

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

	<u>Three Months Ended June 30,</u>			<u>Six Months Ended June 30,</u>		
	<u>2005</u>	<u>2004</u>	<u>% Change</u>	<u>2005</u>	<u>2004</u>	<u>% Change</u>
	<u>Actual</u>	<u>Actual</u>		<u>Actual</u>	<u>Actual</u>	
REVENUES:						
Video	\$ 861	\$ 846	2%	\$ 1,703	\$ 1,695	-
High-speed Internet	226	181	25%	441	349	26%
Advertising sales	76	73	4%	140	132	6%
Commercial	69	58	19%	134	114	18%
Other	91	81	12%	176	163	8%
Total revenues	<u>1,323</u>	<u>1,239</u>	7%	<u>2,594</u>	<u>2,453</u>	6%
COSTS AND EXPENSES:						
Programming	351	329	7%	709	663	7%
Advertising sales	25	25	-	50	48	4%
Service	193	161	20%	369	316	17%
General and administrative	225	208	8%	427	416	3%
Marketing	31	36	(14)%	66	67	(1)%
Operating costs and expenses	<u>825</u>	<u>759</u>	9%	<u>1,621</u>	<u>1,510</u>	7%
Adjusted EBITDA	<u>498</u>	<u>480</u>	4%	<u>973</u>	<u>943</u>	3%
Adjusted EBITDA margin	<u>38%</u>	<u>39%</u>		<u>38%</u>	<u>38%</u>	
Depreciation and amortization	378	364		759	734	
Asset impairment charges	8	-		39	-	
(Gain) loss on sale of assets, net	-	2		4	(104)	
Option compensation expense, net	4	12		8	26	
Special charges, net	(2)	87		2	97	
Income from operations	<u>110</u>	<u>15</u>		<u>161</u>	<u>190</u>	
OTHER INCOME AND EXPENSES:						
Interest expense, net	(451)	(410)		(871)	(803)	
Gain (loss) on derivative instruments and hedging activities, net	(1)	63		26	56	
Loss on debt to equity conversions	-	(15)		-	(23)	
Gain (loss) on extinguishment of debt	1	(21)		8	(21)	
Gain on investments	20	2		21	-	
	<u>(431)</u>	<u>(381)</u>		<u>(816)</u>	<u>(791)</u>	
Loss before minority interest and income taxes	(321)	(366)		(655)	(601)	
Minority interest	(3)	(6)		(6)	(10)	
Loss before income taxes	(324)	(372)		(661)	(611)	
Income tax expense	(31)	(43)		(46)	(97)	
Net loss	(355)	(415)		(707)	(708)	
Dividends on preferred stock - redeemable	(1)	(1)		(2)	(2)	
Net loss applicable to common stock	<u>\$ (356)</u>	<u>\$ (416)</u>		<u>\$ (709)</u>	<u>\$ (710)</u>	
Loss per common share, basic and diluted	<u>\$ (1.18)</u>	<u>\$ (1.39)</u>		<u>\$ (2.34)</u>	<u>\$ (2.39)</u>	
Weighted average common shares outstanding, basic and diluted	<u>303,620,347</u>	<u>300,522,815</u>		<u>303,465,474</u>	<u>297,814,091</u>	

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

	Six Months Ended June 30,		
	2005	2004	% Change
	Actual	Pro Forma (a)	
REVENUES:			
Video	\$ 1,703	\$ 1,674	2%
High-speed Internet	441	346	27%
Advertising sales	140	131	7%
Commercial	134	112	20%
Other	176	161	9%
Total revenues	<u>2,594</u>	<u>2,424</u>	7%
COSTS AND EXPENSES:			
Programming	709	654	8%
Advertising sales	50	48	4%
Service	369	313	18%
General and administrative	427	412	4%
Marketing	66	67	(1)%
Operating costs and expenses	<u>1,621</u>	<u>1,494</u>	9%
Adjusted EBITDA	<u>973</u>	<u>930</u>	5%
Adjusted EBITDA margin.	<u>38%</u>	<u>38%</u>	
Depreciation and amortization	759	728	
Asset impairment charges	39	-	
Loss on sale of assets, net	4	1	
Option compensation expense, net	8	26	
Special charges, net	2	97	
Income from operations	<u>161</u>	<u>78</u>	
OTHER INCOME AND EXPENSES:			
Interest expense, net	(871)	(799)	
Gain on derivative instruments and hedging activities, net	26	56	
Loss on debt to equity conversions	-	(23)	
Gain (loss) on extinguishment of debt	8	(21)	
Gain on investments	21	-	
	<u>(816)</u>	<u>(787)</u>	
Loss before minority interest and income taxes	(655)	(709)	
Minority interest	<u>(6)</u>	<u>(10)</u>	
Loss before income taxes	(661)	(719)	
Income tax expense	<u>(46)</u>	<u>(83)</u>	
Net loss	(707)	(802)	
Dividends on preferred stock - redeemable	<u>(2)</u>	<u>(2)</u>	
Net loss applicable to common stock	<u>\$ (709)</u>	<u>\$ (804)</u>	
Loss per common share, basic and diluted	<u>\$ (2.34)</u>	<u>\$ (2.71)</u>	
Weighted average common shares outstanding, basic and diluted	<u>303,465,474</u>	<u>297,814,091</u>	

(a) Pro forma results reflect the sales of systems to Atlantic Broadband Finance, LLC in March and April 2004 as if it occurred as of January 1, 2004. Actual revenues exceeded pro forma revenues for the six months ended June 30, 2004 by \$29 million. Actual adjusted EBITDA exceeded pro forma adjusted EBITDA by \$13 million for the six months ended June 30, 2004. Pro forma net loss exceeded actual net loss by \$94 million for the six months ended June 30, 2004. The unaudited pro forma financial information has been presented for comparative purposes and does not purport to be indicative of the consolidated results of operations had these transactions been completed as of the assumed date or which may be obtained in the future. 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.

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

	June 30, 2005	December 31, 2004
	<u> </u>	<u> </u>
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 40	\$ 650
Accounts receivable, net of allowance for doubtful accounts	183	190
Prepaid expenses and other current assets	<u>82</u>	<u>82</u>
Total current assets	<u>305</u>	<u>922</u>
INVESTMENT IN CABLE PROPERTIES:		
Property, plant and equipment, net	6,075	6,289
Franchises, net	<u>9,839</u>	<u>9,878</u>
Total investment in cable properties, net	<u>15,914</u>	<u>16,167</u>
OTHER NONCURRENT ASSETS		
Total assets	<u>\$ 16,779</u>	<u>\$ 17,673</u>
LIABILITIES AND SHAREHOLDERS' DEFICIT		
CURRENT LIABILITIES:		
Accounts payable and accrued expenses	\$ <u>1,224</u>	\$ <u>1,217</u>
Total current liabilities	<u>1,224</u>	<u>1,217</u>
LONG-TERM DEBT	19,247	19,464
DEFERRED MANAGEMENT FEES - RELATED PARTY	14	14
OTHER LONG-TERM LIABILITIES	682	681
MINORITY INTEREST	659	648
PREFERRED STOCK - REDEEMABLE	55	55
SHAREHOLDERS' DEFICIT	<u>(5,102)</u>	<u>(4,406)</u>
Total liabilities and shareholders' deficit	<u>\$ 16,779</u>	<u>\$ 17,673</u>

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

	Six Months Ended June 30,	
	2005	2004
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	\$ (707)	\$ (708)
Adjustments to reconcile net loss to net cash flows from operating activities:		
Minority interest	6	10
Depreciation and amortization	759	734
Asset impairment charges	39	-
Option compensation expense, net	8	22
Special charges, net	(2)	85
Noncash interest expense.	114	163
(Gain) loss on derivative instruments and hedging activities, net	(26)	(56)
(Gain) loss on sale of assets, net	4	(104)
Loss on debt to equity conversions	-	23
(Gain) loss on extinguishment of debt	(14)	18
Gain on investments	(21)	-
Deferred income taxes	43	95
Changes in operating assets and liabilities, net of effects from dispositions:		
Accounts receivable	1	1
Prepaid expenses and other assets	-	3
Accounts payable, accrued expenses and other	(23)	(118)
Net cash flows from operating activities	181	168
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchases of property, plant and equipment	(542)	(390)
Change in accrued expenses related to capital expenditures	45	(52)
Proceeds from sale of assets	8	729
Purchases of investments	(3)	(12)
Proceeds from investments	17	-
Other, net	(2)	(2)
Net cash flows from investing activities	(477)	273
CASH FLOWS FROM FINANCING ACTIVITIES:		
Borrowings of long-term debt	635	2,813
Repayments of long-term debt	(946)	(3,160)
Payments for debt issuance costs	(3)	(97)
Net cash flows from financing activities	(314)	(444)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(610)	(3)
CASH AND CASH EQUIVALENTS, beginning of period	650	127
CASH AND CASH EQUIVALENTS, end of period	\$ 40	\$ 124
CASH PAID FOR INTEREST	\$ 744	\$ 609
NONCASH TRANSACTIONS:		
Issuance of debt by Charter Communications Operating, LLC	\$ 333	\$ -
Retirement of Charter Communications Holdings, LLC debt	\$ (346)	\$ -
Debt exchanged for Charter Class A common stock	\$ -	\$ 30

NOTE: Certain 2004 amounts have been reclassified to conform with the 2005 presentation.

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

	Approximate as of			
	June 30, 2005 (a)	March 31, 2005 (a)	December 31, 2004 (a)	June 30, 2004 (a)
Customer Summary:				
Customer Relationships:				
Residential (non-bulk) analog video customers (b)	5,683,400	5,732,600	5,739,900	5,892,600
Multi-dwelling (bulk) and commercial unit customers (c)	259,700	252,200	251,600	240,600
Total analog video customers (b) (c)	<u>5,943,100</u>	<u>5,984,800</u>	<u>5,991,500</u>	<u>6,133,200</u>
Non-video customers (b)	248,400	241,700	228,700	176,900
Total customer relationships (d)	<u>6,191,500</u>	<u>6,226,500</u>	<u>6,220,200</u>	<u>6,310,100</u>
Average monthly revenue per analog video customer (e)	\$ 73.94	\$ 70.75	\$ 70.50	\$ 67.02
Bundled customers (f)	1,783,400	1,743,800	1,659,700	1,544,600
Revenue Generating Units:				
Analog video customers (b) (c)	5,943,100	5,984,800	5,991,500	6,133,200
Digital video customers (g)	2,685,600	2,694,600	2,674,700	2,650,200
Residential high-speed Internet customers (h)	2,022,200	1,978,400	1,884,400	1,711,400
Telephone customers (i)	67,800	55,300	45,400	31,200
Total revenue generating units (j)	<u>10,718,700</u>	<u>10,713,100</u>	<u>10,596,000</u>	<u>10,526,000</u>
Video Cable Services:				
Analog Video:				
Estimated homes passed (k)	12,287,500	12,214,900	12,085,900	11,979,300
Analog video customers (b)(c)	5,943,100	5,984,800	5,991,500	6,133,200
Estimated penetration of analog video homes passed (b) (c) (k) (l)	48%	49%	50%	51%
Average monthly analog revenue per analog video customer (m)	\$ 38.51	\$ 37.80	\$ 37.52	\$ 37.27
Analog video customers quarterly net loss (b) (c) (n)	(41,700)	(6,700)	(83,100)	(58,800)
Digital Video:				
Estimated digital video homes passed (k)	12,156,300	12,104,600	12,000,500	11,851,600
Digital video customers (g)	2,685,600	2,694,600	2,674,700	2,650,200
Estimated penetration of digital homes passed (g) (k) (l)	22%	22%	22%	22%
Digital penetration of analog video customers (b) (c) (g) (o)	45%	45%	45%	43%
Digital set-top terminals deployed	3,836,600	3,829,200	3,791,600	3,751,900
Average incremental monthly digital revenue per digital video customer (m)	\$ 25.65	\$ 24.58	\$ 23.99	\$ 23.87
Digital video customers quarterly net gain (loss) (g) (n)	(9,000)	19,900	(14,200)	(7,200)
Non-Video Cable Services:				
High-Speed Internet Services:				
Estimated high-speed Internet homes passed (k)	10,984,100	10,944,700	10,682,800	10,475,100
Residential high-speed Internet customers (h)	2,022,200	1,978,400	1,884,400	1,711,400
Estimated penetration of high-speed Internet homes passed (h) (k) (l)	18%	18%	18%	16%
Average monthly high-speed Internet revenue per high-speed Internet customer (m)	\$ 37.66	\$ 37.11	\$ 36.53	\$ 35.87
Residential high-speed Internet customers quarterly net gain (h) (n)	43,800	94,000	64,500	58,400
Telephone Services:				
Telephone customers (i)	67,800	55,300	45,400	31,200
Average monthly telephone revenue per telephone customer (m)	\$ 41.26	\$ 41.34	\$ 41.95	\$ 44.85
Telephone customers quarterly net gain (i) (n)	12,500	9,900	5,200	4,900

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 (such as our employees). At June 30, 2005, March 31, 2005, December 31, 2004 and June 30, 2004, "customers" include approximately 45,100, 43,100, 44,700 and 58,700 persons whose accounts were over 60 days past due in payment, approximately 8,200, 7,000, 5,200 and 6,300 persons whose accounts were over 90 days past due in payment and approximately 4,500, 3,600, 2,300 and 2,000 of which were over 120 days past due in payment, respectively.
- (b) "Analog video customers" include all customers who receive video services (including those who also purchase high-speed Internet and telephone services) but excludes approximately 248,400, 241,700, 228,700 and 176,900 customer relationships at June 30, 2005, March 31, 2005, December 31, 2004 and June 30, 2004, respectively, who receive high-speed Internet service only or telephone service only and who are only counted as high-speed Internet customers or telephone customers, and therefore are shown as "non-video" customers.
- (c) Included within "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 analog video customers is consistent with the methodology used in determining costs paid to programmers and has been consistently applied year over year. As we increase our effective analog 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) "Average monthly revenue per analog video customer" is calculated as total quarterly revenue divided by three divided by average analog video customers during the respective quarter.
- (f) "Bundled customers" include customers receiving a combination of at least two different types of service, including Charter's video service, high-speed Internet service or telephone. "Bundled customers" do not include customers who only subscribe to video service.
- (g) "Digital video customers" include all households that have one or more digital set-top terminals. Included in "digital video customers" on June 30, 2005, March 31, 2005, December 31, 2004 and June 30, 2004 are approximately 9,700, 10,000, 10,100 and 11,400 customers, respectively, that receive digital video service directly through satellite transmission.
- (h) "High-speed Internet customers" represent those customers who subscribe to our high-speed Internet service. At June 30, 2005, March 31, 2005, December 31, 2004 and June 30, 2004, approximately 1,787,600, 1,749,000, 1,667,000 and 1,543,000 of these high-speed Internet customers, respectively, receive video services from us and are included within our video statistics above.
- (i) "Telephone customers" include all households who subscribe to our telephone service.
- (j) "Revenue generating units" represent the sum total of all primary analog 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 analog 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 that have been adopted by eleven publicly traded cable operators, including Charter.
- (k) "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.
- (l) Penetration represents customers as a percentage of homes passed for the service indicated.
- (m) "Average monthly revenue" represents quarterly revenue for the service indicated divided by three divided by the average number of customers for the service indicated during the respective quarter.
- (n) "Quarterly net gain (loss)" represents the net gain or loss in the respective quarter for the service indicated.
- (o) Represents the number of digital video customers as a percentage of analog video customers.

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

	Three Months Ended June 30,		Six Months Ended June 30,	
	2005	2004	2005	2004
	Actual	Actual	Actual	Actual
Adjusted EBITDA (a)	\$ 498	\$ 480	\$ 973	\$ 943
Less: Purchases of property, plant and equipment	(331)	(200)	(542)	(390)
Un-levered free cash flow	167	280	431	553
Less: Interest on cash pay obligations (b)	(386)	(340)	(757)	(640)
Free cash flow	(219)	(60)	(326)	(87)
Purchases of property, plant and equipment	331	200	542	390
Special charges, net	-	(2)	(4)	(12)
Other, net	(3)	(5)	(9)	(9)
Change in operating assets and liabilities	(81)	(80)	(22)	(114)
Net cash flows from operating activities	<u>\$ 28</u>	<u>\$ 53</u>	<u>\$ 181</u>	<u>\$ 168</u>

	Six Months Ended June 30,	
	2005	2004
	Actual	Pro Forma
Adjusted EBITDA (a)	\$ 973	\$ 930
Less: Purchases of property, plant and equipment	(542)	(388)
Un-levered free cash flow	431	542
Less: Interest on cash pay obligations (b)	(757)	(636)
Free cash flow	(326)	(94)
Purchases of property, plant and equipment	542	388
Special charges, net	(4)	(12)
Other, net	(9)	(14)
Change in operating assets and liabilities	(22)	(103)
Net cash flows from operating activities	<u>\$ 181</u>	<u>\$ 165</u>

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

(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.

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

Pro forma results reflect the sales of systems to Atlantic Broadband Finance, LLC in March and April 2004, as if it occurred as of January 1, 2004.

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

	<u>Three Months Ended June 30,</u>		<u>Six Months Ended June 30,</u>	
	<u>2005</u>	<u>2004</u>	<u>2005</u>	<u>2004</u>
Customer premise equipment (a)	\$ 142	\$ 112	228	\$ 226
Scalable infrastructure (b)	47	14	89	33
Line extensions (c)	48	30	77	53
Upgrade/Rebuild (d)	12	5	22	16
Support capital (e)	<u>82</u>	<u>39</u>	<u>126</u>	<u>62</u>
Total capital expenditures (f)	<u>\$ 331</u>	<u>\$ 200</u>	<u>542</u>	<u>\$ 390</u>

(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 51 and customer premise equipment (e.g., set-top terminals 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).

(f) Represents all capital expenditures made during the three and six months ended June 30, 2005 and 2004, respectively.