

CHARTER COMMUNICATIONS, INC. /MO/
Form 3
May 27, 2016

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

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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	
Â ADVANCE/NEWHOUSE PARTNERSHIP		(Month/Day/Year)	CHARTER COMMUNICATIONS, INC. /MO/ [CHTR]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
5823 WIDEWATERS PARKWAY,Â			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
EAST SYRACUSE,Â NYÂ 13057			<input type="checkbox"/> Officer	<input type="checkbox"/> Other
(City)	(State)	(Zip)	(give title below)	(specify below)
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input type="checkbox"/> Form filed by One Reporting Person	
			<input checked="" type="checkbox"/> 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)
------------------------------------	--	---	--

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

SEC 1473 (7-02)

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.

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 (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

						or Indirect (1) (Instr. 5)	
Class B Common Units of Charter Holdings Communications, Inc	05/18/2016 ⁽¹⁾	Â	⁽¹⁾	Charter Communications Class A Common Stock	30,995,834 ⁽²⁾	\$ ⁽²⁾	I See Footnote ⁽¹⁾
Convertible Preferred Units of Charter Holdings Communicatio	05/18/2016 ⁽¹⁾	Â	⁽¹⁾	Charter Communications Class A Common Stock	9,333,500 ⁽³⁾	\$ 267.85 ⁽³⁾	I See Footnote ⁽¹⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ADVANCE/NEWHOUSE PARTNERSHIP 5823 WIDEWATERS PARKWAY EAST SYRACUSE, NY 13057	Â	Â X	Â	Â
NEWHOUSE BROADCASTING CORP 5823 WIDEWATERS PARKWAY E. SYRACUSE, NY 13057	Â	Â X	Â	Â
ADVANCE PUBLICATIONS, INC 950 FINGERBOARD ROAD STATEN ISLAND, NY 10305	Â	Â X	Â	Â
NEWHOUSE FAMILY HOLDINGS, L.P. ONE WORLD TRADE CENTER NEW YORK, NY 10007	Â	Â X	Â	Â
ADVANCE LONG-TERM MANAGEMENT TRUST C/O ROBINSON MILLER LLC ONE NEWARK CENTER, 19TH FLOOR NEWARK, NJ 07102	Â	Â X	Â	Â

Signatures

/s/ Michael A. Newhouse, Vice President, Advance/Newhouse Partnership	05/27/2016
**Signature of Reporting Person	Date
/s/ Michael A. Newhouse, Co-President, Advance Publications, Inc.	05/27/2016
**Signature of Reporting Person	Date
/s/ Michael A. Newhouse, Trustee, Advance Long-Term Management Trust	05/27/2016
**Signature of Reporting Person	Date
/s/ Michael A. Newhouse, Executive Vice President, Newhouse Broadcasting Corporation	05/27/2016
**Signature of Reporting Person	Date
/s/ Michael A. Newhouse, Trustee, Advance Long-Term Management Trust, the General Partner of Newhouse Family Holdings L.P.	05/27/2016

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) Advance Newhouse Partnership, a New York Partnership ("A/N"), acquired the Class B Common Units (the "Class B Common Units") and the Convertible Preferred Units (the "Convertible Preferred Units") of Charter Holdings Communications, Inc. ("Charter Holdings") disclosed on this Form 3 on May 18, 2016. A/N is entitled to voting rights with respect to the Class B Common Units and the Convertible Preferred Units through ownership of one share of Class B Common Stock, par value \$0.001, of the Issuer.

(2) Upon exchange by A/N, the 30,995,834 Class B Common Units owned by A/N will be exchangeable, at the Issuer's option, into either (i) shares of Class A Common Stock on a one-for-one basis or (ii) cash based on the volume-weighted average price of the Class A Common Stock for the two consecutive trading days immediately prior to the date of delivery of an exchange notice by A/N.

(3) Each of the 25,000,000 Convertible Preferred Units with face amount of \$100 is convertible, in the hands of A/N and its affiliates, into 0.37334 of a Class B Common Unit and, in the hands of any other person, into 0.37334 of a share of Class A Common Stock, representing a conversion price of \$267.85, subject to customary anti-dilution adjustments.

Â

Remarks:

EachÂ ofÂ NewhouseÂ BroadcastingÂ CorporationÂ ("NBCo"),Â AdvanceÂ Publications,Â Inc.Â ("API"),Â NewhouseÂ F

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.