

CHARTER COMMUNICATIONS, INC. /MO/

Form 4

March 15, 2017

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

## OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*

ADVANCE/NEWHOUSE  
PARTNERSHIP

2. Issuer Name and Ticker or Trading

Symbol  
CHARTER COMMUNICATIONS,  
INC. /MO/ [CHTR]5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

6350 COURT STREET,

(Street)

3. Date of Earliest Transaction

(Month/Day/Year)

03/13/2017

☒ Director☒ 10% Owner☐ Officer (give title  
below)☐ Other (specify  
below)4. If Amendment, Date Original  
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check  
Applicable Line)☐ Form filed by One Reporting Person☒ Form filed by More than One Reporting  
Person

EAST SYRACUSE, NY 13057-1211

(City) (State) (Zip)

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount                                                                                        | (A) or (D)                                               | Price                             |

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

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SEC 1474  
(9-02)

**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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--------------------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|
|--------------------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|

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| Price of<br>Derivative<br>Security                                    | (Month/Day/Year) | (Instr. 8) | Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | Code          | V          | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title                                                |
|-----------------------------------------------------------------------|------------------|------------|------------------------------------------------------------------|---------------|------------|-----|-----|---------------------|--------------------|------------------------------------------------------|
| Class B Common<br>Units of Charter<br>Communications<br>Holdings, LLC | (1)              | 03/13/2017 | D                                                                | 83,416<br>(2) | 05/18/2016 | (1) |     |                     |                    | Charter<br>Communications<br>Class A Common<br>Stock |

## Reporting Owners

| Reporting Owner Name / Address                                                                                     | Relationships |           |         |       |
|--------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                                                    | Director      | 10% Owner | Officer | Other |
| ADVANCE/NEWHOUSE PARTNERSHIP<br>6350 COURT STREET<br>EAST SYRACUSE, NY 13057-1211                                  | X             | X         |         |       |
| ADVANCE LONG-TERM MANAGEMENT TRUST<br>C/O ROBINSON MILLER LLC<br>ONE NEWARK CENTER, 19TH FLOOR<br>NEWARK, NJ 07102 | X             | X         |         |       |
| NEWHOUSE BROADCASTING CORP<br>6350 COURT STREET<br>EAST SYRACUSE, NY 13057-1211                                    | X             | X         |         |       |
| ADVANCE PUBLICATIONS, INC<br>950 FINGERBOARD ROAD<br>STATEN ISLAND, NY 10305                                       | X             | X         |         |       |
| NEWHOUSE FAMILY HOLDINGS, L.P.<br>ONE WORLD TRADE CENTER<br>NEW YORK, NY 10007                                     | X             | X         |         |       |

## Signatures

|                                                                                                                                  |            |
|----------------------------------------------------------------------------------------------------------------------------------|------------|
| Advance/Newhouse Partnership, By: /s/ Michael A. Newhouse, Vice President                                                        | 03/15/2017 |
| _____<br>**Signature of Reporting Person                                                                                         | Date       |
| Newhouse Broadcasting Corporation, By: /s/ Michael A. Newhouse, Executive Vice President                                         | 03/15/2017 |
| _____<br>**Signature of Reporting Person                                                                                         | Date       |
| Advance Publications, Inc., By: /s/ Michael A. Newhouse, Co-President                                                            | 03/15/2017 |
| _____<br>**Signature of Reporting Person                                                                                         | Date       |
| Newhouse Family Holdings, L.P., By: Advance Long-Term Management Trust, as General Partner, By: /s/ Michael A. Newhouse, Trustee | 03/15/2017 |

\_\_Signature of Reporting Person

Date

Advance Long-Term Management Trust, By: /s/ Michael A. Newhouse, Trustee

03/15/2017

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).  

The Class B Common Units of Charter Communications Holdings, LLC ("Charter Holdings") are exchangeable by Advance/Newhouse Partnership, a New York partnership ("A/N") at any time into either, at the Issuer's option, (i) shares of Class A Common Stock of the Issuer on a one-for-one basis or (ii) an amount of cash based on the volume-weighted average price of the Class A Common Stock for the two consecutive trading days prior to the date of delivery of A/N's Exchange Notice (as such term is defined under and pursuant to that certain exchange agreement, dated as of May 18, 2016, between, among others, the Issuer, Charter Holdings and A/N) per Class B Common Unit exchanged and have no expiration date.
- (1)
- (2) Sold to the Issuer in an exempt transaction pursuant to Rule 16b-3 under the Securities Exchange Act of 1934, as amended.
- (3) Represents the Average Public Per Share Repurchase Price (as such term is defined in Annex A to that certain letter agreement, dated as of December 23, 2106, between the Issuer, Charter Holdings and A/N).

### Remarks:

Each of Newhouse Broadcasting Corporation, Advance Publications, Inc., Newhouse Family Holdings, L.P. and Advance Long-Term Management Trust

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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