



18 May 2016

Luther S.A. advises Numericable-SFR S.A. on the issuance of US\$5.2 billion of Senior Secured Notes

Luxembourg – Numericable-SFR S.A. ("Numericable-SFR") successfully issued senior secured notes in an aggregate nominal amount of US\$5.2 billion maturing in 2026 (the "Notes").

The proceeds thereof will be used to repay the entire amount of US\$2.4 billion of existing Numericable-SFR debt maturing in May 2019, repay the €450 million of drawings under its revolving credit facility and, following the approval of certain amendments by the lenders, repay the €1.9 billion May 2020 term loans, while financing has also been committed to refinance the full amount of the US\$2.6 billion 2020 term loans.

Furthermore, two Luxembourg companies of the Altice Group were guarantors under this issuance (the "Guarantors").

Luther S.A. advised Numericable-SFR and the Guarantors from a Luxembourg law perspective in relation to the issuance documentation and the contemplated listing of the Notes on the official list of the Luxembourg Stock Exchange and their admission to trading on its Euro MTF market.

About Numericable-SFR

Numericable-SFR is a global operator that holds prime positions of all of France's tele-communications market segments, from consumer to business-to business (B2B), local authorities and wholesale. Numericable offers a comprehensive range of Internet-access, fixed-line, mobile and audiovisual services.

For Numericable-SFR

Luther S.A.:

Eric Sublon (Managing Partner, Corporate),

Laurent Massinon (Partner), Fabienne Schauber (Associate), Christina Nickel (Associate) and Sinan Ülker (Associate) (all Banking, Finance & Capital Markets).

Brief Profile Luther

Luther is a leading German commercial law firm that offers comprehensive legal and tax services. The full-service law firm employs over 350 lawyers and tax advisors and is represented at 10 German economic centres and at important investment locations and financial centres in Europe and Asia with international offices in Brussels, London, Luxembourg, Shanghai, Singapore and Yangon. Our clients are medium-sized enterprises and large corporations, as well as the public sector.

Luther works closely with other commercial law firms in all the prevailing jurisdictions worldwide. On the Continent, Luther is part of a group of independent leading law firms who have worked together for many years on joint cross-border projects.

Located in the European Union's premier financial center, Luther S.A. offers comprehensive legal advisory solutions to multinational corporations, investment funds, private equity and financial institutions.

Luther is a law firm with a business approach: our innovative awareness aspires us to provide our clients with customised legal advice that addresses individual needs and delivers the greatest possible economic benefit. Our lawyers and tax advisors have a solid understanding of interdisciplinary matters and a wealth of experience in collaborating on complex tasks. Further information is available at: www.luther-lawfirm.lu

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