

[] 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. I	2. Issuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
Grau Micha	ael			Al	tice	e USA,	Inc	c. [ A	TUS	<b>S</b> ]					11	,	100	0	
(Las	t) (Fir	st) (Mic	idle)	3. I	3. Date of Earliest Transaction (MM/DD/YYYY)								Director10% Owner  X Officer (give title below) Other (specify below)				helow)		
1 COURT SQUARE WEST					6/15/2022									Chief Financial Officer					
	(St	reet)		4. I	f Ar	nendmer	nt, D	Oate O	rigina	al Fil	ed (MM/	DD,	YYYY	) 6.	. Individual o	or Joint/G	roup Filing	(Check App	licable Line)
LONG ISLAND CITY, NY 11101												_2	X _ Form filed by One Reporting Person Form filed by More than One Reporting Person						
(	City) (S	tate) (Zip	)												_ roim med by	More man	one Reporting i	erson	
			Table I -	Non-Der	ivat	ive Secu	ıriti	es Ac	quire	d, Di	sposed	of,	or Be	nefi	cially Owne	d			
1. Title of Security (Instr. 3)		Trans. Date	2A. Deemed Execution Date, if any			rans. Co tr. 8)		4. Securities Acqu or Disposed of (D) (Instr. 3, 4 and 5)		(D)	(D) Fo		Following Reported Transaction(s)  Instr. 3 and 4)  Ownership Form: Direct (D)  Ownership of Ind Benef Owner		Beneficial Ownership				
							C	Code	V	Amou	ınt (A)		Price					or Indirect (I) (Instr. 4)	(Instr. 4)
Class A common s	tock		6/	/15/2022 (1)				A		30893	35 A	<b>L</b>	(2)		4	142787		D	
	Ta	ble II - Deri	ivative S	ecurities l	Ben	eficially	Ow	ned (	e.g., p	puts,	calls, v	var	rants,	opt	ions, conver	tible secu	ırities)		
(Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deeme Execution Date, if any	ed 4. Trans. Code y (Instr. 8)	Derivativ		re Securities (A) or of (D)		6. Date Ex- Expiration		n Date		7. Title and Securities Derivative (Instr. 3 ar		derlying curity	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following	10. Ownership Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security			Code	v	(A)		(D)	Date Exerci		Expiration Date	n ,	Title		Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect	
Stock Option (right to buy)	\$15.78	6/15/2022 (1)		A		797872	2		(3	0	12/29/203	31	Class comm	on	797872	\$0	797872	D	

## **Explanation of Responses:**

- (1) This grant was approved by a committee of the board of directors of the Issuer on December 23, 2021, subject to stockholder approval of an amendment to the Amended and Restated Altice USA 2017 Long Term Incentive Plan (the "Plan") under which the grant was made. The Issuer's stockholders approved the amendment to the Plan on June 15, 2022.
- (2) Represents restricted share units granted pursuant to the Plan. Each restricted share unit represents a contingent right to receive one share of the Issuer's Class A common stock. The restricted share units vest in equal installments on each of December 29, 2022, 2023 and 2024.
- (3) Represents stock options granted pursuant to the Plan. The stock options vest in equal installments on each of December 29, 2022, 2023 and 2024.

Reporting Owners

reporting Owners									
Reporting Owner Name / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Grau Michael									
1 COURT SQUARE WEST			Chief Financial Officer						
LONG ISLAND CITY, NY 11101									

## **Signatures**

/s/ Michael Grau 6/15/2022

\*\*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 unles number.	ss the form displays a currently valid OMB control