FORM 4

Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

(First) RE WEST (Street) CITY, NY 11101 (State)		06/15/2 4. If Am	2022	2				ay/Year)			X Officer (give				w)
CITY, NY 11101	(Zip) 2. Transaction Date		nendn	nent, Da	ite Orig	inal Fi	°1 1				X_ Officer (give title below) Other (specify below) Chief Financial Officer				
(State)	2. Transaction Date	T			4. If Amendment, Date Original Filed(Month/Day/Year)							6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person _Form filed by More than One Reporting Person			
	Date	T		Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned					i						
	(Wolfall Bay) Tear)	2A. Deemed Execution Date, i any (Month/Day/Yea		Date, if			4. Securities (A) or Dispo (Instr. 3, 4 ar		osed of	f(D) C	5. Amount of Securities Beneficial Owned Following Reported Transaction(s)		d 0	Ownership Form:	7. Nature of Indirect Beneficial
		(Monu	п/Дау	y/ Year)	Cod	le	V A	Amount	(A) or (D)	Price	Instr. 3 and 4)	or Ir (I)		r Indirect	Ownership (Instr. 4)
stock	06/15/2022(1)				A		3	08,935	A	<u>(2)</u> 4	42,787])	
3. Transaction Date	3A. Deemed	(e.g. , pt	uts, c	alls, wa 5. Numl	rrants. ber of	6. Da	ons, co ate Exe	nvertible ercisable a	securi	ties) 7. Title a	and Amount				11. Natu
on Date	3A. Deemed Execution Date, if any	(e.g., puts, calls, w 4. 5. Nur Transaction Deriva Code Securi (Instr. 8) Acqui or Dis (D) (Instr.		5. Numl Derivati Securiti	nber of 6. It ive Exp		otions, convertible securities. Date Exercisable and principle of xpiration Date of Month/Day/Year)		7. Title a of Under Securitie	and Amount dying	Derivative Security	Derivative Securities	Ownersh Form of	of Indir Benefic	
e	(or Dispo (D) (Instr. 3	osed of							(msu. 3)	Owned Following Reported Transaction(s)	Security Direct (1 or Indirects)	(Instr. 4)
		Code	V	(A)	(D)	Exer			ion	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)
06/15/2022(1)		A		797,87	72		<u>(3)</u>	12/29/	2031	commo	on 797,872	\$ 0	797,872	D	
,	3. Transaction Date (Month/Day/Year)	Table II 3. Transaction Date (Month/Day/Year) (Month/Day/Year)	Table II - Deriva (e.g., p as a separate line for each class of securities beneficia Table II - Deriva (e.g., p as a separate line for each class of securities beneficia Table II - Deriva (e.g., p as a separate line for each class of securities beneficia As a Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) Code (Instr. 8)	Table II - Derivative (e.g., puts, c) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) A Date (Month/Day/Year) (Month/Day/Year) Code (Instr. 8)	Table II - Derivative Securities beneficially owned directly as separate line for each class of securities beneficially owned directly as a separate line for each class of securities (e.g., puts, calls, was a separate line for each class of securities (e.g., puts, calls, was an security of line for	Table II - Derivative Securities Acq (e.g., puts, calls, warrants any (Month/Day/Year) a separate line for each class of securities beneficially owned directly of the content of the con	Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, optic and (Month/Day/Year) 3. Transaction Date Execution Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3A. Deemed Execution Date, if Transaction Code (Instr. 8) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code V (A) (D) (Date Exertically owned directly or indirectly	Table II - Derivative Securities Acquired, Disponent (e.g., puts, calls, warrants, options, color land) 3. Transaction Date (Month/Day/Year) be (Month/Day/Year) Code (Instr. 8) Code (V) Code (V) Code (A) Date (Execution Date) Code (D) (Instr. 3, 4, and 5) Date (Code (V) Code	Table II - Derivative Securities Acquired, Disposed of, or (e.g., puts, calls, warrants, options, convertible Securities (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3A. Deemed Execution Date, if (Month/Day/Year) Execution Date, if (Month/Day/Year) (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Date (Month/Day/Year) Code V (A) (D) Date Expiration Date (D) (Instr. 3, 4, and 5)	Table II - Derivative Securities Acquired, Disposed of, or Beneficially owned directly or indirectly. Table II - Derivative Securities Acquired, Disposed of, or Benefice.g., puts, calls, warrants, options, convertible securities (e.g., puts, calls, warrants, options, convertible securities (Month/Day/Year) 3. Transaction Date Execution Date, if (Month/Day/Year) (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Date Expiration Date Code V (A) (D) Date Expiration Date	Table II - Derivative Securities Acquired, Disposed of, or Beneficially O (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date Execution Date in (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (A) (Code V (A) (D) (A) (D) (A) (D) (Class Acquired (A) (D) (D) (Instr. 3, 4, and 5) (A) (D) (Class Acquired (A) (D) (D) (D) (D) (D) (D) (D) (D)	a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of in this form are not required to respond use currently valid OMB control number. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date Execution Date, if One in this form are not required to respond use currently valid OMB control number. 5. Number of Derivative Securities (Month/Day/Year) 6. Date Exercisable and Securities (Month/Day/Year) 7. Title and Amount of Underlying Securities (Instr. 3) and 4) 6. Date Expiration Date (Month/Day/Year) 7. Title and Amount of Underlying Securities (Instr. 3) and 4) 7. Title and Amount of Underlying Securities (Instr. 3) and 4) 8. Code V (A) (D) Date Expiration Date Title Or Number of Shares	a separate line for each class of securities beneficially owned directly or indirectly. 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	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Grau Michael 1 COURT SQUARE WEST LONG ISLAND CITY, NY 11101			Chief Financial Officer			

Signatures

/s/ Michael Grau	06/15/2022
**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) 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.

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.