

OPTIMUM COMMUNICATIONS, INC.

Reported by
STEWART CHARLES

FORM 4 (Statement of Changes in Beneficial Ownership)

Filed 09/20/19 for the Period Ending 09/19/19

Address	1 COURT SQUARE WEST LONG ISLAND CITY, NY, 11101
Telephone	(516) 803-2300
CIK	0001702780
Symbol	OPTU
SIC Code	4841 - Cable and Other Pay Television Services
Industry	Integrated Telecommunications Services
Sector	Telecommunication Services
Fiscal Year	12/31

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
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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 [*] Stewart Charles (Last) (First) (Middle) 1 COURT SQUARE WEST (Street) LONG ISLAND CITY, NY 11101 (City) (State) (Zip)			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) Chief Financial Officer			
			3. Date of Earliest Transaction (MM/DD/YYYY) 9/19/2019							
			4. If Amendment, Date Original Filed (MM/DD/YYYY)				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			

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			

Table II - Derivative Securities 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. 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				
Variable Prepaid Share Forward Transaction	(1)(2)(3)	9/19/2019		J/K		350000			(1)(2)(3)	(1)(2)(3)	Class A common stock	350000	(1)(2)(3)	350000 D

Explanation of Responses:

- (1) On September 19, 2019, the reporting person entered into a Variable Prepaid Forward Transaction (the "Transaction") with an unaffiliated bank (the "Bank") relating to 350,000 shares of Class A common stock of the Issuer ("Shares").
- (2) On the settlement date, the reporting person will be obligated to deliver to the Bank a number of Shares determined as follows (or, at the reporting person's election, an equivalent amount in cash): (a) if the closing price per share on September 19, 2022 (the "Settlement Price") is less than \$29.95 (the "Floor Price"), 350,000 Shares (the "Number of Shares"); (b) if the Settlement Price is greater than the Floor Price but less than or equal to \$37.44 (the "Cap Price"), the Number of Shares multiplied by the Floor Price divided by the Settlement Price; and (c) if the Settlement Price is greater than the Cap Price, the Number of Shares multiplied by $(1 - ((\text{Forward Cap Price} - \text{Forward Floor Price}) / \text{Settlement Price}))$, divided by the Settlement Price).
- (3) In exchange for assuming this obligation, the reporting person received a cash payment of \$9,173,570 as of the date of entering into the Transaction. The reporting person pledged 350,000 Shares (the "Pledged Shares") to the Bank to secure its obligations under the Transaction. The reporting person retained voting rights in the Pledged Shares during the term of the pledge, but the reporting person is obligated to share with the Bank certain economic benefits of dividends paid during the term of the pledge.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stewart Charles 1 COURT SQUARE WEST LONG ISLAND CITY, NY 11101	X		Chief Financial Officer	

Signatures

/s/ Charles Stewart

9/20/2019

**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.

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