

Dykhous Richard R  
Form 4  
August 03, 2018

**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**

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Dykhous Richard R

(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

CHARTER COMMUNICATIONS,  
INC. /MO/ [CHTR]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/01/2018

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 below) \_\_\_\_ Other (specify below)  
EVP/Gen Counsel/Corp Secretary

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                   | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                |                                                                   |
| Class A<br>Common<br>Stock            | 08/01/2018                              |                                                             | M                                       |                                                                     | 3,200<br>(1)                                                                                                       | A \$ 87.19<br>(2)                                                    | 6,127.1 D                                                         |
| Class A<br>Common<br>Stock            | 08/01/2018                              |                                                             | F                                       |                                                                     | 1,974<br>(3)                                                                                                       | D \$ 304.99                                                          | 4,153.1 D                                                         |
| Class A<br>Common<br>Stock            | 08/01/2018                              |                                                             | M                                       |                                                                     | 1,889<br>(4)                                                                                                       | A \$ 60.96<br>(2)                                                    | 6,042.1 D                                                         |

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|                            |            |   |              |   |                     |         |   |
|----------------------------|------------|---|--------------|---|---------------------|---------|---|
| Class A<br>Common<br>Stock | 08/01/2018 | F | 1,014<br>(5) | D | \$<br>304.99        | 5,028.1 | D |
| Class A<br>Common<br>Stock | 08/02/2018 | S | 2,101<br>(6) | D | \$<br>296.52<br>(7) | 2,927.1 | D |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Amount<br>or<br>Number<br>of<br>Shares |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|-------------------------------------------|
| Charter<br>Options                                  | \$ 87.19<br>(2)                                                    | 08/01/2018                              |                                                             | M                                    | 3,200<br>(1)                                                                                                    | 02/20/2016 02/20/2023                                          | Class A<br>Common<br>Stock                                          | 3,200                                     |
| Charter<br>Options                                  | \$ 60.96<br>(2)                                                    | 08/01/2018                              |                                                             | M                                    | 1,889<br>(4)                                                                                                    | 12/31/2016 04/26/2021                                          | Class A<br>Common<br>Stock                                          | 1,889                                     |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Dykhouse Richard R  
C/O CHARTER COMMUNICATIONS, INC.  
400 ATLANTIC STREET  
STAMFORD, CT 06901

EVP/Gen Counsel/Corp Secretary

## Signatures

/s/Daniel J. Bollinger as attorney-in-fact for Richard R.  
Dykhouse

08/03/2018

\_\_\_\_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) Pursuant to a 10b5-1 plan, exercise of a portion of vested stock options granted on 2/20/2013 .
- (2) In connection with the closing of the Time Warner Cable Inc. transactions the merger exchange ratio of .9042 was applied to the exercise price and performance targets (divided by .9042) and the number of options (multiplied by .9042).
- (3) Withholding of securities for the purpose of paying taxes from securities reported in Footnote #1.
- (4) Pursuant to a 10b5-1 plan, exercise of a portion of vested stock options granted on 4/26/2011.
- (5) Withholdings of securities for the purpose of paying taxes from securities reported in Footnote #4.
- (6) Sold pursuant to a 10b5-1 plan.  
  
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$295.18 to \$296.97, inclusive. The reporting person undertakes to provide Charter Communications, Inc., any security holder of Charter Communications, Inc., or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (7)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.