



**ALTICE EUROPE 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 27 June 2019 at 11:00 hours (Amsterdam time) at the Conservatorium Hotel,  
Van Baerlestraat 27, 1071 AN Amsterdam, the Netherlands**

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**POWER OF ATTORNEY**

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The undersigned:

name: \_\_\_\_\_

address: \_\_\_\_\_

postal code and town: \_\_\_\_\_

country: \_\_\_\_\_

the "**Shareholder**"

**acting in his capacity as holder of the following number(s) of shares in the share capital of Altice Europe N.V.:**

\_\_\_\_\_ common shares A

\_\_\_\_\_ common shares B

\_\_\_\_\_ preference shares B

**hereby grants the following power of attorney to** *(tick as appropriate)*:

each of **N. Marty**, General Counsel and Company Secretary and **M. Corbin**, Chief Financial Officer, acting individually; or

**R.W. Clumpkens**, or any other civil law notary of Zuidbroek B.V., independent third party; or

\_\_\_\_\_

in order to represent him/her at the AGM of Altice Europe N.V., to speak on behalf of the Shareholder and to vote the shares in respect of the items on the agenda for the AGM, in the manner set out below:

No.	Agenda item	For	Against	Abstain
1.	Opening	N/A	N/A	N/A
2.	Management Report for the financial year 2018	N/A	N/A	N/A
	a. Discussion of the 2018 Management Report, including corporate governance	N/A	N/A	N/A
	b. Explanation of the reservation and dividend policy	N/A	N/A	N/A
	c. Explanation of the implementation of the Remuneration Policy of the Board	N/A	N/A	N/A
3.	Proposal to adopt the annual accounts for financial year 2018 ( <i>voting item</i> )			
4.	Proposal for discharge of liability of the executive directors of the Board ( <i>voting item</i> )			
5.	Proposal for discharge of liability of the non-executive directors of the Board ( <i>voting item</i> )			
6.	Re-appointment of Board members	N/A	N/A	N/A
	a. Proposal to re-appoint A4 S.A. as executive director of the Board ( <i>voting item</i> )			
	b. Proposal to re-appoint Mr. J. van Breukelen as non-executive director of the Board ( <i>voting item</i> )			
7.	Remuneration of Board members	N/A	N/A	N/A
	a. Proposal to determine the annual cash bonus for Ms. N. Marty for the financial year 2018 ( <i>voting item</i> )			
	b. Proposal to amend the remuneration of Mr. A. Weill ( <i>voting item</i> )			
	c. Proposal to amend the remuneration of Ms. N. Marty ( <i>voting item</i> )			
	d. Proposal to amend the Remuneration Policy of the Board ( <i>voting item</i> )			
	e. Proposal to grant a discretionary cash compensation to Mr. J. van Breukelen, Mr. S. Matlock and Mr. J.L. Allavena ( <i>voting item</i> )			
8.	Proposal to authorise the Board to acquire shares ( <i>voting item</i> )			
9.	Proposal to cancel shares the Company holds in its share capital ( <i>voting item</i> )			
10.	Any other business	N/A	N/A	N/A
11.	Closing	N/A	N/A	N/A

and to undertake all legal actions that the undersigned himself/herself has or is able to undertake in the meeting.

Signature: \_\_\_\_\_

Place \_\_\_\_\_

Date: \_\_\_\_\_

**Notes:**

- *This power of attorney is only valid if it is duly signed.*
- *Please submit this power of attorney via your bank or broker who then can confirm your holdings. Note that your bank or broker should notify ING Bank N.V., Foppingadreef 7, 1102 BD Amsterdam, the Netherlands, telephone +31 20 576 2716, email [iss.pas@ing.nl](mailto:iss.pas@ing.nl) with a copy to [compliance@altice.net](mailto:compliance@altice.net) or, if the proxy is granted to an independent third party, Mr. René Clumpkens, Zuidbroek B.V., Koningslaan 35, 1075 AB Amsterdam, the Netherlands, ultimately on Thursday 20 June 2019. Your bank or broker should also forward this form ultimately on Thursday 20 June 2019.*
- *Shareholders who wish to revoke their proxy may do so by timely delivering a properly executed later-dated proxy to the Company no later than 17:00 hours (Amsterdam time) on Thursday 20 June 2019, or by attending and voting in person at the AGM.*