

CHARTER COMMUNICATIONS, INC. /MO/
Form 3
January 26, 2015

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 *
Â DiGeronimo Richard J
(Last) (First) (Middle)

2. Date of Event Requiring Statement
(Month/Day/Year)
01/22/2015

3. Issuer Name and Ticker or Trading Symbol
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.,Â 400 ATLANTIC STREET

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
EVP, Product and Strategy

(Street)

STAMFORD,Â CTÂ 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 | 1,424 | D | Â |

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 | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

| | 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) |
|---------------------------------------|------------------|-----------------|-------------------------|----------------------------|------------------------------|--|------------|
| Stock Options | Â (1) | 04/26/2021 | Class A Common Stock | 15,000 | \$ 55.12 | D | Â |
| Restricted Stock Units | Â (2) | Â (3) | Class A Common Stock | 5,334 | \$ 0 (3) | D | Â |
| Stock Options (3-year Cliff) | 01/15/2017(4) | 01/15/2024 | Class A Common Stock | 9,262 | \$ 136.425 | D | Â |
| Restricted Stock Units (3-year Cliff) | 01/15/2017(5) | Â (3) | Class A Common Stock | 934 | \$ 0 (3) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| DiGeronimo Richard J C/O CHARTER COMMUNICATIONS, INC. 400 ATLANTIC STREET STAMFORD,Â CTÂ 06901 | Â | Â | Â EVP, Product and Strategy | Â |

Signatures

/s/Richard J.
DeGeronimo

01/25/2015

**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) Includes 15,000 stock options granted on 4/26/2011 under the 2009 Stock Incentive Plan; 5,000 of which are vested and exercisable with 10,000 stock options remaining for future vestings as follows: 2,500 will vest and become exercisable on 4/26/2015; 5,000 will vest and become exercisable on 12/31/2015; and 2,500 will vest and become exercisable on 12/31/2016.
 - (2) Includes 5,334 restricted stock units granted on 4/26/2011 under the 2009 Stock Incentive Plan vesting as follows: 1,334 will vest on 4/26/2015; 2,666 will vest on 12/31/2015; and 1,334 will vest on 12/31/2016.
 - (3) Not applicable.
 - (4) Stock Options granted on January 15, 2014 under the Charter Communications, Inc. 2009 Stock Incentive Plan; 100% of the grant will vest on the third anniversary of the grant date, January 15, 2017. Such options will terminate 10 years from date of grant unless terminated sooner in accordance with the plan or grant agreement.
 - (5)

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Restricted Stock Units granted on January 15, 2014 under the Charter Communications, Inc. 2009 Stock Incentive Plan; 100% of the grant will vest on the third anniversary of the grant date, January 15, 2017.

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.