

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

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

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

1. Name and Address of Reporting Person* <u>Winfrey Christopher L</u> (Last) (First) (Middle) C/O CHARTER COMMUNICATIONS, INC. 400 ATLANTIC STREET (Street) STAMFORD CT 06901 (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 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Financial Officer
	3. Date of Earliest Transaction (Month/Day/Year) 05/05/2020	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	05/05/2020		M		117,664 ⁽¹⁾	A	\$60.96	149,917	D	
Class A Common Stock	05/05/2020		F		64,702 ⁽²⁾	D	\$516.9	85,215	D	
Class A Common Stock	05/05/2020		M		50,428 ⁽¹⁾	A	\$60.96	135,643	D	
Class A Common Stock	05/05/2020		F		27,730 ⁽²⁾	D	\$516.93	107,913	D	
Class A Common Stock	05/05/2020		S		19,552 ⁽³⁾	D	\$516.44 ⁽⁴⁾	88,361	D	
Class A Common Stock	05/06/2020		S		9,239 ⁽³⁾	D	\$508.51 ⁽⁴⁾	79,122	D	
Class A Common Stock	05/06/2020		M		45,845 ⁽¹⁾	A	\$60.96	45,845	I	Shares held by Christopher L. Winfrey 2018 GRAT II
Class A Common Stock	05/06/2020		F		5,536 ⁽⁵⁾	D	\$504.849	40,309	I	Shares held by Christopher L. Winfrey 2018 GRAT II
Class A Common Stock	05/06/2020		M		19,647 ⁽¹⁾	A	\$60.96	59,956	I	Shares held by Christopher L. Winfrey 2018 GRAT II
Class A Common Stock	05/06/2020		F		2,373 ⁽⁵⁾	D	\$504.917	57,583	I	Shares held by Christopher L. Winfrey 2018 GRAT II
Class A Common Stock								27,126	I	Shares held by Atalaya Management, LLC
Class A Common Stock								34,908	I	Shares held by Winfrey Dynasty Trust
Class A Common Stock								34,909	I	Shares held by Yeniley L. Winfrey Irrevocable Trust

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								945	I	Shares held by Yeniley Lorenzo Winfrey Rev Tr U/A DTD 07/27/2001

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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	Date Exercisable	Expiration Date						Title
Stock Options	\$60.96	05/05/2020		M		117,664		(1)(6)	04/26/2021	Class A Common Stock	117,664	\$0	0	D	
Stock Options	\$60.96	05/05/2020		M		50,428		(1)(7)	04/26/2021	Class A Common Stock	50,428	\$0	0	D	
Stock Options	\$60.96	05/06/2020		M		45,845		(1)(6)	04/26/2021	Class A Common Stock	45,845	\$0	0	I	Shares held by Christopher L. Winfrey 2018 GRAT II
Stock Options	\$60.96	05/06/2020		M		19,647		(1)(7)	04/26/2021	Class A Common Stock	19,647	\$0	0	I	Shares held by Christopher L. Winfrey 2018 GRAT II

Explanation of Responses:

- To address the near-term expiration of ten-year performance-based and ten-year time-based stock options, the reporting person exercised options granted in 2011 under the Charter Communications, Inc. 2009 Stock Incentive Plan.
- Withholding of securities for the purpose of paying the exercise price and paying taxes.
- Based on an estimate of the tax withholding obligation, a portion of May 5, 2020 net settled shares held directly by Mr. Winfrey were sold to fund tax withholding obligations related to the net settlement exercise of 45,845 ten-year performance-based stock options and 19,647 ten-year time-based options held by the Christopher L. Winfrey 2018 GRAT II reported herein. The total net effect of direct and indirect holding of stock options exercised on May 5 and 6, 2020 was that, after settlement of the exercise price and taxes, the residual value of the option exercises to Mr. Winfrey's direct and indirect holdings was over 99% delivered in Charter stock versus cash.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$516.25 to \$517.32, inclusive, for sales on May 5, 2020 and prices ranging from \$507.00 to \$510.335, inclusive, for sales on May 6, 2020. The reporting person undertakes to provide Charter Communications, Inc., any security holder of Charter Communications, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- Withholding of securities for the purpose of paying the exercise price.
- Performance-vesting stock options granted on April 26, 2011 under the Charter Communications, Inc. 2009 Stock Incentive Plan. The options became fully exercisable on November 1, 2013.
- Time-vesting stock options granted on April 26, 2011 under the Charter Communications, Inc. 2009 Stock Incentive Plan. The options became fully exercisable on November 1, 2013.

Remarks:

/s/[Daniel J. Bollinger](#) as
[attorney-in-fact for Christopher L. Winfrey](#) 05/07/2020

** 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.

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