



**Edgar Filing: BARFORD DAVID G - Form 4**

Executive Vice President and Chief Operating Officer

7. Individual or Joint/Group Filing (Check applicable line)

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

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TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF,  
OR BENEFICIALLY OWNED

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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)	
		Code	V	Amount	(A) or (D)
Class A Common Stock	6/20/02	P		1,500	A 5.07

(1) Total number of Class A Common Stock beneficially owned at the end of the month includes 37,500 shares restricted stock 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 reporting person continuous employment with Charter Communications, Inc.

(2) Barford Family Trust.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. (Over)

\* If the Form is filed by more than one Reporting Person, see

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Instruction 4(b)(v).

FORM 4 (CONTINUED)

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED  
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

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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	8. Pr of De at Se it (I 5)
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\*\* 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 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.

/s/ David G. Barford July 3, 2002  
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David G. Barford  
\*\*Signature of Reporting Person