SEC Form 4	
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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).
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C/O CRESTVIEW, L.L.C. 667 MADISON AVENUE

NY

(State)

10065

(Zip)

(Street)

(City)

NEW YORK

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPRC	VAL
OMB Number:	3235-0287
Estimated average burd	en
hours per response:	0.5

				or Se	ection 30(I	n) of the In	vestme	ent Company /	Act of 19	40						
		Reporting Person [*] ers <u>GP, L.P.</u>		CH		R COM		ading Symbol NICATIO	<u>NS, I</u>	NC.			blicable)		X 10	to Issuer % Owner her (specify
	(Fi ESTVIEW, T DISON AV	L.L.C.	Middle)		te of Earli 7/2012	est Transa	ction (Month/Day/Ye	ar)			belov		uue		low)
(Street) NEW YO	ORK N	Y 1	.0065	- 4. If A	mendmer	nt, Date of	Origina	al Filed (Montl	n/Day/Ye	ear)	6. Inc Line) X) Form	n filed by n filed by	/ One Re	eporting	ck Applicable Person Reporting
(City)	(Si		Zip)										<u> </u>			
1. Title of s	Security (Inst		e I - Non-Deriv 2. Transaction Date (Month/Day/Yea	2A. D Exec ar) if any	Deemed	e, 3. Code	action (Instr.	4. Securities Disposed Of	Acquired	d (A) or) 5.) Se Be	Amount of ecurities eneficially wned Foll	of /	6. Own Form: I (D) or I (I) (Inst	Direct ndirect	7. Nature of Indirect Beneficial Ownership
						Code	v	Amount	(A) or (D)	Price	Tr	eported ransactior nstr. 3 and				(Instr. 4)
Class A C	Common Sto	ock	12/17/2012	2		S		30,373(1)	D	\$70.157	71 3	3,260,66	52 ⁽²⁾⁽³⁾]		See Footnotes ⁽²⁾⁽³⁾
Class A C	Common Sto	ock	12/18/2012	2		S		30,373 ⁽¹⁾	D	\$71.426	56 3	3,230,28	<mark>9</mark> (2)(3)]		See Footnotes ⁽²⁾⁽³⁾
Class A C	Common Sto	ock	12/19/2012	2		S		30,373(1)	D	\$73.683	32 3	3,199,91	-6 ⁽²⁾⁽³⁾]		See Footnotes ⁽²⁾⁽³⁾
		Та	ble II - Derivat. (e.g., p					Disposed o ns, conver				Owned				
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. Transact Code (In 8)	tion of str. Der Sec (A) Dis of (ivative curities quired or posed D) ctr. 3, 4	Expirati	Exercisable ar ion Date /Day/Year)	Am Sec Und Der	itle and ount of curities derlying ivative curity (Instr. I 4)	De Se (In	Price of erivative ecurity nstr. 5)	9. Num derivati Securit Benefic Owned Followi Reporte Transac (Instr. 4	ive ies cially ng ed ction(s)	10. Owners Form: Direct (or Indir (I) (Insti	D) Beneficial Ownership ect (Instr. 4)
				Code	((()		Date	Expirati		Amour or Numbe of	er					
1 Name ar	Address of	Reporting Person*		Code \	/ (A)	(D)	Exercis	able Date	Title	e Shares	·					
		ers GP, L.P.														
(Last)	ESTVIEW, 1	(First)	(Middle)		-											
	DISON AV															
(Street) NEW YO	ORK	NY	10065		-											
(City)		(State)	(Zip)		-											
	nd Address of TVIEW, L	Reporting Person*														
(Last)		(First)	(Middle)		-											

1. Name and Address <u>ENCORE, LL</u>		
(Last)	(First)	(Middle)
C/O CRESTVIEV	V, L.L.C.	
667 MADISON A	VENUE	
(Street)		
NEW YORK	NY	10065
(City)	(State)	(Zip)
	of Reporting Person* <u>PARTNERS (PF</u>)) <u>, L.P.</u>
(Last)	(First)	(Middle)
C/O CRESTVIEV		
667 MADISON A	VENUE	
(Street) NEW YORK	NY	10065
(City)	(State)	(Zip)
	of Reporting Person [*] HOLDINGS (TF	.), <u>L.P.</u>
(Last)	(First)	(Middle)
C/O CRESTVIEV 667 MADISON A		
(Street) NEW YORK	NY	10065
(City)	(State)	(Zip)
1. Name and Address <u>ENCORE (ER</u>		
(Last)	(First)	(Middle)
C/O CRESTVIEW		
667 MADISON A	WENUE	
(Street) NEW YORK	NY	10065
(City)	(State)	(Zip)
	of Reporting Person [*] PARTNERS (ER	<u>ISA), L.P.</u>
(Last)	(First)	(Middle)
C/O CRESTVIEV 667 MADISON A		
		10065
667 MADISON A (Street)	VENUE	10065 (Zip)
667 MADISON A (Street) NEW YORK (City) 1. Name and Address	NY (State) of Reporting Person*	(Zip)
667 MADISON A (Street) NEW YORK (City) 1. Name and Address CRESTVIEW	VENUE NY (State) of Reporting Person* OFFSHORE HO L.P. (First) V, L.L.C.	(Zip)

NEW YORK	NY	10065
(City)	(State)	(Zip)
1. Name and Address of CRESTVIEW I	of Reporting Person [*] PARTNERS, L.P.	
(Last) C/O CRESTVIEW 667 MADISON AV		(Middle)
(Street) NEW YORK	NY	10065
(City)	(State)	(Zip)

Explanation of Responses:

1. The shares covered by this Form 4 have been sold pursuant to a Rule 10b5-1 Sales Plan dated December 6, 2012, which is intended to comply with Rule 10b5-1.

2. See Exhibit 99.1 for text to footnote (2).

3. See Exhibit 99.1 for text to footnote (3).

Remarks:

CRESTVIEW, L.L.C., generalpartner of the Designated Filer,by /s/ Ross A. Oliver, Senior12/19/2012Counsel and Chief ComplianceOfficer

** Signature of Reporting Person Date

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

 \ast 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Joint Filer Information

Due to the electronic system's limitation of 10 Reporting Persons per joint filing, this statement is being filed in two forms.

Footnote 2 to Form 4:

Encore, LLC and Encore II, LLC directly beneficially own 3,199,916 shares of Class A Common Stock and 7,335,339 shares of Class A Common Stock, respectively. Each of Crestview, L.L.C., Crestview Partners GP, L.P., Crestview Partners, L.P., Crestview Partners (PF), L.P., Crestview Holdings (TE), L.P., Encore (ERISA), Ltd., Crestview Partners (ERISA), L.P. and Crestview Offshore Holdings (Cayman), L.P. may be deemed to have beneficial ownership of the 3,199,916 shares of Class A Common Stock directly owned by Encore, LLC. Each of Crestview, L.L.C., Crestview Partners II GP, L.P., Crestview Partners II, L.P., Crestview Partners II (FF), L.P., Crestview Partners II (TE), L.P., Crestview Offshore Holdings II (Cayman), L.P., Crestview Offshore Holdings II (892 Cayman), L.P. may be deemed to have beneficial ownership of the 7,335,339 shares of Class A Common Stock directly owned by Encore II, LLC.

Crestview Partners, L.P., Crestview Partners (PF), L.P., Crestview Holdings (TE), L.P., Encore (ERISA), Ltd. and Crestview Offshore Holdings (Cayman), L.P. are the members of Encore, LLC. Crestview Partners (ERISA), L.P. is the sole shareholder of Encore (ERISA), Ltd. Crestview Partners GP, L.P. is the general partner of Crestview Partners, L.P., Crestview Partners (PF), L.P., Crestview Holdings (TE), L.P., Crestview Partners (ERISA), L.P. and Crestview Offshore Holdings (Cayman), L.P. Crestview Partners II GP, L.P. is the general partner of Crestview Partners II, L.P., Crestview Partners II (FF), L.P., Crestview Partners II (TE), L.P., Crestview Offshore Holdings II (Cayman), L.P., Crestview Offshore Holdings II (FF Cayman), L.P. and Crestview Offshore Holdings II (892 Cayman), L.P., each of which is a member of Encore II, LLC. Crestview, L.L.C. is the general partner of Crestview Partners GP, L.P. and Crestview Partners II GP, L.P.

Footnote 3 to Form 4: On May 1, 2012, the issuer awarded 1,479 restricted shares of Class A Common Stock to Jeffrey Marcus in connection with his service as a director of the issuer, which will fully vest on the first anniversary of the date of grant. Mr. Marcus is a Partner of Crestview Advisors, L.L.C. and, in connection with the vesting of such shares, will assign all of his rights, title and interest in such shares to Crestview Advisors, L.L.C. Crestview Advisors, L.L.C. provides investment advisory and management services to certain of the reporting persons. Each reporting person disclaims beneficial ownership of such securities.

Each reporting person disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein.

Names of Joint Fi	 illers: (1) Crestview, L.L.C. (2) Encore, LLC (3) Crestview Partners (PF), L.P. (4) Crestview Holdings (TE), L.P. (5) Encore (ERISA), Ltd. (6) Crestview Partners (ERISA), L.P. (7) Crestview Offshore Holdings (Cayman), L.P. (8) Crestview Partners, L.P. (9) Encore II, LLC (10) Crestview Partners II (FF), L.P. (11) Crestview Partners II (TE), L.P. (12) Crestview Offshore Holdings II (Cayman), L.P. (13) Crestview Offshore Holdings II (FF Cayman), L.P. (14) Crestview Partners II, L.P. (15) Crestview Partners II, L.P.
Address of Joint I	Filers: c/o Crestview, L.L.C. 667 Madison Avenue, 10th Floor New York, NY 10065
Relationship of Jo	Director and 10% Owner
Issuer Name and ' Symbol:	Ticker or Trading Charter Communications, Inc. (CHTR)
Date of Earliest T to be Reported (N	Transaction Required Month/Day/Year): 12/17/2012
Designated Filers	: (1) Crestview Partners GP, L.P. and (2) Crestview Partners II GP, L.P.
Signature:	
5	<u>/s/ Ross A. Oliver</u> Name: Ross A. Oliver Title: Senior Counsel & Chief Compliance Officer
By:	Crestview Partners, L.P., as member Crestview Partners GP, L.P, as general partner Crestview, L.L.C., as general partner

/s/ Ross A. Oliver

Bv:

Name: Ross A. Oliver Title: Senior Counsel & Chief Compliance Officer

	Partners, L.P. Partners (PF), L.P.
Crestview I	Holdings (TE), L.P.
	Partners (ERISA), L.P.
	Offshore Holdings (Cayman), L.P.
By:	Crestview Partners GP, L.P, as general partner
By:	Crestview, L.L.C., as general partner
By:	/s/ Ross A. Oliver
Dy.	Name: Ross A. Oliver
	Title: Senior Counsel & Chief Compliance Officer
Crestview I	Partners GP, L.P.
By:	Crestview, L.L.C., as general partner
By:	<u>/s/ Ross A. Oliver</u>
5	Name: Ross A. Oliver
	Title: Senior Counsel & Chief Compliance Officer
Encore (EF	
By:	<u>/s/ Ross A. Oliver</u>
	Name: Ross A. Oliver
	Title: Director
Encore II, I	
By:	Crestview Partners II, L.P., as member
By:	Crestview Partners II GP, L.P, as general partner
By:	Crestview, L.L.C., as general partner
Drv	<u>/s/ Ross A. Oliver</u>
By:	
БУ:	Name: Ross A. Oliver
БУ:	Name: Ross A. Oliver Title: Senior Counsel & Chief Compliance Officer
Crestview I	Title: Senior Counsel & Chief Compliance Officer Partners II, L.P.
Crestview I Crestview I	Title: Senior Counsel & Chief Compliance Officer Partners II, L.P. Partners II (FF), L.P.
Crestview I Crestview I Crestview I	Title: Senior Counsel & Chief Compliance Officer Partners II, L.P. Partners II (FF), L.P. Partners II (TE), L.P.
Crestview J Crestview J Crestview J Crestview (Title: Senior Counsel & Chief Compliance Officer Partners II, L.P. Partners II (FF), L.P. Partners II (TE), L.P. Offshore Holdings II (Cayman), L.P.
Crestview I Crestview I Crestview I Crestview (Crestview (Title: Senior Counsel & Chief Compliance Officer Partners II, L.P. Partners II (FF), L.P. Partners II (TE), L.P. Offshore Holdings II (Cayman), L.P. Offshore Holdings II (FF Cayman), L.P.
Crestview I Crestview I Crestview I Crestview (Crestview (Crestview (Title: Senior Counsel & Chief Compliance Officer Partners II, L.P. Partners II (FF), L.P. Partners II (TE), L.P. Offshore Holdings II (Cayman), L.P. Offshore Holdings II (FF Cayman), L.P. Offshore Holdings II (892 Cayman), L.P.
Crestview I Crestview I Crestview (Crestview (Crestview (By:	Title: Senior Counsel & Chief Compliance Officer Partners II, L.P. Partners II (FF), L.P. Partners II (TE), L.P. Offshore Holdings II (Cayman), L.P. Offshore Holdings II (FF Cayman), L.P. Offshore Holdings II (892 Cayman), L.P. Crestview Partners II GP, L.P. as general partner
Crestview I Crestview I Crestview (Crestview (Crestview (By: By:	Title: Senior Counsel & Chief Compliance Officer Partners II, L.P. Partners II (FF), L.P. Partners II (TE), L.P. Offshore Holdings II (Cayman), L.P. Offshore Holdings II (FF Cayman), L.P. Offshore Holdings II (892 Cayman), L.P. Crestview Partners II GP, L.P, as general partner Crestview, L.L.C., as general partner
Crestview I Crestview I Crestview I Crestview (Crestview (Title: Senior Counsel & Chief Compliance Officer Partners II, L.P. Partners II (FF), L.P. Partners II (TE), L.P. Offshore Holdings II (Cayman), L.P. Offshore Holdings II (FF Cayman), L.P. Offshore Holdings II (892 Cayman), L.P. Crestview Partners II GP, L.P, as general partner Crestview, L.L.C., as general partner <u>/s/ Ross A. Oliver</u>
Crestview I Crestview I Crestview (Crestview (Crestview (By: By:	Title: Senior Counsel & Chief Compliance Officer Partners II, L.P. Partners II (FF), L.P. Partners II (TE), L.P. Offshore Holdings II (Cayman), L.P. Offshore Holdings II (FF Cayman), L.P. Offshore Holdings II (892 Cayman), L.P. Crestview Partners II GP, L.P, as general partner Crestview, L.L.C., as general partner <u>/s/ Ross A. Oliver</u> Name: Ross A. Oliver
Crestview I Crestview I Crestview (Crestview (Crestview (By: By:	Title: Senior Counsel & Chief Compliance Officer Partners II, L.P. Partners II (FF), L.P. Partners II (TE), L.P. Offshore Holdings II (Cayman), L.P. Offshore Holdings II (FF Cayman), L.P. Offshore Holdings II (892 Cayman), L.P. Crestview Partners II GP, L.P, as general partner Crestview, L.L.C., as general partner <u>/s/ Ross A. Oliver</u>
Crestview I Crestview I Crestview (Crestview (Crestview (By: By: By: By:	Title: Senior Counsel & Chief Compliance Officer Partners II, L.P. Partners II (FF), L.P. Partners II (TE), L.P. Offshore Holdings II (Cayman), L.P. Offshore Holdings II (FF Cayman), L.P. Offshore Holdings II (892 Cayman), L.P. Crestview Partners II GP, L.P, as general partner Crestview, L.L.C., as general partner (<u>/s/ Ross A. Oliver</u> Name: Ross A. Oliver Title: Senior Counsel & Chief Compliance Officer Crestview Partners II GP, L.P.
Crestview I Crestview I Crestview (Crestview (By: By: By: By: By: By:	Title: Senior Counsel & Chief Compliance Officer Partners II, L.P. Partners II (FF), L.P. Partners II (TE), L.P. Offshore Holdings II (Cayman), L.P. Offshore Holdings II (FF Cayman), L.P. Offshore Holdings II (892 Cayman), L.P. Crestview Partners II GP, L.P, as general partner (/s/Ross A. Oliver Name: Ross A. Oliver Title: Senior Counsel & Chief Compliance Officer Crestview Partners II GP, L.P. Crestview Partners II GP, L.P. Crestview, L.L.C., as general partner
Crestview I Crestview I Crestview (Crestview (Crestview (By: By: By: By:	Title: Senior Counsel & Chief Compliance Officer Partners II, L.P. Partners II (FF), L.P. Partners II (TE), L.P. Offshore Holdings II (Cayman), L.P. Offshore Holdings II (FF Cayman), L.P. Offshore Holdings II (892 Cayman), L.P. Crestview Partners II GP, L.P, as general partner (s/ Ross A. Oliver Title: Senior Counsel & Chief Compliance Officer Crestview Partners II GP, L.P. Crestview Partners II GP, L.P. Crestview, L.L.C., as general partner (s/ Ross A. Oliver (s/ Ross A. Oliver)
Crestview I Crestview I Crestview (Crestview (By: By: By: By: By: By:	Title: Senior Counsel & Chief Compliance Officer Partners II, L.P. Partners II (FF), L.P. Partners II (TE), L.P. Offshore Holdings II (Cayman), L.P. Offshore Holdings II (FF Cayman), L.P. Offshore Holdings II (892 Cayman), L.P. Crestview Partners II GP, L.P, as general partner (/s/Ross A. Oliver Name: Ross A. Oliver Title: Senior Counsel & Chief Compliance Officer Crestview Partners II GP, L.P. Crestview Partners II GP, L.P. Crestview, L.L.C., as general partner

Date:

12/19/2012