FC	RM	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 OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

SEC 1474 (9-02)

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										
1. Name and Address of Reporting Perso Next Alt S.a.r.l.	2. Issuer Name a Altice USA, In			iding Syml	ool	(Check all applicable) X_ DirectorX_ 10% Owner				
(Last) (First) 5 RUE EUGENE RUPPERT	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/13/2018				Officer (give title below)	Other (specify	v below)		
(Street) GRAND DUCHY OF LUXEME 2453	4. If Amendment,	Date Origin	nal Fi	led(Month/D	ay/Year)	6. Individual or Joint/Group Filing Form filed by One Reporting Person X_Form filed by More than One Reporting		ble Line)		
(City) (State)	(Zip)		Гable I - N	on-D	erivative	Securiti	ies Acq	uired, Disposed of, or Beneficially	Owned	
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		on Date, if Code (A (Instr. 8) (I		(A) or Di	or Disposed of (D) tr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		Beneficial
		(Month/Day/Year)	Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)	Direct (D) Own or Indirect (Instr (I) (Instr. 4)	Ownership (Instr. 4)
Class A common stock	02/13/2018		Х		2,295 (<u>1</u>)	D	<u>(2)</u>	46,174,784	I	Neptune Holding US LP ⁽³⁾ (4)
Class A common stock								5,273,297	Ι	CVC 3 B.V. ⁽³⁾ ⁽⁴⁾
Class A common stock								7,526,349	Ι	UpperNext S.C.S.p (4) (5)
Class A common stock								1,000	Ι	A4 S.A. (4) (6)

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

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

	(<i>e.g.</i> , puts, calls, warrants, options, convertible securities)														
1. Title of Derivative	2. Conversion	3. Transaction	3A. Deemed Execution Date, if	4. Transact				6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying		8. Price of Derivative		10. Ownership	11. Nature of Indirect
		(Month/Day/Year)		Code											Beneficial
-	Price of		(Month/Day/Year)	(Instr. 8))	Secu	irities			(Instr. 3 and	14)	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative						uired								(Instr. 4)
	Security					(A) Disr	or oosed							Direct (D) or Indirect	
						of (I							Transaction(s)		
							tr. 3, 4,						· /	(Instr. 4)	
						and	5)								
											Amount				
								Date	Expiration	Title	or Number				
								Exercisable	Date	Title	of				
				Code	V	(A)	(D)				Shares				
Put	<u>(2)</u>	02/13/2018		х			2,295	<u>(2)</u>	<u>(2)</u>	Class A common	2,295	\$ 0	46,174,784	T	Neptune Holding
Right										stock					US LP (3) (4)

Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		

Next Alt S.a.r.l. 5 RUE EUGENE RUPPERT GRAND DUCHY OF LUXEMBOURG, N4 L-2453	Х	Х	
Drahi Patrick 5 RUE EUGENE RUPPERT GRAND DUCHY OF LUXEMBOURG, N4 L-2453	Х	Х	
Altice N.V. PRINS BERNHARDPLEIN 200 AMSTERDAM, P7 1097 JB	Х	Х	
A4 S.A. 5 RUE EUGENE RUPPERT GRAND DUCHY OF LUXEMBOURG, N4 L-2453	Х		
CVC 3 B.V. PRINS BERNHARDPLEIN 200 AMSTERDAM, P7 1097 JB	Х	Х	

Signatures

/s/ David Connolly, Attorney-in-Fact for Next Alt. S.a r.l.	02/15/2018
**Signature of Reporting Person	Date
/s/ David Connolly, Attorney-in-Fact for Patrick Drahi	 02/15/2018
Signature of Reporting Person	Date
/s/ David Connolly, Attorney-in-Fact for Altice N.V.	 02/15/2018
Signature of Reporting Person	Date
/s/ David Connolly, Attorney-in-Fact for A4 S.A.	02/15/2018
Signature of Reporting Person	Date
/s/ David Connolly, Attorney-in-Fact for CVC 3 B.V.	02/15/2018
Signature of Reporting Person	Date

Explanation of Responses:

- * 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).
- (1) Represents shares distributed to a former employee following settlement into Class A common stock of Class B-2 Units held by such person.
- (2) Neptune Holding US Limited Partnership ("Neptune Holding US LP") has an obligation to settle Class A Units and vested Class C and B-2 Units in either Class A common stock or a cash payment equivalent thereto.

As of the date of this report, CVC 3 B.V. ("CVC 3") holds more than 10% of the Class A common stock of the Issuer on an as converted basis. Altice N.V. owns an indirect controlling interest in CVC 3. Mr. Drahi, Next Alt S.a r.l. ("Next Alt") and Altice N.V. may each be deemed to beneficially own the shares of the Issuer owned by CVC 3. CVC 3 is

- (3) tohroning interest in CVC 5. With Drain, Next Art 5.a 1.1. (Next Art 5.a 1.1. (Nex
- (4) 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.
- (5) Patrick 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.
- Next Alt is a personal holding company of Mr. Drahi, who is its controlling shareholder. As of the date of this report, Next Alt is holder of 64.07% of the share capital and voting rights of Altice N.V. Altice N.V. maintains a one-tier board of three executive board members and three non-executive board members. The executive board members are appointed by shareholders at the general meeting at the binding nomination of Next Alt. A4 S.A., which is controlled by the family of Mr. Drahi, is an executive board member of Altice N.V.
- Altice N.V. and A4 S.A. are parties to a stockholders agreement with the Company pursuant to which they have certain rights to appoint directors of the Issuer.

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.