

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

Current Report  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported): February 1, 2021



Charter Communications, Inc.  
CCO Holdings, LLC  
CCO Holdings Capital Corp.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization)

001-33664

001-37789

333-112593-01

84-1496755

86-1067239

20-0257904

(Commission File Number)

(I.R.S. Employer Identification Number)

400 Atlantic Street

Stamford, Connecticut 06901

(Address of principal executive offices including zip code)

(203) 905-7801

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class                    | Trading Symbol(s) | Name of each exchange on which registered |
|--|-------------------|---|
| Class A Common Stock, \$.001 Par Value | CHTR              | NASDAQ Global Select Market               |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**ITEM 7.01. REGULATION FD DISCLOSURE.**

On February 1, 2021, Charter Communications, Inc. (“Charter”) issued a press release announcing that it was launching a new multiyear, multibillion-dollar initiative to expand broadband (the “Press Release”). The Press Release is attached hereto as Exhibit 99.1.

The information contained in this Item 7.01 of this Current Report on Form 8-K, including the Press Release, shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. Further, such information shall not be deemed incorporated by reference into any reports or filings with the Securities and Exchange Commission, whether made before or after the date hereof, except as expressly set forth by specific reference in such report or filing.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

| <b>Exhibit</b> | <b>Description</b>  |
|----------------|---|
| 99.1           | <a href="#">Press Release, dated February 1, 2021.</a>                        |
| 104            | The cover page from this Current Report on Form 8-K, formatted in Inline XBRL |

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## Cautionary Statement Regarding Forward-Looking Statements

This current report includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), regarding, among other things, our plans, strategies and prospects, both business and financial. Although we believe that our plans, intentions and expectations as reflected in or suggested by these forward-looking statements are reasonable, we cannot assure you that we will achieve or realize these plans, intentions or expectations. Forward-looking statements are inherently subject to risks, uncertainties and assumptions, including, without limitation, the factors described under "Risk Factors" from time to time in our filings with the Securities and Exchange Commission ("SEC"). Many of the forward-looking statements contained in this current report may be identified by the use of forward-looking words such as "believe," "expect," "anticipate," "should," "planned," "will," "may," "intend," "estimated," "aim," "on track," "target," "opportunity," "tentative," "positioning," "designed," "create," "predict," "project," "initiatives," "seek," "would," "could," "continue," "ongoing," "upside," "increases," "focused on" and "potential," among others. Important factors that could cause actual results to differ materially from the forward-looking statements we make in this current report are set forth in other reports or documents that we file from time to time with the SEC, and include, but are not limited to:

- our ability to sustain and grow revenues and cash flow from operations by offering Internet, video, voice, mobile, advertising and other services to residential and commercial customers, to adequately meet the customer experience demands in our service areas and to maintain and grow our customer base, particularly in the face of increasingly aggressive competition, the need for innovation and the related capital expenditures;
- the impact of competition from other market participants, including but not limited to incumbent telephone companies, direct broadcast satellite ("DBS") operators, wireless broadband and telephone providers, digital subscriber line ("DSL") providers, fiber to the home providers and providers of video content over broadband Internet connections;
- general business conditions, unemployment levels and the level of activity in the housing sector and economic uncertainty or downturn, including the impacts of the Novel Coronavirus ("COVID-19") pandemic to our customers, our vendors and local, state and federal governmental responses to the pandemic;
- our ability to obtain programming at reasonable prices or to raise prices to offset, in whole or in part, the effects of higher programming costs (including retransmission consents and distribution requirements);
- our ability to develop and deploy new products and technologies including mobile products and any other consumer services and service platforms;
- any events that disrupt our networks, information systems or properties and impair our operating activities or our reputation;
- the effects of governmental regulation on our business including costs, disruptions and possible limitations on operating flexibility related to, and our ability to comply with, regulatory conditions applicable to us;
- the ability to hire and retain key personnel;
- the availability and access, in general, of funds to meet our debt obligations prior to or when they become due and to fund our operations and necessary capital expenditures, either through (i) cash on hand, (ii) free cash flow, or (iii) access to the capital or credit markets; and
- our ability to comply with all covenants in our indentures and credit facilities, any violation of which, if not cured in a timely manner, could trigger a default of our other obligations under cross-default provisions.

All forward-looking statements attributable to us or any person acting on our behalf are expressly qualified in their entirety by this cautionary statement. We are under no duty or obligation to update any of the forward-looking statements after the date of this current report.

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## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, each of Charter Communications, Inc., CCO Holdings, LLC and CCO Holdings Capital Corp. has duly caused this Current Report to be signed on its behalf by the undersigned hereunto duly authorized.

CHARTER COMMUNICATIONS, INC.,  
Registrant

By: /s/ Kevin D. Howard  
Kevin D. Howard  
Executive Vice President, Chief Accounting Officer and Controller

Date: February 1, 2021

CCO Holdings, LLC  
Registrant

By: /s/ Kevin D. Howard  
Kevin D. Howard  
Executive Vice President, Chief Accounting Officer and Controller

Date: February 1, 2021

CCO Holdings Capital Corp.  
Registrant

By: /s/ Kevin D. Howard  
Kevin D. Howard  
Executive Vice President, Chief Accounting Officer and Controller

Date: February 1, 2021



# NEWS

## **CHARTER COMMUNICATIONS LAUNCHES NEW MULTIYEAR, MULTIBILLION-DOLLAR INITIATIVE TO EXPAND BROADBAND AVAILABILITY TO OVER 1 MILLION NEW CUSTOMER LOCATIONS**

**\$5 Billion Investment to Include \$1.2 Billion in Rural Digital Opportunity Funding to Expand Broadband Network to Unserved Communities**

### **Charter to Hire More than 2,000 Employees and Contractors to Support 24-State RDOF Broadband Deployment**

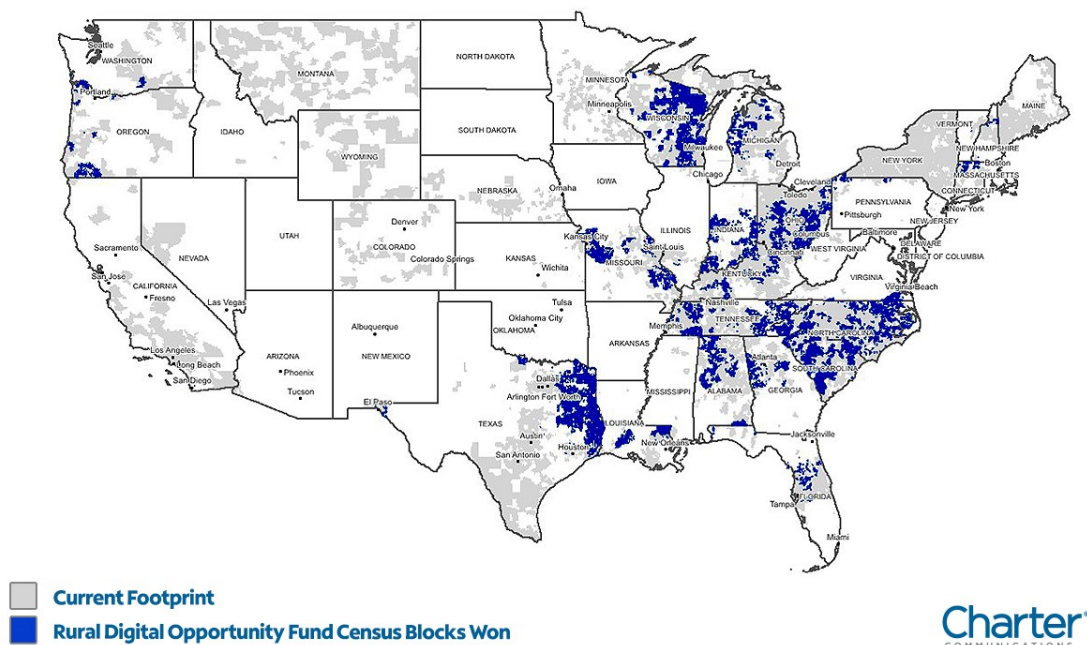
STAMFORD, Conn. – Feb. 1, 2021 – Charter Communications, Inc. (NASDAQ: CHTR) today announced the launch of a multiyear, multibillion-dollar broadband buildout initiative to deliver gigabit high-speed broadband access to more than 1 million unserved customer locations, as estimated by the Federal Communications Commission (FCC) and awarded to Charter in the Rural Digital Opportunity Fund (RDOF) Phase I auction. Charter expects to invest approximately \$5 billion to support its buildout initiative - offset by \$1.2 billion in support won from the RDOF auction - expanding Charter's network to lower-density, mostly rural communities that do not have access to broadband service of at least 25/3 Mbps.

The new initiative is in addition to Charter's existing network expansion plans, including numerous state broadband grant projects, as well as the Company's previously planned privately funded expansions. The network Charter will build in these rural areas will offer 1 Gbps high-speed broadband access to all newly served customer locations with starting speeds of 200 Mbps, enabling consumers to engage in remote learning, work, telemedicine and other applications that require high-bandwidth, low-latency connectivity. These new customer locations also will benefit from Charter's high-value Spectrum pricing and packaging structure, including its Spectrum Mobile™, Spectrum TV and Spectrum Voice offerings. The Company will continue to apply its customer-friendly policies in newly served regions, including no data caps, modem fees or annual contracts, combined with high-quality service provided by U.S.-based, insourced employees.

Today's announced initiative offers Charter an attractive long-term investment opportunity, as it will drive additional customer growth via an expanded footprint in unserved areas. Additionally, the presence of Charter's modern communications network in these rural areas may result in economic development and more homes and businesses for Charter to serve in these communities and additional buildout to adjacent communities, producing greater investment returns over time. Charter looks forward to participating in additional public-private partnerships to expand broadband access.

“The pandemic has further highlighted the need for broadband availability and adoption and Charter is committed to furthering its efforts as part of the comprehensive solution needed to address these challenges,” said Tom Rutledge, Chairman and CEO of Charter Communications. “As Americans across the country increasingly rely on broadband to work, learn, access healthcare and stay in touch with family and loved ones, bringing broadband access to more unserved areas should be a priority for all stakeholders. Charter’s new multibillion-dollar buildout initiative further highlights the importance of the sophisticated broadband networks that the U.S. cable industry has built over several decades, and the industry’s commitment to the local communities it serves. As we continue to help provide more Americans with reliable access to the internet ecosystem, our hope is that federal, state and local authorities, other private companies, pole owners and broadband providers will work together and play a pivotal role in expanding networks to unserved areas.”

Preparation for the RDOF Phase I broadband buildout has already begun and will include Charter expanding its existing construction organization in order to focus on deployment of this new fiber optic network. Charter expects to hire more than 2,000 employees and contractors to support the RDOF and future rural buildout initiatives. In addition to Charter’s ongoing network expansion, the RDOF program alone will drive a 15% increase in the Company’s network mileage coverage while expanding service to more than 1 million previously unserved homes and businesses across 24 states as estimated by the FCC. The states are: Alabama, California, Florida, Georgia, Illinois, Indiana, Kentucky, Louisiana, Massachusetts, Michigan, Missouri, New Hampshire, New Mexico, North Carolina, Ohio, Oregon, Pennsylvania, South Carolina, Tennessee, Texas, Vermont, Virginia, Washington, and Wisconsin.



The successful and timely execution of today's announced initiative is dependent on a variety of external factors, including the utility pole permitting and "make-ready" processes. With fewer homes and businesses in these areas, broadband providers need to access multiple poles for every new home served, as opposed to multiple homes per pole in higher-density settings. As a result, pole applications, pole replacement rules and their affiliated issue resolution processes are all factors that can have a significant impact on the length of time it takes to build into these rural areas.

Rutledge added, "The more cooperation we have with the pole owners and utility companies, the faster we can connect these communities with high-speed internet services. We look forward to working with local municipalities, electric cooperatives, and investor-owned utilities to ensure that permits are obtained in a timely, fair and cost-effective fashion."

Charter's operating strategy has succeeded in producing industry leading broadband growth and the associated construction experience that will facilitate the Company's continued expansion of rural connectivity services and ongoing success for all stakeholders. In the last three years alone, Charter has invested more than \$20 billion in American infrastructure and technology, continually investing in its existing network to provide new services and accommodate higher traffic, and has at the same time extended its network to reach nearly 2.5 million new homes and businesses, about one-third of which are in rural areas.

### ***About Charter***

Charter Communications, Inc. (NASDAQ:CHTR) is a leading broadband connectivity company and cable operator serving more than 31 million customers in 41 states through its Spectrum brand. Over an advanced communications network, the company offers a full range of state-of-the-art residential and business services including Spectrum Internet®, TV, Mobile and Voice.

For small and medium-sized companies, Spectrum Business® delivers the same suite of broadband products and services coupled with special features and applications to enhance productivity, while for larger businesses and government entities, Spectrum Enterprise provides highly customized, fiber-based solutions. Spectrum Reach® delivers tailored advertising and production for the modern media landscape. The company also distributes award-winning news coverage, sports and high-quality original programming to its customers through Spectrum Networks and Spectrum Originals. More information about Charter can be found at [corporate.charter.com](http://corporate.charter.com).

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### **Media Contacts:**

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Justin Venech, [justin.venech@charter.com](mailto:justin.venech@charter.com)

### **Investor Relations**

Stefan Anningner, [stefan.anningner@charter.com](mailto:stefan.anningner@charter.com)

## **CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS**

This communication includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, regarding, among other things, our plans, strategies and prospects, both business and financial. Although we believe that our plans, intentions and expectations as reflected in or suggested by these forward-looking statements are reasonable, we cannot assure you that we will achieve or realize these plans, intentions or expectations. Forward-looking statements are inherently subject to risks, uncertainties and assumptions including, without limitation, the factors described under "Risk Factors" from time to time in our filings with the SEC. Many of the forward-looking statements contained in this communication may be identified by the use of forward-looking words such as "believe," "expect," "anticipate," "should," "planned," "will," "may," "intend," "estimated," "aim," "on track," "target," "opportunity," "tentative," "positioning," "designed," "create," "predict," "project," "initiatives," "seek," "would," "could," "continue," "ongoing," "upside," "increases" and "potential," among others.

All forward-looking statements attributable to us or any person acting on our behalf are expressly qualified in their entirety by this cautionary statement. We are under no duty or obligation to update any of the forward-looking statements after the date of this communication.