MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Basis of Presentation

The discussion and analysis for each of the periods presented is based on the financial information derived from the unaudited condensed interim special purpose financial statements as of and for the nine months ended September 30, 2022.

Please refer to the Glossary for a definition of the key financial terms discussed and analysed in this document.

Disclaimers:

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 unaudited special purpose financial statements of Altice France Holding S.A. (the "Company") as of and for the nine months ended September 30, 2022, including the accompanying notes. Some of the information in this discussion and analysis includes forward-looking statements that involve risks and uncertainties.

The Company is the holding company that is the sole shareholder (less one share) of the Altice France group (the "Group"). The Group operates an integrated telecom and media business which includes SFR, BFM and RMC, amongst others.

Unless the context otherwise requires, when used in this section, the terms "we," "our," "Company," the "Group," and "us" refer to the business constituting the Group as of September 30, 2022, even though we may not have owned such business for the entire duration of the periods presented.

The Group applies International Financial Reporting Standards (IFRS) as endorsed in the European Union. Adjusted EBITDA and Capex are not defined in IFRS, they are "non-GAAP measures". Management believes that these measures are useful to readers of the Company's financial statements as they provide a measure of operating results excluding certain items that we believe are either outside of our recurring operating activities, or items that are non-cash. Excluding such items enables trends in our operating results and cash flow generation to be more easily observable. We use the non-GAAP measures internally to manage and assess the results of our operations, make decisions with respect to investments and allocation of resources, and assess the performance of management personnel. Such performance measures are also the de facto metrics used by investors and other members of the financial community to value other companies operating in our industry, and thus are a basis for comparability between us and our peers. Moreover, our debt covenants are based on Adjusted EBITDA and other associated metrics.

Operational Activities

From time to time we review the presentation of revenues generated by our operational activities to most closely align to the day-to-day operational and strategic divisions in which our business is managed.

On January 1, 2019, we amended the presentation of our revenue derived from operational activities, presenting revenue by activity under "Residential—Fixed," "Residential—Mobile," "Business Services," "Equipment Sales" and "Media" which we believe more accurately reflects the current day-to-day operational and strategic divisions in which our business is managed.

Key Factors Affecting Our Results of Operations

Our operations and the operating metrics discussed below have been, and may continue to be, affected by certain key factors as well as certain historical events and actions. The key factors affecting the ordinary course of our business and our results of operations include, among others, acquisitions and integration of acquired businesses, disposals, introduction of new products and services, including multi-play services, our pricing and cost structure, network upgrades, competition, macro-economic and political risks in the areas where we operate, debt service obligations including exposure to fluctuations in currency exchange rates and interest rates.

Acquisitions and Integration of Businesses, Disposals and Strategic Initiatives

We have from time to time made significant direct and indirect equity investments in, and divestments of, several cable and telecommunication businesses and ancillary service providers in various jurisdictions. Due to the significant nature of certain of these acquisitions, the comparability of our results of operations based on the historical consolidated financial information may be affected.

In general, our results of operations in historical periods have been impacted by actions taken and expenditures incurred to integrate these businesses. We have aimed to integrate and improve the businesses by focusing on several key areas including by (i) investing in the Group's fibre network, migrating existing DSL subscribers to the Group's own network and reducing the need for third party network services, (ii) improving and simplifying operational processes and reduce IT costs by investing in new platforms, (iii) integrating sales organizations, optimizing the Group's sales channels and simplifying the Group's brand portfolio, (iv) implementing procurement efficiencies by leveraging the Group's bargaining power and (v) reducing overhead costs.

At the core of our strategy is revenue generation, profitability and cash flow growth and, as a result, deleveraging. We benefit from a unique asset base which is fully converged, fibre rich, media rich, active across consumers and businesses and holds the number two position in its market with nationwide fixed and mobile coverage. The reinforced operational focus offers significant value creation potential. In parallel, we are advancing with preparations for the disposal of non-core assets. Key elements of our strategy include:

- Operational and financial turnaround under the leadership of our management team;
- Optimizing commercial performance with a particular focus on customer services;
- Continuing to invest in best-in-class infrastructure commensurate with our market position;
- Monetizing content investments through various pay-TV models and growing advertising revenue; and
- Execution of the non-core asset disposal program, including part of our mobile tower portfolio.

On March 3, 2021, the Group unveiled its strategic mid-term plan, named, '*Transformation et ambitions 2025*', whereby the Group laid out its strategy in order to achieve certain business objectives by 2025, including, amongst others, fibre and 5G coverage targets. As part of the plan, the Group announced that it intends to reduce its headcount by approximately 1,700 employees, including 400 employees in its distribution business pursuant to voluntary departure plans.

For the nine months ended September 30, 2022 and September 30, 2021, we incurred restructuring and other non-recurring cost and/or income of €147 million, €20 million respectively, which primarily include costs with respect to renegotiations or termination of contractual arrangements, employee redundancies, fees paid to external counsel, capital gain or loss on investing activities and other administrative expenses related to reorganization of existing or newly acquired businesses. The business combinations performed by the Group generated a significant amount of goodwill. As of September 30, 2022 and September 30, 2021, the goodwill recorded on our balance sheet amounted to €10,420 million and €9,896 million. Goodwill is subject to impairment reviews in accordance with IFRS and any impairment charge on goodwill would have a negative impact on operating profit /net operating income. For the nine months ended September 30, 2022, we did not incur any impairment losses.

Multi-Play Strategy

We have implemented a business strategy focused on the provision and expansion of multi-play product offerings, including 3P and 4P bundles. Customers who elect to subscribe for our multi-play bundles rather than our individual services incur comparative cost savings on their monthly bill. We believe that the enhanced value proposition associated with our bundled services enables us to meet our customers' communication and entertainment requirements while concurrently both increasing customer loyalty and attracting new customers. As a result of our focus on providing subscribers with multi-play bundles, we have experienced an increase in the number of our fibre/cable customer relationships. We believe our bundled service offerings will be an important driver of our fixed-based services, partially offsetting the continued pressure on traditional fixed-based services.

Introduction of New Products and Services and Investment in Content

We have significantly expanded our presence and product and service offerings in the past. In particular, we launched new offers with new sports and other content in order to differentiate our product offering and to underline our investment in sports rights and other nonlinear content.

In addition, we regularly review and invest in the content that we offer to provide our subscribers with a flexible and diverse range of programming options, including high-quality local content and exclusive premium content. Altice France has acquired the rights, previously held by Altice Europe, to broadcast and distribute various premium sporting events, including the French Basketball League, the English Rugby Premiership, the UEFA Champions League, the UEFA Europa League, the UEFA Super Cup and the UEFA Europa Conference League (each of the UEFA leagues through an agreement with Canal+ for the 2021-2024 seasons), which are commercialized in France via exclusive RMC branded channels.

We also launched a single brand in July 2018 for all of our sports content: SFR Sport channel (which was rebranded RMC Sport in 2019). At the end of 2016, Altice Europe and the Group also announced strategic agreements with NBCUniversal International and Discovery which confer certain exclusive distribution rights in France. Furthermore, the Group formed a partnership with Discovery Communications to launch two new exclusive Discovery channels and has obtained exclusive distribution rights to two existing Discovery channels, including the number one factual pay-TV channel in France, and three NBCUniversal channel brands in metropolitan France. The Group also offers 24-hour news through its TV news hub bundle, BFM. In June 2017, we entered into a multi-year partnership with Netflix to deliver Netflix's range of critically acclaimed series, movies, documentaries, stand-up comedy and children's programming to our customers in France.

We intend to continue to selectively invest in local and value-added premium content as well as sports broadcasting and distribution rights in the future to enrich our differentiated and convergent communication services from those of our competitors. We believe that such efforts will reduce our customer churn and increase revenue.

In March 2019, we redesigned our offers, stripping out premium content, and making the telecom offers simpler and more comparable to competitors. These offers are now built around two separate blocks: one centered around telecoms and one centered on premium content (Sport, Cinema/Series, etc.); these are offered as paid options, at a rate still preferential for SFR customers, for fixed and mobile offers. Altice France also launched a single brand for all of its sports content in July 2018: SFR Sport (which was rebranded RMC Sport in 2019) at the time of the Champions League. This strategy paid off as there was a significant uplift on gross-adds ARPU for customers taking content options.

Pricing

We focus our product offerings on multi-play offers. In France, we offer multiple play (4P) offers at various price points based on the targeted clientele (low cost, no engagement period offers through our RED brand and more premium offers with the SFR brand). The French market remains highly competitive and hence extremely sensitive to pricing strategy. The cost of a multi-play subscription package generally depends on market conditions, our competitors' pricing of similar offerings and the content and add-ons available on each platform. In general, the greater the optionality, content and usage time included in the offering, the higher the price of the multi-play package. The prices of B2B contracts are negotiated individually with each customer. The B2B market for voice services is extremely price-sensitive and entails very low margins as voice services are highly commoditized, involving sophisticated customers and relatively short-term contracts. The B2B market for data services is less price-sensitive, as data services require more customization and involve service level agreements. In both markets, price competition is strongest in the large corporate and public-sector segments, whereas customer-adapted solutions are an important competitive focus in the medium and small business segments. We have tailored our targeted pricing strategy to account for these dynamics in France.

Cost Structure

We generally work towards achieving satisfactory operating margins in our business and focus on revenue-enhancing measures once we have achieved such margins. We continuously work towards optimizing our cost base by streamlining processes and service offerings, improving productivity by centralizing our business functions, reorganizing our procurement process, eliminating duplicative management functions and overhead, terminating lower-return projects and non-essential consulting and third-party service agreements, and investing in our employee relations and our culture. We are implementing common technological platforms across our networks to gain economies of scale, notably with respect to billing systems, network improvements and customer premises equipment and are investing in sales, marketing and innovation, including brand-building, enhancing our sales channels and automating provisioning and installation processes. We aim to achieve substantial reductions in our operating expenses as we implement uniform best practice operational processes across our organization.

Network Upgrades

Our ability to provide new or enhanced fixed-based services, including HDTV and VoD television services, broadband internet network access at increasing speeds and fixed-line telephony services as well as 3G, 4G and 5G mobile services to additional subscribers depends in part on our ability to upgrade our (i) cable and DSL networks by extending the fibre portion of our network, reducing the number of nodes per home passed and upgrading technical components of our network and (ii) mobile networks by investing in LTE as well as maintaining agreements with third parties to share mobile networks. Since 2015, we have increased our fibre deployment and upgraded a substantial part of our cable networks. For example, our cable networks are largely DOCSIS 3.0 enabled, which allows us to offer our customers high broadband internet access speeds and better HDTV services across our footprint. The Group accelerated the build-out of its 4G network over the last three years to have a 4G population coverage of 99.8% as of September 30, 2022. The Group also aims to continue the expansion of its fibre network in France and intends to capitalize on its past investments in improved fibre infrastructure. Furthermore, following the completion of the 5G spectrum allocation by the French government, we have obtained a total of 80 MHz of frequencies in the 3.4-3.8 GHz band. The Group became the first player in the market to offer 5G technology to its customers on November 20, 2020 and continues to deploy 5G on the 3.5GHz band and also on the 2,100MHz band for additional coverage. As of September 30, 2022, more than 6,400 municipalities were covered in 5G (about 7,300 radio sites) in all of France, with a 5G coverage of 57% of the population.

In each of the past three years, we have incurred significant capital expenditure (between 22-29 % of total consolidated revenues) a significant portion of which was spent to improve our mobile network and to connect new fibre homes and we are among the market leaders in very high-speed internet in terms of number of fibre homes passed. Our capital expenditure (accrued) amounted to €1,791 million for the nine months ended September 30, 2022 and €2,209 million for the nine months ended September 30, 2021.

Competition

We face significant competition and competitive pressures in the French market. Moreover, our products and services are subject to increasing competition from alternative new technologies or improvements in existing technologies.

With respect to our B2C activities, we face competition from telephone companies and other providers of DSL, VDSL2 and fibre network connections. With respect to pay-TV services, we are faced with growing competition from alternative methods for broadcasting television services other than through traditional cable networks. For example, online content aggregators which broadcast over-the-top (“**OTT**”) programs on a broadband network, such as Internet competitors Amazon, Apple, Google, Disney+ and Netflix, are expected to grow stronger in the future. Connected or ‘smart’ TVs facilitate the use of these services. With respect to the fixed line and mobile telephony markets, the industry has experienced a shift in usage from fixed line telephony to mobile telephony and we face intensive competition from established telephone companies, MVNOs and providers of new technologies such as VoIP.

In the competitive B2B data services market, price pressure has been 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 more and more 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 B2B market has experienced a structural change marked by a move from traditional switched voice services to VoIP services.

In the French pay-TV market, we compete with providers of premium television packages such as CanalSat, 3P and/or 4P operators such as Orange, Free and Bouygues Telecom, which provide Internet Protocol TV ("**IPTV**"), and providers of pay digital terrestrial television ("**DTT**"). In the broadband market, we compete primarily with fibre providers such as Orange (the leading DSL provider in France), Free and Bouygues Telecom. Our competitors continue to invest in fibre network technology which has resulted in additional competition to its fiber-based services. In the French mobile telephony market, we compete with well-established mobile network operators such as Orange, Bouygues Telecom and Free.

In particular, price competition is significant since entry into the market by Free in early 2012 with low-priced no-frills packages.

Moreover, the competition in the fixed market has deteriorated recently with more aggressive promotions from competitors for longer periods, particularly at the low end of the market. However, while the acceleration of our fibre deployment in France, notably expanding FTTH coverage in low-density and rural areas, should support better fibre subscriber trends as the addressable market for very high-speed broadband services expands, FTTH deployment by our competitors could accelerate and the share of FTTH on the high-speed internet market could grow significantly thereby eliminating or reducing our fixed network advantage. In the wholesale market, we compete with established players (the incumbent Orange mainly), and with local operators (including Altitude Telecom, among others).

Macroeconomic and Political Developments

Our operations are subject to macroeconomic and political risks that are outside of our control. For example, high levels of sovereign debt in certain European countries, high inflation, weak growth, factors such as geopolitical tension and political unrest in international markets, interruptions in transportation systems, interruptions in production and supply chain systems, high unemployment, and continued uncertainty caused by the pandemic, could lead to low consumer demand, fiscal reforms (including austerity measures), sovereign debt restructurings, currency instability, increased counterparty credit risk, high levels of volatility and, potentially, disruptions in the credit and equity markets, as well as other outcomes that might adversely impact our financial condition.

The current macroeconomic environment is volatile, and continuing instability in global markets, including instability related to the conflict between Russia and Ukraine and related sanctions, international trade, tariffs, sovereign debt issues, Brexit, the risk of inflation and the stability of the euro, natural disasters and the COVID-19 pandemic, has contributed to a challenging global economic environment.

The evolution of the situation in Ukraine is uncertain and is closely followed by the Group with respect to potential indirect consequences on the financial markets that could impact refinancing conditions in the future. The Group has no direct interests in Ukraine and the areas of conflict and as a result, the Group estimates that the situation in Ukraine will have limited effects on its operations and financial performance for future periods.

Fluctuations in Currency Exchange Rates and Interest Rates

Our reporting currency is euros and most of our operations are conducted in euros. We are exposed to the US Dollar and variable interest rates as part of our debt obligations. However, we have entered into hedging operations to mitigate risk related to variations in the US Dollar and a majority of our debt is fixed rate debt, thus reducing the risk of an increase in benchmark interest rates having a material impact on our interest obligations.

Key Performance Indicators

We use certain key performance indicators specified below to track the financial and operating performance of our 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. All of these measures are derived from our internal operating and financial systems. As defined by our management, these terms may not be directly comparable to similar terms used by competitors or other companies.

The table below details the Group's key operating data as of September 30, 2022, September 30, 2021 and December 31, 2021.

	As of September 30, 2022	As of September 30, 2021	As of December 31, 2021
		(in thousand)	
Fiber homes passed[(1)]	29,874	24,339	26,079
Total fibre customers[(2)]	4,316	3,813	3,951
Total fixed customers	6,672	6,708	6,706
Total mobile subscribers[(3)]	21,043	18,630	19,553

(1) Includes fibre homes passed by XpFibre (after giving effect to the Covage Acquisition). For September 30, 2022, fibre homes passed by XpFibre also gives effect to the disposition of a portion of the homes passed by XpFibre in connection with certain remedies proposed by the European Commission, while approving the Covage Acquisition, which was closed in the fourth quarter of 2021 (the "**Covage Disposition**"). For September 30, 2021 and December 31, 2021, fibre homes passed byXpFibre does not give effect to the Covage Disposition. See "*Business of the Group—XpFibre*".

(2) Total fibre customers represents the number of end users who have subscribed for one or more of our fibre /cable-based services (including pay television, broadband or telephony), without regard to how many services to which the end user subscribed. Fiber customer base for France includes FTTH, FTTB and 4G Box customers and excludes white-label wholesale customers.

(3) Mobile subscribers is equal to the net number of lines or SIM cards that have been activated on the Group's mobile network and excludes M2M SIM cards. Includes mobile subscribers of Prixtel and Afone, which were acquired by Altice France on June 25, 2021 and September 29, 2021, respectively (total of 1,254,000 subscribers as of December 31, 2021).

Discussion and Analysis of Results of Operations of Altice France

For the nine months ended September 30, 2022 compared to the nine months ended September 30, 2021

The below table sets forth our consolidated statement of income for the nine months ended September 30, 2022 and 2021, in millions of euros with the variation between the periods:

Consolidated statement of income (€m)	**September 30, 2022**	**September 30, 2021**	***Change***
Revenues	**8,375**	**8,155**	***2.7%***
Purchasing and subcontracting costs	(2,351)	(2,130)	*10.4%*
Other operating expenses	(1,399)	(1,412)	*(0.9)%*
Staff costs and employee benefits	(794)	(779)	*2.0%*
Depreciation, amortisation and impairment	(2,500)	(2,472)	*1.1%*
Other expenses and income	(142)	(19)	*633.0%*
Operating profit	**1,189**	**1,343**	***(11.5)%***
Interest relative to gross financial debt	(792)	(799)	*(0.8)%*
Realized and unrealized gains/(loss) on derivative instruments linked to financial debt	1,014	(68)	*(1,601.7)%*
Finance income	72	50	*43.3%*
Other financial expenses	(689)	(201)	*243.2%*
Net result on extinguishment of financial liabilities	-	(177)	*(100.0)%*
Finance costs, net	**(396)**	**(1,194)**	***(66.8)%***
Share of earnings of associates and joint ventures	(115)	(164)	*(29.9)%*
Income tax benefit/(expenses)	(383)	(155)	*146.5%*
Profit/(loss) after tax from discontinuing operations	**-**	**-**	
Profit/(loss)	**295**	**(171)**	***(272.5)%***
Attributable to equity holders of the parent	*268*	*(264)*	*(201.3)%*
Attributable to non-controlling interests	*27*	*94*	*(71.4)%*

Significant Events Affecting Historical Results

For the nine months ended September 30, 2022

Acquisition of TFX and 6ter

On February 28, 2022, the Group announced that it had entered into an exclusivity agreement with TF1 and M6 in order to acquire two channels (TFX and 6ter) in the context of the on-going merger between the two groups. This acquisition remained subject to customary anti-trust and regulatory clearances of both the proposed acquisition by the Group and of the TF1-M6 merger. As the merger between TF1 and M6 was not approved by the French antitrust authority, the proposed acquisition of TFX and 6ter by the Group was not completed.

Outremer Tower transaction

On March 11, 2022, the Group closed the previously announced sale of its passive mobile infrastructure in the French Caribbean territories. The proceeds from the sale amounted to €75 million.

Closing of the Coriolis Acquisition

On May 3, 2022, the Group successfully completed the closing of the Coriolis Acquisition. The acquisition was funded by drawing on the Existing Revolving Credit Facilities in an amount equal to €325 million (including purchase price adjustment and excluding deferred payment). The Group recorded a preliminary goodwill of €451 million related to the transaction. The allocation of the goodwill will be completed within the twelve-month period as allowed under IFRS 3 (Business Combinations).

Acquisition of Syma

In May 2022, the Group finalized the acquisition of MVNO (Mobile Virtual Network Operator) Syma. The total transaction price was €94 million (enterprise value). The Group paid €61 million at the time of closing (excluding deferred purchase price and net debt). The acquisition was funded by drawing on the Existing Revolving Credit Facilities.

Swap Restructuring

The Group restructured certain cross currency swaps over the course of the second quarter and third quarter of 2022. As part of the restructuring, the Group received €491.6 million in cash.

Change in Governance

On August 23, 2022, the Group announced that Gregory Rabuel had step down from his role as CEO of Altice France and SFR. Following his departure, Arthur Dreyfuss was nominated to the post of CEO of Altice France and Mathieu Cocq was named as CEO of SFR.

Revenue

For the nine months ended September 30, 2022, we generated total revenues of €8,375 million, a 2.7% increase compared to €8,155 million for the nine months ended September 30, 2021. The increase was driven by an increase in all our business segments, except the residential fixed business. Residential mobile, business services, equipment sales and media revenues grew by 5.5%, 1.7% and 4.8%, respectively, whereas residential fixed revenues decreased by 0.7%.

The tables below set forth the Group's revenue by lines of activity which the Group operates for the nine months ended September 30, 2022 and September 30, 2021 respectively:

Revenue **(€m)**	**September 30, 2022**	**September 30, 2021**	***Change***
Residential - Fixed	2,030	2,043	*(0.7)%*
Residential - Mobile	2,853	2,706	*5.5%*
Business services	2,555	2,513	*1.7%*
Total Telecom excl. equipment sales	**7,438**	**7,262**	***2.4%***
Equipment sales	695	663	*4.8%*
Media	242	230	*5.4%*
Total	**8,375**	**8,155**	***2.7%***

The Group's residential fixed segment revenues decreased by 0.7% from €2,043 million for the nine months ended September 30, 2021 to €2,030 million for the nine months ended September 30, 2022. This decrease was mainly due to the impact of net loss in residential fixed customers in the nine months ended September 30, 2022.

Revenues for the Group's residential mobile services grew by 5.5% to €2,853 million for the nine months ended September 30, 2022 compared to €2,706 million for the nine months ended September 30, 2021. This trend was driven primarily by the positive net adds in the residential mobile segment, with a positive contribution from the recently acquired MVNOs.

Revenues from our business services segment increased by 1.7% to €2,555 million for the nine months ended September 30, 2022 compared to €2,513 million for the nine months ended September 30, 2021. Business services revenue during the period was impacted by was impacted by the EIT MVNO contract loss year over year.

Equipment sales revenues increased by 4.8% from €663 million for the nine months ended September 30, 2021 to €695 million for the nine months ended September 30, 2022. This increase can be mainly explained by partial closure of shops in the nine months ended September 30, 2021 (as a result of COVID-19 related measures), which did not recur in the nine months ended September 30, 2022.

Revenues from the Group's media activities totalled €242 million for the nine months ended September 30, 2022, a 5.4% increase as compared to €230 million for the nine months ended September 30, 2021. This increase was driven by record audience numbers recorded by all our media brands (BFM, RMC), leading to higher advertising revenues.

Adjusted EBITDA

For the nine months ended September 30, 2022, our Adjusted EBITDA was €3,044 million, a decrease of 5.2% compared to the €3,211 million Adjusted EBITDA for the nine months ended September 30, 2021. A reconciliation from revenues to Adjusted EBITDA is presented below. This decrease was driven by increase in revenues as explained above, offset by an increase in costs as described below.

- *Purchasing and subcontracting*: Purchasing and subcontracting costs increased by 10.4%, from €2,130 million in the nine months ended September 30, 2021 to €2,351 million in the nine months ended September 30, 2022. The increase in purchasing and subcontracting costs was mainly related to higher fibre data link rental costs.

- *Other operating expenses*: Other operating expenses decreased by 0.9% to €1,399 million in the nine months ended September 30, 2022 from €1,412 million in the nine months ended September 30, 2021, mainly due to an increase in sales and marketing costs (driven by higher activity to address the increased competition in the market), customer service costs, offset by a decrease in network operations and maintenance costs.

- *Staff costs and employee benefit expenses*: Staff costs and employee benefit expenses increased by 2.0%, from €779 million in the nine months ended September 30, 2021 to €794 million in the nine months ended September 30, 2022, mainly due to an increase in headcount in our customer service business at ACS, which was partly offset by a decrease in staff costs as a result of the voluntary departure plan initiated in 2021.

- *Share-based expense*: The costs incurred in the nine months ended September 30, 2022 are related to a free shares plan provided to some key employees of the media business. In the nine months ended September 30, 2021, we incurred share-based payment expenses related to the payment of stock options to employees of Altice France following the de-listing of Altice Europe N.V.

Operating profit **(€m)**	**September 30, 2022**	**September 30, 2021**	***Change***
Revenue	**8,375**	**8,155**	***2.7%***
Purchasing and subcontracting costs	(2,351)	(2,130)	*10.4%*
Other operating expenses	(1,399)	(1,412)	*(0.9)%*
Staff costs and employee benefits	(794)	(779)	*2.0%*
Total	**3,830**	**3,834**	***(0.1)%***
Share-based expenses	0	3	*(85.6)%*
Rental expense operating lease	(786)	(626)	*25.7%*
Adjusted EBITDA	**3,044**	**3,211**	***(5.2)%***
Depreciation, amortisation and impairment	(2,500)	(2,472)	*1.1%*
Share-based expenses	(0)	(3)	*(85.6)%*
Other expenses and income	(142)	(19)	*633.0%*
Rental expense operating lease	786	626	*25.7%*
Operating profit	**1,189**	**1,343**	***(11.5)%***

Depreciation, amortization and impairment

For the nine months ended September 30, 2022, depreciation and amortization totalled €2,500 million, an increase of 1.1% compared to €2,472 million for the nine months ended September 30, 2021.

Other expenses and income

For the nine months ended September 30, 2022, our other expenses and income amounted to an expense of €142 million, an increase compared to an expense of €19 million for the nine months ended September 30, 2021. The amount recognized in the nine months ended September 30, 2022 included (i) reversal in provisions related to the telecom voluntary departure plan and (ii) accruals for certain litigation (including €75 million related to the Faber penalty).

Other expenses and income **(€m)**	**September 30, 2022**	**September 30, 2021**	***Change***
Net restructuring costs	32	(354)	*(109.0)%*
Litigation	(86)	380	*(122.5)%*
Gain and loss on disposal of property, plant, equipment and intangible assets	4	12	*(67.5)%*
Other	(92)	(58)	*59.4%*
Other expenses and income	**(142)**	**(19)**	***633.0%***

Finance costs (net)

Net finance costs amount to €396 million for the nine months ended September 30, 2022, compared to €1,194 million for the nine months ended September 30, 2021.

Financial income **(€m)**	**September 30, 2022**	**September 30, 2021**	***Change***
Interest relative to gross financial debt	**(792)**	**(799)**	***(0.8)%***
Realized and unrealized gains/(loss) on derivative instruments	**1,014**	**(68)**	***(1601.7)%***
Finance income	**72**	**50**	***43.3%***
Provisions and unwinding of discount (*)	(372)	(13)	*2725.8%*
Interest related to lease liabilities	(256)	(95)	*168.3%*
Other	(61)	(92)	*(33.4)%*
Other financial expenses	**(689)**	**(201)**	***243.2%***
Net result on extinguishment of a financial liability	**-**	**(177)**	***(100.0)%***
Finance costs, net	**(396)**	**(1,194)**	***(66.8)%***

(*) As of September 30, 2022, includes an impairment charge of €355 million related to the shares of Altice TV (unrestricted subsidiary).

Interest relative to gross financial debt decreased to €792 million in the nine months ended September 30, 2022, compared to €799 million for the nine months ended September 30, 2021. This decrease can be directly attributed to cost savings resulting from refinancing of 2026 Senior Secured Notes on May 4, 2021.

For the nine months ended September 30, 2022, the net gain unrealized on derivative instruments was mainly due to a favorable variation of the interest rate portion of the Group's cross currency swaps.

Share in net income/(loss) of associates and joint ventures

For the nine months ended September 30, 2022, our share in loss of associates and joint ventures was €115 million compared to €164 million for the nine months ended September 30, 2021. Changes in this line item are driven primarily by earnings of XpFibre Holding which is accounted for as a joint venture under the Group's financial statements.

Income tax income/(expense)

For the nine months ended September 30, 2022, we recorded an income tax expense of €383 million compared to an expense of €155 million for the nine months ended September 30, 2021. This increase was mainly due to a favourable impact of gain on derivative instruments (€1,014 million as of September 30, 2022 compared to €(68) million as of September 30, 2021).

Liquidity and Capital Resources

Cash and Debt Profile of the Group

As of September 30, 2022, our consolidated cash and cash equivalents amounted to €405 million.

Our most significant financial obligations are our debt obligations. Our total third-party debt on an amortized cost basis as of September 30, 2022 was €17,544 million relating to bonds and €8,258 million relating to loans from financial institutions. As of September 30, 2022, the Existing Revolving Credit Facilities, which provided for commitments in an aggregate amount of €1,035 million were drawn for an aggregate amount of €325 million.

The following table sets forth details of the Group's financial liabilities on an amortized cost basis.

Financial liabilities breakdown (€m)	Current		Non-current		Total	
	September 30, 2022	December 31, 2021	September 30, 2022	December 31, 2021	September 30, 2022	December 31, 2021
Bonds	327	171	17,217	15,820	17,544	15,991
Loans from financial institutions	460	97	7,798	7,026	8,258	7,123
Derivative financial instruments	128	-	44	875	173	875
Borrowings, financial liabilities and related hedging instruments	**916**	**268**	**25,059**	**23,720**	**25,975**	**23,988**
Finance lease liabilities	10	15	20	21	30	36
Operating lease liabilities	672	717	5,446	5,578	6,118	6,295
Lease liabilities	**682**	**732**	**5,465**	**5,599**	**6,147**	**6,331**
Perpetual subordinated notes	-	-	68	65	68	65
Deposits received from customers	16	15	75	83	91	99
Bank overdrafts	5	17	-	-	5	17
Securitization	232	252	-	-	232	252
Reverse factoring	809	744	-	-	809	744
Commercial paper	54	181	-	-	54	181
Debt Altice Group and other	213	728	272	199	485	927
Other financial liabilities	**1,329**	**1,938**	**416**	**348**	**1,745**	**2,285**
Financial liabilities	**2,927**	**2,937**	**30,940**	**29,667**	**33,867**	**32,605**

For the nine months ended September 30, 2022, we recorded liabilities related to the capitalization of our operating leases, resulting from the application of IFRS 16. As of September 30, 2022, the total amount of lease liabilities amounted to €6,147 million.

In the nine months ended September 30, 2022, the Company repurchased $125.4 million (€128.2 million equivalent) of its 6% $1,225 million Senior Notes due 2028. The debt was repurchased at a discount of $34.6 million, which was recognised as income in the statement of income.

The terms of our debt instruments contain certain restrictions, including covenants that restrict our ability to incur additional debt. As a result, additional debt financing is only a potential source of liquidity if the incurrence of any new debt is permitted by the terms of our existing debt instruments.

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Derivative Instruments

In the nine month period ended September 30, 2022, we made changes to our cross-currency and interest rate swaps and received net cash proceeds of €492 million as a result of these changes. The table below provides a summary of our derivatives portfolio following the restructuring.

Cross-Currency Swaps

Entity Start Date-End Date	**Notional amount due from Counterparty (millions)**	**Notional amount due to Counterparty (millions)**	**Interest rate due from Counterparty**	**Interest rate due to Counterparty**
Altice France Holding				
- May 2026	USD 1,012	EUR 884	10.50%	6.72%
- May 2026	USD 350	EUR 306	6m Libor	6m Euribor - 0.02%
- May 2027	USD 200	EUR 175	10.50%	7.86%
- Feb 2028	USD 1,094	EUR 995	6.00%	4.06%
Altice France				
- Jan 2023	USD 738	EUR 652	3m Libor + 4.00%	3m Euribor + 3.70%
- Jan 2024	USD 1,356	EUR 1,140	3m Libor + 4.24%	3m Euribor + 4.44%
- Jan 2026	USD 808	EUR 719	3m Libor + 3.16%	3m Euribor + 3.11%
- Aug 2026	USD 2,186	EUR 1,955	3m Libor + 4.00%	5.48%
- Feb 2027	USD 1,736	EUR 1,520	8.13%	6.06%
- Jan 2028	USD 1,100	EUR 1,026	5.50%	3.37%
- Jan 2029	USD 475	EUR 400	5.13%	4.16%
- Jan 2029	USD 168	EUR 160	3m Libor + 4.00%	3m Euribor + 3.74%
- April 2029	USD 579	EUR 505	3m Libor + 3.25%	3m Euribor + 3.51%
- July 2029	USD 2,500	EUR 2,277	5.13%	3.46%
- Oct 2029	USD 1,988	EUR 1,794	5.50%	4.04%

Interest Rate Swaps

Entity Start Date-End Date	**Notional amount due from Counterparty (millions)**	**Notional amount due to Counterparty (millions)**	**Interest rate due from Counterparty**	**Interest rate due to Counterparty**
Altice France Holding				
- May 2024	USD 371	USD 371	3m Libor + 6.78%	7.90%
Altice France				
- Jan 2023	EUR 4,000	EUR 4,000	3m Euribor	-0.12%
Sep 2023 - July 2029	USD 785	USD 785	3m Libor	4.14%
Apr 2024 - Jan 2030	EUR 250	EUR 250	6m Euribor + 3.00%	4.41%
May 2024 - May 2029	USD 750	USD 750	3m Libor	4.59%
July 2024 - July 2029	USD 1,000	USD 1,000	3m Libor	4.10%
July 2024 - July 2029	USD 1,750	USD 1,750	3m Libor	4.78%
Sep 2024 - Jan 2029	USD 750	USD 750	3m Libor	4.95%
- Apr 24	EUR 750	EUR 750	5.76%	6m Euribor + 3.00%
Apr 2024 - Jan 2030	EUR 750	EUR 750	6m Euribor + 3.00%	4.38%

Sources of Liquidity

Our principal source of liquidity is expected to be the operating cash flows of our operating subsidiaries and, if required, borrowings under the Existing Revolving Credit Facilities. As of September 30, 2022, the Existing Revolving Credit Facilities, which provided for commitments in an aggregate amount of €1,035 million were drawn for an aggregate amount of €325 million. We can also generate additional liquidity through our securitization and reverse factoring arrangements.

We expect 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 availability of borrowings under the Existing Revolving Credit Facilities is conditioned upon compliance with specified leverage ratios. Our ability to generate cash from our operations will depend on our 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 our control. We believe that our cash and cash equivalents, the cash provided from the operations of our operating subsidiaries and any available borrowings under the Existing Revolving Credit Facilities will be sufficient to fund our currently anticipated working capital needs, capital expenditures, and debt service requirements during the next 12 months, although no assurance can be given that this will be the case. However, as our debt matures in later years, we anticipate that we will seek to refinance or otherwise extend our debt maturities. No assurance can be given that we will be able to complete such refinancing or otherwise extend our debt maturities. In this regard, it is not possible to predict how economic conditions, sovereign debt concerns and/or any adverse regulatory developments could impact the credit markets we access and accordingly, our future liquidity and financial position. In addition, sustained or increased competition, particularly in combination with adverse economic or regulatory developments, could have an unfavorable impact on our cash flows and liquidity.

Issuance of debt by Altice France Holding, Altice France and their restricted subsidiaries is subject to incurrence based covenants, which do not require ongoing compliance with financial ratios (other than under the Existing Revolving Credit Facilities), but place certain limitations on the relevant restricted group's ability to, among other things, incur or guarantee additional debt (including to finance new acquisitions), create liens, pay dividends and other distributions to shareholders or prepay subordinated indebtedness, make investments, sell assets, engage in affiliate transactions or engage in mergers or consolidations. These covenants are subject to several important exceptions and qualifications.

To be able to incur additional debt under an applicable debt instrument, the relevant restricted group must either meet the ratio test described below (on a *pro forma* basis for any contemplated transaction giving rise to the debt incurrence) or have available capacity under certain other exceptions to the limitation on indebtedness covenant ("baskets") in such debt instrument.

The covenants applicable to Altice France and its subsidiaries provide that the Group's senior debt is subject to an incurrence test of 4.0:1.0 (Adjusted EBITDA to net debt), while the Group's senior secured debt is subject to an incurrence test of 3.25:1.0 (Adjusted EBITDA to net senior secured debt). The Group or its relevant subsidiaries are allowed to fully consolidate the EBITDA from any subsidiaries in which they have a controlling interest and that are contained in the restricted group as defined in the relevant debt instruments. In addition, the Group can rely on various 'baskets' specified under its debt covenants when incurring indebtedness.

The covenants applicable to Altice France Holding and its restricted subsidiaries under the Existing Senior Notes provide that their debt is subject to an incurrence test of 5.25:1.0, while their senior secured debt is subject to an incurrence test of 3.25:1.0.

Working Capital

As of September 30, 2022, the Group had a net current liability position of €3,390 million (comprising current liabilities net of current assets) (mainly due to trade payables and current contract liabilities amounting to €5,790 million) and a negative working capital of €1,759 million (comprising inventories, trade and other receivables and contract assets, minus trade and other payables and contract liabilities). The negative working capital position is structural and follows industry norms. Customers generally pay subscription revenues early or mid-month, with short days of sales outstanding, and suppliers are paid in the beginning of the following month, thus generating a negative working capital. Payables due the following month are generally covered by operating cash flow. We expect that our operating cash flows and, if required, available borrowings under the Existing Revolving Credit Facilities will be sufficient to meet our working capital requirements during the next 12 months.

Selected Cash Flow Data

Consolidated statement of cash flows **(€m)**	**September 30,** **2022**	**September 30,** **2021**	***Change***
Net income (loss), Group share	**268**	**(264)**	***(201.3)%***
Net cash flow provided (used) by operating activities	**3,338**	**3,921**	***(14.9)%***
Net cash flow provided (used) by investing activities	**(2,195)**	**(2,378)**	***(7.7)%***
Net cash flow provided (used) by financing activities	**(1,196)**	**(1,740)**	***(31.3)%***
Net increase (decrease) in cash and cash equivalents	**(53)**	**(197)**	***(73.0)%***
Effects of exchange rate changes on the balance of cash held in foreign currencies	**(8)**	**4**	*(292.9)%*
Cash and cash equivalents at beginning of period	**467**	**536**	***(12.9)%***
Cash and cash equivalents at end of period	**405**	**343**	***18.2%***

For the nine months ended September 30, 2022 compared to the nine months ended September 30, 2021

Net cash provided by operating activities decreased to €3,338 million for the nine months ended September 30, 2022 compared to €3,921 million for the nine months ended September 30, 2021. This trend was the result of (i) lower EBITDA for the nine months ended September 30, 2022 compared to the nine months ended September 30, 2021 (€3,044 million compared to €3,211 million including the results of Altice TV) and (ii) the indemnity received in 2021, which did not recur in 2022.

Net cash provided by/(used in) investing activities

For the nine months ended September 30, 2022, the Group recorded a net cash outflow for investing activities for an amount of €2,195 million, compared to net cash outflow in investing activities of €2,378 million for the nine months ended September 30, 2021. The difference can mainly be attributed to lower capital expenditure in the nine months period ended September 30, 2022 compared to September 30, 2021 (€1,863 million compared to €2,241 million), partially offset by cash proceeds paid for the acquisition of Coriolis and payments of vendor notes related to the acquisitions of Prixtel and Afone (€400 million).

Net cash flow provided by/(used in) financing activities

For the nine months ended September 30, 2022, the Group used less cash for financing activities (€1,196 million) compared to the nine months ended September 30, 2021 (€1,740 million). The difference was mainly due to lower interest paid in 2022 compared to 2021 (€728 million compared to €815 million) and the proceeds from monetization of certain cross currency swaps (€492 million), which did not occur in 2021.

Other disclosures

Unrecognized Contractual Commitments

We have other contractual obligations incurred in the ordinary course of business, including commitments relating to building or upgrading network infrastructure, purchase of set-top boxes, modems, mobile handsets and other end-user equipment and various maintenance and support contracts primarily relating to the maintenance and support of network infrastructure and equipment, purchase commitments for content, royalty payments to regulatory authorities and authors' rights to societies and commitments under interconnection contracts. See Note 34 to the unaudited special purpose financial statements of the Company for the year ended December 31, 2021.

Defined Benefit and Defined Contribution Pension Plans

In addition, we have obligations under defined benefit and defined contribution pension plans. Our cash outflow relating to these obligations will vary depending on many factors. In the case of defined benefit plans, we have recognized a liability regarding employee benefits in the statement of financial position of the Group which represents the present value of the defined benefits liability less the fair value of the plan assets, and the past service costs. The liability in respect of defined benefit plans is determined using actuarial valuations. The actuarial valuation involves making assumptions with regards to, among others, discount rates, expected rates of return on assets, future salary increases and mortality rates. Due to the long-term nature of these plans, such estimates are subject to uncertainty. Actuarial gains and losses are reflected in the statement of income and statement of other comprehensive income in the period in which they arise, as part of the salary costs. Deposits in a defined contribution plan in respect of severance pay or in respect of emoluments are recognized as an expense at the time of the deposit in the plan, in parallel to the receipt of the labor services from the employee and no additional provision is recognized in the financial statements. As of September 30, 2022, our total defined benefit plans liabilities were €95 million.

Related Party Transactions

Other than as disclosed in the notes to the Condensed Interim Special Purpose Financial Statements for the nine months ended September 30, 2022, the Group did not have any material transactions with related parties during the nine months ended September 30, 2022 and September 30, 2021.

Off Balance Sheet Arrangements

We are not party to any off-balance sheet arrangements that have, or are reasonably likely to have, a current or future material effect on our financial condition, changes in financial condition, revenue or expenses, results of operations, liquidity, capital expenditure or capital resources, other than the handset receivables securitization facility for a net amount of €70 million, the contractual commitments disclosed herein or as otherwise discussed in the unaudited special purpose financial statements of the Company (*note 34*) as of and for the year ended December 31, 2021.

Quantitative and Qualitative Disclosures about Market Risk

We are exposed to market risks relating to fluctuations in interest rates and foreign exchange rates, primarily as between the US Dollar and Euro, and use financial instruments to manage our exposure to interest rate and foreign exchange rate fluctuations.

Credit Risk

The Group does not have significant concentrations of credit risk. Credit risk may arise from the exposures of commitments under a number of financial instruments with one counterparty or as the result of commitments with a number of groups of debtors with similar economic characteristics, whose ability to meet their commitments could be similarly affected by economic or other changes.

The Group's income mainly derives from customers in France. The majority of our B2C clients are on direct debit, thus reducing credit and recovery risk from our biggest operating segment. The Group regularly monitors its customers' debts and provisions for doubtful debts are recorded in the consolidated financial statements, which provide a fair value of the loss that is inherent to debts whose collection lies in doubt.

Liquidity Risk

Ultimate responsibility for liquidity risk management rests with the Board of Managers, which manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities by continuously monitoring forecasted and actual cash flows and by matching the maturity profiles of financial assets and liabilities. The Group has a strong track record of driving operating free cash flow generation and specializes in turning around struggling businesses and improving the cash generation of existing businesses. As all external debt is issued and managed centrally, the executive directors of the Group have a significant amount of control and visibility over the payments required to satisfy obligations under the different external debts.

Additionally, as of September 30, 2022, the Group has access to the Existing Revolving Credit Facilities, which provide for commitments in an aggregate amount of €1,035 million (which was drawn in an amount equal to €325 million as of September 30, 2022) to cover any liquidity needs not met by operating cash flow generation.

Interest Rate and Related Risk

For fixed rate debt, changes in interest rates generally affect the fair value of the debt instrument, but not our earnings or cash flows. Accordingly, interest rate risk and changes in fair market value should not have a significant effect on the fixed rate debt until we would be required to refinance such debt at maturity. As of September 30, 2022, on a consolidated basis, taking into account our swap portfolio, the Group's primary fixed rate debt obligations were in an amount equivalent to €17,544 million, while our primary floating rate debt obligations were equivalent to €8,258 million (excluding the impact from interest rate swaps).

Foreign Currency Risk

As part of its financial risk management strategy, the Group has entered into certain hedging operations. These are split mainly into either fixed to fixed or floating to floating cross-currency and interest rate swaps that cover against foreign currency and interest rate risk, FX forwards that cover against foreign exchange risk only, or interest rate swaps covering interest rate risk only. For details regarding the Group's outstanding derivative instruments to secure foreign currency liabilities and to reduce foreign currency exposure, see Note 26.4 to the unaudited special purpose financial statements of the Company as of and for the year ended December 31, 2021.

Critical Accounting Policies, Judgments and Estimates

For details regarding the Group's critical accounting policies, judgments and estimates, see Note 2 to the unaudited special purpose financial statements of the Company as of and for the year ended December 31, 2021

Key Income Statement Items

Revenue

Revenue consists of income generated from the delivery of fixed-based services to our B2C and B2B customers, mobile services to our B2C and B2B customers, wholesale and other services. 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.

Fixed-based residential services: Revenue from fixed-based services consists of revenue from pay television services, including related services such as VoD, broadband internet services, fixed-line telephony services and ISP (Internet Service Provider) services to our customers. This primarily includes (i) recurring subscription revenue for pay television 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 our cable network.

Mobile residential services: Revenue from mobile telephony services primarily consists of (i) recurring subscription revenue for our post-paid mobile services (which are recognized in revenue on a straight-line basis over the subscription period), (ii) revenue from purchases of our pre-paid 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 our mobile network.

Business services: Revenue from wholesale services primarily consists of revenues derived from renting our network infrastructure services, including IRUs and bandwidth capacity on its network, to other telecommunications operators, including MVNOs as well as related maintenance services. Revenue from B2B services is the same as the above fixed and mobile services, but for the business sector. This segment also includes revenues from our other services which primarily consists of revenue from businesses such as (i) datacenter activities, (ii) content production and distribution, (iii) customer services, (iv) technical services, and (v) other activities that are not related to our core fixed or mobile businesses.

Media: Revenues from the media segment includes mainly advertising and subscription revenues derived from news, radio and printed press businesses.

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 services

Purchasing and subcontracting services consist of direct costs associated with the delivery of fixed-based services to our B2C and B2B customers, mobile services to our B2C and B2B customers, wholesale and other services. We present purchasing and subcontracting services paid for the procurement of the following services:

Fixed-based residential services: Purchasing and subcontracting services 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 subscribers and accounting variations arising from changes in inventories of customer premises equipment (such as modems, set-top boxes and decoders).

Mobile residential services: Purchasing and subcontracting services 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.

Business services: Purchasing and subcontracting services associated with wholesale primarily consist of costs associated with delivering wholesale services to other operators. Other purchasing and subcontracting services consist of the (i) cost of renting space for datacenters (subject to certain exceptions), (ii) utility costs related to the operation of datacenters (such as power and water supply costs), (iii) in our 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 (iv) direct costs related to our call centers operations, such as service expenses, telecom consumption subscriptions and energy costs, in our customer services functions.

Media: Purchasing and subcontracting costs for our media business mainly consists of direct costs related to capacity rental for our TV and radio businesses.

Intersegment Eliminations: Intersegment costs, which primarily relate to services rendered by certain centralized Group functions (such as 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 datacenter 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 includes 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.

Non-recurring expenses and income

Non-recurring expenses and income includes 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.

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. Such expenses mainly include interest costs of finance leases, variations in the fair value of non-hedged derivative instruments and the inefficient portion of hedged derivative instruments.

Financial income

Financial income consists of changes in the net fair value of the financial derivatives, gains from the disposal of financial assets, net exchange rate differences, and other financial income.

Share in net income/(loss) of associates

Share of profit 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 expense/(income)

Income tax expenses are comprised of current tax and deferred tax. Taxes on income are recognized in the income statement 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 profit before depreciation and amortization, impairment and losses, other operating and non-recurring items and other adjustments (equity-based compensation expenses) in EBITDA. Adjusted EBITDA is unaudited and is not required by or presented in accordance with IFRS or any other generally accepted accounting standards. We believe that this measure is useful to readers of our financial as it provides them with a measure of the operating results which excludes certain items we consider outside of our recurring operating activities or that are non-cash, making trends more easily observable and providing information regarding our operating results and cash flow generation that allows investors to better identify trends in its financial performance. Adjusted EBITDA should not be considered as a substitute measure for operating income and may not be comparable to similarly titled measures used by other companies.