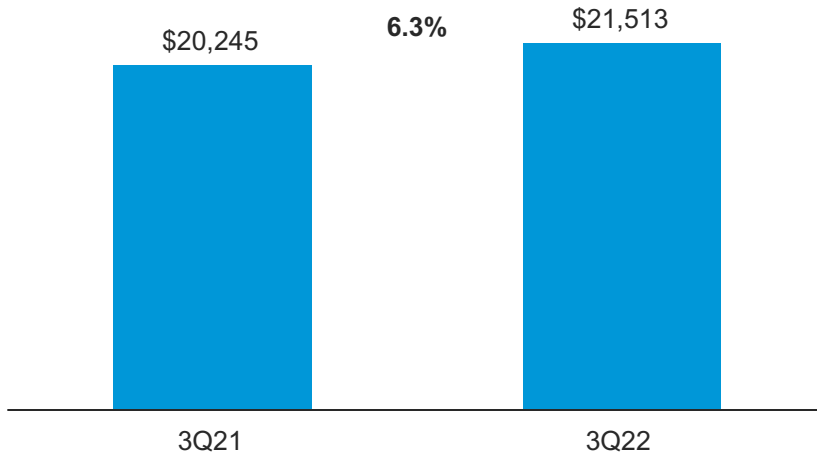
Quarterly Adjusted EBITDA¹⁾ and Y/Y % Growth

(In Millions)



LTM Adjusted EBITDA¹⁾

(In Millions)



Quarterly Highlights

- Adjusted EBITDA¹⁾ grew 2.4% Y/Y
 - Programming costs decreased 3.8% Y/Y primarily driven by fewer video customers and a higher mix of lighter video packages, mostly offset by higher programming rates
 - Regulatory, connectivity and produced content expenses decreased 7.4% Y/Y primarily driven by lower video CPE sold to customers
 - Costs to service customers increased 4.4% Y/Y primarily driven by higher bad debt and higher fuel and freight costs, partly offset by productivity improvements; costs to service customers excluding bad debt increased 3.0% Y/Y
 - Marketing expenses increased 9.3% Y/Y primarily due to higher staffing levels and wages as Charter focuses on providing better service to new and existing customers
 - Mobile costs increased 39.4% Y/Y to \$846M
 - Other expenses increased 4.4% Y/Y

1) See notes on slide 17.

Net Income

Net Income

(In Millions, except per share data)

	<u>3Q22</u>	<u>3Q21</u>	<u>Y/Y Var.</u>
Adjusted EBITDA ¹⁾	\$ 5,412	\$ 5,286	\$ 126
Depreciation and Amortization	2,177	2,270	(93)
Stock Compensation Expense	109	98	11
Other Operating (Income) Expense, Net	202	(9)	211
Income from Operations	2,924	2,927	(3)
Interest Expense, Net	(1,160)	(1,016)	(144)
Other Expense, Net	(37)	(157)	120
	<u>(1,197)</u>	<u>(1,173)</u>	<u>(24)</u>
Income before Income Taxes	1,727	1,754	(27)
Income Tax Expense	(360)	(347)	(13)
Consolidated Net Income	1,367	1,407	(40)
Less: Noncontrolling Interest	(182)	(190)	8
Net Income Attributable to Charter Shareholders	<u>\$ 1,185</u>	<u>\$ 1,217</u>	<u>\$ (32)</u>
Earnings per Common Share			
Attr. to Charter Shareholders			
Basic	\$ 7.51	\$ 6.69	\$ 0.82
Diluted	\$ 7.38	\$ 6.50	\$ 0.88

1) See notes on slide 17.

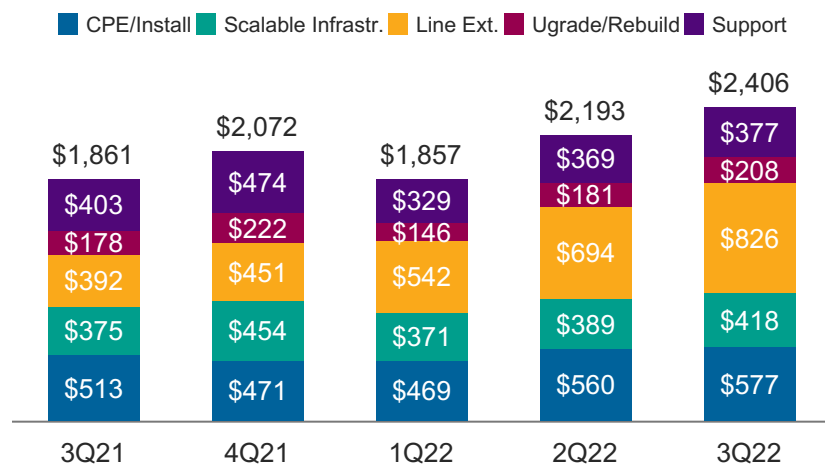
Quarterly Highlights

- Net income \$32M lower Y/Y
 - Adjusted EBITDA¹⁾ \$126M higher Y/Y
 - Depreciation and amortization \$93M lower Y/Y due to certain assets acquired in acquisitions becoming fully depreciated
 - Other operating (income) expense, net \$211M change Y/Y primarily due to litigation settlements
 - Interest expense \$144M higher Y/Y primarily due to an increase in outstanding debt
 - Other expense, net \$120M lower Y/Y primarily due to a pension remeasurement gain in 3Q22 compared to a loss in 3Q21, partly offset by non-cash changes in the value of financial instruments

Capital Investment

Capital Expenditures by NCTA Category

(In Millions)



Capital Expenditures

(In Millions)

	3Q21	3Q22	LTM	
			3Q21	3Q22
Core cable	\$ 1,742	\$ 1,785	\$ 7,114	\$ 7,022
Mobile	119	96	512	392
Rural constr. initiative	—	525	—	1,114
Total	\$ 1,861	\$ 2,406	\$ 7,626	\$ 8,528
<i>Of which: Commercial</i>	<i>\$ 353</i>	<i>\$ 369</i>	<i>\$ 1,466</i>	<i>\$ 1,472</i>

Highlights

- 3Q22 capex of \$2.4B comprised of \$1.8B core cable, \$96M mobile and \$525M rural construction initiative
 - Y/Y increase in line extensions of \$434M due to the rural construction initiative
 - Y/Y increase in CPE/Install of \$64M primarily due to higher spend on Advanced Home WiFi equipment
 - Y/Y increase in scalable infrastructure of \$43M primarily due to timing of spend
 - Mobile capital expenditures of \$96M primarily for information technology systems and were included in support capital and scalable infrastructure

Free Cash Flow¹⁾

Free Cash Flow¹⁾

(In Millions)

	3Q22	3Q21	Y/Y Var.
Adjusted EBITDA ¹⁾	\$ 5,412	\$ 5,286	\$ 126
Cable Capex	(2,310)	(1,742)	(568)
Mobile Capex	(96)	(119)	23
Cash Paid for Interest, Net	(1,098)	(1,041)	(57)
Cash Taxes, Net	(412)	(29)	(383)
Cable Working Capital	226	68	158
Mobile Working Capital	(16)	46	(62)
Other	(199)	7	(206)
Free Cash Flow¹⁾	1,507	2,476	(969)
Financing Activities	(1,496)	(3,718)	2,222
Other	(14)	(3)	(11)
Change in Cash	\$ (3)	\$ (1,245)	\$ 1,242
Total Liquidity²⁾	\$ 5,048	\$ 3,637	\$ 1,411
Leverage (LTM Adj. EBITDA)^{1,3)}	4.48x	4.32x	0.16x

1) See notes on slide 17.

2) Includes revolver availability and unrestricted cash on hand.

3) Leverage is total principal amount of debt less cash and cash equivalents divided by LTM Adjusted EBITDA¹⁾ of \$21,513M and \$20,245M as of 9/30/22 and 9/30/21, respectively. The leverage calculations do not reflect the leverage calculations pursuant to Charter's indentures or credit agreements.

4) "A/N" (Advance/Newhouse) and "Liberty" (Liberty Broadband).

5) Excludes 58,511 shares withheld from employees for the payment of taxes and exercise costs upon the exercise of stock options or vesting of other equity awards during 3Q22, and 5,255,954 since Sep. 2016.

6) Represents % of fully diluted shares outstanding (FDSO), as-converted, as-exchanged, as of 6/30/16.

Quarterly Highlights

Free Cash Flow¹⁾

- Free Cash Flow¹⁾ of \$1.5B, \$969M lower Y/Y primarily driven by higher cable capex as a result of the rural construction initiative and higher cash taxes as Charter has become a meaningful federal cash tax payer in 2022

Financing Activities and Leverage

- Borrowings of LT debt exceeded repayments by \$1.2B
- \$2.6B of common share and unit repurchases
- Remain within target total leverage range of 4-4.5x

Buyback Summary

	3Q22	Since Sep 2016
Common Shares Repurchased in Open Market (M)	3.3	116.3
x Avg. Price	\$ 433.12	\$ 446.60
= Common Shares Repurchased in Open Mkt. (\$B)	\$1.4	\$51.9
Common Units Repurchased from A/N ⁴⁾ (M)	0.8	18.4
x Avg. Price	\$ 460.59	\$ 461.38
= Common Units Repurchased from A/N (\$B)	\$0.4	\$8.5
Common Shares Repurchased from Liberty ⁴⁾ (M)	1.7	11.0
x Avg. Price	\$ 461.73	\$ 614.82
= Common Shares Repurchased from Liberty (\$B)	\$0.8	\$6.8
Total Common Shares & Units Repurchased (M) ⁵⁾	5.8	145.7
x Avg. Price	\$ 445.50	\$ 461.20
Total Common Shares & Units Repurchased (\$B)	\$2.6	\$67.2
% of FDSO Repurchased ⁶⁾	1.9%	46.3%

Capital Structure Summary

As of September 30, 2022 (\$ In Millions, unless otherwise noted)	Issue	Type	Rates ¹⁾ / Shares	Issuer Amount ²⁾	Aggregate Debt ³⁾	Leverage Ratio ⁴⁾
Charter Communications, Inc. (CCI)	<ul style="list-style-type: none"> • Shares Outstanding (S/O) • S/O + As-Exchanged Charter Holdings Units 	Equity	<ul style="list-style-type: none"> • 156M • 174M⁵⁾ 	Equity (Mkt Cap)		
				<ul style="list-style-type: none"> • \$47B • \$53B 		
CCO Holdings, LLC (CCOH)	Sr. Notes due 2023-2034	High Yield	4.000 - 6.375%	\$26,650	\$96,787	4.48x
Charter Communications Operating, LLC (CCO)	Sr. Sec. Notes due 2023-2063	Investment Grade	2.250 - 8.375%	\$56,724		
	<u>1st Lien Bank</u> due 2025-2028	Loans / Revolver	Variable ⁶⁾	<u>\$13,413</u>		
	Total CCO			\$70,137	\$70,137	3.24x
Operating Subsidiaries						

1) Interest rates are stated bank interest rates or bond coupon rates.

2) Issuer amount includes principal value of debt and current equity market capitalization of shares outstanding based on a closing share price of \$303.35 on 9/30/22. Equity market capitalization, on an as-exchanged basis, includes the estimated market value of A/N common Charter Holdings units.

3) Aggregate debt is total principal amount of debt, excluding intercompany loans and \$551M of letters of credit and finance leases.

4) Leverage equals aggregate debt less cash and cash equivalents divided by LTM Adjusted EBITDA⁷⁾ of \$21,513M. The leverage calculations do not reflect the leverage calculations pursuant to Charter's indentures or credit agreements.

5) Assumes exchange of A/N common Charter Holdings units into Charter stock. Refer to slide 21.

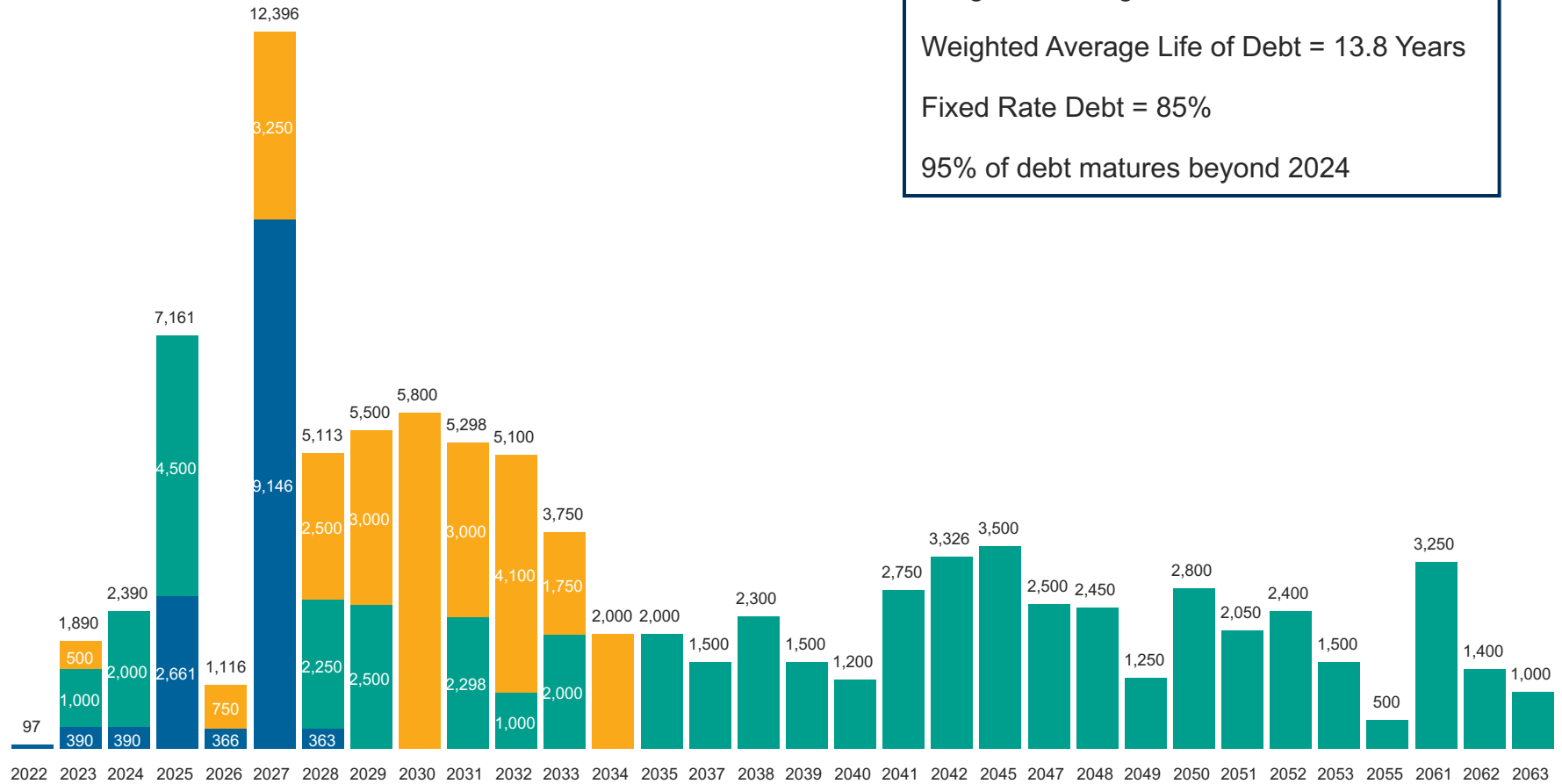
6) Includes SOFR + 1.25 - 1.50% and LIBOR + 1.75%.

7) See notes on slide 17.

Debt Maturity Profile

As of September 30, 2022

(In Millions) ■ CCO Credit Facilities ■ CCO Secured Notes ■ CCOH Unsecured Notes



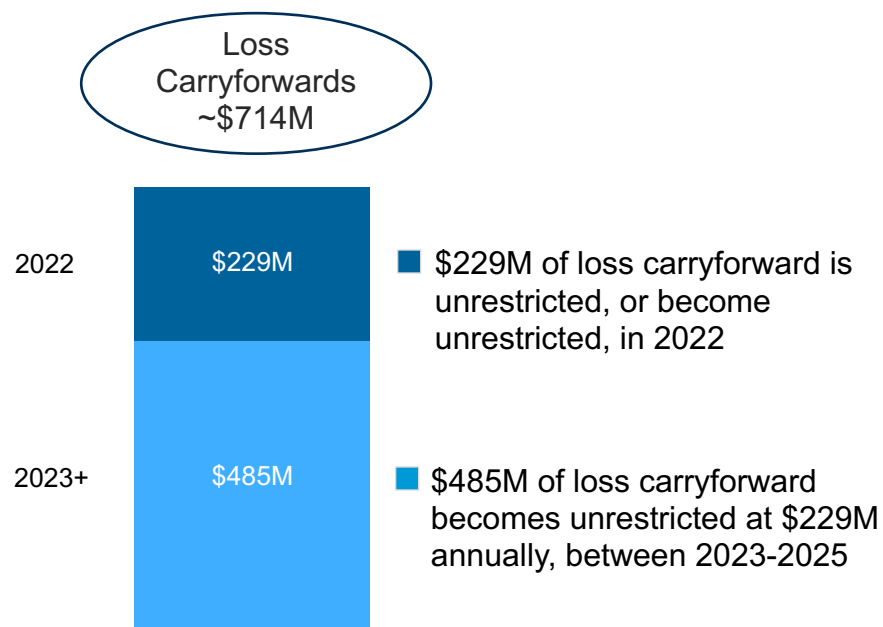
Weighted Average Cost of Debt = 4.9%
 Weighted Average Life of Debt = 13.8 Years
 Fixed Rate Debt = 85%
 95% of debt matures beyond 2024

Tax Assets

Tax Assets as of December 31, 2021

- \$714M of federal loss carryforwards shield cash taxes
- \$234M of federal credits available to offset cash taxes
- Tax receivable agreement with A/N drives meaningful value for Charter shareholders via basis step-up at point of exchange of common partnership units
- Charter has become a meaningful federal cash tax payer in 2022

Estimated Loss Carryforward Availability¹⁾



1) Current availability estimates subject to change.

Valuable Tax Receivables Agreement with A/N

- Charter will receive additional tax basis step-up upon any future A/N exchange of its common partnership units into Charter stock
- Charter retains 50% of the cash tax savings value associated with the tax basis step-up received, if and when A/N exchanges common partnership units for shares in Charter
- A/N receives 50% of the net cash tax savings value associated with the tax basis step-up received by Charter, on a with and without FIFO basis, when the step-up benefits are used by Charter

Integrated Operating, Balance Sheet and Capital Allocation Strategy

Unique asset with superior network infrastructure and long runway for growth

- Fully-deployed, high-capacity, two-way network with unique converged wireline and wireless product capabilities, with large opportunity for residential and commercial customer growth
- Capital efficient path to expand network capacity and capabilities of offerings (e.g., speeds, latency)
- Only scaled, publicly-traded pure-play cable operator in US
- Not reliant on M&A for success

Execution of our customer-focused operating strategy drives long-term financial growth

- Drive industry-leading customer and revenue growth across large set of underpenetrated assets by offering superior products at attractive prices along with high-quality service
- Generate additional customer growth by expanding network to unserved and underserved areas through rural construction initiative
- Realize operational cost efficiencies by improving products and service, and reducing customer transactions
- Additional operating and capital efficiency from larger base of customers on network

Cable offers best connectivity on growing set of services

- Low share of household spend on wireline and mobile connectivity services relative to current and future capabilities of fully deployed network and offerings – large opportunity to increase market share while saving customers money
- Traditional video market in transition, but transition manageable even as video units decline; competitive bundled video offering remains important to long-term connectivity strategy

Operating, balance sheet and capital allocation strategy generates significant free cash flow potential

- High growth cable company with stable to declining core cable capital intensity over time, driving Adjusted EBITDA to free cash flow conversion
- Together with prudent leverage, innovative capital structure, and ROI-based capital allocation, drives levered equity returns

Investor Inquiries:

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Appendix

Use of Non-GAAP Financial Metrics and Additional Information

We use certain measures that are not defined by U.S. generally accepted accounting principles ("GAAP") to evaluate various aspects of our business. Adjusted EBITDA and free cash flow are non GAAP financial measures and should be considered in addition to, not as a substitute for, net income attributable to Charter shareholders and net cash flows from operating activities reported in accordance with GAAP. These terms, as defined by us, may not be comparable to similarly titled measures used by other companies. Adjusted EBITDA and free cash flow are reconciled to net income attributable to Charter shareholders and net cash flows from operating activities, respectively, in the appendix of this presentation.

Adjusted EBITDA is defined as net income attributable to Charter shareholders plus net income attributable to noncontrolling interest, net interest expense, income taxes, depreciation and amortization, stock compensation expense, other income (expenses), net and other operating (income) expenses, net, such as special charges and (gain) loss on sale or retirement of assets. As such, it eliminates the significant non-cash depreciation and amortization expense that results from the capital-intensive nature of our businesses as well as other non-cash or special items, and is unaffected by our capital structure or investment activities. However, this measure is limited in that it does not reflect the periodic costs of certain capitalized tangible and intangible assets used in generating revenues and our cash cost of financing. These costs are evaluated through other financial measures.

Free cash flow is defined as net cash flows from operating activities, less capital expenditures and changes in accrued expenses related to capital expenditures.

Management and Charter's board of directors use Adjusted EBITDA and free cash flow to assess Charter's performance and its ability to service its debt, fund operations and make additional investments with internally generated funds. In addition, Adjusted EBITDA generally correlates to the leverage ratio calculation under our credit facilities or outstanding notes to determine compliance with the covenants contained in the facilities and notes (all such documents have been previously filed with the Securities and Exchange Commission (the "SEC")). For the purpose of calculating compliance with leverage covenants, we use Adjusted EBITDA, as presented, excluding certain expenses paid by our operating subsidiaries to other Charter entities. Our debt covenants refer to these expenses as management fees, which were \$342 million and \$1.0 billion for the three and nine months ended September 30, 2022, respectively, and \$337 million and \$979 million for the three and nine months ended September 30, 2021, respectively.

For a reconciliation of Adjusted EBITDA and free cash flow to the most directly comparable GAAP financial measure, see slides 18, 19 and 20.

Customer relationships include the number of customers that receive one or more levels of service, encompassing video, Internet and voice services, without regard to which service(s) such customers receive. Customers who reside in residential multiple dwelling units ("MDUs") and that are billed under bulk contracts are counted based on the number of billed units within each bulk MDU. Total customer relationships exclude enterprise customer relationships and mobile-only customer relationships.

GAAP Reconciliations

CHARTER COMMUNICATIONS, INC. AND SUBSIDIARIES
UNAUDITED RECONCILIATION OF NON-GAAP MEASURES TO GAAP MEASURES
(DOLLARS IN MILLIONS)

	Three Months Ended September 30,	
	2022	2021
Net income attributable to Charter shareholders	\$ 1,185	\$ 1,217
Plus: Net income attributable to noncontrolling interest	182	190
Interest expense, net	1,160	1,016
Income tax expense	360	347
Depreciation and amortization	2,177	2,270
Stock compensation expense	109	98
Other expenses, net	239	148
Adjusted EBITDA ¹⁾	\$ 5,412	\$ 5,286
Net cash flows from operating activities	\$ 3,757	\$ 4,263
Less: Purchases of property, plant and equipment	(2,406)	(1,861)
Change in accrued expenses related to capital expenditures	156	74
Free cash flow ¹⁾	\$ 1,507	\$ 2,476

The above schedule is presented in order to reconcile Adjusted EBITDA and free cash flow, non-GAAP measures, to the most directly comparable GAAP measures in accordance with Section 401(b) of the Sarbanes-Oxley Act.

1) See notes on slide 17.

GAAP Reconciliations

CHARTER COMMUNICATIONS, INC. AND SUBSIDIARIES
UNAUDITED RECONCILIATION OF NON-GAAP MEASURES TO GAAP MEASURES
(DOLLARS IN MILLIONS)

	Three Months Ended				
	September 30, 2022	June 30, 2022	March 31, 2022	December 31, 2021	September 30, 2021
Net income attributable to Charter shareholders	\$ 1,185	\$ 1,471	\$ 1,203	\$ 1,610	\$ 1,217
Plus: Net income attributable to noncontrolling interest	182	237	186	224	190
Interest expense, net	1,160	1,109	1,060	1,034	1,016
Income tax expense	360	489	345	224	347
Depreciation and amortization	2,177	2,240	2,294	2,280	2,270
Stock compensation expense	109	104	147	98	98
Other (income) expenses, net	239	(141)	(22)	(91)	148
Adjusted EBITDA ¹⁾	\$ 5,412	\$ 5,509	\$ 5,213	\$ 5,379	\$ 5,286

The above schedule is presented in order to reconcile Adjusted EBITDA, a non-GAAP measure, to the most directly comparable GAAP measure in accordance with Section 401(b) of the Sarbanes-Oxley Act.

1) See notes on slide 17.

GAAP Reconciliations

CHARTER COMMUNICATIONS, INC. AND SUBSIDIARIES
UNAUDITED RECONCILIATION OF NON-GAAP MEASURES TO GAAP MEASURES
(DOLLARS IN MILLIONS)

	Last Twelve Months Ended September 30,	
	2022	2021
Net income attributable to Charter shareholders	\$ 5,469	\$ 4,290
Plus: Net income attributable to noncontrolling interest	829	597
Interest expense, net	4,363	3,968
Income tax expense	1,418	1,098
Depreciation and amortization	8,991	9,474
Stock compensation expense	458	420
Other (income) expenses, net	(15)	398
Adjusted EBITDA ¹⁾	<u>\$ 21,513</u>	<u>\$ 20,245</u>
Net cash flows from operating activities	\$ 15,364	\$ 16,162
Less: Purchases of property, plant and equipment	(8,528)	(7,626)
Change in accrued expenses related to capital expenditures	415	(58)
Free cash flow ¹⁾	<u>\$ 7,251</u>	<u>\$ 8,478</u>

The above schedule is presented in order to reconcile Adjusted EBITDA and free cash flow, non-GAAP measures, to the most directly comparable GAAP measures in accordance with Section 401(b) of the Sarbanes-Oxley Act.

1) See notes on slide 17.

Shares

Shares Outstanding as of September 30, 2022

Class A Common Shares	155,665,436
Class B Common Shares ¹⁾	1
Restricted Stock ²⁾	6,845
Total Outstanding Common Shares	155,672,282
As-exchanged Charter Holdings Partnership Units	18,790,645
Total Shares (as-exchanged)	174,462,927
Fully Diluted Shares (as-exchanged)³⁾	177,128,668

Note: Charter's financial statements only include partnership units, restricted stock units and options, in diluted weighted average common shares outstanding when such inclusion is dilutive to earnings per common share attributable to Charter shareholders.

1) Class B Common is a special class of stock solely owned by A/N and provides it with governance rights at Charter, reflecting A/N's ownership in the Charter Holdings Partnership.

2) Unvested restricted stock has voting rights and is therefore included in total issued and outstanding shares. Vesting occurs depending upon the terms of each award agreement.

3) Includes 468,404 restricted stock units and 2,197,337 outstanding stock options based on the treasury stock method and which vest over various periods of time.