

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person* <u>DAVIS WAYNE</u> (Last) (First) (Middle) <u>CHARTER COMMUNICATIONS, INC.</u> <u>12405 POWERSCOURT DRIVE</u> (Street) <u>ST. LOUIS MO 63131</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>07/23/2003</u>	3. Issuer Name and Ticker or Trading Symbol <u>CHARTER COMMUNICATIONS INC /MO/ [CHTR]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Sr. VP- Engineering</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Class A Common Stock</u>	<u>250</u>	<u>D</u>	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
<u>Employee Stock Option (right to buy)</u>	<u>01/29/2003⁽¹⁾</u>	<u>01/29/2012</u>	<u>Class A Common Stock</u> 40,000	<u>12.27</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>07/23/2003⁽²⁾</u>	<u>07/23/2012</u>	<u>Class A Common Stock</u> 50,000	<u>2.85</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>04/29/2004⁽³⁾</u>	<u>04/29/2013</u>	<u>Class A Common Stock</u> 225,000	<u>1.595</u>	<u>D</u>	

Explanation of Responses:

- Grant under the Charter Communications, Inc. 2001 Stock Incentive Plan; 25% vesting at the end of each of the first four years; such options terminate 10 years from the date of grant unless terminated sooner in accordance with the plan or option agreement.
- Grant under the Charter Communications, Inc. 2001 Stock Incentive Plan; 20% vesting at the end of each year for five years; such options terminate 10 years from the date of grant unless terminated sooner in accordance with the plan or option agreement.
- Grant under the Charter Communications, Inc. 2001 Stock Incentive Plan; 25% vesting at the end of each year for the first four years; such options terminate 10 years from the date of grant unless terminated sooner in accordance with the plan or option agreement.

Remarks:

Wayne Davis 07/29/2003
 ** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (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).

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

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