



**MANAGEMENT'S DISCUSSION AND ANALYSIS**

**ALTICE EUROPE N.V.**

**FOR THE THREE MONTHS ENDED MARCH 31, 2020**

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# **1 OVERVIEW**

## **1.1 Group Business**

### **1.1.1 Overview of the Group's business**

The Group is a multinational group operating across two sectors: (i) telecom (broadband and mobile communications) and (ii) content and media. The Group operates in France, Portugal, Israel and the Dominican Republic. The Group also has a global presence through its online advertising business Teads. The parent company of the Group is Altice Europe N.V. (the "Company"), which succeeded Altice S.A. pursuant to a cross-border merger completed on August 9, 2015 (the "Merger").

The Group had expanded internationally in previous years through several acquisitions of telecommunications businesses, including: SFR and MEO in Western Europe; HOT in Israel; and Altice in the Dominican Republic. The Group's acquisition strategy has allowed it to target cable, FTTH or mobile operators with what it believes to be high-quality networks in markets the Group finds attractive from an economic, competitive and regulatory perspective. Furthermore, the Group is focused on growing the businesses that it acquired organically, by focusing on cost optimization, increasing economies of scale and operational synergies and improving quality of its network and services.

As part of its innovative strategy, the Group is focusing on investment in its proprietary best-in-class infrastructure, both in fibre and mobile, commensurate with the Group's position as a number one or number two operator in each market. The Group continues to improve its competitiveness in fixed-mobile convergence and maintains its focus on improving customer experience, reflected in a sustained commercial momentum achieved in 2019.

The Group continues to monetize its content investments and drive convergence between telecom and media. RMC Sport successfully entered its second Champions League season (2019-2020), with a greater audience in 2020 compared to 2019. The COVID-19 pandemic has however interrupted the Champions League in March after the best start of the year and this development will be closely followed by the Group.

Teads, the digital advertising business acquired in 2017, continues to be a leading player in its space, empowering the most renowned publishers in the world to connect to an audience of 1.5 billion people every month.

### **1.2 Products, services and brands**

Through its various Group companies, the Group provides fixed services, mobile telephony services and media and advertising services to residential and business customers in all the geographies in which it operates. In addition, the Group offers a variety of wholesale and other services across its footprint. The Group also invests in specific content to supplement and enrich the services the Group provides.

The Group's fixed services (high-quality pay-TV, broadband Internet and fixed-line telephony) are mainly provided over its proprietary fibre- and cable-based network infrastructure which are either FTTH, FTTB, DOCSIS 3.1 or DOCSIS 3.0 enabled, offering download speeds of between 30 Mbps and 10 Gbps depending on geography. On a blended basis, as of March 31, 2020, the Group's high-speed broadband services passed 24.5 million fibre/cable homes, with 5.1 million fibre unique customers. The Group offers xDSL/DSL/DTH services, with 9.3 million residential fixed unique customers as of March 31, 2020. The Group also offers mobile services in the geographies in which it operates, through 2G, 3G and 4G Long-Term-Evolution ("LTE") technology (with 1 Gbps achieved in the second quarter of 2019). On a blended basis, as of March 31, 2020, the Group had 26.1 million residential mobile subscribers (of which 19.4 million were postpaid subscribers).

The Group is focused on the convergence of fixed and mobile services by cross-selling and up-selling its offerings to further increase its multi-play penetration (except for Israel, where the regulator does not allow it). The Group's fibre and mobile technologies enable it to offer premium digital services, attractive interactive features (e.g., 'MEO Go!' offering in Portugal) and local content (e.g., through its 'HOT 3' channel in Israel) to its customers, including premium football rights in France ('RMC Sport' channels in France). The Group has leveraged its network advantage to drive its multi-play strategy and offer an attractive combination of content, speed and functionality. The Group offers to its residential customers bundled double- and triple-play fixed services, which comprises paying for a combination of

TV, broadband Internet access and fixed-line telephony services together with customer premise equipment (e.g., through its new set-top box SFR Box 8 offering in France) at what the Group believes are attractive prices. The Group believes the demand for its multi-play packages is primarily driven by the inherent quality of the various products included within them, which the Group believes are among the best available in the markets in which it operates. Although the Group is convinced its products offer the best value for money and cost-savings for customers when purchased as part of multi-play packages, the Group also offers most of these services on a stand-alone basis in most of its geographies. In some markets, such as France and Portugal, the Group offers quad-play bundles including both fixed and mobile services.

The Group is focused on strategically developing content to complement its fixed and mobile services with high-quality content offerings on its own networks and to external partners. The Group owns the exclusive broadcast rights for the UEFA Champions League and Europa League for the three seasons from 2018/2019 to 2020/2021. In 2019 and 2020, the Group broadcasted in France the UEFA Champions League and Europa League for the second year. The Group continues to broadcast and distribute various sports events in selected countries, including, in addition to the UEFA Champions League and the Europa League, the English Premier League, the Portuguese Liga, the French National Basketball, the English rugby and boxing, extreme sports and combat sports events.

Teads is a leading digital video advertising business and distributes ads to over 1.5 billion people every month. Teads solutions combine high-quality inventory with smart uses of data, along creative artificial intelligence. This makes marketing more precise and more efficient, whilst enabling brands to deliver the optimal advertising experience personalized to the user.

The Group markets its products and services under multiple brands, including but not limited to the following brands: ‘SFR’ and ‘RED’ in France; ‘HOT’ in Israel; ‘MEO’ and ‘MOCHE’ in Portugal; ‘Altice’ in the Dominican Republic, and, in each case, several associated trademarks.

### **1.3 Activities**

The Group tracks the performance of its business by geography and further analyses its revenues by activity. The Group has identified the following activities: residential services, business services and media (TV and content, press and targeted advertising).

#### **1.3.1 Residential services**

##### *1.3.1.1. Fixed residential services*

The Group offers a variety of fixed residential services, primarily as part of multi-play packages, with available offerings depending on the bandwidth capacity of its cable and fibre networks in a particular geography, which consist of FTTH, hybrid fibre coaxial (“HFC”) and copper line (“xDSL”).

The Group has a high-quality fibre- and cable-based network infrastructure across the geographies in which it operates. The Group has already rolled-out and secured plugs in FTTH in its key countries (France and Portugal). The Group’s fixed services (high-quality pay-TV, broadband Internet and fixed-line telephony) are mainly provided over its proprietary fibre- and cable-based network infrastructure which are either FTTH, FTTB, DOCSIS 3.1 or DOCSIS 3.0 enabled.

##### *Broadband Internet access and fixed-line telephony*

The Group provides broadband Internet access and fixed-line telephony services across its fibre (and in certain areas xDSL) and cable footprint. Large portions of its networks that are FTTH-enabled or DOCSIS 3.1 enabled can offer download speeds of up to 10 Gbps with limited network and customer premise equipment upgrades given the existing technological capability of its networks. This technological capability can be realized with relatively low levels of capital expenditure and will enable it to better meet the needs of its residential customers who demand higher download speeds. Across France and Portugal, the Group is upgrading its networks for next-generation FTTH technology which will deliver more download speeds in the mid-term as well as reducing operating costs of running and maintaining its networks and services. As of March 31, 2020, the Group provides broadband Internet to 9.2 million residential customers across its geographies.

The Group's fixed-line telephony services are based on either PacketCable or Voice-over-Internet-Protocol ("VoIP") technologies. The Group offers a wide range of telephony packages and its triple-play offers tend to include flat-rate telephony packages with a significant number of minutes of use included in the price. The Group provides national and international connectivity to its customers either through its own interconnection capabilities or through its partners. The Group continues to phase out stand-alone telephony packages as its strategy is to offer fixed-line telephony as an add-on product in its multi-play packages.

In its fixed residential business, the Group believes advanced customer premise equipment is playing an increasingly crucial role as it enhances customer experience by facilitating access to a wide range of user-friendly features, offers a reliable channel for selling add-on and on-demand services, allows for multi-screen television viewing and broadband Internet usage by multiple parties. Furthermore, when set-top boxes, modems and other customer premise equipment are combined in one box, it allows cable operators to significantly reduce customer service expenses. In July 2019, Altice France unveiled its new set-top box SFR Box 8, the only box on the French market equipped with the latest generation Wi-Fi (Wi-Fi 6) along with cinema-like sound and image standard (boasting 4K HDR with Dolby Vision® and Dolby Atmos®). The box incorporates all the new features users expect such as the voice assistant and an innovative multi-screen interface bringing an unprecedented experience into the home.

#### *1.3.1.2. Mobile residential services*

The Group owns and operates mobile infrastructure in most of its geographies, including France, Portugal, Israel and the Dominican Republic. The Group primarily services the postpaid subscriptions market, which represented approximately 74% of the Group's mobile subscriber base as of March 31, 2020, and, to a less extent, the prepaid market. Depending on geography and network technology deployed, the Group offers 2G, 3G and/or 4G services in each market in which it operates, on a variety of plans, from 'no frills' offers with no commitment or handset, to premium mobile telephony offers with varying voice and data limits, if any, at attractive prices. Because of the COVID-19 pandemic there is no clear visibility of the 5G auction timeline in France, Portugal or Israel for 2020.

As of March 31, 2020, on a blended basis across the geographies where the Group is active, it offered mobile services to 26.1 million residential customers. In Israel, due to current regulations, the Group offers its mobile services only on a stand-alone basis and in a bundle with ISP services and not as part of a multi-play cable offering.

### **1.3.2 Business**

#### *1.3.2.1. Fixed business services*

The Group offers focused fixed business services to large, medium, small and very small business customers in France, Portugal and the Dominican Republic. In Israel, the Group's business services primarily consist of enhanced versions of the Group's residential products, which are adapted to meet the needs of its business customers.

#### *1.3.2.2. Mobile business services*

The Group offers focused mobile business services to large, medium, small and very small business customers in all its geographies. The Group's mobile business services products often include professional telephony services (such as business directory services, fleet management customer areas, usage alerts and financial management solutions) with devices chosen to respond to the needs of professionals and 24-hour on-site exchange service.

#### *1.3.2.3. Wholesale services*

The Group offers wholesale services across its geographies, including interconnection services to other operators, and sells wholesale fibre, cable and xDSL services as well as wholesale mobile services to other telecommunications operators who resell such services under their own brands.

In addition, the Group offers original channels, which include premium sport rights, exclusive or original films and series, to other telecommunications operators or third parties like Canal+, therefore becoming a wholesale player in both telecom infrastructure and content.

#### 1.3.2.4. *Construction services*

Altice France sells technical services to SFR FTTH for the construction and maintenance of its FTTH network. As a result, Altice France started to benefit in the first quarter of 2019 from new, growing streams of revenues for the construction and maintenance of the FTTH network for SFR FTTH.

#### 1.3.2.5. *R&D services*

The Group has implemented the ‘Altice Labs’ initiative, which is the Group’s state-of-the-art research and development centre that aims to centralize and streamline innovative technological solutions development for the entire Group (“Altice Labs”). Under this initiative, the Group’s R&D teams across all of the jurisdictions in which the Group operates (i) creates products and technology to facilitate the build-out of its fixed and mobile network, (ii) develops systems to improve customer experience and handle disturbances and outages with speed and precision allowing for a near uninterrupted usage of the Group’s services and (iii) creates user friendly and high quality customer interfaces and products, including new generation set-top boxes, portals, IoT, artificial intelligence and data monetization.

Altice Labs has more specifically developed advanced collaborative unified communications, zero-touch provisioning and monitoring systems, online charging systems, data policy enforcement, optical fibre central office equipment and cable and fibre gateways with the most advanced connectivity and Wi-Fi home routing technologies, which have been deployed across geographies improving customer experience. Altice Labs has been a valuable tool to create differentiation on network performance, service usage and customer experience. The strong relationship with universities and start-ups sustains a reliable innovation ecosystem to transform knowledge into value to customers in a unique way.

#### 1.3.2.6. *Other services*

The Group offers a number of other services, depending on geography, such as bulk services to housing associations and multiple-dwelling unit managers, cloud storage such as on-demand IaaS services, computer security services and storage and backup solutions. In various jurisdictions in which the Group operates, it also generates revenues from selling advertising time to national, regional and local customers.

### **1.3.3 Media**

#### 1.3.3.1. *Pay-TV*

The Group is focused on strategically developing content to complement its fixed and mobile services with exclusive or high-quality content offerings. The Group produces and broadcasts a diverse range of content including live broadcasts of sports events and other sports- and lifestyle-related programs as well as the sports programming for which the Group has acquired broadcasting rights, including the UEFA Champions League, the Europa League, the English Premier League, the Portuguese Liga, the French National Basketball, the English rugby and boxing, extreme sports and combat sports events. Leveraging the rights acquired to these national and international sports events, the Group consolidated its strategic positioning in France with the launch of a bundle of five channels entirely dedicated to sports.

In 2020, the Group continued to broadcast premium sport content, including successfully entering its second Champions League season (2019-2020), as the holder of exclusive rights for the UEFA Champions League and Europa League in France for seasons 2018 through 2021. Altice France continued to broadcast the Champions League matches for SFR customers through telecom bundles as well for those that subscribed to the RMC Sport OTT offer. In 2020, Canal+ pay-TV satellite clients were able to continue watching RMC Sport content as a result of the wholesale deal between Altice TV and Canal+. In March 2020, the COVID-19 pandemic has resulted in the suspension of European football. The Group will closely assess this development.

#### 1.3.3.2. *Terrestrial TV channels*

Across its geographies, the Group offers digital television services which include basic and premium programming, and, in most markets, incremental product and service offerings such as VoD, and, in some cases, exclusive content. The Group’s pay-TV offerings include content and channels purchased from a variety of local and foreign producers and the Group continues to focus on broadcasting high-quality content over all of its networks as well as producing its own original content.

Altice France has consolidated its position as the third largest private broadcasting group in France. The Group broadened its media presence with the acquisition of NextRadioTV in 2016 (which owns flagship TV channels like BFMTV, the leader of news TV channels in France, RMC, the first sport-talk-news radio in France and RMC Découverte and RMC Story, two TV channels specialized in documentaries). In addition, the Group acquired a local TV channel in January 2019 (Télé Lyon Métropole), two years after the launch of BFM Paris, in order to pursue its ambitious policy of deploying regional news channels. Télé Lyon Métropole was renamed BFM Lyon and started broadcasting its programmes on September 3, 2019. The Group also bought a minority stake in the Lille and Haut de France regional news channel and launched BFM Grand Lille and BFM Grand Littoral on February 3, 2020. The Group intends to pursue its strategy in other cities and regions in France in 2020.

#### 1.3.3.3. *Press*

The Company owns the daily newspaper Liberation, a well-established newspaper in France with a renowned website. On May 14, 2020, Altice France announced that it would transfer Libération to a non-profit foundation. Altice France would provide this foundation with the financial means to repay Libération's debts and finance its future operations, thus ensuring its editorial, economic and financial independence in the long term.

#### 1.3.3.4. *Targeted advertising (Teads)*

Founded in 2011, Teads is a global media platform and leading digital video advertising business. Publishers use Teads' technology to create engaging video and display advertising experiences on their website and in their Apps. Those publishers can monetize the advertising inventory through their own sales force or Teads' salesforce. As a global media platform, Teads unites and empowers the best publishers in the world to connect advertisers to an audience of over 1.5 billion people every month. Teads' made-for-mobile ad experiences deliver attention and guaranteed outcomes across the marketing funnel. Through its end-to-end platform, Teads provides demand-side, sell-side and creative technology to deliver better media effectiveness for brands, better monetization solutions for publishers, and better experiences for consumers.

In 2019, supported by its positioning as a leading strategic partner for top-tier publishers, Teads signed global advertising partnerships with several of the top 100 global ad spenders. A number of new initiatives were introduced in 2019 including the successful launch of an enterprise suite for publishers, which will continue to position Teads as a strategic partner for top-tier publishers, as well as inRead Social, a new product which easily allows brands and agencies to repurpose campaign assets for distribution via the Teads platform. During 2019, Teads continued to invest in various cookie-less targeting solutions, including contextual and machine learning based solutions. Teads significant pace at the start of 2020 was interrupted at the end of the first quarter of 2020 due to the COVID-19 pandemic, driven by the global downturn in advertising. The Group will closely assess this development.

### **1.4 Marketing and sales**

The Group's marketing divisions use a combination of individual and segmented promotions and general brand marketing to attract and retain customers. It markets its business services to institutional customers and businesses such as large corporates, governmental and administrative agencies, small- and medium-sized businesses, nursing homes, hospitals and hotels. The Group's primary marketing channels are media advertising including commercial television, telemarketing, e-marketing, door-to-door marketing, billboards, newspaper advertising and targeted mail solicitation. The Group's marketing strategy is based on increasing the penetration of multi-play services within its subscriber base, increasing distribution of television-based value-added services and ensuring a high level of customer satisfaction in order to maintain a low churn rate. The Group's marketing and sales efforts are always geared towards demonstrating the high-quality and speed of its networks.

The Group uses a broad range of distribution channels to sell its products and services throughout its operations, including retail outlets owned and run by the Group, retail outlets owned and run by third parties, dedicated sales booths, counters and other types of shops, door-to-door sales agents, inbound and outbound telesales and its websites.

## **1.5 Customers**

### **1.5.1 Customer contracts and billing**

The Group typically enters into standard form contracts with its residential customers. The Group reviews the standard rates of its services on an on-going basis. In certain geographies, in addition to the monthly fees the Group charges, customers generally pay an installation fee upon connection or re-connection to the Group's fibre/cable network. The terms and conditions of the Group's contracts, including duration, termination rights, the ability to charge early exit fees, and the ability to increase prices during the life of the contract, differ across the Group's operations primarily due to the different regulatory regimes it is subject to in each of the jurisdictions in which it operates.

The Group monitors payments and the debt collection process internally. The Group performs credit evaluation of its residential and business customers and undertakes a wide range of bad debt management activities to control its bad debt levels, including direct collections executed by its employees, direct collections executed in co-operation with third party collection agencies, and pursuit of legal remedies in certain cases.

### **1.5.2 Customer service**

The Group's customer service strategy is to increase customer satisfaction and decrease churn with high product quality and dedicated service. Building on 2018 achievements, further improved customer service resulted in the reduction of churn during 2019 within the Group's key geographies, which continued in 2020. The Group has continued to improve its customers' experience, including enhanced customer relationship management systems, which have allowed the Group to better manage new customers, identify customers at risk of churning, handle complex customer issues, offer special retention offers to potential churners and repayment plans to insolvent customers. The Group aimed to integrate operations and centralize functions in order to optimize processes and to correlate sales incentives to churn, net promoter score ("NPS") and average revenue per user ("ARPU") as opposed to more traditional criteria of new sales, in order to refocus the organization away from churn retention to churn prevention. The Group has remained disciplined and focused on further improving customer service in all markets. This has resulted in ongoing churn reduction across products, building on the significant progress that was already made in 2018 and 2019.

## **1.6 Competition**

In each of the geographies and industries in which the Group operates, the Group faces significant competition and competitive pressures. Certain markets, such as France, are very mature markets, with a limited number of new customers entering the market. Moreover, the Group's products and services are subject to increasing competition from alternative new technologies or improvements in existing technologies.

With respect to its residential activities, the competition that the Group faces from telephone companies and other providers of DSL, VDSL2 and fibre network connections varies between geographies in which the Group offers its services. With respect to pay-TV services, the Group is faced with growing competition from alternative methods for broadcasting television services other than through traditional cable networks. For example, online content aggregators which broadcast OTT programs on a broadband network, such as Internet competitors Amazon, Apple, Google and Netflix, are expected to grow stronger in the future, with connected or 'smart' TVs facilitating the use of these services. With respect to the fixed-line and mobile telephony markets, the Group experiences a shift from fixed-line telephony to mobile telephony and faces intensive competition from established telephone companies, mobile virtual network operators ("MVNOs") and providers of new technologies such as VoIP.

In the competitive B2B data services market, pricing pressure has remained strong. Conversely, the use of data transmission services has significantly increased. The Group is currently facing competition from software providers and other IT providers of data and network solutions, and the line between them and the suppliers of data infrastructure and solutions like the Group has become increasingly blurred. Partnerships between IT providers and infrastructure providers are becoming increasingly common and are an additional source of competition but also an opportunity. Being able to face the competition efficiently depends in part on the density of the network, and certain competitors of the Group have a broader and denser network. In recent years, the business services market has experienced a structural change marked by a move from traditional switched voice services to VoIP services.



The following is an overview of the competitive landscape in certain key geographies in which the Group operates:

**France:** In the broadband market, the Group competes with fibre and xDSL service providers such as Orange (the former incumbent and leading DSL provider in France), Free and Bouygues Telecom. The acceleration of the Group's fibre deployment in France, notably expanding FTTH coverage in low-density and rural areas, will support better fibre subscriber trends as the addressable market for very high-speed broadband services expands.

In the mobile market, the Group competes with well-established mobile network operators such as Orange, Bouygues Telecom and Free, as well as other MVNOs such as La Poste Mobile or Euro-Information Telecom (NRJ Mobile, Crédit Mutuel, etc.).

In the French pay-TV segment, the Group competes with providers of premium television packages such as CanalSat, BeIN, DSL triple-play and/or quad-play operators such as Orange, Free and Bouygues Telecom, which provide Internet Protocol TV ("IPTV"), and providers of pay digital terrestrial television ("DTT").

In the wholesale market, the Group competes with established players (the incumbent Orange mainly), and with local operators (Covage, Altitude Telecom, etc.).

**Portugal:** In the broadband and mobile market, the Group faces competition from Vodafone, NOS and Nowo (formerly known as Cabovisão-Televisão por Cabo, S.A. and which the Group disposed of in January 2016). In the fixed telephony market, the Group faces an erosion of market share of both access lines and outgoing domestic and international traffic due to the trend towards the use of mobile services instead of fixed telephone services. Competition in the fixed telephony market is intensified by mobile operators such as NOS and Vodafone who can bypass PT Portugal's international wireline network by interconnecting directly with fixed-line and mobile networks either in its domestic network or abroad. In the business services market, competitors such as Vodafone and NOS are taking market share from PT Portugal in traditional connectivity services, partly offset by PT Portugal introducing new ICT services to its business customers.

**Israel:** In the broadband market, the Group competes primarily with Bezeq, which provides high speed broadband Internet access over DSL and holds the highest market share in broadband Internet infrastructure access in Israel. In the pay-TV market, the Group's main competitor is D.B.S. Satellite Services (1998) Ltd, a subsidiary of Bezeq, which provides satellite technology-based television services under the brand "YES". Bezeq is also the Group's main competitor in the fixed-line telephony market as the largest provider of fixed-line telephony services.

The Group's Israeli mobile service, HOT Mobile, competes with several principal mobile network operators, including Cellcom, Partner, Pelephone and Golan Telecom, and MVNOs. The telecom market in Israel has changed significantly in recent years to become more fragmented, including 9 players in the mobile market, underlying an increase of competition. In 2019 there was a very high level of promotions in the market. This included significant competition within the TV "skinny bundle" segment in particular, with aggressively priced residential offers. HOT remains a premium brand in the market, supported by its superior fixed network infrastructure, premium content packages, and superior customer service. This results in a strong market position with high customer loyalty in the first quarter of 2020.

**Dominican Republic:** The Group's key competitors in the fixed market are Claro (America Movil) and - to a lesser extent - local players such as Viva and Aster. Altice Dominicana has approximately 34% market share in mobile and 26% in fixed Internet. In the mobile market, Altice Dominicana mainly competes with Claro (with which it shares a comparable spectrum range and 4G-LTE population coverage), and with Viva in the low-end segment. Altice Dominicana also competes with niche actors: Wind and Sky. In the pay-TV segment, the market is still deeply fragmented with several regional cable operators.

## **2 STRATEGY AND PERFORMANCE**

### **2.1 Objectives**

The Group's key objective is to improve its operating and financial performance by increasing operational efficiencies of its existing businesses, driving growth through reinvestment, and integrating its acquired businesses utilizing the Group's operational expertise, scale and investment support. Furthermore, the Group aims to deliver to its customers the best quality services and the best content on proprietary state-of-the-art mobile and fixed infrastructure, by investing in best-in-class technology, insourcing its historical suppliers in the area of technical services and call centres in order to better control quality, and developing a tailor-made approach, based on the analysis of data collected from its customers, in order to service them in an individualized manner, propose them targeted offers, dedicated content and custom-made advertising and provide them with a unique and sophisticated customer experience. The Group aims to create long-term shareholder value through exceptional operating and financial performance, mainly driven by its focus and investments to provide a superior customer experience at lower cost levels.

The Group has contributed to long-term value creation in the past financial years, following the implementation of the separation of Altice USA, Inc. from the Company, through multiple factors. The operational and financial turnaround in France and Portugal was achieved under the leadership of new local management teams put in place in 2018. The Group has delivered sustained investment at an accelerated pace into upgrading its fixed and mobile networks for better quality services to improve the customer experience and drive future growth. In addition, the Group has successfully executed on the monetization of part of the Group companies' infrastructure at attractive valuations. The Group intends to further strengthen its balance sheet and accelerate the deleveraging of the Group towards its stated leverage target. In 2019, the Group closed the disposal of a 49.99% equity stake in SFR FTTH. On December 12, 2019, PT Portugal entered into an agreement with Morgan Stanley Infrastructure Partners regarding the sale of a 49.99% interest in the Portuguese fibre business to be carved-out into a dedicated wholesale vehicle. On April 17, 2020, the transaction was closed and the Group received €1,573.1 million of proceeds from this transaction.

### **2.2 Strategy of the Group**

At the core of the Group's strategy is customer, revenue, profitability and cash flow growth and, as a result, deleveraging. The Group benefits from a unique asset base which is fully convergent, fibre rich, active across consumers and businesses and holds number one or number two positions in each of its markets with nationwide coverage. The reinforced operational focus offers significant value creation potential. In parallel, the Group is progressing with the disposal of its non-core assets and the value crystallization of its infrastructure.

Key elements of the Group's growth and deleveraging strategy include:

- the operational and financial turnaround in France and Portugal under the leadership of new local management teams put in place in 2018;
- optimizing the performance in each market with a particular focus on customer services;
- continuing to invest in best-in-class infrastructure commensurate with the Group's market position;
- monetizing content investments and growing advertising revenue; and
- the execution of non-core asset disposal program, the potential monetization of part of the Group companies' infrastructure at attractive valuations and the mutualization of selected network assets.

### **3 BASIS OF PRESENTATION**

The discussion and analysis for each of the periods presented is based on the financial information derived from the condensed interim consolidated financial statements of the Company as of and for the three months ended March 31, 2020.

Please refer to the key statement of income items in section 13 for a definition of the key financial terms discussed and analysed in this document.

## 4 GROUP FINANCIAL REVIEW

### 4.1 General

The following discussion and analysis is intended to assist in providing an understanding of the Group's financial condition, changes in financial condition and results of operations and should be read together with the condensed interim consolidated financial statements for the three months ended March 31, 2020, including the accompanying notes.

The condensed interim consolidated financial statements of the Company as of March 31, 2020 and for the three months then ended, are presented in millions of Euros, except as otherwise stated.

The below table sets forth the Group's consolidated statement of income for the three months ended March 31, 2020 and March 31, 2019.

Consolidated Statement of Income	For the three months ended March 31, 2020	For the three months ended March 31, 2019	% Change
(€m)			
<b>Revenues</b>	<b>3,625.4</b>	<b>3,511.1</b>	<b>3.3%</b>
Purchasing and subcontracting costs	(971.4)	(901.0)	7.8%
Other operating expenses	(736.9)	(723.9)	1.8%
Staff costs and employee benefits	(387.2)	(386.4)	0.2%
Depreciation, amortization and impairment	(1,273.8)	(1,283.9)	-0.8%
Other expenses and income	79.7	1,761.8	-95.5%
<b>Operating profit</b>	<b>335.8</b>	<b>1,977.8</b>	<b>-83.0%</b>
Interest relative to gross financial debt	(451.0)	(501.7)	-10.1%
Realized and unrealized gains on derivative instruments	595.1	38.0	nm
Other financial expenses	(298.2)	(84.4)	253.2%
Finance income	3.1	23.9	-86.9%
Net result on extinguishment of a financial liability	(171.6)	-	nm
<b>Finance costs, net</b>	<b>(322.6)</b>	<b>(524.3)</b>	<b>-38.5%</b>
Share of losses of associates	(52.4)	(2.2)	nm
<b>Profit (Loss) before income tax</b>	<b>(39.2)</b>	<b>1,451.3</b>	<b>-102.7%</b>
Income tax benefit (loss)	(72.7)	49.0	-248.4%
<b>Profit (Loss) for the year</b>	<b>(111.9)</b>	<b>1,500.3</b>	<b>-107.5%</b>
<i>Attributable to equity holders of the parent</i>	<i>(123.8)</i>	<i>1,486.7</i>	<i>-108.3%</i>
<i>Attributable to non-controlling interests</i>	<i>11.9</i>	<i>13.6</i>	<i>-12.6%</i>

The Group has 7 reportable segments for which the results of operations of the business will be discussed:

**France:** The Group controls Altice France S.A. ("Altice France"), the second largest telecom operator in France, which provides residential, business, mobile and high-speed internet services using SFR and the associated brands. Additionally, the media division of Altice France includes NextRadioTV and SFR Presse companies, which cover audio-visual and press activities in France, respectively. This segment also comprises of the French Overseas Territories ("FOT"), ATS France and Altice Customer Services S.à r.l. ("ACS").

**Portugal:** Altice owns Portugal Telecom ("PT Portugal"), the largest telecom operator in Portugal. PT Portugal caters to fixed residential, mobile residential and business services clients using the MEO brand. This segment also includes the Altice Technical Services entities in Portugal.

**Israel:** Fixed and mobile services are provided using the HOT telecom, HOT mobile and HOT net brands to residential and business services clients. HOT also produces award winning exclusive content that it distributes using its fixed

network, as well as content application called Next and OTT services through Next Plus. This segment also includes the Altice Technical Services entity in Israel.

**Dominican Republic:** The Group provides fixed residential, mobile residential and business services using the Altice brand. This segment also includes the Altice Technical Services entity in the Dominican Republic.

**Teads:** Provides digital advertising solutions.

**Altice TV:** Content business from the use of content rights.

**Others:** Corporate entities are reported under “Others”.

When analysing the financial health of these geographical segments, the Group uses measures and ratios - in particular Adjusted EBITDA - that are not required by or presented in accordance with IFRS or any other generally accepted accounting standards. The Group presents Adjusted EBITDA because it believes that it is of interest for the shareholders and similar measures are widely used by certain investors, securities analysts and other interested parties as supplemental measures of performance and liquidity.

The below tables show the Adjusted EBITDA and operating profit for the periods indicated, respectively by geographical segments.

For the three months ended March 31, 2020	France	Portugal	Israel	Dominican Republic	Teads	Altice TV	Others	Inter-segment eliminations	Total
(€m)									
<b>Revenues</b>	<b>2,642.7</b>	<b>522.3</b>	<b>246.5</b>	<b>132.7</b>	<b>89.9</b>	<b>62.8</b>	<b>0.2</b>	<b>(71.7)</b>	<b>3,625.4</b>
Purchasing and subcontracting costs	(703.0)	(137.1)	(78.5)	(31.6)	-	(91.1)	-	69.8	(971.4)
Other operating expenses	(514.4)	(92.5)	(50.5)	(21.0)	(56.4)	(0.3)	(2.5)	0.8	(736.9)
Staff costs and employee benefits	(264.5)	(65.5)	(18.3)	(8.0)	(23.9)	(0.3)	(6.8)	-	(387.2)
<b>Total</b>	<b>1,160.8</b>	<b>227.2</b>	<b>99.3</b>	<b>72.1</b>	<b>9.6</b>	<b>(29.0)</b>	<b>(9.0)</b>	<b>(1.1)</b>	<b>1,529.9</b>
Share-based expense	6.9	0.1	-	-	-	-	3.0	-	10.0
Rental expense operating lease	(193.1)	(17.1)	(8.7)	(5.6)	(1.0)	-	-	-	(225.5)
<b>Adjusted EBITDA</b>	<b>974.6</b>	<b>210.2</b>	<b>90.6</b>	<b>66.5</b>	<b>8.6</b>	<b>(29.0)</b>	<b>(6.0)</b>	<b>(1.1)</b>	<b>1,314.4</b>
Depreciation, amortisation and impairment	(850.7)	(182.3)	(83.4)	(31.9)	(5.0)	(120.6)	-	-	(1,273.8)
Share-based expense	(6.9)	(0.1)	-	-	-	-	(3.0)	-	(10.0)
Other expenses and income	(18.0)	93.9	(2.4)	(1.3)	(0.1)	-	7.5	-	79.7
Rental expense operating lease	193.1	17.1	8.7	5.6	1.0	-	-	-	225.5
<b>Operating profit/(loss)</b>	<b>292.2</b>	<b>138.9</b>	<b>13.5</b>	<b>38.9</b>	<b>4.6</b>	<b>(149.6)</b>	<b>(1.5)</b>	<b>(1.1)</b>	<b>335.8</b>

For the three months ended March 31, 2019	France	Portugal	Israel	Dominican Republic	Teads	Altice TV	Others	Inter-segment eliminations	Total
(€m)									
<b>Revenues</b>	<b>2,558.4</b>	<b>508.9</b>	<b>231.7</b>	<b>138.9</b>	<b>84.1</b>	<b>59.7</b>	<b>0.1</b>	<b>(70.6)</b>	<b>3,511.1</b>
Purchasing and subcontracting costs	(654.7)	(126.9)	(74.1)	(34.0)	-	(80.0)	-	68.6	(901.0)
Other operating expenses	(509.8)	(88.0)	(48.8)	(20.4)	(51.8)	(0.6)	(5.8)	1.3	(723.9)
Staff costs and employee benefits	(255.3)	(69.5)	(16.1)	(7.5)	(24.8)	(0.8)	(12.5)	0.1	(386.4)
<b>Total</b>	<b>1,138.6</b>	<b>224.5</b>	<b>92.7</b>	<b>77.0</b>	<b>7.4</b>	<b>(21.6)</b>	<b>(18.2)</b>	<b>(0.6)</b>	<b>1,499.8</b>
Share-based expense	0.8	-	-	-	-	-	13.7	-	14.4
Rental expense operating lease	(183.7)	(18.0)	(8.2)	(6.2)	(0.9)	-	-	-	(217.1)
<b>Adjusted EBITDA</b>	<b>955.7</b>	<b>206.5</b>	<b>84.5</b>	<b>70.8</b>	<b>6.5</b>	<b>(21.6)</b>	<b>(4.5)</b>	<b>(0.6)</b>	<b>1,297.2</b>
Depreciation, amortisation and impairment	(833.2)	(178.5)	(90.5)	(30.3)	(5.1)	(146.4)	-	-	(1,283.9)
Share-based expense	(0.8)	-	-	-	-	-	(13.7)	-	(14.4)
Other expenses and income	2,023.7	(272.2)	(1.1)	(4.3)	-	-	16.0	(0.3)	1,761.8
Rental expense operating lease	183.7	18.0	8.2	6.2	0.9	-	-	-	217.1
<b>Operating profit/(loss)</b>	<b>2,329.2</b>	<b>(226.2)</b>	<b>1.1</b>	<b>42.4</b>	<b>2.4</b>	<b>(167.9)</b>	<b>(2.2)</b>	<b>(0.9)</b>	<b>1,977.8</b>

## 4.2 Update on the COVID-19 pandemic

On March 11, 2020, the COVID-19 outbreak was declared by the World Health Organization (WHO) as a global pandemic, highlighting the health risks of the disease. In this context and following regulatory requirements published

by governments over the last months in the countries in which the Group operates, the Group activated a response program in order to minimize the impact of the COVID-19 pandemic (please refer to note 35.9 of the annual consolidated financial statements for further detail).

The COVID-19 pandemic had a limited impact on the condensed interim consolidated financial statements of the Group as of March 31, 2020 and for the three month period then ended. Indeed, the Group has been impacted by a decline in handsets sales (low margin activity) in the context of the closure of the shops in many countries where the Group operates, a decrease in roaming revenue, some delays in the construction of FTTH homes passed in France and a decline in the advertising businesses (Teads and NextRadioTV) but the impact has been limited, since the crisis only began at the beginning of March 2020. Although the situation continues to evolve, the Company expects that the COVID-19 pandemic will have limited effects on the Group's operations and financial performance for future periods.

The Group has taken this situation into account in its estimates, notably those related to the non-current and current assets valuation as well as employee benefit provisions. The valuation of the non-current and current assets has not been adjusted as of March 31, 2020 as a result of the COVID-19 outbreak. The discount rate of the employee benefit provisions has been updated as of March 31, 2020 and as a result the employee benefit provisions decreased by €74.9 million in counterpart of an increase in Other Comprehensive Income (actuarial gain of €57.6 million, net of tax).

Based on the above and information in note 16 of the condensed interim consolidated financial statements, the Group considers that the assessment of the going concern assumption for the Group is not impacted.

### **4.3 Significant events affecting historical results**

Certain significant events had an impact on the results of the Group's operations for the three months ended March 31, 2020.

#### **4.3.1 Transactions completed in the current period**

##### *4.3.1.1. Sale of a 25% equity stake in OMTEL*

On January 2, 2020, the Company announced the sale of the 25% equity interest held by PT Portugal in Belmont Infra Holding S.A. ("Belmont"), that owns 100% in a tower company OMTEL, to Cellnex Telecom S.A.. Total cash proceeds amounted to €201.0 million. The total capital gain recorded for the three month period ended March 31, 2020 amounted to €97.7 million.

OMTEL is the first independent tower company in Portugal and operated approximately 3,000 tower sites in the country as at December 31, 2019. The sale by PT Portugal of its 25% equity interest in OMTEL is part of a larger transaction pursuant to which Cellnex Telecom S.A. acquired 100% of the share capital of OMTEL. In September 2018, at the time of its sale of OMTEL to a consortium including Morgan Stanley Infrastructure Partners and Horizon Equity Partners, PT Portugal had reinvested €108.8 million for a 25% equity interest in OMTEL.

##### *4.3.1.2. Redemption of notes*

The Group has undertaken the following redemptions of notes since January 1, 2020:

- On January 13, 2020, Altice Finco redeemed in full the outstanding 2013 Altice Finco Euro Senior Notes, in an aggregate principal amount of €250 million, in accordance with the 2013 Altice Finco Euro Senior Notes Indenture;
- On February 10, 2020, Altice Finco redeemed in full the outstanding 2013 Altice Finco Dollar Senior Notes, in an aggregate principal amount of \$400 million, in accordance with the 2013 Altice Finco Dollar Senior Notes Indenture;
- On February 18, 2020, Altice Financing redeemed in full the outstanding 2015 Altice Financing Senior Secured Notes, in an aggregate principal amount of €2,400.0 million equivalent, in accordance with the 2015 Altice Financing Senior Secured Notes Indenture;
- On February 24, 2020 and March 9, 2020, Altice Luxembourg redeemed in full the outstanding 2015 Altice Luxembourg Senior Notes, in two parts, in an aggregate principal amount of €2,108.0 million equivalent, in accordance with the 2015 Altice Luxembourg Senior Notes Indenture;
- On March 6, 2020, Altice Luxembourg redeemed in full the outstanding 2019 Altice Luxembourg Euro Senior

Notes, in an aggregate principal amount of €82.6 million in accordance with the 2019 Altice Luxembourg Senior Notes Indenture; and

- On March 6, 2020, Altice Luxembourg redeemed in full the outstanding 2019 Altice Luxembourg Dollar Senior Notes, in an aggregate principal amount of \$38.0 million in accordance with the 2019 Altice Luxembourg Senior Notes Indenture.

#### 4.3.1.3. *Issuance of the 2020 Altice Financing Senior Secured Notes*

On January 22, 2020, Altice Financing issued \$1,200 million aggregate principal amount of 5.000% Senior Secured Notes due January 15, 2028, €1,100 million aggregate principal amount of 3.000% Senior Secured Notes due January 15, 2028 and €600 million aggregate principal amount of 2.250% Senior Secured Notes due January 15, 2025 (together, the “2020 Altice Financing Senior Secured Notes”).

#### 4.3.1.4. *Exchange offer completed by Ypso Finance Bis*

On January 24, 2020, Ypso Finance Bis, a subsidiary of the Group, commenced an exchange offer to noteholders of Altice Luxembourg’s (i) 2019 Altice Luxembourg Dollar Senior Notes and (ii) 2019 Altice Luxembourg Euro Senior Notes, to exchange the 2019 Altice Luxembourg Dollar Senior Notes for an equal aggregate principal amount of corresponding dollar denominated 10.500% senior notes due 2027 issued by Ypso Finance Bis (the “Ypso Finance Bis Exchange Dollar Notes”) and the 2019 Altice Luxembourg Euro Senior Notes for an equal aggregate principal amount of corresponding euro denominated 8.000% senior notes due 2027 issued by Ypso Finance Bis (the “Ypso Finance Bis Exchange Euro Notes”).

At the expiration of the exchange offer, a total of \$1,562 million (accounting for 97.63% of the outstanding aggregate principal) of the 2019 Altice Luxembourg Dollar Senior Notes and €1,317 million (accounting for 94.10% of the outstanding aggregate principal) of the 2019 Altice Luxembourg Euro Senior Notes were tendered and accepted. On February 27, 2020, \$1,562 million of Ypso Finance Bis Exchange Dollar Notes and €1,317 million of Ypso Finance Bis Exchange Euro Notes were issued by Ypso Finance Bis.

On March 6, 2020, Altice Luxembourg redeemed the remaining €82.6 million aggregate principal amount of the 2019 Altice Luxembourg Euro Senior Notes and the remaining \$38.0 million aggregate principal amount of the 2019 Altice Luxembourg Dollar Senior Notes, in each case not tendered in and exchanged in connection with the exchange offer.

#### 4.3.1.5. *Issuance of the 2020 Altice France Senior Secured Notes*

On February 6, 2020, Altice France issued €500 million aggregate principal amount of its euro denominated 2.125% Senior Secured Notes due February 15, 2025.

#### 4.3.1.6. *Issuance of the 2020 Ypso Finance Bis Senior Notes*

On February 6, 2020, Ypso Finance Bis issued \$1,225 million aggregate principal amount of its dollar denominated 6.000% Senior Notes due February 15, 2028 (the “2020 Ypso Finance Bis Dollar Senior Notes”) and €500 million aggregate principal amount of its euro denominated 4.000% Senior Notes due February 15, 2028 (the “2020 Ypso Finance Bis Euro Senior Notes”) and, together with the 2020 Ypso Finance Bis Dollar Senior Notes, the “2020 Ypso Finance Bis Senior Notes”).

#### 4.3.1.7. *Amendment of 2014 Altice Financing Revolving Credit Facility Agreement*

On February 20, 2020, all of the lenders under the 2014 Altice Financing Revolving Credit Facility Agreement agreed to amend the 2014 Altice Financing Revolving Credit Facility Agreement to extend the maturity date to February 20, 2025, reduce the margin and make certain other changes.

#### 4.3.1.8. *Bridge facility*

On March 3, 2020, Altice Finco entered into a term loan credit agreement providing for, among other things, a euro denominated term loan in an aggregate principal amount of €500 million (the “2020 Altice Finco Bridge Credit Facility”). The term loan bears interest at a rate per annum equal to the weighted average rate of 2-month and 3-month EURIBOR for the period between the funding date of the 2020 Altice Finco Bridge Credit Facility (March 5, 2020) and the maturity date of the 2020 Altice Finco Bridge Credit Facility (May 29, 2020), plus the applicable margin of 2.5% per annum. The proceeds from the term loan borrowed under the 2020 Altice Finco Bridge Credit Facility were

used to fund in part the redemption of the 2015 Altice Luxembourg Senior Notes. On April 17, 2020, Altice Finco fully repaid the 2020 Altice Finco Bridge Credit Facility.

#### 4.3.1.9. *New revolving credit facility at Altice France Holding*

On March 26, 2020, all of the lenders under the 2014 Altice Luxembourg Revolving Credit Facility Agreement agreed to amend and restate the 2014 Altice Luxembourg Revolving Credit Facility Agreement to replace Altice Luxembourg as borrower thereunder with Altice France Holding, and make certain other related changes.

#### 4.3.1.10. *Automatic Exchange*

On March 26, 2020, upon satisfaction of certain conditions, comprising full discharge, cancellation and/or redemption of the 2019 Altice Luxembourg Senior Notes and the 2015 Altice Luxembourg Senior Notes, (i) the Ypso Finance Bis Exchange Dollar Notes were automatically exchanged for an equal aggregate principal amount of dollar-denominated 10.500% senior notes due 2027 issued by Altice France Holding, (ii) the Ypso Finance Exchange Euro Notes were automatically exchanged for an equal aggregate principal amount of euro-denominated 8.000% senior notes due 2027 issued by Altice France Holding, (iii) the 2020 Ypso Finance Bis Dollar Senior Notes were automatically exchanged for an equal aggregate principal amount of dollar-denominated 6.000% senior notes due 2028 issued by Altice France Holding and (iv) the 2020 Ypso Finance Bis Euro Senior Notes were automatically exchanged for an equal aggregate principal amount of euro-denominated 4.000% senior notes due 2028 issued by Altice France Holding (the actions described in sub-clauses (i)-(iv) collectively, the “Automatic Exchange”).

After the Automatic Exchange, the Altice Luxembourg group does not hold any third party debentures or loans from lenders and therefore does not have any reporting requirements towards lenders anymore.

### 4.3.2 **Transactions completed in the prior period**

#### 4.3.2.1. *Change in consolidation method in PHI*

In January 2019, HOT Mobile and Partner signed an amendment to the Network Sharing Agreement with respect to the governance of the company PHI, effective on January 1, 2019. Following this amendment, the parties have joint control over PHI (compared to significant influence before the amendment); accordingly, PHI is accounted under the provisions of IFRS 11 *Joint Arrangements* as joint operation (recognition of HOT Mobile's interests in PHI's assets, liabilities, revenues and expenses) instead of equity method.

#### 4.3.2.2. *Closing of the sale of 49.99% in SFR FTTH*

On November 30, 2018, Altice France entered into an exclusivity agreement with Allianz Capital Partners, AXA Investment Managers - Real Assets, acting on behalf of its clients and OMERS Infrastructure (together the “Partners”) regarding the sale of a 49.99% equity stake in SFR FTTH.

The transaction closed on March 27, 2019. The consideration received was €1.7 billion, based on a €3.4 billion equity value. The total capital gain recorded for the three months ended March 31, 2019 was €2,055.9 million. This partnership created the leading FTTH infrastructure wholesaler in France and brought an additional €1.7 billion of cash to Altice France. Following the closing of the transaction, Altice France lost exclusive control over SFR FTTH as Altice France and the Partners have joint control over the new entity based on the provisions of IFRS 11 *Joint Arrangements*. Furthermore, as SFR FTTH is a joint venture (joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement), SFR FTTH is accounted for under the equity method based on the provisions of IAS 28 *Investments in Associates and Joint Ventures*.

#### 4.3.2.3. *Sale of a majority stake in Groupe L'Express S.A.*

On February 12, 2019, Altice France and Groupe L'Express S.A. (“L'Express”) announced the potential sale by Altice France to News Participations S.A.S, a company controlled by Mr. A. Weill, of a majority stake in L'Express. On July 19, 2019, the Board approved the sale of a 51% equity stake to News Participations S.A.S., the remaining 49% of the share capital of L'Express being held by Altice Group Lux S.à r.l. (“Altice Group Lux”).

The sale closed on July 30, 2019. Following the closing of the transaction, the Group lost control over L'Express and the remaining 49% equity stake held by Altice Group Lux is accounted for under the equity method in accordance with IAS 28 *Investments in Associates and Joint Ventures* in the condensed consolidated financial statements within



the caption Investment in associates and joint ventures. The capital loss recorded in the consolidated statement of income for the year ended December 31, 2019 was €67.7 million in the caption Other expenses and income, of which €23.0 million was recorded in Altice Group Lux which corresponded to the contribution by Altice Group Lux to L'Express before the closing of the sale.

## 5 REVENUE

### 5.1 Group

For the three months ended March 31, 2020, the Group generated total revenues of €3,625.4 million, a 3.3% increase compared to €3,511.1 million for the three months ended March 31, 2019.

This increase in revenues was recorded in Residential fixed, Residential mobile and Business Services, but partially offset by a decrease in Media. This increase in revenue was also partially impacted by a favourable development of the foreign currency rate for the Israeli Shekel, which average exchange rate increased by 3.4%, although this foreign currency impact was partially mitigated by the average exchange rate of the Dominican Peso, which decreased by 2.7%.

The tables below set forth the Group's revenue by lines of activity in the various geographical segments in which the Group operates for the three months ended March 31, 2020 and March 31, 2019, respectively:

For the three months ended March 31, 2020 (€m)	France	Portugal	Israel	Dominican Republic	Teads	Altice TV	Others	Total
Fixed	640.8	155.1	146.0	25.2	-	-	-	967.1
Mobile	899.9	117.6	54.0	75.3	-	-	-	1,146.8
Residential service	1,540.7	272.7	200.0	100.5	-	-	-	2,113.9
Residential equipment	134.8	23.4	15.2	9.1	-	-	-	182.5
Total Residential	1,675.5	296.1	215.2	109.6	-	-	-	2,296.4
Business services	871.6	226.2	31.3	23.1	-	-	0.2	1,152.4
Media	95.6	-	-	-	89.9	62.8	-	248.3
<b>Total standalone revenues</b>	<b>2,642.7</b>	<b>522.3</b>	<b>246.5</b>	<b>132.7</b>	<b>89.9</b>	<b>62.8</b>	<b>0.2</b>	<b>3,697.1</b>
Intersegment elimination	(16.1)	(14.3)	(0.1)	-	(0.4)	(40.8)	-	(71.7)
<b>Total consolidated</b>	<b>2,626.6</b>	<b>508.0</b>	<b>246.4</b>	<b>132.7</b>	<b>89.5</b>	<b>22.0</b>	<b>0.2</b>	<b>3,625.4</b>

For the three months ended March 31, 2020 (€m)	France	Portugal	Israel	Dominican Republic	Teads	Altice TV	Others	Total
Fixed	627.7	153.6	139.5	25.3	-	-	-	946.2
Mobile	878.6	115.6	44.9	76.8	-	-	-	1,115.8
Residential service	1,506.3	269.2	184.4	102.1	-	-	-	2,062.0
Residential equipment	133.1	20.4	18.8	10.3	-	-	-	182.6
Total Residential	1,639.4	289.6	203.2	112.4	-	-	-	2,244.6
Business services	806.8	219.3	28.4	26.5	-	-	0.1	1,081.1
Media	112.2	-	-	-	84.1	59.7	-	256.0
<b>Total standalone revenues</b>	<b>2,558.4</b>	<b>508.9</b>	<b>231.7</b>	<b>138.9</b>	<b>84.1</b>	<b>59.7</b>	<b>0.1</b>	<b>3,581.7</b>
Intersegment elimination	(21.2)	(10.2)	(0.1)	-	(0.8)	(38.4)	-	(70.6)
<b>Total consolidated</b>	<b>2,537.2</b>	<b>498.7</b>	<b>231.6</b>	<b>138.9</b>	<b>83.3</b>	<b>21.3</b>	<b>0.1</b>	<b>3,511.1</b>

Revenues for the Group's fixed residential service business increased to €967.1 million for the three months ended March 31, 2020, a 2.2% increase compared to €946.2 million for the three months ended March 31, 2019. This increase was driven primarily by France, reflecting the sustained contribution of positive net adds and improved ARPU trends, and Israel, reflecting the sustained contribution of positive net adds.

The Group's mobile residential service revenue increased to €1,146.8 million for the three months ended March 31, 2020, a 2.8% increase compared to €1,115.8 million for the three months ended March 31, 2019. This increase was driven primarily in France, reflecting the sustained contribution of positive net adds and the stabilization of market pricing, and Israel, reflecting the sustained contribution of positive net adds.

The Group's residential equipment revenue decreased marginally to €182.5 million for the three months ended March 31, 2020, compared to €182.6 million for the three months ended March 31, 2019. This decrease was driven by an increase in sales in line with the sustained contribution of positive net adds but which was offset by the impact caused by the COVID-19 pandemic during the three months ended March 31, 2020.

The Group's business services revenue increased to €1,152.4 million for the three months ended March 31, 2020, a 6.6% increase compared to €1,081.1 million for the three months ended March 31, 2019. This increase was mainly driven by France, largely resulting from the construction of the FTTH network for SFR FTTH.

Revenues from the Group's media activities totalled €248.3 million for the three months ended March 31, 2020, a 3.0% decrease compared to €256.0 million for the three months ended March 31, 2019. The decrease in media revenues was largely due to France related to the sale of Groupe L'Express on July 30, 2019.

## 5.2 Geographical segments

**France:** For the three months ended March 31, 2020, the Group generated external revenue in France of €2,626.2 million, a 3.5% increase compared to €2,537.2 million for the three months ended March 31, 2019.

Revenues from the Group's fixed residential service business increased by 2.1% from €627.7 million for the three months ended March 31, 2019 to €640.8 million for the three months ended March 31, 2020. This increase was mainly due to the impact of sustained net-adds since the first quarter of 2018 and an improvement in ARPU trends. For the three months ended March 31, 2020, the Group added 8k new fixed subscribers (compared to 28k net-adds in 2019), with 64k fibre net adds in 2019 versus 63k fibre net adds in 2019. Fixed residential revenue in 2020 was also impacted by the loss of favourable VAT treatment on telecom/press bundles, which ended in February 2019. The fixed residential service revenue was also impacted in part by the COVID-19 pandemic mainly as a result of the closure of our shops in the second half of March 2020.

The Group's mobile residential service business posted a net revenue increase of 2.4% from €878.6 million for the three months ended March 31, 2019 to €899.9 million for the three months ended March 31, 2020. This trend was driven primarily by the impact of consecutive positive net-adds since the first quarter of 2018 and a stabilisation of market pricing, following an abatement of market competition. For the three months ended March 31, 2020, the Group continued its positive net-adds trend, adding 79k new B2C mobile post-paid customers (compared to net adds of 117k for the three months ended March 31, 2019). This is a result of investments made in improving network quality and successful churn reduction measures implemented by the Group since the end of 2017. B2C mobile sales were impacted in part by the COVID-19 pandemic mainly as a result of the closure of our shops in the second half of March 2020.

The Group's residential equipment revenue increased by 1.3% to €134.8 million for the three months ended March 31, 2020, compared to €133.1 million for the three months ended March 31, 2019. This increase was mainly driven by the uptake of higher end smartphones by customers in 2020 compared to the three months ended March 31, 2019. Equipment sales were also impacted by the closure of our shops following the lockdown measures imposed as part of the COVID-19 prevention measures.

Revenues from the Group's business services increased by 8.0%, from €806.8 million for the three months ended March 31, 2019 to €871.6 million for the three months ended March 31, 2020. This revenue growth was largely resulting from the construction of the FTTH network for SFR FTTH, despite that the roll out activities during the three months ended March 31, 2020 were impacted at the end of March due to the COVID-19 pandemic.

Media revenues decreased from €112.2 million for the three months ended March 31, 2019 to €95.6 million for the three months ended March 31, 2020, a decrease of 14.7%. Media revenues were significantly impacted by the loss of advertising revenues as a result of the COVID-19 pandemic in March, after a strong start to the year in January and February. Media business revenues were also impacted by the sale of Groupe L'Express magazine in July 2019 as three months of revenues were included in the three months ended March 31, 2019.

**Portugal:** For the three months ended March 31, 2020, the Group generated revenues in Portugal of €508.0 million, a 1.9% increase compared to €498.7 million for the three months ended March 31, 2019.

Revenues from the Group's fixed residential service business increased by 1.0% from €153.6 million for the three months ended March 31, 2019 to €155.1 million for the three months ended March 31, 2020. This increase is explained by the higher contributions from data revenues and TV bundles, partially offset by lower revenues from sport-related premium channels in March because of the COVID-19 pandemic.

The Group's mobile residential service business reported a net revenue increase of 1.8% from €115.6 million for the three months ended March 31, 2019, to €117.6 million for the three months ended March 31, 2020. This increase was driven by higher revenues from post-paid customers, although these were partially offset by lower revenues from pre-paid due to the migration to convergent offers.

The Group's residential equipment revenue reported a net revenue increase of 1.8% from €20.4 million for the three months ended March 31, 2019, to €23.4 million for the three months ended March 31, 2020. This increase was driven by an increase in equipment sales due to sustained contribution of positive net adds despite a decline in March 2020 because of the COVID-19 pandemic.

Revenues from the Group's business services increased by 3.2% from €219.3 million for the three months ended March 31, 2019 to €226.2 million for the three months ended March 31, 2020. This increase was mainly explained by higher revenues from Altice Labs.

**Israel:** For the three months ended March 31, 2020, the Group generated revenue in Israel of €246.4 million, a 6.4% increase compared to €231.6 million for the three months ended March 31, 2019. This increase was partially caused by the favourable development of the foreign currency rate for the Israeli Shekel, which, based on the average exchange rate increased by 3.4%. On a local currency basis, revenues increased by 2.8%. On a local currency basis, the fixed residential service revenue increased by 1.1%, which was largely driven by a growth in the subscriber base, despite strong competition in the fixed market. Mobile residential service revenue increased by 16.4% due to an increase in the mobile subscriber base while the market is still under price pressure. The Group's residential equipment revenue decreased by 22.3% largely due to a decline in March 2020 because of the COVID-19 pandemic. Business revenues increased by 6.6%, despite the decommissioning of the IDEN network and a decrease in roaming due to the COVID-19 pandemic.

**Dominican Republic:** For the three months ended March 31, 2020, the Group generated total revenue of €132.7 million, a 4.5% decrease compared to €138.9 million for the three months ended March 31, 2019. The decrease was partially a result of the unfavourable development of the foreign currency rate for the Dominican Peso, which, based on the average exchange rate, decreased by 2.7%. On a local currency basis, fixed residential service revenues increased by 2.2%, largely driven by a growth in the subscriber base. Mobile residential service revenue increased by 0.7% despite a decrease in the subscriber base. The Group's residential equipment revenue decreased by 9.1% largely due to a decline in the subscriber base and a decline in March 2020 because of the COVID-19 pandemic. Business revenues decreased by 10.5%, largely in wholesale revenues, mainly due to lower international voice traffic and pricing.

**Teads:** For the three months ended March 31, 2020, the Group generated revenue in Teads of €89.5 million, compared to €83.3 million for the three months ended March 31, 2019. This increase in revenues is explained by the commercial success of newly introduced services and product formats, as well as the continued growth in the United States and Asia-Pacific regions, although the COVID-19 pandemic and the unfavourable development of foreign exchange rates in certain territories resulted in a slow-down of the growth rate.

**Altice TV:** For the three months ended March 31, 2020, the Group generated total revenue in Altice TV of €22.0 million, compared to €21.3 million for the three months ended March 31, 2019.

## 6 ADJUSTED EBITDA

### 6.1 Group

For the three months ended March 31, 2020, the Group's Adjusted EBITDA was €1,314.4 million, an increase of 1.3% compared to the three months ended March 31, 2019 (€1,297.2 million). This increase can be attributed to higher revenues, which were partially offset by higher operating expenses.

### 6.2 Geographical segments

**France:** For the three months ended March 31, 2020, the Group's Adjusted EBITDA in France was €974.6 million, an increase of 2.0% from €955.7 million for the three months ended March 31, 2019. This increase was mainly due to an increase in revenues as explained above, which was partially offset by an increase in expenses. The increase in expenses is explained by an increase in direct costs related to the increase in revenues, increases in maintenance costs related to higher network usage as part of the COVID 19 pandemic and higher staff costs and employee benefits in the three months ended March 31, 2020. These increases in expenses were partially offset by a decrease in sales and marketing costs, customer service and general and administrative expenses as a result of lower activity in March due to the COVID 19 pandemic.

**Portugal:** For the three months ended March 31, 2020, the Group's Adjusted EBITDA in Portugal was €210.2 million, an increase of 1.8% from €206.5 million for the three months ended March 31, 2019. The increase in Adjusted EBITDA is largely attributable to an increase in revenues which were partially offset by higher purchasing and contracting costs and other operating expenses. The increase in expenses mainly related to higher costs of goods sold, which are in line with the higher revenues, higher traffic costs, higher raw materials consumption and higher programming costs, mainly as a result of the football-related broadcasting rights which were acquired in 2016 but which started to be broadcasted as from the 2019/2020 football season. The negative impact of these drivers on Adjusted EBITDA was partially offset by lower staff costs and employee benefits due to the favourable impact related to employees who terminated their employment agreements in March 2019 under the voluntary employee reduction program.

**Israel:** For the three months ended March 31, 2020, the Group's Adjusted EBITDA in Israel was €90.6 million, an increase of 7.2% compared to €84.5 million for the three months ended March 31, 2019. Adjusted EBITDA on a local currency basis increased by 3.6% compared to 2019, mainly due to an increase in revenues which were partially offset by an increase in expenses. This increase in expenses is explained by higher purchasing and sub-contracting costs, mainly due to an increase in interconnection costs and an increase in staff costs as a result of a new agreement with the labour unions. These increases were partially offset by lower cost of sale of mobile handsets due to a decrease in handsets sold and a decrease in sport channel content expense.

**Dominican Republic:** For the three months ended March 31, 2020, the Group's Adjusted EBITDA in the Dominican Republic decreased by 6.1% from €70.8 million for the three months ended March 31, 2019 to €66.5 million for the three months ended March 31, 2020 (a decrease of 3.6% on a local currency basis). On a local currency basis, the decrease in Adjusted EBITDA is attributable to the reduction in revenues, in addition to increases in staff costs and employee benefits due to the increase in the average number of sales and retention staff and an increase in network operating costs due to network growth. The decrease in the Adjusted EBITDA as explained above was partially offset by lower cost of sales which is in line with lower revenues.

**Teads:** For the three months ended March 31, 2020, the Group's Adjusted EBITDA for Teads amounted to €8.6 million, compared to €6.5 million for the three months ended March 31, 2019, an increase of 32.8%. The increase is explained by higher revenues and a reduction in operating expenses due to lower marketing costs and travel and entertainment expenses driven by the COVID-19 pandemic. These positive impacts on Adjusted EBITDA were partially offset by increases in staff costs and employee benefits, but which were partly offset by higher operating expenses.

**Altice TV:** For the three months ended March 31, 2020, the Group's Adjusted EBITDA for Altice TV decreased from a negative Adjusted EBITDA of €21.6 million for the three months ended March 31, 2019 to a negative Adjusted EBITDA of €29.0 million for the three months ended March 31, 2020. This decrease is mainly attributable to higher expenses, which were partially offset by higher revenues.

## 7 OPERATING PROFIT OF THE GROUP

### 7.1 Depreciation, amortization and impairment

For the three months ended March 31, 2020, depreciation, amortization and impairment totalled €1,273.8 million, a 0.8% decrease compared to €1,283.9 million for the three months ended March 31, 2019. The decrease is largely explained by lower depreciation and amortization expenses related to tangible and intangible assets, to a large extent due lower amortization in sport content right. These decreases were partially offset by higher amortization expenses related to IFRS 16 Leases, mainly due to the increase of lease liabilities after March 31, 2019.

### 7.2 Other expenses and income

For the three months ended March 31, 2020, the Group's other income totalled €79.7 million compared to other income of €1,761.8 million for the three months ended March 31, 2019. A detailed breakdown of other expenses and income is provided below:

Other expenses and income	For the three months ended March 31, 2020	For the three months ended March 31, 2019	% Change
(€m)			
Restructuring costs	3.8	260.5	-98.6%
Net loss on disposal of assets	2.9	4.2	-31.5%
Disputes and litigation	2.5	13.0	-80.9%
Net gain on sale of interest in associates	(97.7)	-	nm
Net gain on sale of consolidated entities	-	(2,055.9)	-100.0%
Other expenses and income (net)	8.8	16.4	-46.4%
<b>Other expenses and income</b>	<b>(79.7)</b>	<b>(1,761.8)</b>	<b>-95.5%</b>

#### 7.2.1 Restructuring costs

For the three month period ended March 31, 2020, restructuring costs related to restructuring costs in France of €2.4 million and in PT Portugal of €1.4 million. Restructuring costs for the three month period ended March 31, 2019 mainly related to the restructuring plans in PT Portugal for which a €252.7 million provision fully tax deductible was recorded in connection with the voluntary employee reduction program undertaken in 2019 covering approximately 850 employees (mainly in support functions) in order to improve operational flexibility of PT Portugal.

#### 7.2.2 Net gain on sale of interest in associates

For the three month period ended March 31, 2020, this related to the capital gain of €97.7 million from the sale of Portugal's 25% equity stake in Belmont.

#### 7.2.3 Net gain on sale of consolidated entities

For the three month period ended March 31, 2019, this related to the capital gain from the sale of a 49.99% equity stake in SFR FTTH and the remeasurement at fair value of residual interest in SFR FTTH of €2,055.9 million

### 7.3 Operating profit

As a result of the above-mentioned factors, for the three months ended March 31, 2020, the Group recorded an operating profit of €335.8 million, an 83.0% decrease compared to €1,977.8 million for the three months ended March 31, 2019.

## 8 RESULT FOR THE GROUP – ITEMS BELOW OPERATING EXPENSES

### 8.1 Finance costs (net)

Net finance costs amounted to €322.6 million for the three months ended March 31, 2020 compared to €524.3 million for the three months ended March 31, 2019. A detailed breakdown of finance costs (net) is provided below:

Net finance costs (€m)	Three months ended March 31, 2020	Three months ended March 31, 2019	% Change
<b>Interest relative to gross financial debt</b>	<b>(451.0)</b>	<b>(501.7)</b>	<b>-10.1%</b>
<b>Realized and unrealized gains on derivative instruments linked to financial debt</b>	<b>595.1</b>	<b>38.0</b>	<b>nm</b>
Interest on lease liabilities	(40.1)	(48.4)	-17.3%
Net foreign exchange losses	(224.3)	-	nm
Impairment of available for sale financial assets	4.2	-	nm
Other	(37.9)	(36.0)	5.4%
<b>Other financial expenses</b>	<b>(298.2)</b>	<b>(84.4)</b>	<b>253.2%</b>
Interest income	3.1	5.4	-42.5%
Net foreign exchange gains	-	18.4	-100.0%
<b>Finance income</b>	<b>3.1</b>	<b>23.9</b>	<b>-86.9%</b>
<b>Net result on extinguishment of financial liabilities</b>	<b>(171.6)</b>	<b>-</b>	<b>nm</b>
<b>Finance costs, net</b>	<b>(322.6)</b>	<b>(524.3)</b>	<b>-38.5%</b>

#### 8.1.1 Interest relative to gross financial debt

For the three months ended March 31, 2020, the Group's interest relative to gross financial debt totalled €451.0 million, a 10.1% decrease compared to €501.7 million for the three months ended March 31, 2019. The decrease is mainly explained by lower interest in Altice France and Altice Luxembourg following the refinancing activities in 2019 and in the first quarter of 2020.

#### 8.1.2 Realized and unrealized gains on derivative instruments

For the three months ended March 31, 2020, the Group's realized and unrealized gains on derivative instruments totalled €595.1 million compared to €38.0 million for the three months ended March 31, 2019, mainly driven by the variation in the mark to market of the Group's derivative financial instruments in Altice Financing and Altice France.

#### 8.1.3 Other financial expenses

For the three months ended March 31, 2020, the Group's other financial expenses totalled €298.2 million, a 253.2% increase compared to €84.4 million for the three months ended March 31, 2019. The change in other financial expenses is largely driven by an increase of €224.3 million of net foreign exchange losses (2019: €18.4 million net foreign exchange gain) mainly in Altice Financing and Altice Luxembourg.

#### 8.1.4 Net result on extinguishment of a financial liability

For the three months ended March 31, 2020, the Group's net result on extinguishment of a financial liability amounted to €171.6 million related to the refinancing activities which occurred in the three months ended March 31, 2020, compared to a net result on extinguishment of a financial liability of nil for the three months ended March 31, 2019, in which no refinancing transactions occurred.

### 8.2 Share of (losses) / gains of associates

For the three months ended March 31, 2020, the Group's share of loss of associates totalled €52.4 million compared to a loss of €2.2 million for the three months ended March 31, 2019. This increase is mainly explained by SFR FTTH, which is accounted for under the equity method based on the provisions of IAS 28 Investments in Associates and Joint Ventures.

### **8.3 Income tax (expense) / benefit**

For the three months ended March 31, 2020, the Group recorded an income tax expense of €72.7 million, reflecting an effective tax rate of 550% compared to an income tax benefit of €49.0 million for the three month period ended March 31, 2019, reflecting a negative effective tax rate of 3%. Without the effect of the taxable capital gain in France related to the disposal of a 49.99% equity stake in SFR FTTH on March 27, 2019, the effective tax rate for the three month period ended March 31, 2019 would have been an effective tax rate of 9%. Please also refer to note 12 to the condensed interim financial statements of the Company.

### **8.4 Profit (Loss) after tax for the period**

For the three months ended March 31, 2020, the loss after tax totalled €111.9 million compared to a profit after tax of €1,500.3 million in the three months ended March 31, 2019. The reasons for this decrease are enumerated in the sections above.



## 9 LIQUIDITY AND CAPITAL RESOURCES

### 9.1 General

On January 24, 2020, Ypso Finance Bis, a subsidiary of the Group, commenced an exchange offer to noteholders of Altice Luxembourg's (i) 2019 Altice Luxembourg Dollar Senior Notes and (ii) 2019 Altice Luxembourg Euro Senior Notes, to exchange the 2019 Altice Luxembourg Dollar Senior Notes for an equal aggregate principal amount of corresponding dollar denominated 10.500% senior notes due 2027 issued by Ypso Finance Bis (the "Ypso Finance Bis Exchange Dollar Notes") and the 2019 Altice Luxembourg Euro Senior Notes for an equal aggregate principal amount of corresponding euro denominated 8.000% senior notes due 2027 issued by Ypso Finance Bis (the "Ypso Finance Bis Exchange Euro Notes" and, together with the Ypso Finance Exchange Dollar Notes, the "Ypso Finance Bis Exchange Notes"). For more details about the exchange offer and the Automatic Exchange, please refer to paragraphs 4.3.1.4 and 4.3.1.10 of this document.

After the Automatic Exchange, the Altice Luxembourg Group does not hold any third party debentures or loans from financial institutions and therefore does not have any reporting requirements towards lenders.

The Group's principal sources of liquidity are (i) operating cash flow generated by the Group's subsidiaries, (ii) various revolving credit facilities and guarantee facilities that are available at each of the Group's restricted groups, as applicable, for any requirements not covered by the operating cash flow generated and (iii) various liquid stakes in securities and other assets.

As of March 31, 2020, Altice International's restricted group had an aggregate of €581.0 million (equivalent) available borrowings under the Guarantee Facility Agreements, the 2014 Altice Financing Revolving Credit Facility Agreement and the 2015 Altice Financing Revolving Credit Facility Agreement, of which €75.0 million was drawn as at March 31, 2020; and the Altice France restricted group had an aggregate of €1,601.0 million (equivalent) available borrowings under the Altice France and Ivory Revolving Credit Facility Agreements, of which €150.0 million were drawn as at March 31, 2020.

The Group expects to use these sources of liquidity to fund operating expenses, working capital requirements, capital expenditures, debt service requirements and other liquidity requirements that may arise from time to time. The Group's ability to generate cash from the Group's operations will depend on the Group's future operating performance, which is in turn dependent, to some extent, on general economic, financial, competitive, market, regulatory and other factors, many of which are beyond the Group's control. As the Group's debt matures in later years, the Group anticipates that it will seek to refinance or otherwise extend the Group's debt maturities from time to time.

### 9.2 Cash flow

The following table presents primary components of the Group's cash flows (net) for the three months ended March 31, 2020 and March 31, 2019 respectively. Please refer to the consolidated statement of cash flows in the condensed interim consolidated financial statements of the Company for additional details.

<b>Net Cash Flows</b>	<b>For the three months ended March, 2020</b>	<b>For the three months ended March, 2019</b>	<b>% change</b>
<b>(€m)</b>			
Net cash flow from operating activities of continuing operations	1,455.7	1,018.0	43.0%
Net cash flow from investing activities of continuing operations	(920.0)	471.8	-295.0%
Net cash flow from financing activities of continuing operations	(840.0)	(989.6)	-15.1%
<b>Changes in cash and cash equivalents of continuing operations</b>	<b>(304.2)</b>	<b>500.2</b>	<b>-160.8%</b>
Effects of exchange rate changes on cash held in foreign currencies	(3.7)	2.3	-260.7%
<b>Net changes in cash and cash equivalents</b>	<b>(308.0)</b>	<b>502.5</b>	<b>-161.3%</b>

The Group recorded a net decrease of €308.0 million in cash and cash equivalents for the three months ended March 31, 2020, compared to a net increase of €502.5 million for the three months ended March 31, 2019.

### **9.2.1 Net cash provided by operating activities**

Net cash provided by operating activities increased by 43.0% to €1,455.7 million for the three months ended March 31, 2020 compared to €1,018.0 million for the three months ended March 31, 2019. The increase in net cash provided by operating activities is mainly explained by the increase in the operating profit, after taking into consideration the non-cash impact of the gain on disposal of subsidiaries and associates. In addition, net cash provided by operating activities increased due to a significant decrease in negative working capital changes, largely related to France, which reported a significant negative working capital changes during the three months ended March 31, 2019 due to settlements paid related to the departure plan and the wind down of accrued payables.

### **9.2.2 Net cash provided (used) in investing activities**

Net cash used by investing activities decreased to net cash used of €920.0 million for the three months ended March 31, 2020 compared to net cash provided by investing activities of €471.8 million for the three months ended March 31, 2019. This decrease is largely explained by the proceeds of €1,630.6 million received from the disposal of the SFR FTTH business during the three months ended March 31, 2019. During the three months ended March 31, 2020, proceeds from the sale of PT Portugal's 25% equity interest in the tower company OMTEL amounted to €201.0 million.

### **9.2.3 Net cash used in financing activities**

Net cash used in financing activities decreased by 15.1% to net cash used of €840.0 million for the three months ended March 31, 2020, compared to net cash used of €989.6 million for the three months ended March 31, 2019. The decrease in net cash used in financing activities can be attributed to refinancing activities, higher proceeds from the monetization of swaps and a decrease in interest paid. During the three months ended March 31, 2020, refinancing activities resulted in a net inflow of cash of €177.9 million, whereas for the three months ended March 31, 2019 a net cash outflow of €17.4 million was recorded. In addition, funds increased due to an increase of swap proceeds of €92.2 million. A further reduction in cash used for financing activities is explained by a decrease in interest paid due to the interest savings realized from the refinancing activities which occurred during 2019 and the three months ended March 31, 2020.

The reduction in the cash used for financing activities as explained above was partially offset by an increase in payments for call premia, related to the refinancing activities which occurred during the three months ended March 31, 2020, increases in lease payment, largely due to an increase of lease liabilities and higher repayments related to factoring and securitization arrangements.

## 10 CAPITAL EXPENDITURES

### 10.1 General

The Group has made substantial investments and will continue to make capital expenditures in the geographies in which it operates to expand its footprint and enhance its product and service offerings. In addition to continued investment in its infrastructure, the Group will continue to strategically invest in content across its geographic segments to enrich its differentiated and convergent communication services as well as to reduce churn and increase ARPU. The Group expects to finance principal investments described below, to the extent they have not been completed, with cash flow from its operations.

During the three months ended March 31, 2020, no significant contractual obligations and commercial commitments have been signed as compared to December 31, 2019.

The table below sets forth the Group's capital expenditures for the three months ended March 31, 2020 and 2019, respectively, for each of the Group's geographical segments:

For the three months ended	France	Portugal	Israel	Dominican Republic	Teads	Altice TV	Others	Eliminations	Total
<b>March 31, 2020</b>									
<b>(€m)</b>									
Capital expenditure (accrued)	518.6	104.3	63.0	35.2	2.3	-	-	(1.1)	722.3
Capital expenditure - working capital items	182.1	20.4	(1.6)	(1.2)	-	178.4	-	(1.7)	376.4
<b>Payments to acquire tangible and intangible assets</b>	<b>700.7</b>	<b>124.7</b>	<b>61.4</b>	<b>34.0</b>	<b>2.3</b>	<b>178.4</b>	<b>-</b>	<b>(2.8)</b>	<b>1,098.7</b>
<i>As percentage of revenue</i>	26.7%	24.5%	24.9%	25.6%	2.6%	809.9%	0.0%	0.0%	30.3%
<b>March 31, 2019</b>									
<b>(€m)</b>									
Capital expenditure (accrued)	581.4	100.5	57.7	28.2	.6	3.2	-	(.9)	770.6
Capital expenditure - working capital items	(10.7)	7.9	(.4)	(6.0)	-	182.4	-	-	173.2
<b>Payments to acquire tangible and intangible assets</b>	<b>570.7</b>	<b>108.3</b>	<b>57.3</b>	<b>22.2</b>	<b>.6</b>	<b>185.6</b>	<b>-</b>	<b>(.9)</b>	<b>943.8</b>
<i>As percentage of revenue</i>	22.5%	21.7%	24.7%	16.0%	0.7%	870.9%	0.0%	0.0%	26.9%

### 10.2 Geographical segments

**France:** For the three months ended March 31, 2020, total capital expenditures in France were €700.7 million (representing 26.7% of revenue in France), a 22.8% increase compared to €570.7 million for the three months ended March 31, 2019 (representing 22.5% of revenue in France). The increase is largely explained by changes in capital expenditures related working capital due to the unwind of capital expenditure payables.

**Portugal:** For the three months ended March 31, 2020, PT Portugal's total capital expenditures were €124.7 million (representing 24.5% of revenue in Portugal), a 24.5% increase compared to €108.3 million for the three months ended March 31, 2019 (representing 21.7% of revenue in Portugal). The increase in capital expenditures is explained by an increase in capital expenditures related working capital due to the unwind of capital expenditure payables and an increase in network-related capital expenditures due to the fibre roll-out program. These increases were partially offset by lower mobile related capital expenditures due to the completion of the Mobile Access Network Transformation Project - Single RAN during 2019.

**Israel:** Capital expenditures in Israel increased by 7.1%, from €57.3 million (representing 24.7% of revenue in Israel) in the three months ended March 31, 2019 to €61.4 million (representing 24.9% of revenue in Israel) in the three months ended March 31, 2020. On a local currency basis, capital expenditures increased by 3.5%, which was mainly driven by higher network related investments, which was partially offset by changes in capital expenditures related working capital.

**Dominican Republic:** For the three months ended March 31, 2020, the total capital expenditures were €34.0 million (representing 25.6% of revenue in the Dominican Republic), a 52.9% increase compared to €22.2 million for the three months ended March 31, 2019 (representing 16.0% of revenue in the Dominican Republic). On a local currency basis,

the capital expenditures increased by 57.1%, mainly due investments in mobile technology and changes in capital expenditures related working capital.

**Teads:** In general, Teads has limited capital expenditures due to the nature of its business.

**Altice TV:** For the three months ended March 31, 2020, the total capital expenditures were €178.4 million, a 3.9% decrease compared to €182.4 million for the three months ended March 31, 2019. This decrease is largely explained by lower content investments and payments made during the three months ended March 31, 2020 for content rights.

## 11 KEY OPERATING MEASURES

The Group uses several key operating measures, such as number of fibre homes passed, fibre unique customers, fixed B2C unique customers, prepaid and postpaid mobile B2C subscribers and mobile B2C subscribers, to track the financial and operating performance of its business. None of these terms are measures of financial performance under IFRS, nor have these measures been audited or reviewed by an auditor, consultant or expert. These measures are derived from the Group's internal operating and financial systems. As defined by the Company's management, these terms may not be directly comparable to similar terms used by competitors or other companies.

<i>000's unless stated otherwise</i>	Altice Europe - Quarter ended March 31, 2020				
	Altice France	Portugal	Israel	Dominican Republic	Total
<b>Fibre homes passed</b>	<b>16,416</b>	<b>5,097</b>	<b>2,174</b>	<b>770</b>	<b>24,457</b>
<b><u>FIXED B2C</u></b>					
<b>Fibre unique customers</b>	<b>2,902</b>	<b>986</b>	<b>1,029</b>	<b>194</b>	<b>5,110</b>
Net adds	64	34	14	2	114
<b>Total fixed B2C unique customers</b>	<b>6,364</b>	<b>1,599</b>	<b>1,029</b>	<b>333</b>	<b>9,324</b>
Net adds	8	5	14	4	31
<b><u>MOBILE B2C</u></b>					
<b>Postpaid subscribers</b>	<b>14,479</b>	<b>3,116</b>	<b>1,171</b>	<b>623</b>	<b>19,389</b>
Net adds	79	35	2	1	116
<b>Prepaid subscribers</b>	<b>1,395</b>	<b>3,103</b>	<b>185</b>	<b>2,063</b>	<b>6,746</b>
<b>Total mobile B2C subscribers</b>	<b>15,874</b>	<b>6,219</b>	<b>1,355</b>	<b>2,686</b>	<b>26,134</b>

<i>000's unless stated otherwise</i>	Altice Europe - Quarter ended March 2019				
	Altice France	Portugal	Israel	Dominican Republic	Total
<b>Fibre homes passed</b>	<b>12,978</b>	<b>4,592</b>	<b>2,138</b>	<b>756</b>	<b>20,463</b>
<b><u>FIXED B2C</u></b>					
<b>Fibre unique customers</b>	<b>2,637</b>	<b>845</b>	<b>992</b>	<b>192</b>	<b>4,666</b>
Net adds	63	41	3	0	107
<b>Total fixed B2C unique customers</b>	<b>6,240</b>	<b>1,585</b>	<b>992</b>	<b>325</b>	<b>9,124</b>
Net adds	28	4	3	7	42
<b><u>MOBILE B2C</u></b>					
<b>Postpaid subscribers</b>	<b>13,866</b>	<b>2,991</b>	<b>1,147</b>	<b>579</b>	<b>18,583</b>
Net adds	117	33	7	11	167
<b>Prepaid subscribers</b>	<b>1,534</b>	<b>3,375</b>	<b>160</b>	<b>2,485</b>	<b>7,554</b>
<b>Total mobile B2C subscribers</b>	<b>15,400</b>	<b>6,367</b>	<b>1,307</b>	<b>3,064</b>	<b>26,137</b>

### Notes to the Key Operating Measures:

- Portugal fibre homes passed figures include homes where MEO has access through wholesale fibre operators (c.0.5 million in the three months ended March 31, 2020).
- Fibre unique customers represents the number of individual end users who have subscribed for one or more of the Group's fibre / cable based services (including pay television, broadband or telephony), without regard to how many services to which the end user subscribed. It is calculated on a unique premise basis. Fibre customers for France excludes white-label wholesale customers. For Israel, it refers to the total number of unique customer relationships, including both B2C and B2B.
- Mobile subscribers are equal to the net number of lines or SIM cards that have been activated on the Group's mobile networks and excludes M2M.

## **12 OTHER DISCLOSURES**

### **12.1 Related party transactions**

The Group did not enter into any material new related party transactions for the three months ended March 31, 2020.

### **12.2 Post-balance sheet date events**

The following is an overview of key transactions since March 31, 2020 which may have a significant impact on the Group's financial condition and results of operations.

#### **12.2.1 Repayment of the 2020 Altice Finco Bridge Credit Facility**

On April 17, 2020, Altice Finco repaid the 2020 Altice Finco Bridge Credit Facility in an aggregate principal amount of €500 million which was entered into on March 3, 2020.

#### **12.2.2 Closing of the partnership with Morgan Stanley Infrastructure Partners and the sale of 49.99% interest in Fastfiber (formerly known as Altice Portugal FTTH)**

On December 12, 2019, PT Portugal entered into an agreement with Morgan Stanley Infrastructure Partners regarding the sale of a 49.99% interest in the Portuguese fibre business to be carved-out into a dedicated wholesale vehicle, Fastfiber (formerly known as Altice Portugal FTTH), comprising of the fibre passive infrastructure assets and rights, related contracts and underlying agreements, thereby creating a nationwide fibre wholesaler in Portugal. On April 17, 2020, the transaction was closed and the Group received €1,573.1 million of proceeds from this transaction.

Fastfiber will sell wholesale services to all operators at the same financial terms. MEO will sell technical services to Fastfiber for the construction, the subscriber connection and the maintenance of its fibre network.

#### **12.2.3 Repayment of the Revolving Credit Facility of Altice Financing S.A.**

On April 21, 2020, Altice Financing S.A. repaid €75.0 million of Revolving Credit Facility that was drawn in the first quarter of 2020.

#### **12.2.4 Transfer of Libération by Altice France to a non-profit foundation**

On May 14, 2020, Altice France announced that it would transfer Libération, the daily newspaper, to a non-profit foundation. Altice France would provide this foundation with the financial means to repay Libération's debts and finance its future operations, thus ensuring its editorial, economic and financial independence in the long term.

#### **12.2.5 Restructuring plan at NextRadioTV**

On May 19, 2020, NextRadioTV announced the launch of a restructuring plan to take into account the changing media environment and the impact of the COVID-19 pandemic on the advertising market. This plan, based on voluntary adherence in the first stage, aims at reducing the employee workforce and notably by 50% the use of occasional workers, freelancers and consultants.

#### **12.2.6 Partial repayment and extension of the maturity of the Altice Corporate Financing facility**

On May 19, 2020, the Company announced that it would repay €668 million of Altice Corporate Financing facility with cash available on balance sheet. After this repayment, the Altice Corporate Financing facility will be reduced from €1,728 million to €1,060 million. The maturity of the remaining facility has been extended from June 30, 2021 to June 30, 2023.

### **12.3 Contractual obligations and commercial commitments**

During the three month period ended March 31, 2020, no significant contractual obligations and commercial commitments have been signed as compared to the year ended December 31, 2019.

### **12.4 Critical Accounting Policies, Judgments and Estimates**

For details regarding the Group's critical accounting policies, judgments and estimates, please refer to note 2 to the condensed interim financial statements of the Company.

## 13 KEY STATEMENT OF INCOME ITEMS

### Revenue

Revenue consists of income generated from the delivery of fixed-based and mobile services to the Group's B2C customers, fixed, mobile and wholesale service and other revenues to its B2B customers and media service revenues. Revenue is recognized at the fair value of the consideration received or receivable net of value added tax, returns, rebates and discounts and after eliminating intercompany sales within the Group.

*Residential fixed services:* Revenue from residential fixed-based services consists of revenue from the Group's B2C customers for pay TV services, including related services such as Video on Demand, broadband internet, fixed-line telephony and ISP services. This primarily includes (i) recurring subscription revenue for pay TV services, broadband internet and fixed-line telephony (which are recognized in revenue on a straight-line basis over the subscription period), (ii) variable usage fees from VoD and fixed-line telephony calls (which are recognized in revenue when the service is rendered), (iii) installation fees (which are recognized in revenue when the service is rendered if consideration received is lower than the direct costs to acquire the contractual relationship) and (iv) interconnection revenue received for calls that terminate on the Group's cable network.

*Residential mobile services:* Revenue from residential mobile services from the Group's B2C customers primarily consists of (i) recurring subscription revenue for its post-paid mobile services (which are recognized in revenue on a straight-line basis over the subscription period), (ii) revenue from purchases of its prepaid mobile services (which are recognized in revenue when the service is rendered), (iii) variable usage fees for mobile telephony calls (which are recognized in revenue when the service is rendered), (iv) revenue from the sale of handsets (which are recognized on the date of transfer of ownership), and (v) interconnection revenue received for calls that terminate on its mobile network.

*Business services:* Revenue from business services primarily consists of (i) revenue from the same services as the above fixed and mobile services, but for the business sector, (ii) revenue from wholesale services derived from renting the Group's network infrastructure, including IRUs and bandwidth capacity on its network, to other telecommunications operators, including MVNOs as well as related maintenance services, and (iii) revenue from other services consisting of (a) data center activities, (b) content production and distribution, (c) advertising, (d) customer services, (e) technical services, (f) construction, and (g) other activities that are not related to the Group's core fixed or mobile businesses.

*Media services:* Revenue from media services consists of media, content and advertisement revenues in Altice France, Altice TV and Teads.

*Intersegment Eliminations:* Intersegment costs, which primarily relate to services rendered by certain centralized Group functions (such content production and customer service) to the operational segments of the Group, are eliminated in consolidation.

### Purchasing and subcontracting costs

Purchasing and subcontracting costs consist of direct costs associated with the delivery of fixed-based services to the Group's B2C and B2B customers, mobile services to its B2C and B2B customers, wholesale and other services. Purchasing and subcontracting costs consist of the following subcategories:

*Fixed-based services:* Purchasing and subcontracting costs associated with fixed-based services consist of all direct costs related to the (i) procurement of non-exclusive television content, royalties and licenses to broadcast, (ii) transmission of data services and (iii) interconnection costs related to fixed-line telephony. In addition, it includes costs incurred in providing VoD or other interactive services to customers and accounting variations arising from changes in inventories of customer premises equipment (such as modems, set-top boxes and decoders).

*Mobile services:* Purchasing and subcontracting costs associated with mobile services consist primarily of mobile interconnection fees, including roaming charges and accounting variations arising from the changes in inventories of mobile handsets.



*Wholesale:* Purchasing and subcontracting costs associated with wholesale primarily consist of costs associated with delivering wholesale services to other operators.

*Others:* Other purchasing and subcontracting costs consist of the (i) cost of renting space for data centers (subject to certain exceptions), (ii) utility costs related to the operation of data centers (such as power and water supply costs), (iii) in relation to the content activity of the Group, technical costs associated with the delivery of content, such as satellite rental costs, (iv) since the acquisition of ATS and ATS France, in the Group's technical services business, the cost of raw materials used in the technical activities related to the construction and maintenance of the network, cables for customer connections, etc., and sub-contractor fees associated with the performance of basic field work and the supervision of such sub-contractors, and (v) since the acquisition of ACS, direct costs related to the Group's call center operations, such as service expenses, telecom consumption subscriptions and energy costs, in its customer services functions.

*Intersegment Eliminations:* Intersegment costs, which primarily relate to services rendered by certain centralized Group functions (such content production and customer service) to the operational segments of the Group, are eliminated in consolidation.

### **Other operating expenses**

Other operating expenses mainly consist of the following subcategories:

*Customer service costs:* Customer service costs include all costs related to billing systems, bank commissions, external costs associated with operating call centers, allowances for bad customer debts and recovery costs associated therewith.

*Technical and maintenance:* Technical and maintenance costs include all costs related to infrastructure rental, equipment, equipment repair, costs of external subcontractors, maintenance of backbone equipment and data center equipment, maintenance and upkeep of the fixed-based and mobile networks, costs of utilities to run network equipment and those costs related to customer installations that are not capitalized (such as service visits, disconnection and reconnection costs).

*Business taxes:* Business taxes include all costs related to payroll and professional taxes or fees.

*General and administrative expenses:* General and administrative expenses consist of office rent and maintenance, professional and legal advice, recruitment and placement, welfare and other administrative expenses.

*Other sales and marketing expenses:* Other sales and marketing expenses consist of advertising and sales promotion expenses, office rent and maintenance, commissions for marketers, external sales and storage and other expenses related to sales and marketing efforts.

### **Staff costs and employee benefits**

Staff costs and employee benefits are comprised of all costs related to wages and salaries, bonuses, social security, pension contributions and other outlays paid to Group employees.

### **Depreciation, amortization and impairment**

Depreciation and amortization include depreciation of tangible assets related to production, sales and administrative functions and the amortization of intangible assets. Impairment losses include the write-off of any goodwill or tangible and intangible assets that have been recognized on the acquisition of assets based upon a re-evaluation of the cash generating capacity of such assets compared to the initial valuation thereof.

### **Other expenses and income**

Other expenses and income include any one-off or non-recurring income or expenses incurred during the on-going financial year. This includes deal fees paid to external consultants for merger and acquisition activities, restructuring and other non-recurring costs related to those acquisitions or the business in general, any non-cash operating gains or losses realized on the disposal of tangible and intangible assets and management fees paid to related parties.

**Interest relative to gross financial debt**

Interest relative to gross financial debt includes interest expenses recognized on third party debt (excluding other long-term liabilities, short term liabilities and other finance leases) incurred by the Group.

**Realized and unrealized gains on derivative instruments**

Realized and unrealized gains on derivative instruments include variations in the fair value of financial derivative instruments.

**Other financial expenses**

Other financial expenses include other financial expenses not related to the third-party debt (excluding other long-term liabilities and short-term liabilities, other than finance leases) incurred by the Group, net exchange rate losses and other financial expenses.

**Financial income**

Financial income consists of gains from the disposal of financial assets, net exchange rate gains, and other financial income.

**Net result on disposal of businesses**

Net result on disposal of businesses includes the gain/loss recognized on the disposal of the Group's subsidiaries.

**Share of earnings of associates**

Share of earnings of associates consists of the net result arising from activities that are accounted for using the equity method in the consolidation perimeter of the Group.

**Income tax expenses**

Income tax expenses are comprised of current tax and deferred tax. Taxes on income are recognized in the statement of income except when the underlying transaction is recognized in other comprehensive income, at which point the associated tax effect is also recognized under other comprehensive income or in equity.

***Adjusted EBITDA***

Adjusted EBITDA is defined as operating income before depreciation and amortization, non-recurring items (capital gains, non-recurring litigation, restructuring costs) and share-based expenses and after operating lease expenses (i.e., straight-line recognition of the rent expense over the lease term as performed under IAS 17 Leases for operating leases).

Adjusted EBITDA is unaudited and is not required by or presented in accordance with IFRS or any other generally accepted accounting standards. The Group believes that this measure is useful to readers of the condensed interim consolidated financial statements of the Company as it provides them with a measure of the operating results which excludes certain items the Group considers outside of its recurring operating activities or that are non-cash, making trends more easily observable and providing information regarding its operating results and cash flow generation that allows investors to better identify trends in the Group's financial performance. Adjusted EBITDA should not be considered as a substitute measure for net income or loss, operating profit, cash flow or other combined income or cash flow data prepared in accordance with IFRS and may not be comparable to similarly titled measures used by other companies.

***Capital expenditures***

The Group classifies its capital expenditures in the following categories.

Fixed-based services (including wholesale): Includes capital expenditures related to (i) connection of customer premises and investment in hardware, such as set-top boxes, routers and other equipment, which is directly linked to RGU growth (“CPEs and installation related”); (ii) investment in improving or expanding the Group’s cable network, investments in the television and fixed-line platforms and investments in DOCSIS network capacity (“cable network and construction related”) and (iii) other capital expenditures related to the Group’s cable/fibre based business. This also includes capital expenditures relating to datacentres, backbone network, connection fees of client’s premises, rental equipment to customers and other B2B operations as well as content related capital expenditures relating to the Group’s subsidiaries that produce and distribute content. Capital expenditures relating to network and equipment that is common to the delivery of fixed-based or mobile services as well as in Others are reflected in cable capital expenditures or mobile capital expenditures as the case may be.

Mobile services: Includes capital expenditures related to improving or expanding the Group’s mobile networks and platforms and other investments relating to its mobile business.

Others: Includes capital expenditures relating to the Group’s content rights and other non-core fixed-based or mobile activities, such as capital expenditures relation to its datacentres and backbone network.