UNITED STATES SECUE

RITIES AND EXCHANGE COMMISSION	OMB APPROVAL	
shington, D.C. 20549	OMB Number:	32
	Estimated average burden hours per	
N BENEFICIAL OWNERSHIP OF SECURITIES	response	

obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)											_			
Name and Address of Reporting Person * Liberty Broadband Corp						er or Trading Syml JNICATIONS,		IO/ [CHTR]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director  X 10% Owner				
(Last) (First) (Middle) 12300 LIBERTY BOULEVARD					arliest Transac	tion (Month/Day/Y	ear)			Officer (give title below) Other (specify below)				
(Street) ENGLEWOOD, CO 80112				4. If Amendment, Date Original Filed(Month/Day/Year)							6. Individual or Joint/Group Filing(Check Applicable Line) X. Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)		(Zip)				Tal	ole I - Non-Der	ivative Se	curities Ac	quired, Disposed of, or Beneficially Ov	vned		
		2. Transaction (Month/Day/Y	/Year) Exe	2A. Deemed Execution Date, if any (Month/Day/Year)	(Instr. 8) D		Disposed of (	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Ownership Form:	Beneficial	
				(Mo	ntn/Day/Year	Code	V	Amount	(A) or (D)	Price	Price			Ownership (Instr. 4)
Class A Common Stock, p	ar value \$.001 pe	er share	05/18/2016			J <sup>(1)</sup>		2,364,956	A	<u>(1)</u>	28,440,925 <sup>(2)</sup>			Held through wholly- owned subsidiaries
Class A Common Stock, p.	ar value \$.001 pe	er share	05/18/2016			A		21,972,648	A	\$ 195.697	21,972,648			
Class A Common Stock, par value \$.001 per share 05/18/201			05/18/2016			A		3,658,691	A	\$ 191.325	25,631,339		D	
Reminder: Report on a separate l	ine for each class of	securities beneficially	owned directly or is	ndirectly.										
											n of information contained in this f irrently valid OMB control number.		to	SEC 1474 (9-02)
				Table		e Securities Acqui				Owned				
Title of Derivative Security (Instr. 3)	y 2. Conversion or Exercise Price of Derivative Security	se Price of (Month/Day/Year) Exe tive any	3A. Deemed Execution Date, if any (Month/Day/Year)	(Instr. 8) Securities Disposed		5. Number of Deri Securities Acquire Disposed of (D) (Instr. 3, 4, and 5)	s Acquired (A) or of (D)		Expiration Date Secu		Securities Derivative Descrity Security (Instr. 5) Ber		rities Form of ficially Derivativ	tive Ownership
				Code	e V	(A)	(D)	Date Exercisa		iration Tit	le Amount or Number of Shares	Owned Following Reported Transacti (Instr. 4)	ing Direct ed or Indi ction(s) (I)	(D) rect

## **Reporting Owners**

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Liberty Broadband Corp 12300 LIBERTY BOULEVARD ENGLEWOOD, CO 80112	X	х				

## **Signatures**

Liberty Broadband Corporation By: /s/ Craig Troyer, Vice President, Deputy General Counsel at	nd Assistant Secretary	05/20/2016
**Signature of Reporting Person		Date

# **Explanation of Responses:**

- 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).
- (1) Pursuant to the Contribution Agreement, dated as of May 23, 2015, by and among the reporting person, Liberty Interactive Corporation, Legacy Charter (as defined in the Remarks section), the Issuer and Merger Subsidiary One (as defined in the Remarks section), each share of T
- (2) Includes 26,075,969 shares received by wholly-owned subsidiaries of the reporting person in the Third Merger, which resulted in the Issuer becoming a parent holding company of Legacy Charter and TWC but did not alter the proportionate interests of security holders (as further company).

Pursuant to that certain Agreement and Plan of Mergers, dated as of May 23, 2015, by and among Time Warner Cable Inc. ("TWC"), Charter Communications, Inc. ("Legacy Charter"), the Issuer, then a wholly owned subsidiary of Legac 3(c) promulgated under the Exchange Act.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.