

**ALTICE N.V.**  
*with corporate seat in Amsterdam*  
Prins Bernhardplein 200  
1097 JB Amsterdam  
The Netherlands  
Trade Register Number 63329743  
(the “**Company**”)

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## **ANNUAL GENERAL MEETING**

**to be held on 28 June 2017 at 11.00 hours Amsterdam time at the Conservatorium Hotel,  
Van Baerlestraat 27, 1071 AN Amsterdam, The Netherlands**

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## **AGENDA**

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1. Opening
2. Management report for the financial year 2016
  - a. Discussion of the Management Report, including corporate governance
  - b. Explanation of reservation and dividend policy, allocation of result
  - c. Explanation of implementation of the remuneration policy of the Board
3. Proposal to adopt the annual accounts for the financial year 2016 (*voting item*)
4. Proposal for discharge of liability of the executive directors of the Board (*voting item*)
5. Proposal for discharge of liability of the non-executive directors of the Board (*voting item*)
6. Proposal to reappoint Mr. Scott Matlock as non-executive director of the Board (*voting item*)
7. Proposal to reappoint Mr. Jean-Luc Allavena as non-executive director of the Board (*voting item*)
8. Remuneration
  - a. Proposal to determine the annual cash bonus for executive directors for the financial year 2016 (*voting item*)
  - b. Proposal to amend the remuneration policy of the Board (*voting item*)
  - c. Proposal to adopt the Performance Stock Option Plan (*voting item*)
  - d. Proposal to amend the remuneration of Mr. Michel Combes (*voting item*)
  - e. Proposal to amend the remuneration of Mr. Dexter Goei (*voting item*)
  - f. Proposal to amend the remuneration of Mr. Dennis Okhuijsen (*voting item*)
  - g. Proposal to determine the remuneration of non-executive directors (*voting item*)
9. Authorisation to the Board to acquire own shares (*voting item*)
10. Proposal to cancel shares the Company holds in its own capital (*voting item*)
11. Any other business
12. Closing