

Edgar Filing: KALKWARF KENT D - Form 4

KALKWARF KENT D
 Form 4
 June 28, 2002

OMB APPROVAL

 OMB Number: 3235-0287

 Expires: October 31, 2001

 Estimated average burden hours per response...0.5

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549
 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or
 Section 30(f) of the Investment Company Act of 1940

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person*

Kalkwarf	Kent	D.
-----	-----	-----
(Last)	(First)	(Middle)
12405 Powerscourt Drive		

	(Street)	
St. Louis	MO	63131
-----	-----	-----
(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

Charter Communications, Inc. - CHTR

3. IRS or Social Security Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year

JUne 2002

5. If Amendment, Date of Original (Month/Year)

=====

Edgar Filing: KALKWARF KENT D - Form 4

6. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

- | | |
|---|--|
| <input type="checkbox"/> Director
<input checked="" type="checkbox"/> Officer (give title below) | <input type="checkbox"/> 10% Owner
<input type="checkbox"/> Other (specify below) |
|---|--|

Executive Vice President and Chief Financial Officer

7. Individual or Joint/Group Filing (Check Applicable Line)

- Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of,
or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Amount	or Price	Price
		Code V				
Class A Common Stock	6/13/02	P		6,000	A	\$4.935

(1) Total number of Class A Common Stock owned at the end of the month includes 37,000 shares granted to the reporting person pursuant to the 2001 Stock Incentive Plan, which vest in 36 equal monthly installments commencing November 1, 2002, conditioned upon the grantee's continuous employment with Charter Communications, inc.

Edgar Filing: KALKWARF KENT D - Form 4

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 4(b)(v).

1 of 2

(OVER)

FORM 4 (continued)

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

=====

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
--	---	--	--	--	---	--

Edgar Filing: KALKWARF KENT D - Form 4

=====
Explanation of Responses:

/s/ Kent D. Kalkwarf

June 28, 2002

Kent D. Kalkwarf

**Signature of Reporting Person

Date

** 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 provided 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.

2 of 2