

Charter Communications Inc Long Term Debt
As of 09/30/2008
Pro Forma for CCH Tender^(a)

Issuer/ Debt Instrument (\$ in millions)	Rate	Maturity Date	Face Amount	Accreted Value	Issue Date	Cusip	Rating Moody's/S&P/Fitch
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Corporate Credit Rating

Caa1/B-/CCC

Charter Communications, Inc. (CCI)

Convertible Senior Notes	5.875%	2009	\$ 3	\$ 3	November 2004	16117MAE7	Ca/CCC/CCC
Convertible Senior Notes	6.500%	2027 ^(b)	\$ 479	\$ 367	October 2007	16117MAF4	Ca/CCC/CCC

CCHC, LLC (CCHC)

Exch. Accreting Sub Note	14.000%	2020	\$ 72	\$ 72	October 2005	Private	na
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Charter Communications Holdings, LLC (Charter Holdings)

Senior Discount Notes	9.920%	2011	\$ 51	\$ 51	March 1999	16117PAF7	Ca/CCC/CCC
Senior Notes	10.000%	2009	53	53	January 2000	16117PAK6	Ca/CCC/CCC
Senior Notes	10.250%	2010	1	1	January 2000	16117PAL4	Ca/CCC/CCC
Senior Discount Notes	11.750%	2010	1	1	January 2000	16117PAM2	Ca/CCC/CCC
Senior Notes	10.750%	2009	4	4	January 2001	16117PAT7	Ca/CCC/CCC
Senior Notes	11.125%	2011	47	47	January 2001	16117PAV2	Ca/CCC/CCC
Senior Discount Notes	13.500%	2011	60	60	January 2001	16117PAW0	Ca/CCC/CCC
Senior Notes	9.625%	2009	26	26	May 2001 ^(c)	16117PAZ3	Ca/CCC/CCC
Senior Notes	10.000%	2011	69	69	May 2001 ^(c)	16117PBB5	Ca/CCC/CCC
Senior Discount Notes	11.750%	2011	54	54	May 2001	16117PBD1	Ca/CCC/CCC
Senior Discount Notes	12.125%	2012	75	75	January 2002	16117PBH2	Ca/CCC/CCC

Total Charter Holdings Debt Outstanding ^(e)	\$ 441	\$ 441
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CCH I Holdings, LLC (CIH)

Senior Notes	11.125%	2014	\$ 151	\$ 151	September 2005	12501BAN4	Caa3/CCC/CCC
Senior Discount Notes	9.920%	2014	471	471	September 2005	12501BAP9	Caa3/CCC/CCC
Senior Notes	10.000%	2014	299	299	September 2005	12501BAQ7	Caa3/CCC/CCC
Senior Discount Notes	11.750%	2014	815	815	September 2005	12501BAR5	Caa3/CCC/CCC
Senior Discount Notes	13.500%	2014	581	581	September 2005	12501BAS3	Caa3/CCC/CCC
Senior Discount Notes	12.125%	2015	217	217	September 2005	12501BAT1	Caa3/CCC/CCC

Total CIH Debt Outstanding	\$ 2,534	\$ 2,534
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CCH I, LLC (CCH I)

Senior Notes	11.000%	2015	\$ 3,525	\$ 3,603	September 2005	12502BAC7	Caa3/CCC/CCC
Senior Notes	11.000%	2015	462	472	September 2006	12502BAD5	Caa3/CCC/CCC

Total CCH I Debt Outstanding	\$ 3,987	\$ 4,075
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CCH II, LLC (CCH II)

Senior Notes	10.250%	2010	\$ 1,499	\$ 1,500	September 2003	12502CAD3	Caa2/CCC/CCC
Senior Notes	10.250%	2010	361	357	January 2006	12502CAM3	Caa2/CCC/CCC
Senior Notes	10.250%	2013	250	260	September 2006	12502CAQ4	Caa2/CCC/CCC
Senior Notes	10.250%	2013	364	337	July 2008	12502CAR2	Caa2/CCC/CCC

Total CCH II, LLC Debt Outstanding	\$ 2,474	\$ 2,454
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CCO Holdings, LLC (CCO Holdings)

Senior Notes	8.750%	2013	\$ 800	\$ 796	November 2003 ^(d)	1248EPAC7	Caa1/CCC/CCC
Third Lien Term Loan	Floating	2014	350	350	March 2007		B3/CCC+/B

Total CCO Holdings Debt Outstanding	\$ 1,150	\$ 1,146
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Charter Communications Operating, LLC (Charter Operating)

Credit Facilities	Floating	2013/2014	\$ 7,513	\$ 7,513	March 2007		B1/B+/B
Senior Second Lien Notes	8.000%	2012	1,100	1,100	April 2004	161175AA2	B3/B-/B
Senior Second Lien Notes	8.375%	2014	770	770	April 2004	161175AD6	B3/B-/B
Senior Second Lien Notes	10.875%	2014	546	526	March 2008	161175AG9	B3/B-/B

Total Charter Operating Debt Outstanding	\$ 9,929	\$ 9,909
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Total Long-Term Debt Outstanding	\$ 21,069	\$ 21,001
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(a) In October 2008, Charter Holdco repurchased \$102 million of Charter Holdings 2009 and 2010 bonds for approximately \$99 million in cash. These bonds continue to be held at Charter Holdco.

(b) Subject to early redemption in 2012 at the election of the holders.

(c) Includes the January 2002 additional bond issue.

(d) Includes the 2005 additional bond issue.

(e) Net of \$137 million of bonds held at Charter HoldCo