CHARTER COMMUNICATIONS INC /MO/

Form 4 August 15, 2002

		OMB APPROVAL	
U.S. SE	CURITIES AND EXCHANGE Washington, DC 2054		
	FORM 4		
STATEMENT (OF CHANGES IN BENEFIC	IAL OWNERSHIP	
		g Company Act of 1935 o	
[_] Check box if no longer may continue. See Instru		6. Form 4 or Form 5 obl	igations.
1. Name and Address of Repo	orting Person*		
Peretsman	Nancy	В.	
(Last)		(Middle)	
c/o (Charter Communication	s, Inc.	
	(Street)		
	12405 Powerscourt Dri	ve	
(City)	(State)	(Zip)	
St. Louis	МО	63131	
2. Issuer Name and Ticker	or Trading Symbol		
Charter Communications,	Inc CHTR		
3. IRS Identification Number	er of Reporting Perso	n, if an Entity (Volunt	ary)
4. Statement for Month/Yea:	r		
August 2002			

If Amendment, Date of Original (Month/Year)

6.	Rela (Che					
		Director Officer (give title below)		10% Owner Other (speci	fy below)	
7.	Indi	vidual or Joint/Group Filing	(Check applic	cable line)		
		Form filed by one Reporting Form filed by more than one		rson		
====	====	Table I Non-Derivative			ed of,	
					4. Securities Acquir Disposed of (D) (Instr. 3, 4 and	
	e of tr. 3	Security 3)	<pre>Transaction Date (mm/dd/yy)</pre>		Amount o	(A) or Price (D)
====						

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

(Over)

 * If the form is filed by more than one reporting person, see Instruction 4(b)(v). SEC 1474 (7-96)

FORM 4 (continued)

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

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Secur-	3. Trans- action Date (Month/	4. Trans- action Code (Instr. 8)		5. Number of Derivative Securities Acquired or Dispose of (D) (Instr. 3)	re es (A) sed	Expirati (Month/D	ble and on Date ay/Year) Expira- tion	7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Number		8. Pr of De at Se it (I
(Instr. 3)	ity	Year)	Code V	(A)	(D)			Title	of Shares	5)
5.75% Charter Convertible Sr. Notes	\$21.56	8/7/02	P	\$	1,000,000		Immed.	10/15/05	Class A Common Stock	46,382	\$4
					(1)						
											. — —
		=======	:=======	-==							

- Aggregate face value.
 Aggregate purchase price. (2)

 ** 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.

/s/ Nancy B. Peretsman

August 15, 2002

Nancy B. Peretsman

** Signature of Reporting Person

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.

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