Fourth Quarter 2016 Results

February 16, 2017

Cautionary Statement Regarding Forward-Looking Statements

This quarterly presentation 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 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 SEC. Many of the forward-looking statements contained in this quarterly presentation 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. Important factors that could cause actual results to differ materially from the forward-looking statements we make in this quarterly presentation are set forth in this quarterly presentation, in our annual report on Form 10-K, and in other reports or documents that we file from time to time with the Securities and Exchange Commission, and include, but are not limited to:

Risks Related to the recently completed transactions with Time Warner Cable and Bright House Networks (the "Transactions"):
Our ability to promptly, efficiently and effectively integrate acquired operations; managing a significantly larger company than before the completion of the Transactions; our ability to achieve the synergies and value creation contemplated by the Transactions; changes in Legacy Charter, Legacy TWC or Legacy Bright House operations' businesses, future cash requirements, capital requirements, results of operations, revenues, financial condition and/or cash flows; disruption in our business relationships as a result of the Transactions; the increase in indebtedness as a result of the Transactions, which will increase interest expense and may decrease our operating flexibility; operating costs and business disruption that may be greater than expected; the ability to retain and hire key personnel; and costs, disruptions and possible limitations on operating flexibility related to, and our ability to comply with, regulatory conditions applicable to us as a result of the Transactions.

Risks Related to Our Business:
Our ability to sustain and grow revenues and cash flow from operations by offering video, Internet, voice, advertising and other services to residential and commercial customers, to adequately meet the customer experience demands in our markets 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 operators, wireless broadband and telephone providers, digital subscriber line (“DSL”) providers, fiber to the home providers, video provided over the Internet by (i) market participants that have not historically competed in the multichannel video business, (ii) traditional multichannel video distributors, and (iii) content providers that have historically licensed cable networks to multichannel video distributors, and providers of advertising over the Internet; general business conditions, economic uncertainty or downturn, unemployment levels and the level of activity in the housing sector; 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); our ability to develop and deploy new products and technologies including our cloud-based user interface, Spectrum Guide®, and downloadable security for set-top boxes, and any other cloud-based consumer services and service platforms; the effects of governmental regulation on our business or potential business combination transactions; any events that disrupt our networks, information systems or properties and impair our operating activities or our reputation; 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.

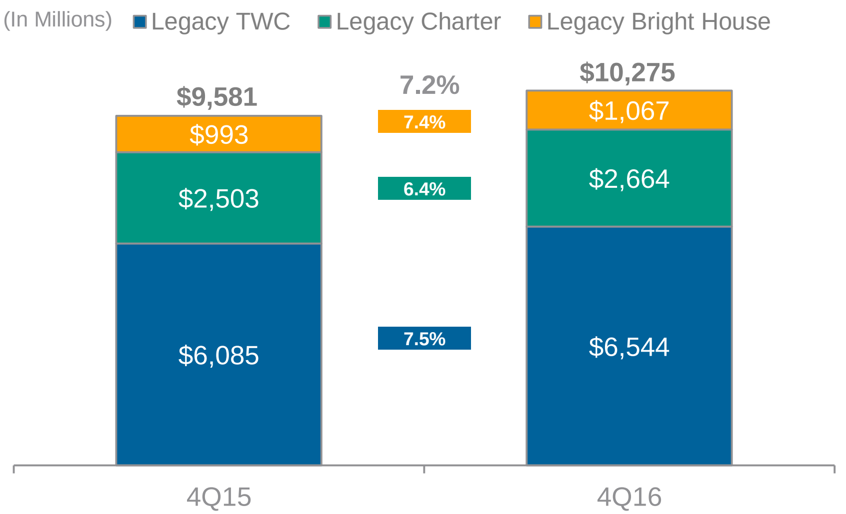
All forward-looking statements attributable to us or any person acting on our behalf are expressly qualified in their entirety by this cautionary statement. We are under no duty or obligation to update any of the forward-looking statements after the date of this presentation.

Thomas M. Rutledge

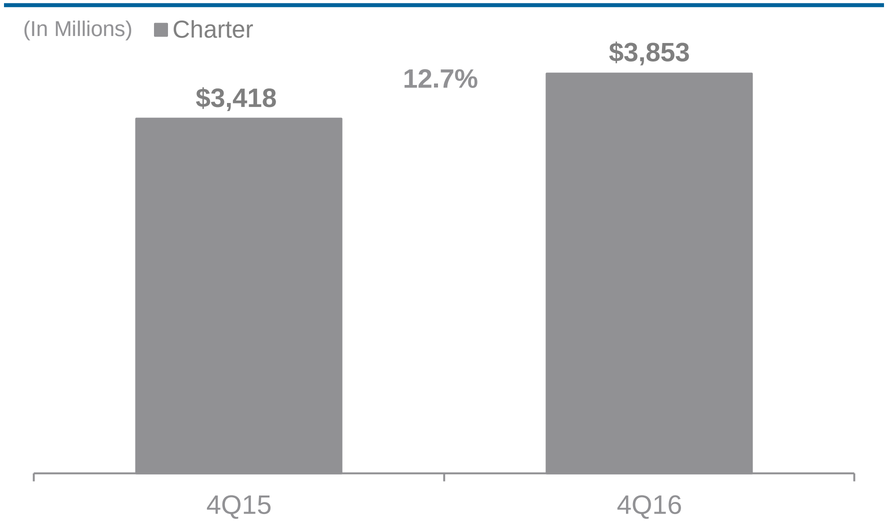
Chairman and CEO, Charter Communications

Fourth Quarter Overview

Revenue



Adjusted EBITDA[1)]

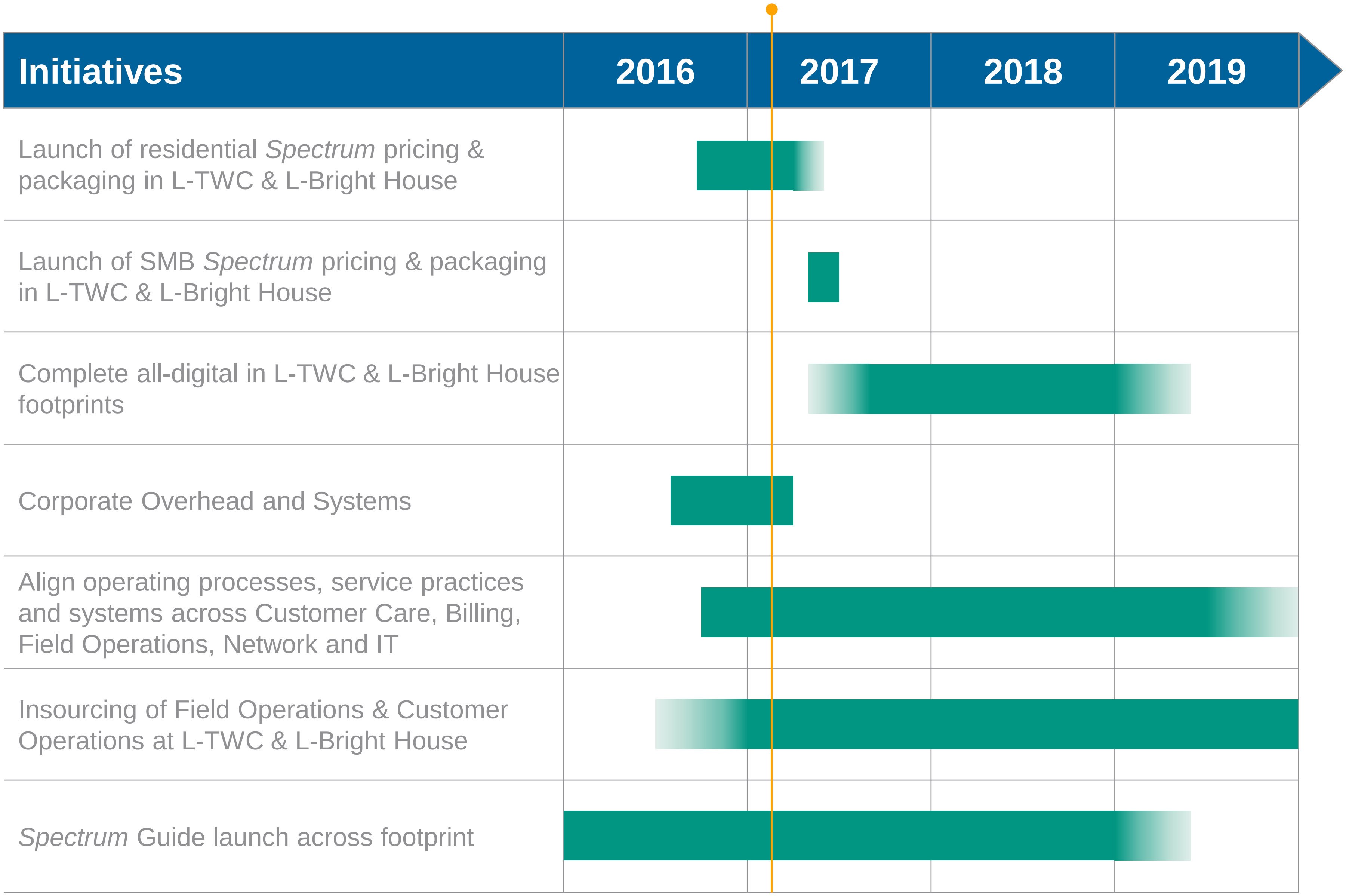


Operating and Financial Overview

- Total customer relationship growth of 4.6% Y/Y, with net adds of 287K in 4Q16 vs. 394K in 4Q15
- Total PSUs up 1.9M over last twelve months
- Revenue growth of 7.2% Y/Y
  - Residential revenue growth of 6.0% Y/Y
  - Commercial revenue growth of 11.8% Y/Y
  - Advertising revenue growth of 20.8% Y/Y, driven by political revenue
- Adjusted EBITDA[1)] growth of 12.7% Y/Y, or 14.3% Y/Y excluding transition costs of $78M in 4Q16 and $22M in 4Q15
- Net income attributable to Charter shareholders, also on a pro forma basis, increased from $130M in 4Q15 to $454M in 4Q16

Note: All results for periods prior to 3Q16 are *pro forma* for certain acquisitions as if they had occurred at the beginning of the earliest period presented.
1) See notes on slide 17.

Key Integration Initiatives: 2016-2019

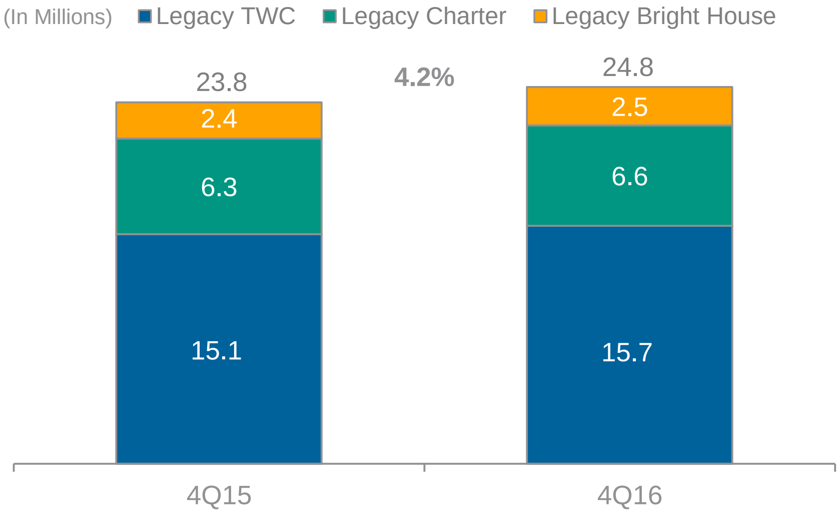


Christopher L. Winfrey

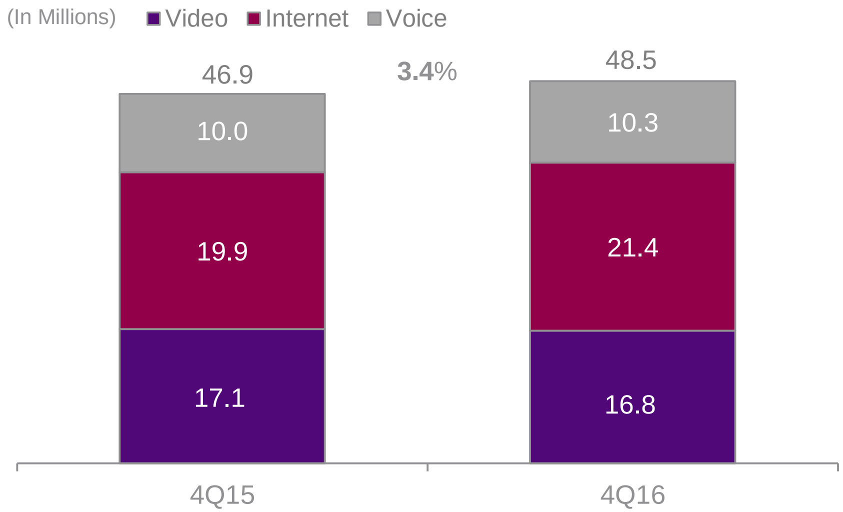
Executive Vice President and CFO, Charter Communications

Residential Customers[1)]

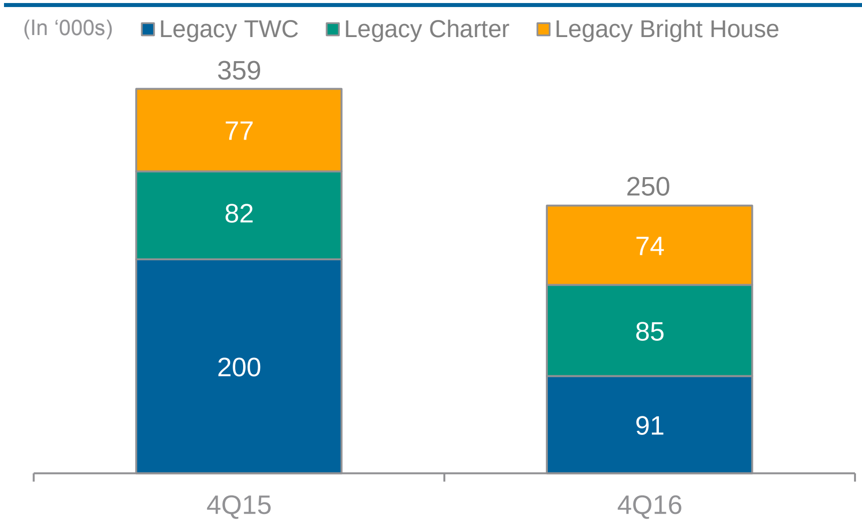
Total Residential Customer Relationships



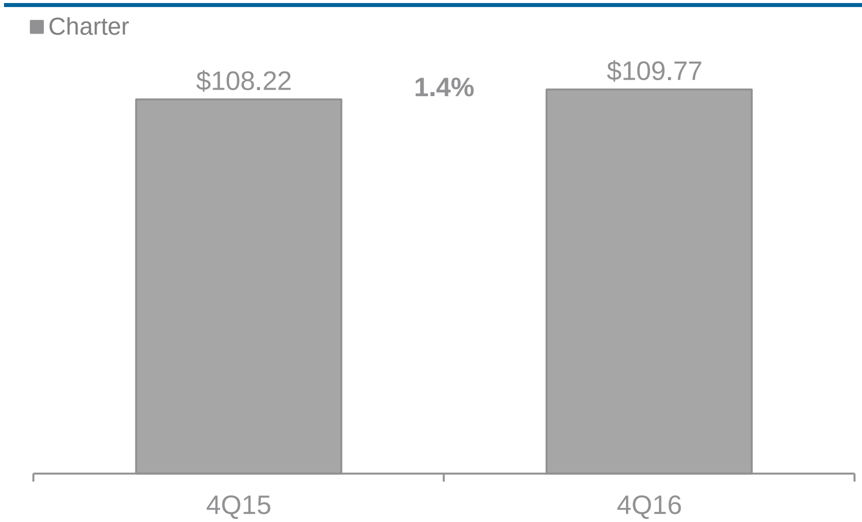
Total Residential Primary Service Units (PSUs)



Residential Customer Net Additions / (Losses)



Residential Revenue per Resi. Customer



Note: All results for periods prior to 3Q16 are *pro forma* for certain acquisitions as if they had occurred at the beginning of the earliest period presented.
1) All customer data based on legacy company reporting methodologies. Data in columns may not sum to total due to rounding.

Residential Customers[1)]

Residential Video Net Additions / (Losses)

(In ‘000s)

	4Q15	4Q16	Y/Y Change
Legacy TWC	54	**(105)**	(159)
Legacy Charter	29	**20**	(9)
Legacy Bright House	35	**34**	(1)
Charter	118	**(51)**	(169)

Residential Internet Net Additions / (Losses)

(In ‘000s)

	4Q15	4Q16	Y/Y Change
Legacy TWC	281	**155**	(126)
Legacy Charter	115	**109**	(6)
Legacy Bright House	99	**93**	(6)
Charter	495	**357**	(138)

Residential Voice Net Additions / (Losses)

(In ‘000s)

	4Q15	4Q16	Y/Y Change
Legacy TWC	227	**(36)**	(263)
Legacy Charter	47	**28**	(19)
Legacy Bright House	30	**47**	17
Charter	304	**39**	(265)

Residential PSU Net Additions / (Losses)

(In ‘000s)

	4Q15	4Q16	Y/Y Change
Legacy TWC	562	**14**	(548)
Legacy Charter	191	**157**	(34)
Legacy Bright House	164	**174**	10
Charter	917	**345**	(572)

Note: All results for periods prior to 3Q16 are *pro forma* for certain acquisitions as if they had occurred at the beginning of the earliest period presented.
1) All customer data based on legacy company reporting methodologies.

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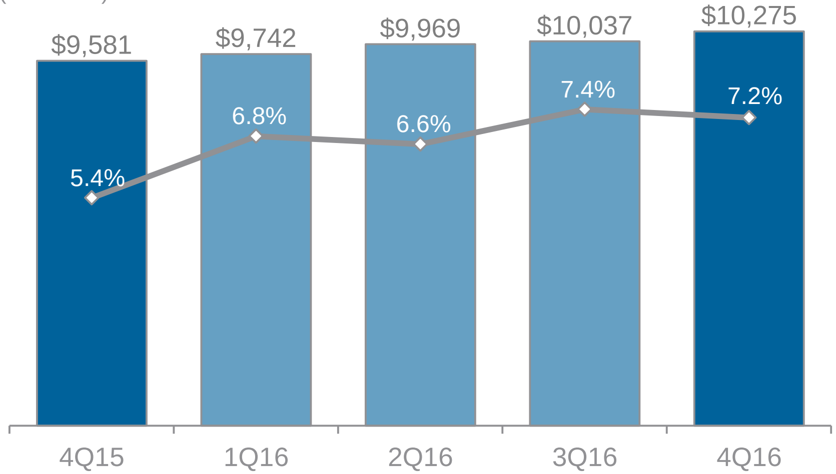
Revenue

Revenue and Y/Y Growth

(In Millions)



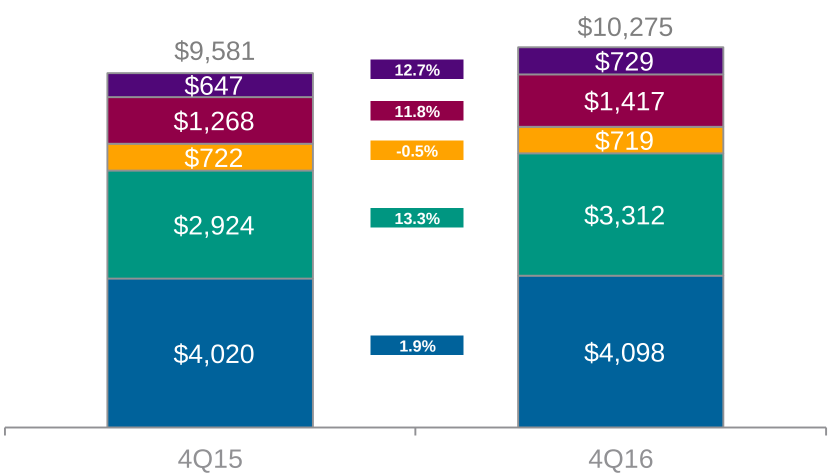
Revenue Split

(In Millions)

	4Q15	4Q16	Y/Y Change
Residential	7,666	8,129	6.0%
Commercial	1,268	1,417	11.8%
Other	228	223	-2.2%
Revenue Ex.-Advert.	$9,162	$9,769	6.6%
Advertising	419	506	20.8%
Total Revenue	$9,581	$10,275	7.2%

Revenue Contribution

(In Millions)



Revenue by Legacy Entity

(In Millions)

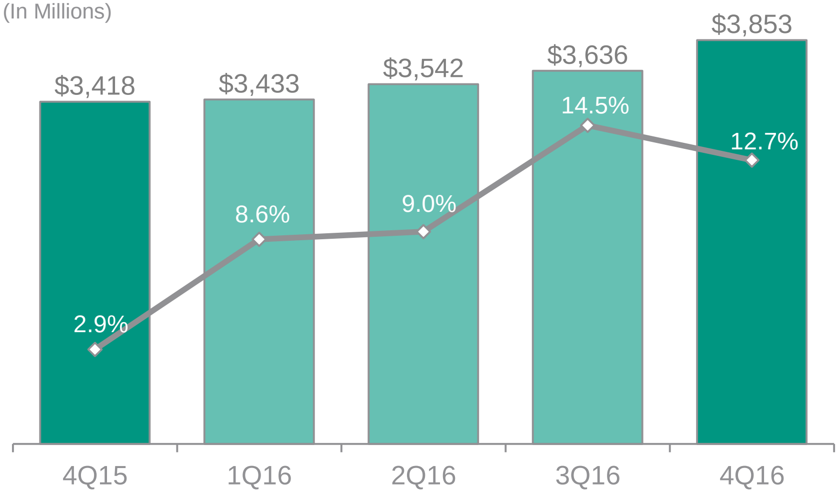
	4Q15	4Q16	Y/Y Change
Legacy TWC	6,085	6,544	7.5%
Legacy Charter	2,503	2,664	6.4%
Legacy Bright House	993	1,067	7.4%
Charter	$9,581	$10,275	7.2%

Note: All results for periods prior to 3Q16 are *pro forma* for certain acquisitions as if they had occurred at the beginning of the earliest period presented.

Adjusted EBITDA[1)]

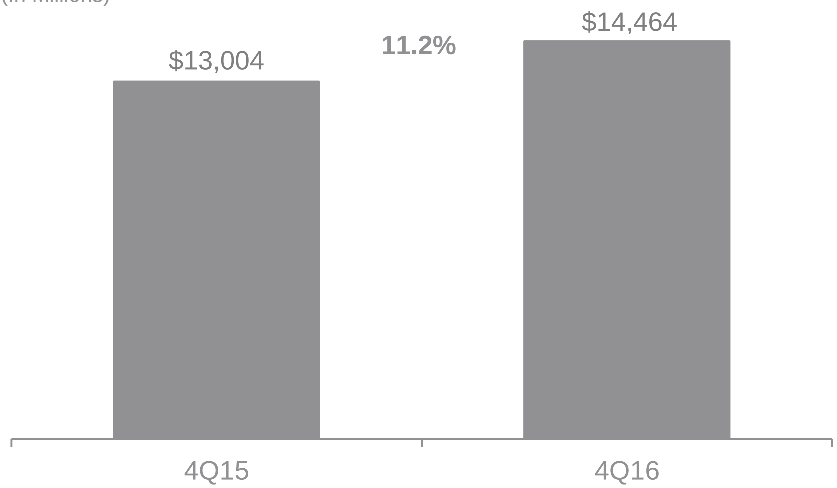
Adjusted EBITDA[1)] and Y/Y Growth

(In Millions)



LTM Adjusted EBITDA[1)]

(In Millions)



Quarterly Highlights

- Adjusted EBITDA[1)] grew 12.7% Y/Y, and 14.3% excluding transition costs
  - Total operating costs rose 4.2% Y/Y
  - Programming expense increased 6.1% Y/Y, reflecting contractual increases, partly offset by Transactions synergies
  - Costs to service customers increased by 1.0% Y/Y, driven by less all-digital activity at TWC and lower service transactions and churn at Charter
  - Marketing expenses decreased by 5.5% Y/Y, driven by efficiencies from the consolidation of marketing strategies
  - Transition costs of $78M related to the Transactions
  - Other expenses increased 6.1% Y/Y, reflecting higher advertising costs, and enterprise sales and labor costs, partly offset by Transactions synergies

Note: All results for periods prior to 3Q16 are *pro forma* for certain acquisitions as if they had occurred at the beginning of the earliest period presented.
1) See notes on slide 17.

Net Income

Net Income

(In Millions, except per share data)	4Q16 A	4Q15 PF	Y/Y Var.
Adjusted EBITDA[1)]	$ 3,853	$ 3,418	435
Legacy D&A	1,723	1,620	103
D&A from Purchase Price Step-up	772	767	5
Depreciation and Amortization	2,495	2,387	108
Stock compensation expense	76	62	14
Stock-awards flash vesting	46	-	46
Cash-based severance	118	-	118
Pension benefits	(366)	(17)	(349)
Other	45	18	27
Other operating (income) expenses, net	(157)	1	(158)
Income from operations	**1,439**	**968**	**471**
Interest expense, net	(728)	(698)	(30)
Loss on extinguishment of debt	(1)	-	(1)
Gain on financial instruments, net	73	6	67
Other expense, net	(4)	(1)	(3)
	(660)	(693)	33
Income before income taxes	**779**	**275**	**504**
Income tax expense	(210)	(83)	(127)
Consolidated net income	**$ 569**	**$ 192**	**$ 377**
Less: Noncontrolling Interest	(115)	$ (62)	(53)
Net income attributable to Charter shareholders	**$ 454**	**$ 130**	**$ 324**
Earnings per common share attributable to Charter shareholders			
Basic	$ 1.69	$ 0.48	$ 1.21
Diluted	$ 1.67	$ 0.48	$ 1.19

Highlights

- Fourth quarter total operating costs include $78M of transition expense
- Other operating income of $157M includes a pension revaluation gain of $366M, offset by:
  - Cash-based severance of $118M
  - Stock-awards flash vesting of $46M
  - Other of $45M, driven primarily by transactions-related expenses
- Interest expense reflects:
  - $817M of interest on principal
  - $33M of other non-cash interest expense and interest income
  - Less $122M amortization of purchase price accounting premium on acquired debt
- Gain on financial instruments driven by foreign currency remeasurement of L-TWC's British pound debt and revaluation of related currency swaps

Note: All results for periods prior to 3Q16 are *pro forma* for certain acquisitions as if they had occurred at the beginning of the earliest period presented.
1) See notes on slide 17.

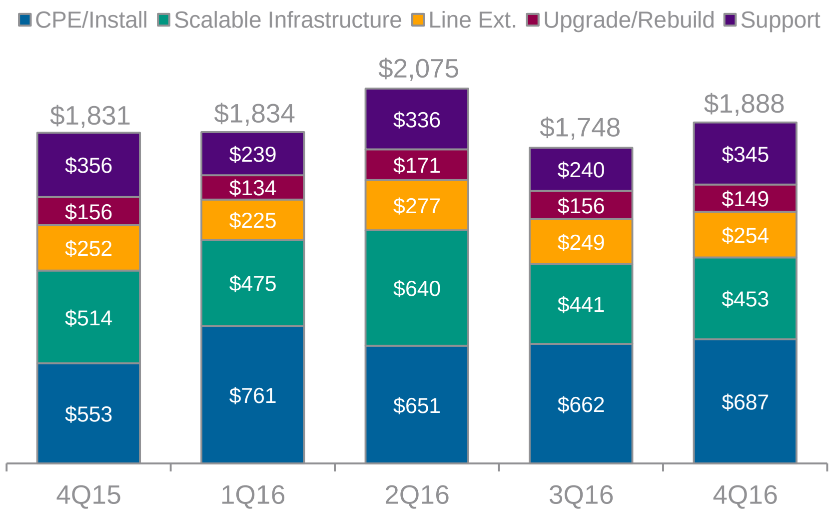
Capital Investment

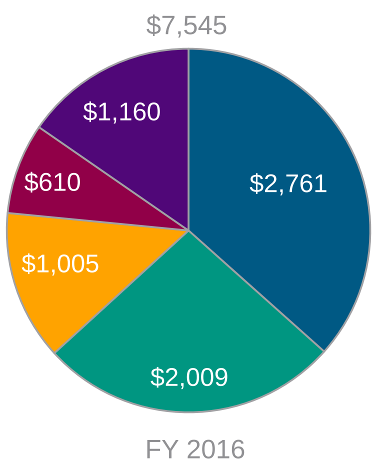
Highlights

- 4Q16 capex increased $57M Y/Y
  - 4Q16 capex includes $187M of transition-related spending for Transactions vs. $49M in the prior year period, primarily reflected in scalable infrastructure and support capital
  - $134M Y/Y increase in CPE driven primarily by higher customer connect volumes in Spectrum Pricing and Packaging markets, and higher device placement per connect
  - $61M Y/Y decrease in scalable infrastructure due to temporary pause of certain video and product development initiatives partly offset by transition spending

Capital Expenditures by NCTA Category

(In Millions)





	4Q15	1Q16	2Q16	3Q16	4Q16	FY 2016
Transition Related	$49	$53	$111	$109	$187	$460
Commercial[1)]	N/A	$287	$338	$306	$258	$1,189

Note: All results for periods prior to 3Q16 are *pro forma* for certain acquisitions as if they had occurred at the beginning of the earliest period presented.
1) 4Q15 commercial capital expenditures are not available on a comparable basis.

Free Cash Flow[1)]

Free Cash Flow[1)]

(In Millions)

	4Q16A	4Q15A	Y/Y Var.
Adjusted EBITDA[1)]	$ 3,853	$ 908	$ 2,945
Capex	(1,888)	(548)	(1,340)
Adjusted EBITDA[1)] - Capex	**1,965**	**360**	**1,605**
Cash Paid for Interest, Net[2)]	(720)	(304)	(416)
Cash Taxes	(9)	-	(9)
Other Working Capital	775	45	730
Other	(156)	(21)	(135)
Free Cash Flow[1)]	**1,855**	**80**	**1,775**
Financing Activities[3)]	(1,471)	(77)	(1,394)
Other	(14)	2	(16)
Change in Cash	**$ 370**	**$ 5**	**$ 365**
Total Liquidity[4)]	**$ 4,315**	**$ 966**	**$ 3,349**
Leverage (LTM Adj. EBITDA)[1,5)]	**4.0x**	**4.1x**	**-0.1x**

Quarterly Highlights

Free Cash Flow[1)]

- Free Cash Flow higher Y/Y driven by the Transactions, Adjusted EBITDA growth and working capital
- Working capital improvement driven by timing of Capex payables and balance sheet mgmt. focus

Financing and Leverage

- Current target leverage 4-4.5 times
- Financing activities includes:
  - Repurchase of 4.8M[6)] CHTR shares, or equivalent, for $1.3B, incl. $218M December Advance/Newhouse transaction
  - Settlement of restricted stock units of $59M
  - Repayment of long-term debt exceeding borrowings by $54M
  - Payment of preferred dividend to A/N
  - Partially offset by proceeds from options exercise

1) See notes on slide 17.
2) Includes payments on interest rate swaps and is net of interest received.
3) 4Q15 cash flow from financing excludes cash flow associated with the financing of the Transactions held in restricted cash.
4) Includes available cash on hand and revolver availability.
5) Leverage is total principal amount of debt of $60,036M less cash and cash equivalents of $1,535M divided by LTM pro forma Adjusted EBITDA[1] of $14,464M as of 12/31/16 and total principal amount of debt (excluding financing associated with the Transactions) of $14,102M divided by LTM adjusted EBITDA[1] of $3,406M as of 12/31/15.
6) Excludes 183,763 shares withheld from employees for the payment of taxes and exercise costs upon the exercise of stock options or vesting of other equity awards during the fourth quarter of 2016.

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Capital Structure Summary

As of Dec. 31, 2016 ($ In Millions, unless otherwise noted)	Issue	Type	Rate / Shares[1)]	Issuer Amount[2)]	Aggregate Debt[3)]	Leverage Ratio[4)]
Charter Communications, Inc. (CCI)				Equity (Mkt Cap)		
	• Shares Outstanding (S/O)	Equity	• 269M	• $77B		
	• S/O + As-Converted and As-Exchanged CCH Units		• 307M	• $88B		
Charter Communications Holdings, LLC (CCH) Partnership	A/N Preferred CCH Units	Convertible Preferred	6.0%	$2,500		
CCO Holdings, LLC (CCOH)	Sr. Notes due 2021-2027	High Yield	5.125 - 6.625%	$13,400	$60,036	4.0x
Charter Communications Operating, LLC (CCO)	Sr. Sec. Notes due 2017-2055	Investment Grade	3.579 - 8.750%	$37,720		
	1st Lien Bank due 2020-2024	Loans / Revolver	L + 1.75 - 2.25%	$8,916		
	Total CCO			$46,636	$46,636	3.1x
Operating Subsidiaries						

1) Assumes exchange and conversion of Advance/Newhouse (A/N) common and preferred CCH units into Charter stock. Interest rates are stated bank interest rates or bond coupon rates.
2) Issuer amount includes principal value of debt and current equity market capitalization of shares outstanding based on a closing share price of $287.92 as of 12/30/16. Equity market capitalization, on an as-converted as-exchanged basis, includes the market value of A/N common CCH units and the market value of A/N convertible preferred CCH units with a face value of $2,500M.
3) Aggregate debt is total principal amount of debt, excluding intercompany loans and $367M of letters of credit and capital leases.
4) Leverage at CCOH = aggregate debt less cash and cash equivalents divided by LTM *pro forma* Adjusted EBITDA[5] of $14,464M. Leverage at CCO = aggregate debt less cash and cash equivalents divided by LTM *pro forma* Adjusted EBITDA[5] of $14,464M. The leverage calculations do not reflect the leverage calculations pursuant to Charter's indentures and credit agreements.
5) See notes on slides 17.

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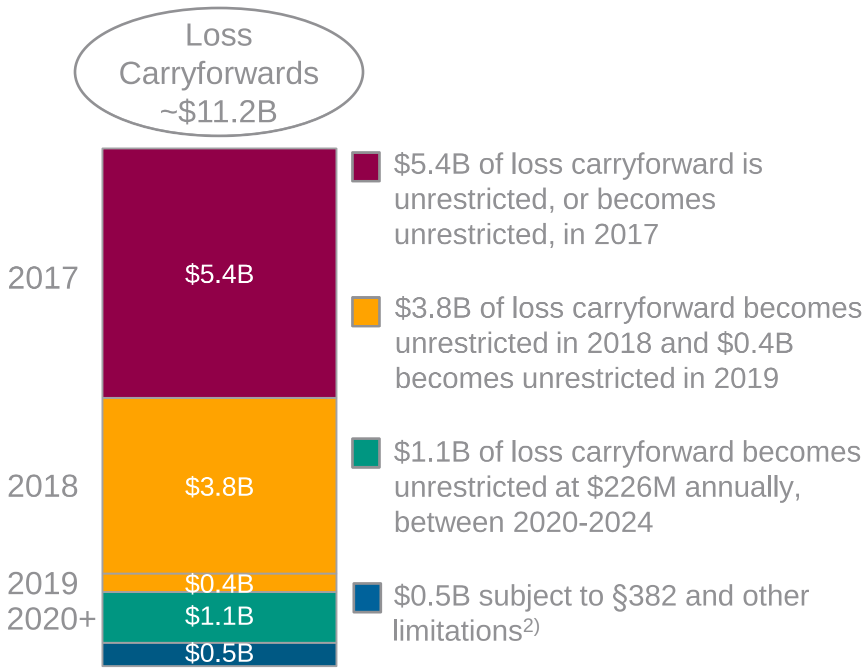
Significant Tax Assets Support Cash Flow Growth

Tax Assets as of December 31, 2016

- $11.2B of loss carryforwards shield cash taxes
- Charter is not expected to be a significant cash taxpayer until after 2018, with remaining NOL carryforward benefits becoming available through 2024
- Tax receivable agreement with A/N drives meaningful value for Charter shareholders via basis step-up at point of conversion and/or exchange of partnership units

Estimated Loss Carryforward Availability[1)]



Valuable Tax Receivables Agreement With A/N

- Charter will receive additional tax basis step-up upon any future A/N conversion and/or exchange of its partnership units into Charter stock
- Charter retains 50% of the cash tax savings value associated with the tax basis step-up received, if and when A/N converts and/or exchanges partnership units for shares in Charter
- A/N receives 50% of the net cash tax savings value associated with the tax basis step-up received by Charter, on a with and without FIFO basis, when the step-up benefits are used by Charter
- The December 2016 share exchange resulted in an estimated tax basis step-up of $580M

1) Current availability estimates subject to change.
2) $415 million of the $11.2 billion NOL is subject to a valuation allowance and may not be usable in the future.

Investor Inquiries:

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Appendix

Use of Non-GAAP Financial Metrics

We use certain measures that are not defined by U.S. generally accepted accounting principles ("GAAP") to evaluate various aspects of our business. Adjusted EBITDA and free cash flow are non-GAAP financial measures and should be considered in addition to, not as a substitute for, consolidated net income (loss) and net cash flows from operating activities reported in accordance with GAAP. These terms, as defined by us, may not be comparable to similarly titled measures used by other companies. Adjusted EBITDA and free cash flow are reconciled to consolidated net income (loss) and net cash flows from operating activities, respectively, in the appendix of this presentation.

Adjusted EBITDA is defined as consolidated net income (loss) plus net interest expense, income taxes, depreciation and amortization, stock compensation expense, loss on extinguishment of debt, (gain) loss on financial instruments, other (income) expense, net and other operating (income) expenses, such as merger and restructuring costs, other pension benefits, special charges and (gain) loss on sale or retirement of assets. As such, it eliminates the significant non-cash depreciation and amortization expense that results from the capital-intensive nature of our businesses as well as other non-cash or special items, and is unaffected by our capital structure or investment activities. However, this measure is limited in that it does not reflect the periodic costs of certain capitalized tangible and intangible assets used in generating revenues and our cash cost of financing. These costs are evaluated through other financial measures.

Free cash flow is defined as net cash flows from operating activities, less capital expenditures and changes in accrued expenses related to capital expenditures.

Management and Charter's board of directors use Adjusted EBITDA and free cash flow to assess Charter's performance and its ability to service its debt, fund operations and make additional investments with internally generated funds. In addition, Adjusted EBITDA generally correlates to the leverage ratio calculation under our credit facilities or outstanding notes to determine compliance with the covenants contained in the facilities and notes (all such documents have been previously filed with the Securities and Exchange Commission (the "SEC")). For the purpose of calculating compliance with leverage covenants, we use Adjusted EBITDA, as presented, excluding certain expenses paid by our operating subsidiaries to other Charter entities. Our debt covenants refer to these expenses as management fees, which were $296 million and $91 million for the three months ended December 31, 2016 and 2015, respectively, and $930 million and $322 million for the twelve months ended December 31, 2016 and 2015, respectively.

The Transactions closed on May 18th, 2016. We provide pro forma results that give effect to the Transactions as if they had occurred at the beginning of the earliest period presented and include the operations of Legacy Charter, Legacy TWC and Legacy Bright House for the full twelve months ended December 31, 2016 and 2015. Due to the transformative nature of the Transactions, the Company believes that providing a discussion of its results of operations on this pro forma basis provides management and investors a more meaningful perspective on the Company's financial and operational performance and trends. The results of operations data on a *pro forma* basis are provided for illustrative purposes only and are based on available information and assumptions that Charter believes are reasonable and do not purport to represent what the actual consolidated results of operations of Charter would have been had the Transactions occurred as of the beginning of the earliest period presented, nor are they necessarily indicative of future consolidated results of operations or consolidated financial position. Exhibit 99.1 in the Company's Quarterly Report on Form 10-Q for the three and nine months ended September 30, 2016 provides *pro forma* financial information for each quarter of 2015 and the first and second quarters of 2016 and a reconciliation of the pro forma financial information to the actual results of operations of the Company.

For a reconciliation of Adjusted EBITDA to the most directly comparable GAAP financial measure, see slides 18, 19 and 20.

GAAP Reconciliations

CHARTER COMMUNICATIONS, INC. AND SUBSIDIARIES
UNAUDITED RECONCILIATION OF NON-GAAP MEASURES TO GAAP MEASURES
(DOLLARS IN MILLIONS)

	Three Months Ended	
Actual Reconciliation	**December 31, 2016**	**December 31, 2015**
Consolidated net income (loss)	$ 569	$ (122)
Plus: Interest expense, net	728	435
Income tax expense	210	12
Depreciation and amortization	2,495	545
Stock compensation expense	76	20
Loss on extinguishment of debt	1	—
Gain on financial instruments, net	(73)	(6)
Other, net	(153)	24
Adjusted EBITDA[1)]	3,853	908
Less: Purchases of property, plant and equipment	(1,888)	(548)
Adjusted EBITDA[1)] less capital expenditures	$ 1,965	$ 360
Net cash flows from operating activities	$ 3,226	$ 611
Less: Purchases of property, plant and equipment	(1,888)	(548)
Change in accrued expenses related to capital expenditures	517	17
Free cash flow[1)]	$ 1,855	$ 80

The above schedules are presented in order to reconcile Adjusted EBITDA and free cash flow, both non-GAAP measures, to the most directly comparable GAAP measure in accordance with Section 401(b) of the Sarbanes-Oxley Act.

1) See notes on slide 17.

GAAP Reconciliations

CHARTER COMMUNICATIONS, INC. AND SUBSIDIARIES
UNAUDITED RECONCILIATION OF NON-GAAP MEASURES TO GAAP MEASURES
(DOLLARS IN MILLIONS)

	Three Months Ended				
Pro Forma Reconciliation	**December 31, 2016**	**September 30, 2016**	**June 30, 2016**	**March 31, 2016**	**December 31, 2015**
Consolidated net income	$ 569	$ 250	$ 331	$ 249	$ 192
Plus: Interest expense, net	728	724	723	708	698
Income tax expense	210	16	157	115	83
Depreciation and amortization	2,495	2,437	2,338	2,285	2,387
Stock compensation expense	76	81	72	66	62
Loss on extinguishment of debt	1	—	110	—	—
(Gain) loss on financial instruments, net	(73)	(71)	50	5	(6)
Other, net	(153)	199	(239)	5	2
Adjusted EBITDA[1)]	3,853	3,636	3,542	3,433	3,418
Less: Purchases of property, plant and equipment	(1,888)	(1,748)	(2,075)	(1,834)	(1,831)
Adjusted EBITDA[1)] less capital expenditures	$ 1,965	$ 1,888	$ 1,467	$ 1,599	$ 1,587

The above schedules are presented in order to reconcile Adjusted EBITDA, a non-GAAP measure, to the most directly comparable GAAP measure in accordance with Section 401(b) of the Sarbanes-Oxley Act.

1) See notes on slide 17.

GAAP Reconciliations

CHARTER COMMUNICATIONS, INC. AND SUBSIDIARIES
UNAUDITED RECONCILIATION OF NON-GAAP MEASURES TO GAAP MEASURES
(DOLLARS IN MILLIONS)

	Last Twelve Months Ended December 31,		
	2016	**2015**	**2015**
Reconciliation	***Pro Forma***	***Pro Forma***	**Actual**
Consolidated net income (loss)	$ 1,399	$ 338	$ (271)
Plus: Interest expense, net	2,883	2,968	1,306
Income tax (benefit) expense	498	102	(60)
Depreciation and amortization	9,555	9,348	2,125
Stock compensation expense	295	246	78
Loss on extinguishment of debt	111	128	128
(Gain) loss on financial instruments, net	(89)	4	4
Other, net	(188)	(130)	96
Adjusted EBITDA[1)]	14,464	13,004	3,406
Less: Purchases of property, plant and equipment	(7,545)	(6,969)	(1,840)
Adjusted EBITDA[1)] less capital expenditures	$ 6,919	$ 6,035	$ 1,566

The above schedules are presented in order to reconcile Adjusted EBITDA, a non-GAAP measure, to the most directly comparable GAAP measure in accordance with Section 401(b) of the Sarbanes-Oxley Act.

1) See notes on slide 17.

Shares

Shares Outstanding as of December 31, 2016

Class A Common Shares	268,887,981
Class B Common Shares[1)]	1
Restricted Stock[2)]	9,811
Total Outstanding Common Shares	268,897,793
As-converted, as-exchanged Charter Holdings Partnership Units[3)]	37,723,735
Total Shares (as-converted/as-exchanged)	306,621,528
Fully Diluted Shares (as-converted/as-exchanged)[4,5)]	310,661,430

Note: Charter's financial statements only include partnership units, restricted stock units and options, in diluted weighted average common shares outstanding when such inclusion is dilutive to earnings per common share attributable to Charter shareholders.

1) Class B Common is a special class of stock solely owned by Advance/Newhouse and provides it with governance rights at Charter, reflecting Advance/Newhouse's ownership in the Charter Holdings Partnership.
2) Unvested restricted stock has voting rights and is therefore included in issued and outstanding total. Vesting occurs depending upon the terms of each award agreement.
3) Includes 28,390,235 of Advance/Newhouse as-exchanged common partnership units in Charter Holdings, and 9,333,500 of Advance/Newhouse as-converted, as-exchanged preferred partnership units in Charter Holdings.
4) Includes 3,313,425 restricted stock units which vest over various periods of time depending upon the terms of each award agreement. 494,296 of these restricted stock units contain price-vesting hurdles in addition to time vesting requirements, of which none had been met as of December 31, 2016. Units which have not met price-vesting thresholds are excluded for dilution purposes.
5) Includes 9,591,791 outstanding options for which the weighted average exercise price is $181.39 per share with various time vesting requirements; 4,448,660 of these options contain price-vesting hurdles in addition to time vesting requirements, of which none had been met as of December 31, 2016. Units which have not met price-vesting thresholds are excluded for dilution purposes.

Charter COMMUNICATIONS

Debt Maturity Profile

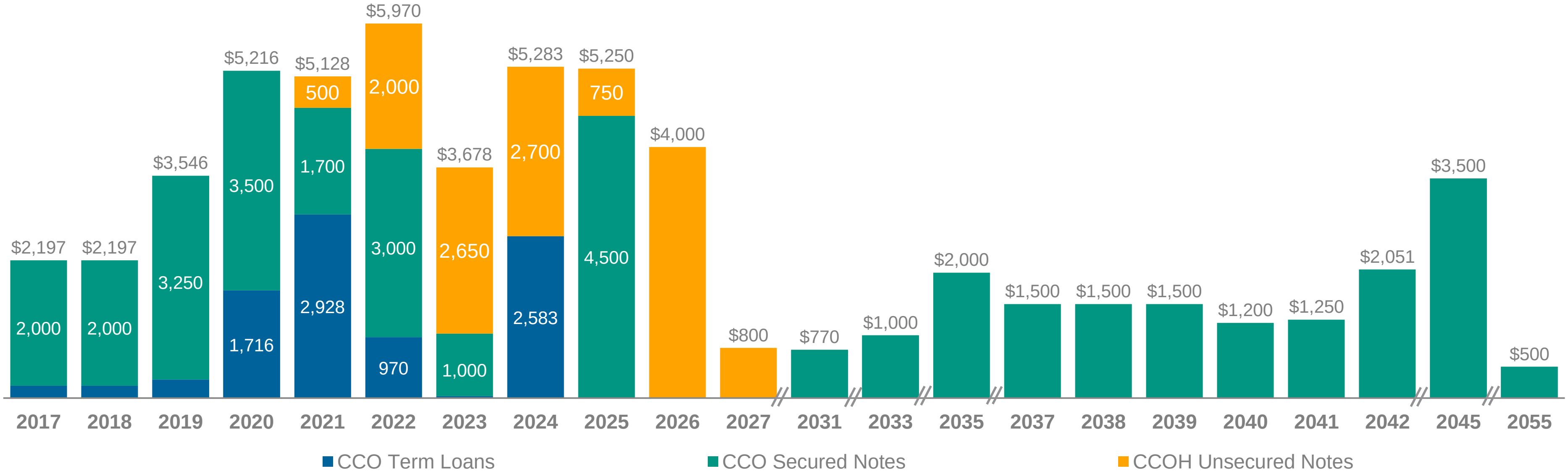
As of December 31, 2016[1)]

(In Millions)

Weighted Average Cost of Debt = 5.4%

Weighted Average Life of Debt = 11.1 Years

87% of debt matures beyond 2019



1) Maturity towers include scheduled amortization for term loans.

Charter COMMUNICATIONS