

CHARTER COMMUNICATIONS, INC. /MO/

Form 8-K

May 01, 2015

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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FORM 8-K

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Current Report

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 28, 2015

Charter Communications, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization)

001-33664

(Commission File Number)

43-1857213

(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))



## ITEM 5.07. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

On April 28, 2015, Charter Communications, Inc. (the "Company") held its Annual Meeting of Stockholders. Of the total 112,095,031 shares of Class A common stock of the Company issued, outstanding and eligible to vote at the meeting, 103,131,486 shares, representing the same number of votes, were represented in person or by proxy at the meeting. The votes cast for all matters are set forth below:

## 1. Election of Class A Directors.

| Nominees             | Number of<br>Votes FOR | Number of<br>Votes WITHHELD | Broker Non-Votes |
|----------------------|------------------------|-----------------------------|------------------|
| W. Lance Conn        | 100,237,665            | 571,223                     | 2,322,598        |
| Michael P. Huseby    | 100,296,452            | 512,436                     | 2,322,598        |
| Craig A. Jacobson    | 100,300,644            | 508,244                     | 2,322,598        |
| Gregory B. Maffei    | 81,945,933             | 18,862,955                  | 2,322,598        |
| John C. Malone       | 81,946,098             | 18,862,790                  | 2,322,598        |
| John D. Markley, Jr. | 100,266,038            | 542,850                     | 2,322,598        |
| David C. Merritt     | 100,301,307            | 507,581                     | 2,322,598        |
| Balan Nair           | 69,083,038             | 31,725,850                  | 2,322,598        |
| Thomas M. Rutledge   | 100,301,129            | 507,759                     | 2,322,598        |
| Eric L. Zinterhofer  | 100,301,106            | 507,782                     | 2,322,598        |

## 2. Vote to ratify the appointment of KPMG LLP as Company's independent public accounting firm.

| FOR         | AGAINST | ABSTAIN | BROKER NON-VOTES |
|-------------|---------|---------|------------------|
| 102,974,919 | 99,855  | 56,712  | -                |

No other matters were considered and voted on by the stockholders at the annual meeting.

As a result of the votes cast as reported above, the shareholders elected each nominee as a director of the Company and ratified the appointment of KPMG LLP as independent public accounting firm for the Company for the year ending December 31, 2015.

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

By: /s/ Daniel J. Bollinger  
Daniel J. Bollinger  
Vice President, Associate General Counsel  
Assistant Corporate Secretary

Date: May 1, 2015