

CHARTER COMMUNICATIONS, INC. /MO/  
Form 8-K  
March 16, 2011

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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): March 15, 2011

Charter Communications, Inc.  
(Exact name of registrant as specified in its charter)

Delaware  
(State or Other Jurisdiction of Incorporation or Organization)

|                             |                                               |
|-----------------------------|-----------------------------------------------|
| 001-33664                   | 43-1857213                                    |
| (Commission File<br>Number) | (I.R.S. Employer<br>Identification<br>Number) |

12405 Powerscourt Drive  
St. Louis, Missouri 63131  
(Address of principal executive offices including zip code)

(314) 965-0555  
(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 to 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  
o (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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ITEM 5.02. DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS;  
APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.

On March 15, 2011, Charter Communications, Inc. announced that Marwan Fawaz, Executive Vice President, Strategy and Chief Technology Officer would leave his employment with the Company, effective March 25, 2011. The press release announcing Mr. Fawaz's resignation is attached as Exhibit 99.1.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

Exhibit

| Number | Description                                                       |
|--------|-------------------------------------------------------------------|
| 99.1   | Press release announcing Mr. Fawaz's resignation March 15, 2011.* |

\* filed herewith

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, Charter Communications, Inc. has duly caused this Current Report to be signed on its behalf by the undersigned hereunto duly authorized.

CHARTER COMMUNICATIONS, INC.  
Registrant

Dated: March 16, 2011

By:/s/ Kevin D. Howard  
Name: Kevin D. Howard  
Title: Senior Vice President-Finance, Controller  
and  
Chief Accounting Officer

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EXHIBIT INDEX

| Exhibit<br>Number | Description                                                       |
|-------------------|-------------------------------------------------------------------|
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\* filed herewith