

CHARTER COMMUNICATIONS, INC. /MO/
Form 3
July 15, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *	2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol
* Ellen David (Last) (First) (Middle)	(Month/Day/Year) 07/05/2016	CHARTER COMMUNICATIONS, INC. /MO/ [CHTR]
	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)

C/O CHARTER COMMUNICATIONS, INC., 400 ATLANTIC STREET

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 Senior Executive VicePresident

(Street)

STAMFORD, CT 06901

(City) (State) (Zip)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	0	D	A

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Performance Vesting Stock Options	Â (1)	06/17/2026	Class A Common Stock	406,890	\$ 221.25	D	Â
Restricted Stock Units	Â (2)	Â (3)	Class A Common Stock	45,210	\$ (3)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ellen David C/O CHARTER COMMUNICATIONS, INC. 400 ATLANTIC STREET STAMFORD,Â CTÂ 06901	Â	Â	Â Senior Executive VicePresident	Â

Signatures

/s/Daniel J. Bollinger as attorney-in-fact for David Ellen 07/15/2016

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) Stock options granted on June 17, 2016 under the Charter Communications, Inc. Amended and Restated 2009 Stock Incentive Plan: 81,378 shares subject to the attainment of a \$289.76 per-share hurdle (with a 10-year term); 81,378 shares subject to the attainment of a \$364.97 per-share hurdle (with a 10-year term); 81,378 shares subject to the attainment of \$455.66 per-share hurdle (with a 10-year term); 81,378 shares subject to the attainment of a \$496.58 per-share hurdle (with a 10-year term); and 81,378 shares subject to the attainment of a \$564.04 per-share hurdle (with a 10-year term). One third of the stock options 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 options that have not vested within 6 years from the date of grant will be cancelled.

(2) Restricted Stock Units granted on June 17, 2016 under the Charter Communications, Inc. Amended and Restated 2009 Stock Incentive Plan; 15,070 shares subject to the attainment of a \$455.66 per-share hurdle; 15,070 shares subject to the attainment of a \$496.58 per-share hurdle; and 15,070 shares subject to the attainment of a \$564.04 per-share hurdle (each with a six-year term). 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.

(3) Restricted Stock Unit grant - price and expiration not applicable.

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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