

Charter Communications, Inc.

Unaudited Consolidated Statement of Operations

(Dollars in thousands, except per share data)

	Three Months Ended March 31,		
	Actual 2001	Actual 2000	Pro Forma 2000 (a)
Revenues:			
Analog video	\$ 649,355	\$ 587,551	\$ 622,501
Digital video	55,047	9,196	9,950
Cable modem	25,166	9,712	13,797
Advertising sales	55,641	33,278	35,622
Other	88,588	81,867	81,719
Total revenues	873,797	721,604	763,589
Operating Expenses:			
General, administrative and service	189,503	168,074	175,282
Analog video programming	210,374	164,825	175,748
Digital video	20,609	4,189	4,311
Cable modem	17,646	8,760	12,464
Advertising sales	15,265	12,277	14,834
Marketing	16,623	11,693	12,297
Other	2,127	1,951	1,951
Corporate expenses	13,721	12,508	13,028
Total operating expenses	485,868	384,277	409,915
Operating cash flow	387,929	337,327	353,674
Depreciation	366,941	252,876	275,616
Amortization	328,954	293,224	302,716
Option compensation expense	6,038	15,500	15,500
Interest, net	310,740	225,479	261,786
Other, net	59,917 (b)	(132)	(81)
	(684,661)	(449,620)	(501,863)
Minority interest	403,962	268,906	289,979
Net loss	\$ (280,699)	\$ (180,714)	\$ (211,884)
Basic and diluted loss per share	\$ (1.20)	\$ (0.81)	\$ (0.91)
Weighted average common shares outstanding	233,777,675	221,917,083	232,584,043

(a) The pro forma results reflect all acquisitions and dispositions of cable systems closed during 2000 and borrowings under the Charter Holdings senior bridge loan facility, issuance of senior convertible notes, issuance of the January 2001 Charter Holdings notes and application of the proceeds from all such borrowings to repay portions of other notes and credit facilities.

(b) Includes a \$23.9 million cumulative effect of a change in accounting principle and current period expense of \$21.8 million, both as a result of the implementation of SFAS 133 "Accounting for Derivative Instruments and Hedging Activities".

Charter Communications, Inc.

Unaudited Summary of Operating Statistics

<u>Cable Television</u>	<i>Actual</i>	<i>Pro Forma</i>	<i>Pro Forma</i>
	March 31, 2001	December 31, 2000 (a)	March 31, 2000 (a)
Homes Passed	10,258,300	10,219,300	10,007,100
Basic Customers	6,349,800	6,346,200	6,224,700
Basic Penetration	61.9%	62.1%	62.2%
Premium Units	5,199,700	4,936,800	3,118,000
Premium Penetration	81.9%	77.8%	50.1%
Average Monthly Revenue per Basic Customer (quarter)	\$ 45.87	\$ 46.95	\$ 40.89
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<u>Digital Video</u>	<i>Actual</i>	<i>Pro Forma</i>	<i>Pro Forma</i>
	March 31, 2001	December 31, 2000 (a)	March 31, 2000 (a)
Digital Homes Passed	8,811,900	8,787,500	4,808,300
Customers	1,343,700	1,068,900	224,700
Penetration	15.2%	12.2%	4.7%
Digital Converters Deployed	1,697,000	1,336,600	266,500
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<u>Data Services</u>	<i>Actual</i>	<i>Pro Forma</i>	<i>Pro Forma</i>
	March 31, 2001	December 31, 2000 (a)	March 31, 2000 (a)
Data Homes Passed	5,688,800	5,550,800	5,081,300
Customers	343,300	252,400	122,900
Penetration	6.0%	4.5%	2.4%
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<u>Other Statistics</u>	<i>Actual</i>		
	March 31, 2001		
<i>For the quarter ended</i>			
Capital Expenditures (in 000's)	\$ 524,500		
<i>As of</i>			
Book Value per Share	\$ 12.20		

(a) The pro forma statistics reflect all acquisitions and dispositions of cable systems closed during 2000 as of the periods indicated.

Charter Communications, Inc.
Unaudited Consolidated Balance Sheet Data
(Dollars in thousands)

	<i>Actual</i> <u>March 31, 2001</u>	<i>Actual</i> <u>December 31, 2000</u>
ASSETS		
Current Assets:		
Cash and cash equivalents	\$ 19,421	\$ 130,702
Accounts receivable, net of allowance for doubtful accounts	193,811	217,667
Receivable from related party	4,592	6,480
Prepaid expenses and other	92,656	77,719
Total current assets	310,480	432,568
Investment in Cable Properties:		
Property, plant and equipment, net	5,500,886	5,267,519
Franchises, net	16,753,694	17,068,702
Total investment in cable properties	22,254,580	22,336,221
Other assets	293,664	274,777
	\$ 22,858,724	\$ 23,043,566
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current Liabilities:		
Accounts payable and accrued expenses	\$ 1,169,766	\$ 1,367,234
Total current liabilities	1,169,766	1,367,234
Long-term debt	13,707,347	13,060,455
Deferred management fees - related party	13,751	13,751
Other long-term liabilities	331,857	285,266
Minority interest	4,783,692	4,089,329
Redeemable securities	-	1,104,327
Shareholders' equity	2,852,311	3,123,204
	\$ 22,858,724	\$ 23,043,566