

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-09** | Period of Report: **2013-01-08**
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REPORTING OWNER

CHANG DAVID C

CIK: **1188184**

Type: **4** | Act: **34** | File No.: **001-33335** | Film No.: **13521215**

Mailing Address
C/O TIME WARNER CABLE
INC.
60 COLUMBUS CIRCLE,
16TH FLOOR
NEW YORK NY 10023

ISSUER

TIME WARNER CABLE INC.

CIK: **1377013** | IRS No.: **841496755** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **4841** Cable & other pay television services

Mailing Address
60 COLUMBUS CIRCLE,
16TH FLOOR
NEW YORK NY 10023

Business Address
60 COLUMBUS CIRCLE,
17TH FLOOR
NEW YORK NY 10023
212-364-8200

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person CHANG DAVID C			2. Issuer Name and Ticker or Trading Symbol TIME WARNER CABLE INC. [TWC]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/08/2013				
C/O TIME WARNER CABLE INC., 60 COLUMBUS CIRCLE							
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
NEW YORK, NY 10023							
(City)	(State)	(Zip)					

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Director Deferred Stock Unit	(1)	01/08/2013		A		435		(2)	(2)	Common Stock, par value \$.01 per share	435	\$ 0	6,832.362	D	

Explanation of Responses:

1. The deferred stock units were acquired by the reporting person pursuant to the terms of the issuer's Deferred Stock Unit Program for Non-Employee Directors under which directors may elect to defer all or a portion of their cash retainer and committee fees. Each deferred stock unit represents a right to receive one share of Common Stock of the issuer. Fractional interests will be paid in cash upon vesting.
2. Shares of Common Stock underlying these DSUs will become issuable to the Reporting Person upon the earlier of five years after the award date of the underlying DSU or the termination of the Reporting Person's service as a director.

Signatures

Susan A. Waxenberg, Attorney in Fact

** Signature of Reporting Person

01/09/2013

Date

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

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.