

FORM 8-K

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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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): September 11, 2001

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CHARTER COMMUNICATIONS, INC.

-----  
(Exact name of registrant as specified in its charter)

Delaware

-----  
(State or Other Jurisdiction of Incorporation or Organization)

000-27927

43-1857213

-----  
Commission File Number

-----  
(Federal Employer Identification Number)

12405 Powerscourt Drive  
St. Louis, Missouri

63131

-----  
(Address of Principal Executive Offices)

-----  
(Zip Code)

(Registrant's telephone number, including area code): (314) 965-0555

## ITEM 5. OTHER ITEMS.

On September 11, 2001, Charter Communications, Inc. announced its expectations for accelerated growth in digital and high-speed data services during third quarter 2001. A copy of the press release is being filed as Exhibit 99.1 with this report.

ITEM 7. EXHIBITS.

99.1 Press release dated September 11, 2001. \*

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\* filed herewith

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: September 12, 2001

By: /s/ KENT D. KALKWARF

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Name: Kent D. Kalkwarf  
Title: Executive Vice President and Chief  
Financial Officer (Principal Financial  
Officer and Principal Accounting  
Officer)

## EXHIBIT INDEX

EXHIBIT NUMBER -----	DESCRIPTION -----
99.1	Press release dated September 11, 2001.

PRESS RELEASE

EXHIBIT 99.1

[CHARTER COMMUNICATIONS LOGO]

NEWS

FOR RELEASE: September 11, 2001

CHARTER COMMUNICATIONS EXPECTS ACCELERATED GROWTH  
IN THIRD QUARTER 2001 ADVANCED SERVICES

Company will shift focus from basic customer growth to advanced services

PASADENA, CALIF. -- Charter Communications, Inc. (Nasdaq: CHTR) said today that based on third quarter digital and high-speed data sales to date, it expects third quarter 2001 advanced services additions to exceed those of second quarter 2001. Charter President and CEO Jerry Kent said the Company expects to meet or exceed the high end of guidance for year-end digital and high-speed data customers.

Speaking at a Merrill Lynch Media and Entertainment Investor Conference, Mr. Kent said Charter has made a strategic decision to focus more of its marketing expenditures and management time on advanced service growth. "We've reviewed our internal marketing plans, management focus and current operating results in light of the current economic environment, and believe that a rebalancing of emphasis to digital and data sales at the expense of marginal increases in basic customer growth is the right business decision. Our number one priority now is to increase digital and data customers which provide higher profitability and competitive advantages."

Mr. Kent said he expects Charter's basic customer growth for 2001 to be less than the original guidance of at least 2 percent as a result of this refocus. "We'll remain mindful of the ongoing need for internal basic customer growth, and I'm confident Charter will continue to lead the industry as we have for the past five years."

"Charter Digital Cable(TM) provides a growing array of in-home entertainment at a reasonable price," Mr. Kent said. "Our pay-per-view programming sales continue to be strong, and video-on-demand service is growing. In markets where video on demand has been launched, we're experiencing higher digital video penetration rates and lower churn." Charter provides

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video on demand in the suburbs of Atlanta; the Pasadena and Long Beach areas of Los Angeles; St. Louis; Fort Worth; the Greenville-Spartanburg, South Carolina area; Hickory, North Carolina; and Slidell, Louisiana.

"High-speed data service provided through Charter's advanced broadband network offers a compelling price-value proposition compared to the digital subscriber line (DSL) competition," Mr. Kent said. "Charter offers high-speed data service to casual Internet users at prices below the competition. We're also able to scale our network to guarantee faster speeds for business use as well."

"As advanced services are deployed to a rapidly growing number of customers, operating cash flow growth accelerates," Mr. Kent said. "Pro forma operating cash flow growth for the first half of 2001 was 11.1 percent. Despite the slowdown in economic conditions, this growth rate is expected to accelerate for the remainder of the year."

In reporting second quarter 2001 results in July, Charter said it expected to end the year with over 2 million digital customers and between 550,000 and 600,000 data customers. Systems recently acquired from AT&T Broadband are expected to add 150,000 digital customers and 30,000 data customers to these year-end estimates.

#### ABOUT CHARTER

Charter Communications, Inc. (Nasdaq:CHTR), a Wired World(TM) company, is among the nation's largest broadband communications companies, currently serving some 7 million customers in 40 states. Charter provides a full range of advanced broadband services to the home, including cable television on an advanced digital video programming platform marketed under the Charter Digital Cable(TM) brand; and high-speed Internet access marketed under the Charter Pipeline(TM) brand. Commercial high-speed data, video and Internet solutions are provided under the Charter Business Networks(TM) brand. Advertising sales and production services are sold under the Charter Media(TM) brand. More information about Charter can be found at [www.charter.com](http://www.charter.com).

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A Fortune 500 company, Charter is the 2001 recipient of the Outstanding Corporate Growth Award from the Association for Corporate Growth, the 2001 R.E. "Ted" Turner Innovator of the Year Award from the Southern Cable Telecommunications Association, and the 2000 Innovator Award for Technology from Cablevision Magazine. More information about Charter can be found at [www.charter.com](http://www.charter.com).

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Statements in this press release regarding Charter Communications' business that are not historical facts may be "forward-looking statements." Forward-looking statements are inherently subject to risks, uncertainties and assumptions. Important factors that could cause actual results to differ materially from any such forward-looking statements are identified in the reports and documents Charter files from time to time with the U.S. Securities and Exchange Commission.

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