

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * Soroban Opportunities Master Fund LP (Last) (First) (Middle) WALKERS CORPORATE LIMITED, 27 HOSPITAL ROAD (Street) GEORGETOWN, GRAND CAYMAN, E9 KY1-9008 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Altice USA, Inc. [ATUS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director <input checked="" type="checkbox"/> 10% Owner ____ Officer (give title below) ____ Other (specify below)
	3. Date of Earliest Transaction (MM/DD/YYYY) 5/21/2021	
4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line) ____ Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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	Amount or Number of Shares		
European-style cash-settled call options	\$35.00	5/21/2021	5/21/2021	J	(2)		0	(2)	5/21/2021	5/21/2021	Class A-Common Stock, par-value \$0.01 per share	\$29165500	(2)	\$35.00	0	(2)	D	(1)(2)(3)

Explanation of Responses:

- The reported call options were held in the account of Soroban Opportunities Master Fund LP. Soroban Capital GP LLC may be deemed to have beneficially owned the reported call options by virtue of its role as general partner of Soroban Opportunities Master Fund LP. Soroban Capital Partners LP may be deemed to have beneficially owned the reported call options by virtue of its role as investment manager of Soroban Opportunities Master Fund LP. Soroban Capital Partners GP LLC may be deemed to have beneficially owned the reported call options by virtue of its role as general partner of Soroban Capital Partners LP. Eric W. Mandelblatt may be deemed to have beneficially owned the reported call options by virtue of his role as Managing Partner of Soroban Capital Partners GP LLC.
- Soroban Opportunities Master Fund LP exercised European-style cash-settled call options referencing an aggregate of 833,300 shares of Class A Common Stock, par value \$0.01 per share with a strike price of \$35.00 per share that settled May 21, 2021. The call options settled for cash and did not give Soroban Opportunities Master Fund LP direct or indirect voting, investment or dispositive control over any securities of Altice USA, Inc. and did not permit Soroban Opportunities Master Fund LP to exercise such cash-settled call options and receive shares of Altice USA, Inc.
- Each of Soroban Capital GP LLC, Soroban Capital Partners LP, Soroban Capital Partners GP LLC and Eric W. Mandelblatt disclaim beneficial ownership of the reported call options except to the extent of his or its pecuniary interest.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Soroban Opportunities Master Fund LP WALKERS CORPORATE LIMITED 27 HOSPITAL ROAD GEORGETOWN, GRAND CAYMAN, E9 KY1-9008		X		
Soroban Capital GP LLC				

55 W 46TH STREET 32ND FLOOR NEW YORK, NY 10036		X		
Soroban Capital Partners LP 55 WEST 46TH STREET 32ND FLOOR NEW YORK, NY 10036		X		
Soroban Capital Partners GP LLC 55 W 46TH STREET 32ND FLOOR NEW YORK, NY 10036		X		
MANDELBLATT ERIC C/O SOROBAN CAPITAL PARTNERS LP 55 WEST 46TH STREET, 32ND FLOOR NEW YORK, NY 10036		X		

Signatures

SOROBAN OPPORTUNITIES MASTER FUND L.P., By: Soroban Capital GP LLC, its general partner, By: /s/ Eric W. Mandelblatt, Managing Partner

5/25/2021

--Signature of Reporting Person

Date

SOROBAN CAPITAL GP LLC, By: /s/ Eric W. Mandelblatt, Managing Partner

5/25/2021

--Signature of Reporting Person

Date

SOROBAN CAPITAL PARTNERS LP, By: Soroban Capital Partners GP LLC, its general partner, by: /s/ Eric W. Mandelblatt, Managing Partner

5/25/2021

--Signature of Reporting Person

Date

SOROBAN CAPITAL PARTNERS GP LLC, By: /s/ Eric W. Mandelblatt, Managing Partner

5/25/2021

--Signature of Reporting Person

Date

ERIC W. MANDELBLATT, /s/ Eric W. Mandelblatt

5/25/2021

--Signature of Reporting Person

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 control number.