

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person Goei Dexter		2. Issuer Name and Ticker or Trading Symbol Altice USA, Inc. [ATUS]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle) 1 COURT SQUARE WEST		3. Date of Earliest Transaction (Month/Day/Year) 06/10/2020		Chief Executive Officer	
(Street) LONG ISLAND CITY, NY 11101		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	
(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			

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

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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 Underlying Securities (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				
Stock Option (right to buy)	\$ 28.36	06/10/2020 ⁽¹⁾		A		4,000,000		⁽²⁾	01/29/2030	Class A common stock	4,000,000	\$ 0	4,000,000	D	
Performance Stock Units	⁽³⁾	06/10/2020 ⁽¹⁾		A		346,240		⁽³⁾	⁽⁴⁾	Class A common stock	346,240	\$ 0	346,240	D	
Performance Stock Units	⁽⁵⁾	06/10/2020 ⁽¹⁾		A		843,733		⁽⁵⁾	⁽⁴⁾	Class A common stock	843,733	\$ 0	843,733	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Goei Dexter 1 COURT SQUARE WEST LONG ISLAND CITY, NY 11101	X		Chief Executive Officer	

Signatures

/s/ Dexter Goei	06/12/2020
<small>Signature of Reporting Person</small>	<small>Date</small>

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) The grant was approved by a committee of the board of directors of the Issuer in January 2020, subject to shareholder approval of the Amended and Restated Altice USA 2017 Long Term Incentive Plan (the "Plan") under which the grant was made. The Issuer's shareholders approved the Plan on June 10, 2020.

(2) These Options were granted under the Plan and are scheduled to vest 50% on December 27, 2021, 25% on December 27, 2022 and 25% on December 27, 2023.

- (3) Each performance stock unit ("PSU") represents a contingent right to receive one share of Class A common stock of the Issuer. The PSUs vest on the day following the date on which the 30-day volume weighted average market price of the Issuer's Class A common stock equals or exceeds \$50 per share.
- (4) The PSUs will be forfeited if the applicable performance measure is not achieved prior to January 29, 2024 (January 29, 2026 in the event of a recession or market disruption event prior to achievement of the performance measure) or if the Reporting Person does not continue to provide services to the Issuer through the achievement date of the applicable performance measure.
- (5) Each performance stock unit ("PSU") represents a contingent right to receive one share of Class A common stock of the Issuer. The PSUs vest on the day following the date on which the 30-day volume weighted average market price of the Issuer's Class A common stock equals or exceeds \$60 per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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