



**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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## EXTRAORDINARY GENERAL MEETING

**to be held on 6 November 2019 at 11:00 hours (Amsterdam time) at the Conservatorium Hotel,  
Van Baerlestraat 27, 1071 AN Amsterdam, The Netherlands**

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## NOTICE TO SHAREHOLDERS

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Shareholders of the Company are invited to attend the extraordinary general meeting of the Company to be held on Wednesday 6 November 2019 at 11:00 hours Amsterdam time at the Conservatorium Hotel, Van Baerlestraat 27, 1071 AN Amsterdam, The Netherlands (the "**EGM**"). This notice sets forth the registration, attendance and voting procedures for the EGM.

The agenda for the EGM, the explanatory notes and accompanying documents are available for inspection at the offices of the Company, and will be distributed free of charge on request. The information is also available on the Company's website: [www.altice.net](http://www.altice.net) under "Investors – Shareholder meetings" and can be requested from ING Bank N.V., Foppingadreef 7, 1102 BD Amsterdam, The Netherlands, telephone +31 20 576 2716, email [iss.pas@ing.com](mailto:iss.pas@ing.com) ("**ING**").

Only holders of shares in the share capital of the Company on Wednesday 9 October 2019, after processing all settlements of that day ("**Record Date**"), and who are registered as such in (i) the records that are kept by the banks and agents that are defined as intermediaries pursuant to the Securities Giro Transfer Act (*Wet giraal effectenverkeer*) ("**Intermediaries**") or (ii) the Company's shareholders' register, are entitled to attend and vote at the EGM, provided that such shareholders complied with the registration and notification requirements described in this notice.

Each common share A and each preference share B outstanding on the Record Date are entitled to one (1) vote. Each common share B outstanding on the Record Date is entitled to twenty-five (25) votes. Each preference share A outstanding on the Record Date is entitled to four (4) votes.

Shareholders who wish to attend the EGM either in person or by proxy must register themselves. Registration requests may be submitted from Thursday 10 October 2019 until and including Wednesday 30 October 2019, 17:00 hours (Amsterdam time). Shareholders may register for the EGM via the specifically for this purpose established ING E-voting platform (the "**EVO platform**") at <https://ing.evo-platform.com/altice> or through the Intermediary with whom their shares are registered.

The Intermediaries must issue an electronic statement to ING no later than Wednesday 30 October 2019, 17:00 hours (Amsterdam time), quoting the number of shares that the shareholder holds as of the Record Date and for which number of shares registration for the EGM is requested. At the moment of registration, the Intermediaries are requested to state the complete address details of the relevant shareholder, to enable proper verification of share ownership as at the Record Date.

### **Admission to the EGM**

The shareholder will receive a confirmation of registration from ING via the Intermediary, by email or by regular mail. This confirmation of registration shall serve as an entry ticket to the EGM. Shareholders, or their proxies, who wish to attend the EGM in person must bring to the EGM the confirmation of registration and a proof of their identity (in the form of a non-expired identity card or passport) or where the shareholder is a legal entity, also proof of authority to act as an authorised representative of such legal entity. In order for the EGM to proceed in a timely and orderly manner, shareholders are requested to arrive on time. The doors will open at 10:00 hours and the EGM will start promptly at 11:00 hours (Amsterdam time).

### **Online voting**

Shareholders who do not wish to attend the EGM in person may grant a proxy via the EVO platform to (i) each of Ms. N. Marty, General Counsel and Company Secretary, and Mr. M. Corbin, CFO, acting individually, or (ii) Mr. René Clumpkens or any other civil law notary at Zuidbroek B.V. (the "**Notary**"), independent third party, to vote at the EGM on the shareholders' behalf. In order to vote by proxy, shareholders must have registered their shares as described above. Shareholders can submit their voting instructions via the EVO platform at <https://ing.evo-platform.com/altice> from Thursday 10 October 2019 until and including Wednesday 30 October 2019, 17:00 hours (Amsterdam time).

Shareholders who are unable to submit voting instructions online are kindly requested to follow the instructions and use the voting instrument provided by the bank, financial institution, account holder or other financial intermediary that holds the shares on his/her behalf.

### **Voting by proxy**

Alternatively, shareholders who wish to be represented at the EGM by another representative than the persons mentioned above under (i) and (ii) may, subject to registering for the EGM as described above, send in a legally valid written proxy instrument to the Company at its registered office or electronically in pdf-form to: [iss.pas@ing.com](mailto:iss.pas@ing.com) with a copy to [compliance@altice.net](mailto:compliance@altice.net), by Wednesday 30 October 2019, 17:00 hours (Amsterdam time). Proxy forms are available free of charge at the offices of the Company or at [www.altice.net](http://www.altice.net) under "Investors – Shareholder meetings". The proxy can be granted with or without voting instructions. In case a proxy is granted without voting instructions, it shall be deemed to include a voting instruction in favour of all proposals made by the board of the Company (the "**Board**"), and against any other proposal.

### **Extra information for the holders of shares registered in the shareholders' register**

Shareholders who are registered in the shareholders' register and who wish to attend the EGM either in person or by proxy must notify the Company by submitting their name and number of registered shares through the Company's email address [compliance@altice.net](mailto:compliance@altice.net) no later than on Wednesday 30 October 2019, 17:00 hours (Amsterdam time). The shareholders or their representatives will receive a confirmation of registration from the Company.



Holders of registered shares who will not attend the EGM in person, may, without prejudice to the above-mentioned registration and attendance notification requirements, grant a written proxy to vote at the EGM on the shareholders' behalf to (i) each of Ms. N. Marty, General Counsel and Company Secretary, and Mr. M. Corbin, CFO, acting individually, (ii) the Notary, independent third party, or (iii) any other representative designated for this purpose. The proxy can be granted with or without voting instructions. In case a proxy is granted without voting instructions, it shall be deemed to include a voting instruction in favour of all proposals made by the Board, and against any other proposal.

Proxy forms are available free of charge at the offices of the Company or at [www.altice.net](http://www.altice.net) under "Investors – Shareholder meetings". To be counted, a duly completed and executed proxy must have been received (i) by the Company at its registered office or electronically in pdf-form to: [compliance@altice.net](mailto:compliance@altice.net) with the original to follow by regular mail or (ii) if granted to the independent third party, Mr. René Clumpkens at Zuidbroek B.V., Koningslaan 35, 1075 AB Amsterdam, The Netherlands or, if sent electronically in pdf-form to: [rene.clumpkens@zuidbroek.com](mailto:rene.clumpkens@zuidbroek.com) with the original to follow by regular mail, in each case no later than on Wednesday 30 October 2019, 17:00 hours (Amsterdam time).

### **Voting rights**

As at the date of this notice, the Company has issued (i) 1,226,839,875 common shares A, constituting 1,226,839,875 voting rights, (ii) 196,708,727 common shares B, constituting 4,917,718,175 voting rights and (iii) 1,391,748 preference shares B, constituting 1,391,748 voting rights. No voting rights may be exercised for shares held by the Company or a subsidiary of the Company. If the number of issued shares or voting rights has changed as of the Record Date, updated numbers will be published on the Company's website.

### **Further information**

For further information, please contact: Altice Europe N.V., General Counsel and Company Secretary, email: [compliance@altice.net](mailto:compliance@altice.net).

Amsterdam, the Netherlands, 23 September 2019

Altice Europe N.V.  
The Board