

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

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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 *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Next Alt S.a.r.l.			Altice USA, Inc. [ATUS]			<input checked="" type="checkbox"/> Director <input checked="" 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 (MM/DD/YYYY)					
5, RUE EUGENE RUPPERT			12/6/2019					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
GRAND DUCHY OF LUXEMBOURG, N4 L-2453						<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

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			
Class A common stock	12/6/2019		C		1806232	A	(1)(2)	13903798	I	CVC 3 B.V. (1)(4)(5)(6)
Class A common stock	12/6/2019		C		4281205	A	(1)(2)	18185003	I	CVC 3 B.V. (1)(4)(5)(6)
Class A common stock	12/7/2019		A		6290292	A	(1)(3)	24475295	I	CVC 3 B.V. (1)(4)(5)(6)
Class A common stock								47369305	D	
Class A common stock								7894688	I	UpperNext S.C.S.p (4)(5)(6)
Class A common stock								1000	I	A4 S.A. (4)(5)(6)

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

1. Title of Derivate 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				
Class C Unit	(1)(2)	12/6/2019		C		1806232		(1)(2)	(1)(2)	Class A common stock	1806232	\$0	0	I	CVC 3 B.V. (1)(4)(5)(6)
Class A Unit	(1)(2)	12/6/2019		C		4281205		(1)(2)	(1)(2)	Class A common stock	4281205	\$0	6290292	I	CVC 3 B.V. (1)(4)(5)(6)
Class A Unit	(1)(3)	12/7/2019		D		6290292		(1)(3)	(1)(3)	Class A common stock	6290292	\$0	0	I	CVC 3 B.V. (1)(4)(5)(6)

Explanation of Responses:

- (1) CVC 3 B.V. ("CVC 3") holds partnership interests in Neptune Holding US Limited Partnership (the "Partnership") that consist of Class A Units and Class C Units, which in each case represent a contingent right to receive shares of Class A common stock of the Issuer in the discretion of Neptune Holding US GP LLC, which is controlled by the Issuer (together, the "Partnership Rights"). CVC 3 may, in its discretion, redeem the Class A Units at any time. The Issuer may cause the Partnership to, in its discretion, redeem the Class C Units at any time.
- (2) On December 6, 2019, Neptune Holding US GP LLC caused the Partnership to redeem the Class C Units, which were converted by their terms into Class A common stock of the Issuer, as reported on this Form 4 (the "Redemption"). As a result of the Redemption, Class A Units attributable to redeemed Class C Units were converted by their terms into Class A common stock of the Issuer.
- (3) On December 7, 2019, CVC 3 agreed in lieu of redeeming the Class A Units to enter into an Assignment and Assumption Agreement with the Issuer, as approved by the Board of the Issuer, whereby CVC3 assigned all of its remaining Partnership Rights to the Issuer in exchange for Class A common stock of the Issuer, as reported on this Form 4 (the "Assignment"). The Assignment was exempt from the provisions of Section 16(b) of the Securities Exchange Act

of 1934, as amended, pursuant to Rule 16b-3(d) and 16b-3(e) thereunder.

- (4) Next Alt S.a r.l. ("Next Alt") is a personal holding company of Mr. Drahi, who is its controlling shareholder. As of the date of this report, Next Alt directly and indirectly owns 77.58% of the share capital and voting rights of Altice Europe N.V. Altice Europe N.V. maintains a one-tier board of four executive board members, one of whom is Mr. Drahi, and four non-executive board members. The executive board members are appointed by shareholders at the general meeting at the binding nomination of Next Alt. CVC 3 is wholly owned by Altice Europe N.V. Mr. Drahi, Next Alt and Altice Europe N.V. may each be deemed to beneficially own the shares of the Issuer owned by CVC 3.
- (5) Mr. Drahi is the sole controlling shareholder of Uppernext S.C.S.p ("Uppernext"). As such, Mr. Drahi may be deemed to beneficially own shares of the Issuer held by Uppernext. A4 S.A., which is controlled by the family of Mr. Drahi, is an executive board member of Altice Europe N.V. Mr. Drahi is a director of the Issuer and Next Alt and A4 S.A. are parties to a stockholders agreement with the Issuer pursuant to which they have certain rights to appoint directors of the Issuer.
- (6) Each Reporting Person disclaims beneficial ownership of all interests reported on this Form 4 except to the extent of such Reporting Person's pecuniary interests.

Remarks:
Exhibit 24 - Power of Attorney

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Next Alt S.a.r.l. 5, RUE EUGENE RUPPERT GRAND DUCHY OF LUXEMBOURG, N4 L-2453	X	X		
Drahi Patrick 5, RUE EUGENE RUPPERT GRAND DUCHY OF LUXEMBOURG, N4 L-2453	X	X		
A4 S.A. 5, RUE EUGENE RUPPERT GRAND DUCHY OF LUXEMBOURG, N4 L-2453	X			

Signatures

/s/ Michael Olsen, Attorney-in-Fact for Next Alt S.a.r.l.	12/10/2019
**Signature of Reporting Person	Date
/s/ Michael Olsen, Attorney-in-Fact for Patrick Drahi	12/10/2019
**Signature of Reporting Person	Date
/s/ Michael Olsen, Attorney-in-Fact for A4 S.A.	12/10/2019
**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.

POWER OF ATTORNEY

Know all by these presents that the undersigned hereby constitutes and appoints MICHAEL OLSEN and COLLEEN SCHMIDT, the undersigned's true and lawful attorney-in-fact, to:

1. execute for and on behalf of the undersigned, in the undersigned's capacity as an officer or director or both of Altice USA, Inc. (the "**Company**"), Forms 3, 4 and 5 (and any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "**Exchange Act**"), and the rules thereunder;
2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendments thereto, and timely file such form with the U.S. Securities and Exchange Commission (the "**SEC**"), including without limitation the execution and filing of a Form ID or any other documents necessary or appropriate to enable the undersigned to file the Forms 3, 4 and 5 electronically with the SEC; and
3. take any other action in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by or for, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such information and disclosure as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever required, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request and on the behalf of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with, or any liability for the failure to comply with, any provision of Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until June 1, 2020, unless earlier revoked by the undersigned in a signed writing delivered to each of the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney as of this 5th day of December 2019.

Signed and Acknowledged:

Next Alt S.a.r.l.

/s/ Jean-Luc Berrebi and Laurent Godineau

Name: Jean-Luc BERREBI and Laurent GODINEAU

Title: Manager A and Manager B

POWER OF ATTORNEY

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2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendments thereto, and timely file such form with the U.S. Securities and Exchange Commission (the "**SEC**"), including without limitation the execution and filing of a Form ID or any other documents necessary or appropriate to enable the undersigned to file the Forms 3, 4 and 5 electronically with the SEC; and
3. take any other action in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by or for, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such information and disclosure as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever required, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

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IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney as of this 5th day of December 2019.

Signed and Acknowledged:

/s/ Patrick Drahi
Patrick Drahi

POWER OF ATTORNEY

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IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney as of this 5th day of December 2019.

Signed and Acknowledged:

A4 S.A.

/s/ Jean-Luc Berrebi and Laurent Godineau

Name: Jean-Luc BERREBI and Laurent GODINEAU

Title: directors
