



## *Financial Code of Ethics Policy*

### 1.0 PURPOSE

The purpose of Charter's Financial Code of Ethics is to promote honest and ethical conduct, as well as to ensure fair, accurate, timely, and understandable reporting of Charter's finances and other publicly reported numbers.

This Financial Code of Ethics has been adopted to comply with Section 406 of the Sarbanes-Oxley Act of 2002. While this Financial Code of Ethics is specifically addressed to the Company's CEO, CFO and CAO, and other senior executives performing similar senior financial officer functions at Charter, it sets forth broad principles that run throughout the Code of Conduct that all executive officers, financial employees, and all employees are expected to follow.

### 2.0 SCOPE

The CEO, CFO, CAO and other senior executives performing similar senior financial officer functions at Charter are expected to abide by this Code as well as the Charter Code of Conduct and all other applicable Charter business conduct standards and policies or guidelines in Charter's employee handbook.

### 3.0 PROCESS

All employees covered by the Financial Code of Ethics will:

- Engage in and promote honest and ethical behavior, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships.
- Avoid conflicts of interest and disclose to Charter any material transaction or relationship that reasonably could be expected to give rise to such a conflict.
- Promote accurate, complete, fair, timely and understandable disclosure in material respects in reports and documents that Charter files with, or submits to, the SEC and other regulators and in other public communications made by Charter in accordance with the following guidelines;
  - all accounting records, and the reports produced from such records, must be in accordance with all applicable laws;
  - all accounting records must fairly and accurately reflect the transactions or occurrences to which they relate;
  - all accounting records must fairly and accurately reflect in reasonable detail in accordance with generally accepted accounting principles the Company's assets, liabilities, revenues and expenses;
  - all accounting records must not contain any materially false or intentionally misleading entries;

- no transactions should be intentionally misclassified as to accounts, departments or accounting periods;
  - all transactions must be supported by accurate documentation in reasonable detail and in all material respects to be recorded in the proper account and in the proper accounting period;
  - no information should be concealed from our internal auditors or our independent auditors; and
  - compliance with the Company's system of internal controls is required.
- Comply with rules and regulations of federal, state, provincial, and local governments, and of other appropriate regulatory agencies.
  - Respect the confidentiality of information acquired in the course of one's work except when authorized or otherwise legally obligated to disclose, as provided for in Charter's policies and procedures governing confidentiality and privacy.
  - Exercise responsible use, control, and stewardship over all Charter assets and resources that are employed by or entrusted to the covered employee.
  - Not coerce, manipulate, mislead, or unduly influence any authorized audit or interfere with any auditor engaged in the performance of an internal or independent audit of Charter's system of internal controls, financial statements, or accounting books and records.

#### 4.0 REPORTING VIOLATIONS OF THIS CODE

Known or suspected violations of the Financial Code of Ethics or Charter's Code of Conduct must be reported promptly to one of the following:

- The Chairman of Charter's Audit Committee;
- The Company's Chief Compliance Officer;
- The Company's General Counsel;
- Via Ethicspoint. Charter maintains a toll-free number, 1-866-384-4277, and a secure website hosted by Ethicspoint, an outside company. Matters may be reported anonymously in this fashion.

As provided in the Charter Code of Conduct, Charter does not permit retaliation against any employee who in good faith seeks advice, raises a question or reports misconduct relating to the Code of Conduct and this Financial Code of Ethics, including assisting an investigation or reporting a violation in good faith.

#### 5.0 ENFORCEMENT

Violations of the Charter Financial Code of Ethics may result in disciplinary action, up to and including termination of employment.