



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

ANNUAL GENERAL MEETING

**to be held on 18 May 2018 at 11:00 hours Amsterdam time at the Conservatorium Hotel,
Van Baerlestraat 27, 1071 AN Amsterdam, The Netherlands**

AGENDA

1. Opening
2. Management Report for the financial year 2017
 - (a) Discussion of the 2017 Management Report, including corporate governance
 - (b) Explanation of the reservation and dividend policy
 - (c) Explanation of the implementation of the remuneration policy of the Board
3. Proposal to adopt the annual accounts for the financial year 2017 (*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 approve the separation of the U.S. business from the Company by way of a special dividend in kind in the form of shares in Altice USA, Inc. (*voting item*)
7. Amendment of the articles of association
 - (a) Proposal to amend the articles of association ("**Amendment 1**") and to authorise each lawyer and paralegal employed by De Brauw to execute the deed of amendment of the articles of association to implement Amendment 1 (*voting item*)
 - (b) Proposal to amend the articles of association ("**Amendment 2**") and to authorise each lawyer and paralegal employed by De Brauw to execute the deed of amendment of the articles of association to implement Amendment 2 (*voting item*)
8. Proposal to appoint Mr. Patrick Drahi as executive director of the Board (*voting item*)

9. Remuneration of Board members
 - (a) Proposal to determine the annual cash bonus for the executive directors of the Board for the financial year 2017 (*voting item*)
 - (b) Proposal to determine the remuneration of Mr. Patrick Drahi (*voting item*)
 - (c) Proposal to amend the remuneration of Mr. Dexter Goei (*voting item*)
 - (d) Proposal to amend the remuneration of Mr. Dennis Okhuijsen (*voting item*)
 - (e) Proposal to adopt the 2017 Share Option Plan (*voting item*)
 - (f) Proposal to adopt the 2017 Long-Term Incentive Plan (*voting item*)
10. Proposal to approve the remuneration of Mr. Michel Combes (*voting item*)
11. Proposal to authorise the Board to acquire own shares (*voting item*)
12. Proposal to cancel shares the Company holds in its own share capital (*voting item*)
13. Any other business
14. Closing