CHARTER COMMUNICATIONS, INC. AND SUBSIDIARIES UNAUDITED CONSOLIDATED STATEMENTS OF OPERATIONS AND OPERATING DATA (DOLLARS IN MILLIONS, EXCEPT PER SHARE AND SHARE DATA)

	Three Months Ended December 31,					Year Ended December 31,					
		2008		2007		_	2008		2007		
	_	Actual	_	Actual	% Change	_	Actual	_	Actual	% Change	
REVENUES:											
Video	\$	864	\$	850	1.6%	\$	3,463	\$	3,392	2.1%	
High-speed Internet		347		324	7.1%		1,356		1,243	9.1%	
Telephone		156		108	44.4%		555		345	60.9%	
Commercial		103		90	14.4%		392		341	15.0%	
Advertising sales		85		82	3.7%		308		298	3.4%	
Other	_	101	_	99	2.0%	_	405	_	383	5.7%	
Total revenues	_	1,656	_	1,553	6.6%	_	6,479	_	6,002	7.9%	
COSTS AND EXPENSES:											
Operating (excluding depreciation and amortization) (a) Selling, general and administrative (excluding stock		703		663	6.0%		2,792		2,620	6.6%	
compensation expense) (b)		333		325	2.5%		1,368		1,271	7.6%	
Operating costs and expenses		1,036	_	988	4.9%		4,160	_	3,891	6.9%	
Adjusted EBITDA		620	_	565	9.7%	_	2,319	_	2,111	9.9%	
Adjusted EBITDA margin	_	37.4%	_	36.4%		_	35.8%	_	35.2%		
Depreciation and amortization		329		329			1,310		1,328		
Impairment charges		1,521		178			1,521		234		
Stock compensation expense		9		3			33		18		
Other operating expenses, net	_	18	_	(30)		_	69	_	(17)		
Income (loss) from operations	_	(1,257)	_	85		_	(614)	_	548		
OTHER INCOME (EXPENSES):											
Interest expense, net		(486)		(466)			(1,903)		(1,851)		
Change in value of derivatives		(28)		70			(29)		52		
Other expense, net		(1)		(117)			(8)		(156)		
	_	(515)	_	(513)			(1,940)		(1,955)		
Loss before income taxes		(1,772)		(428)			(2,554)		(1,407)		
Income tax benefit (expense)	_	277	_	(40)		_	103	_	(209)		
Net loss	\$	(1,495)	\$_	(468)		\$	(2,451)	\$	(1,616)		
Loss per common share, basic and diluted	\$	(3.96)	\$_	(1.27)		\$	(6.56)	\$	(4.39)		
Weighted average common shares outstanding, basic and diluted		377,920,301		369,916,556			373,464,920		368,240,608		

⁽a) Operating expenses include programming, service, and advertising sales expenses.

Adjusted EBITDA is a non-GAAP term. See page 7 of this addendum for the reconciliation of adjusted EBITDA to net cash flows from operating activities as defined by GAAP.

⁽b) Selling, general and administrative expenses include general and administrative and marketing expenses.

CHARTER COMMUNICATIONS, INC. AND SUBSIDIARIES UNAUDITED CONSOLIDATED STATEMENTS OF OPERATIONS AND OPERATING DATA (DOLLARS IN MILLIONS, EXCEPT PER SHARE AND SHARE DATA)

		Three Months Ended December 31,					Year Ended December 31,						
	_	2008 2007				-	2008		2007				
	_	Pro Forma (a)		Pro Forma (a)	% Change	_	Pro Forma (a)		Pro Forma (a)	% Change			
REVENUES:													
Video	\$	862	\$	844	2.1%	\$	3,455	\$	3,363	2.7%			
High-speed Internet		346		323	7.1%		1,353		1,237	9.4%			
Telephone		156		108	44.4%		555		345	60.9%			
Commercial		103		89	15.7%		391		338	15.7%			
Advertising sales		85		82	3.7%		308		296	4.1%			
Other	_	101		99	2.0%	_	405		380	6.6%			
Total revenues	_	1,653		1,545	7.0%	-	6,467		5,959	8.5%			
COSTS AND EXPENSES:													
Operating (excluding depreciation and amortization) (b) Selling, general and administrative (excluding stock		702		659	6.5%		2,787		2,596	7.4%			
compensation expense) (c)	_	332		324	2.5%	_	1,365		1,265	7.9%			
Operating costs and expenses	_	1,034		983	5.2%	-	4,152		3,861	7.5%			
Adjusted EBITDA	_	619		562	10.1%	_	2,315		2,098	10.3%			
Adjusted EBITDA margin	_	37.4%		36.4%		_	35.8%		35.2%				
Depreciation and amortization		328		327			1,307		1,320				
Impairment charges		1,521		178			1,521		178				
Stock compensation expense		9		3			33		18				
Other operating expenses, net	_	14		(33)		-	65		(20)				
Income (loss) from operations	_	(1,253)		87		_	(611)		602				
OTHER INCOME (EXPENSES):													
Interest expense, net		(486)		(466)			(1,903)		(1,851)				
Change in value of derivatives		(28)		70			(29)		52				
Other expense, net	_	(1)		(117)		_	(8)		(156)				
	_	(515)		(513)		_	(1,940)		(1,955)				
Loss before income taxes		(1,768)		(426)			(2,551)		(1,353)				
Income tax benefit (expense)	_	277		(42)		_	103		(195)				
Net loss	\$	(1,491)	\$	(468)		\$_	(2,448)	\$	(1,548)				
Loss per common share, basic and diluted	\$	(3.95)	\$	(1.27)		\$	(6.55)	\$	(4.21)				
Weighted average common shares outstanding, basic and diluted	_	377,920,301		369,916,556			373,464,920		368,240,608				

⁽a) Pro forma results reflect certain sales and acquisitions of cable systems in 2007 and 2008 as if they occurred as of January 1, 2007. The pro forma statements of operations do not include adjustments for financing transactions completed by Charter during the periods presented or certain other dispositions of assets because those transactions did not significantly impact Charter's adjusted EBITDA. However, all transactions completed in 2007 and 2008 have been reflected in the operating statistics. The pro forma data is based on information available to Charter as of the date of this document and certain assumptions that we believe are reasonable under the circumstances. The financial data required allocation of certain revenues and expenses and such information has been presented for comparative purposes and is not intended to provide any indication of what our actual financial position, or results of operations would have been had the transactions described above been completed on the dates indicated or to project our results of operations for any future date.

December 31, 2008. Pro forma revenues, operating costs and expenses and net loss were reduced by \$3 million, \$2 million and \$4 million, respectively, for the three months ended December 31, 2008. Pro forma revenues, operating costs and expenses and net loss were reduced by \$12 million, \$8 million and \$3 million, respectively, for the year ended December 31, 2008.

December 31, 2007. Pro forma revenues, operating costs and expenses and net loss were reduced by \$8 million, \$5 million and \$0, respectively, for the three months ended December 31, 2007. Pro forma revenues, operating costs and expenses and net loss were reduced by \$43 million, \$30 million and \$68 million, respectively, for the year ended December 31, 2007.

Adjusted EBITDA is a non-GAAP term. See page 7 of this addendum for the reconciliation of adjusted EBITDA to net cash flows from operating activities as defined by GAAP.

⁽b) Operating expenses include programming, service, and advertising sales expenses.

⁽c) Selling, general and administrative expenses include general and administrative and marketing expenses.

CHARTER COMMUNICATIONS, INC. AND SUBSIDIARIES UNAUDITED CONSOLIDATED BALANCE SHEETS (DOLLARS IN MILLIONS)

	December 31, 2008		December 31, 2007
ASSETS			
CURRENT ASSETS: Cash and cash equivalents Accounts receivable, net of allowance for doubtful accounts Prepaid expenses and other current assets Total current assets	\$ 960 222 36 1,218	2 <u>5</u>	75 225 36 336
INVESTMENT IN CABLE PROPERTIES: Property, plant and equipment, net Franchises, net Total investment in cable properties, net OTHER NONCURRENT ASSETS	4,987 7,384 12,371 293	<u>1</u>	5,103 8,942 14,045
Total assets LIABILITIES AND SHAREHOLDERS' DEFICIT	\$ 13,882	: =	14,666
CURRENT LIABILITIES: Accounts payable and accrued expenses Current portion of long-term debt Total current liabilities	\$ 1,310 155 1,465	5	1,332 - 1,332
LONG-TERM DEBT	21,511	L	19,908
NOTE PAYABLE - RELATED PARTY	75	5	65
DEFERRED MANAGEMENT FEES - RELATED PARTY	14	1	14
OTHER LONG-TERM LIABILITIES	1,120)	1,035
MINORITY INTEREST	203	3	199
PREFERRED STOCK - REDEEMABLE	-		5
SHAREHOLDERS' DEFICIT Total liabilities and shareholders' deficit	(10,506 \$ 13,882		(7,892) 14,666

CHARTER COMMUNICATIONS, INC. AND SUBSIDIARIES UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS (DOLLARS IN MILLIONS)

		Three Months Ended December 31,			Year Ended December 31,			
		2008		2007	2008		2007	
CASH FLOWS FROM OPERATING ACTIVITIES:								
Net loss	\$	(1,495)	\$	(468)	\$ (2,451)	\$	(1,616)	
Adjustments to reconcile net loss to net cash flows from operating activities:		() /		(/	() - /		()/	
Depreciation and amortization		329		329	1,310		1,328	
Impairment charges		1,521		178	1,521		234	
Noncash interest expense		16		9	59		40	
Change in value of derivatives		28		(70)	29		(52)	
Deferred income taxes		(276)		37	(107)		198	
Other, net		10		86	49		135	
Changes in operating assets and liabilities, net of effects from dispositions								
Accounts receivable		24		(3)	3		(36)	
Prepaid expenses and other assets		8		24	(1)		45	
Accounts payable, accrued expenses and other		(176)		(122)	(13)		51	
Net cash flows from operating activities		(11)		-	399		327	
CASH FLOWS FROM INVESTING ACTIVITIES:								
Purchases of property, plant and equipment		(264)		(354)	(1,202)		(1,244)	
Change in accrued expenses related to capital expenditures		2		49	(39)		(2)	
Other, net		32		102	31		108	
Net cash flows from investing activities	_	(230)		(203)	(1,210)		(1,138)	
CASH FLOWS FROM FINANCING ACTIVITIES:								
Borrowings of long-term debt		750		405	3,105		7,877	
Repayments of long-term debt		(116)		(176)	(1,354)		(7,017)	
Payments for debt issuance costs		-		(9)	(42)		(42)	
Other, net	_	(2)		(1)	 (13)		8	
Net cash flows from financing activities	_	632	_	219	 1,696		826	
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		391		16	885		15	
CASH AND CASH EQUIVALENTS, beginning of period		569		59	75		60	
CASH AND CASH EQUIVALENTS, end of period	\$	960	\$	75	\$ 960	\$	75	
CASH PAID FOR INTEREST	\$	606	\$	562	\$ 1,847	\$	1,792	
NONCASH TRANSACTIONS:								
Cumulative adjustment to Accumulated Deficit for the adoption of FIN 48	\$		\$	-	\$ -	\$	56	
Issuance of 6.50% convertible notes	\$	-	\$	479	\$ -	\$	479	
Retirement of 5.875% convertible notes	\$	-	\$	(364)	\$ -	\$	(364)	
	_		_				<u> </u>	

CHARTER COMMUNICATIONS, INC. AND SUBSIDIARIES UNAUDITED SUMMARY OF OPERATING STATISTICS

		Approximate as of					
	Actual			Pro F	orma	ıa	
	De	cember 31, 2008 (a)	Se	ptember 30, 2008 (a)	D	ecember 31, 2007 (a)	
Customer Summary:				_		_	
Customer Relationships:							
Residential (non-bulk) basic video customers (b)		4,779,000		4,846,300		4,944,400	
Multi-dwelling (bulk) and commercial unit customers (c)		266,700		274,500		258,800	
Total basic video customers		5,045,700		5,120,800		5,203,200	
Non-video customers (b)		408,900		407,700		375,800	
Total customer relationships (d)		5,454,600		5,528,500		5,579,000	
Pro forma average monthly revenue per basic video customer (e)	\$	108.27	\$	106.19	\$	98.24	
Pro forma average monthly video revenue per basic video customer (f)	\$	59.15	\$	58.92	\$	56.17	
Residential bundled customers (g)		2,749,000		2,712,800		2,501,300	
Revenue Generating Units:							
Basic video customers (b) (c)		5,045,700		5,120,800		5,203,200	
Digital video customers (h)		3,133,400		3,111,100		2,912,800	
Residential high-speed Internet customers (i)		2,875,200		2,852,300		2,676,900	
Telephone customers (j)	-	1,348,800		1,273,600		959,300 11,752,200	
Total revenue generating units (k)		12,403,100		12,337,800		11,/52,200	
Video Cable Services: Basic Video:							
Estimated homes passed (l)		11,918,100		11,897,000		11,705,700	
Basic video customers (b)(c)		5,045,700		5,120,800		5,203,200	
Estimated penetration of basic homes passed (b) (c) (l) (m)		42.3%		43.0%		44.5%	
Pro forma basic video customers quarterly net loss (b) (c) (n)		(75,100)		(25,900)		(65,800)	
Digital Video:							
Digital video customers (h)		3,133,400		3,111,100		2,912,800	
Digital penetration of basic video customers (b) (c) (h) (o)		62.1%		60.8%		56.0%	
Digital set-top terminals deployed		4,550,000		4,493,600		4,182,700	
Pro forma digital video customers quarterly net gain (h) (n)		22,300		61,400		59,500	
Non-Video Cable Services:							
High-Speed Internet Services:							
Estimated high-speed Internet homes passed (I)		11,257,800		11,214,400		10,990,100	
Residential high-speed Internet customers (i)		2,875,200		2,852,300		2,676,900	
Estimated penetration of high-speed Internet homes passed (i) (l) (m)	\$	25.5%	¢	25.4%	\$	24.4%	
Pro forma average monthly high-speed Internet revenue per high-speed Internet customer (f) Pro forma high-speed Internet customers quarterly net gain (i) (n)	\$	40.26 22,900	\$	40.53 70,500	Э	40.54 50,500	
Telephone Services:							
Estimated telephone homes passed (l)		10,434,400		10,214,600		9,013,900	
Telephone customers (j)		1,348,800		1,273,600		959,300	
Estimated penetration of telephone homes passed (i) (l) (m)		12.9%		12.5%		10.6%	
Pro forma average monthly telephone revenue per telephone customer (f)	\$	41.06	\$	40.67	\$	41.74	
Pro forma telephone customers quarterly net gain (j) (n)		75,200		98,400		155,300	

Pro forma operating statistics reflect the sales of cable systems in 2007 and 2008 as if such transactions had occurred as of the last day of the respective period for all periods presented. The pro forma statements of operations do not include adjustments for financing transactions completed by Charter during the periods presented or certain other dispositions of assets because those transactions did not significantly impact Charter's adjusted EBITDA. However, all transactions completed in 2007 and 2008 have been reflected in the operating statistics.

At September 30, 2008 actual basic video customers, digital video customers, high-speed Internet customers and telephone customers were 5,136,100,3,118,500,2,858,200, and 1,274,300, respectively.

At December 31, 2007 actual basic video customers, digital video customers, high-speed Internet customers and telephone customers were 5,219,900, 2,920,400, 2,682,500, and 959,300, respectively.

See footnotes to unaudited summary of operating statistics on page 6 of this addendum.

- (a) "Customers" include all persons our corporate billing records show as receiving service (regardless of their payment status), except for complimentary accounts. In addition, at December 31, 2008, September 30, 2008, and December 31, 2007, "customers" include approximately 36,000, 42,100, and 48,200 persons, respectively, whose accounts were over 60 days past due in payment, approximately 5,300, 7,700, and 10,700 persons, respectively, whose accounts were over 90 days past due in payment and approximately 2,700, 3,800, and 2,900 persons, respectively, whose accounts were over 120 days past due in payment.
- (b) "Basic video customers" include all residential customers who receive video services (including those who also purchase high-speed Internet and telephone services) but excludes approximately 408,900, 407,700, and 375,800 customer relationships at December 31, 2008, September 30, 2008, and December 31, 2007, respectively, who receive high-speed Internet service only, telephone service only, or both high-speed Internet service and telephone service and who are only counted as high-speed Internet customers or telephone customers.
- (c) Included within "basic video customers" are those in commercial and multi-dwelling structures, which are calculated on an equivalent bulk unit ("EBU") basis. EBU is calculated for a system by dividing the bulk price charged to accounts in an area by the most prevalent price charged to non-bulk residential customers in that market for the comparable tier of service. The EBU method of estimating basic video customers is consistent with the methodology used in determining costs paid to programmers and has been used consistently each reporting year. As we increase our effective video prices to residential customers without a corresponding increase in the prices charged to commercial service or multi-dwelling customers, our EBU count will decline even if there is no real loss in commercial service or multi-dwelling customers.
- (d) "Customer relationships" include the number of customers that receive one or more levels of service, encompassing video, Internet and telephone services, without regard to which service(s) such customers receive. This statistic is computed in accordance with the guidelines of the National Cable & Telecommunications Association (NCTA) that have been adopted by eleven publicly traded cable operators, including Charter.
- (e) "Pro forma average monthly revenue per basic video customer" is calculated as total quarterly pro forma revenue divided by three divided by average pro forma basic video customers during the respective quarter.
- (f) "Pro forma average monthly revenue per customer" represents quarterly pro forma revenue for the service indicated divided by three divided by the number of pro forma customers for the service indicated during the respective quarter.
- (g) "Residential bundled customers" include residential customers receiving a combination of at least two different types of service, including Charter's video service, high-speed Internet service or telephone. "Residential bundled customers" do not include residential customers who only subscribe to video service.
- (h) "Digital video customers" include all basic video customers that have one or more digital set-top boxes or cable cards deployed.
- (i) "Residential high-speed Internet customers" represent those residential customers who subscribe to our high-speed Internet service. At December 31, 2008, September 30, 2008, and December 31, 2007, approximately 2,576,600, 2,554,400, and 2,387,900 of these high-speed Internet customers, respectively, receive video and/or telephone services from us and are included within the respective statistics above.
- (j) "Telephone customers" include all customers receiving telephone service. As of December 31, 2008, September 30, 2008, and December 31, 2007, approximately 1,311,200, 1,232,400, and 920,600 of these telephone customers, respectively, receive video and/or high-speed Internet services from us and are included within the respective statistics above.
- (k) "Revenue generating units" represent the sum total of all basic video, digital video, high-speed Internet and telephone customers, not counting additional outlets within one household. For example, a customer who receives two types of service (such as basic video and digital video) would be treated as two revenue generating units, and if that customer added on high-speed Internet service, the customer would be treated as three revenue generating units. This statistic is computed in accordance with the guidelines of the NCTA.
- (1) "Homes passed" represent our estimate of the number of living units, such as single family homes, apartment units and condominium units passed by our cable distribution network in the areas where we offer the service indicated. "Homes passed" exclude commercial units passed by our cable distribution network. These estimates are updated for all periods presented when estimates change.
- (m) "Penetration" represents customers as a percentage of homes passed for the service indicated.
- (n) "Pro forma quarterly net gain (loss)" represents the pro forma net gain or loss in the respective quarter for the service indicated.
- (o) "Digital penetration of basic video customers" represents the number of digital video customers as a percentage of basic video customers.

CHARTER COMMUNICATIONS, INC. AND SUBSIDIARIES UNAUDITED RECONCILIATION OF NON-GAAP MEASURES TO GAAP MEASURES (DOLLARS IN MILLIONS)

	Three Months Ended December 31,					Year Ended December 31,				
		ctual		2007 Actual		2008 Actual		2007 Actual		
Net cash flows from operating activities Less: Purchases of property, plant and equipment Less: Change in accrued expenses related to capital expenditures	\$	(11) (264) 2	\$	(354) 49	\$	399 (1,202) (39)	\$	327 (1,244) (2)		
Free cash flow		(273)		(305)		(842)		(919)		
Interest on cash pay obligations (b) Purchases of property, plant and equipment Change in accrued expenses related to capital expenditures Other, net Change in operating assets and liabilities		470 264 (2) 17 144		457 354 (49) 7 101		1,844 1,202 39 65 11		1,811 1,244 2 33 (60)		
Adjusted EBITDA (c)	\$	620	\$	565	\$	2,319	\$	2,111		

	Three Months Ended December 31,					Year Ended December 31,				
	2008		2	2007		2008		2007		
	Pro F	orma (a)	Pro F	orma (a)	Pro	Forma (a)	Pro l	Forma (a)		
Net cash flows from operating activities	\$	(12)	\$	(3)	\$	395	\$	314		
Less: Purchases of property, plant and equipment		(264)		(354)		(1,202)		(1,244)		
Less: Change in accrued expenses related to capital expenditures		2		49		(39)		(2)		
Free cash flow		(274)		(308)		(846)		(932)		
Interest on cash pay obligations (b)		470		457		1,844		1,811		
Purchases of property, plant and equipment		264		354		1,202		1,244		
Change in accrued expenses related to capital expenditures		(2)		(49)		39		2		
Other, net		17		7		65		33		
Change in operating assets and liabilities		144		101		11		(60)		
Adjusted EBITDA (c)	\$	619	\$	562	\$	2,315	\$	2,098		

⁽a) Pro forma results reflect certain sales and acquisitions of cable systems in 2007 and 2008 as if they occurred as of January 1, 2007.

The above schedules are presented in order to reconcile adjusted EBITDA and free cash flows, both non-GAAP measures, to the most directly comparable GAAP measures in accordance with Section 401(b) of the Sarbanes-Oxley Act.

⁽b) Interest on cash pay obligations excludes accretion of original issue discounts on certain debt securities and amortization of deferred financing costs that are reflected as interest expense in our consolidated statements of operations.

⁽c) See page 1 of this addendum for detail of the components included within adjusted EBITDA.

CHARTER COMMUNICATIONS, INC. AND SUBSIDIARIES CAPITAL EXPENDITURES (DOLLARS IN MILLIONS)

		Three Months E	December 31,	Year Ended	Dec	ecember 31,		
	_	2008	_	2007	2008	_	2007	
Customer premise equipment (a)	\$	115	\$	150	\$ 595	\$	578	
Scalable infrastructure (b)		66		68	251		232	
Line extensions (c)		17		29	80		105	
Upgrade/Rebuild (d)		3		17	40		52	
Support capital (e)	_	63	_	90	 236	_	277	
Total capital expenditures	\$	264	\$	354	\$ 1,202	\$	1,244	

- (a) Customer premise equipment includes costs incurred at the customer residence to secure new customers, revenue units and additional bandwidth revenues. It also includes customer installation costs in accordance with SFAS No. 51 and customer premise equipment (e.g., set-top boxes and cable modems, etc.).
- (b) Scalable infrastructure includes costs, not related to customer premise equipment or our network, to secure growth of new customers, revenue units and additional bandwidth revenues or provide service enhancements (e.g., headend equipment).
- (c) Line extensions include network costs associated with entering new service areas (e.g., fiber/coaxial cable, amplifiers, electronic equipment, make-ready and design engineering).
- (d) Upgrade/rebuild includes costs to modify or replace existing fiber/coaxial cable networks, including betterments.
- (e) Support capital includes costs associated with the replacement or enhancement of non-network assets due to technological and physical obsolescence (e.g., non-network equipment, land, buildings and vehicles).