| SEC Form 4 |
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FORM 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

| obligations may Instruction 1(b). | continue. See | | Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 | | | hours per resp | 0 | 0.5 |
|--|----------------------|--|--|------------------------|---|---|-------------------------------------|-----|
| | | | or Section 30(h) of the Investment Company Act of 1940 | | | | | |
| 1. Name and Addre <u>Dykhouse Ri</u> (Last) C/O CHARTER 400 ATLANTIC | (First) R COMMUNI | Person [*] (Middle) CATIONS, INC. | 2. Issuer Name and Ticker or Trading Symbol <u>CHARTER COMMUNICATIONS, INC.</u> <u>/MO/</u> [CHTR] 3. Date of Earliest Transaction (Month/Day/Year) 06/17/2021 | (Check | all applicabl Director Officer (giv below) | | 10% Owner Other (speci below) | |
| (Street) STAMFORD (City) | CT (State) | 06901 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) X | Form filed | t/Group Filing (by One Report by More than C | ting Person | |
| | | Table I - Non-D | erivative Securities Acquired. Disposed of. or Benefi | cially (| Owned | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---|---|---|--|---------------|----------|---|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Class A Common Stock | 06/17/2021 | | М | | 5,694 ⁽¹⁾ | A | \$691.87 | 5,694 | D | |
| Class A Common Stock | 06/17/2021 | | F | | 2,639(2) | D | \$691.87 | 3,055 | D | |
| Class A Common Stock | | | | | | | | 6,383 ⁽³⁾ | Ι | By Trust |

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

| 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. Transaction Code (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | ivative urities uired (A) Disposed D) (Instr. | 6. Date Exerc Expiration Day (Month/Day/) | ate | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---|---|--|---|---|---|---|---|---------------------|--|----------------------------|---|--|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | (Instr. 4) | | |
| Restricted Stock Units | (4) | 06/17/2021 | | м | | | 5,694 ⁽¹⁾ | (1) | (1) | Class A Common Stock | 5,694 | \$0 | 0 | D | |

Explanation of Responses:

1. Vesting of portion of Restricted Stock Units granted on June 17, 2016 under the Charter Communications, Inc. Amended and Restated 2009 Stock Incentive Plan; 5,693 shares subject to the attainment of a \$456.66 per-share hurdle; 5,693 shares subject to the attainment of a \$456.68 per-share hurdle; and 5,693 shares subject to the attainment of a \$564.04 per-share hurdle (each with a six-year term). One third of the Restricted Stock Units were first eligible to vest on each of the third, fourth and fifth anniversaries of the date of grant subject to achievement of the applicable per-share price hurdles. Any Restricted Stock Units that had not vested within 6 years from the date of grant would have been cancelled.

2. Withholding of securities for the purpose of paying taxes.

3. By revocable trust for the benefit of the reporting person's spouse.

4. Restricted Stock Units convert into common stock on a one-for-one basis.

Remarks:

/s/Daniel J. Bollinger as

attorney-in-fact for Richard R.

Dykhouse

** Signature of Reporting Person Date

06/21/2021

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

* 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.

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