

CHARTER COMMUNICATIONS, INC. /MO/

Form 4

July 10, 2013

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Bohigian Catherine C.

(Last) (First) (Middle)

C/O CHARTER
COMMUNICATIONS, INC., 400
ATLANTIC STREET, 10TH
FLOOR

(Street)

STAMFORD, CT 06901

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

CHARTER COMMUNICATIONS,
INC. /MO/ [CHTR]

3. Date of Earliest Transaction
(Month/Day/Year)
07/08/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
EVP, Government Affairs

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

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)
				(A) or (D)			
			Code	V	Amount		Price

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

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information contained in this form are not
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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)**

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of
Restricted Stock Units	\$ 0	07/08/2013		A		10,000		07/08/2014 ⁽¹⁾	⁽²⁾	Class A Common Stock	10,000
Time Vesting Stock Options	\$ 128.5296	07/08/2013		A		15,000		07/08/2014 ⁽³⁾	07/08/2023	Class A Common Stock	15,000
Performance Vesting Stock Options	\$ 128.5296	07/08/2013		A		25,000		07/08/2014 ⁽⁴⁾	07/08/2023	Class A Common Stock	25,000

Reporting Owners

Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Bohigian Catherine C. C/O CHARTER COMMUNICATIONS, INC. 400 ATLANTIC STREET, 10TH FLOOR STAMFORD, CT 06901			EVP, Government Affairs	

Signatures

/s/Jennifer Dau-Sullivan as attorney-in-fact for Catherine C. Bohigian

07/10/2013

****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).
- (1) Restricted Stock Units granted 7/8/2013 under the Charter Communications, Inc. Stock Incentive Plan scheduled to vest in equal 25% increments on July 8, 2014, 2015, 2016 and 2017.
- (2) Not Applicable
- (3) Grant of Stock Options on 7/8/2013 under the Charter Communications, Inc. Stock Incentive Plan; 25% of the aggregate grant will vest and become exercisable on July 8, 2014, 2015, 2016, and 2017.
- (4) Grant of Stock Options on 7/8/2013 under the Charter Communications, Inc. Stock Incentive Plan, at a \$130 price threshold (average of Issuer's per share closing price on NASDAQ for any 60 consecutive trading days commencing on or after the Grant Date), 25% of which

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will be eligible to vest and become exercisable on July 8, 2014, 2015, 2016 and 2017.

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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