

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

This Management Discussion and Analysis (MD&A) serves as the consolidated management report within the meaning of article 1720-1 of the amended law of August 10, 1915 on commercial companies, as well as the report referred to in article 12.3 of the articles of association of Altice France Lux 3.

Basis of Presentation

Altice France Lux 3 (formerly Altice Holdings 1) (hereinafter the "Company") is a limited liability company (*société anonyme*) incorporated on October 16, 2023 in the Grand Duchy of Luxembourg with headquarters in Luxembourg. The Company is the parent company of a consolidated group (the "Group"). The Group is one of the largest group of companies operating in the telecommunications space in France and is part of a larger group with a common activity (the "Altice Group"). Hence, the Group has major positions in all segments of the French B2C, B2B, local authorities and wholesale telecommunication market.

As of December 31, 2025, Altice France Holding S.A. ("Altice France Holding") holds 55% of the capital of the Company. The ultimate controlling shareholder of the Company is Next Alt S.à r.l. ("Next Alt"), which is itself controlled by Mr. Patrick Drahi.

As of December 31, 2025, the Company holds indirectly all shares of Altice France S.A.S. ("Altice France") minus one preferred share.

The Group's activities cover the French telecommunication market including technical and customers services (Altice Technical Services France ("ATSF") and Altice Customer Services ("ACS")) (Refer to the "Significant Events – *Exclusivity agreement to sell Intelcia*" section). It also covered the French audiovisual market until the disposal of the Media division on July 2, 2024.

Following the closing of the Transaction, described in Note 4.1 – *Agreement with creditors* in the consolidated financial statements of the Group as of and for the year ended December 31, 2025, the Company became the parent company of a subgroup including Altice France S.A.S. as from September 29, 2025.

The consolidated financial statements of the Group as of December 31, 2025 and for the year then ended (the "consolidated financial statements") were approved by the Board of Directors and authorized for issue on April 28, 2026.

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 consolidated financial statements of the Company as of and for the year ended December 31, 2025, including the accompanying notes. Some of the information in this discussion and analysis includes forward-looking statements that involve risks and uncertainties.

Unless the context otherwise requires, when used in this section, the terms "we", "our", the "Company", the "Group" and "us" refer to the business constituting the Group as of December 31, 2025, 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.

Alice France is a key player in the telecom industry in France

Telecom networks have become an essential utility in the daily life of our users, be it for work, education, or entertainment. Therefore, we continue to invest heavily in our telecom infrastructure in order to propose the best of high speed fixed and mobile internet services to our customers with a high quality of service. We were amongst the first telecom operators to launch 3G then 4G and finally 5G services in France and were one of the first telecom companies to deploy fibre-to-the-home (FTTH) infrastructure. Backed by the strength of this infrastructure, we can service the most demanding customers such as large and small B2B clients and government agencies.

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 our fibre network, migrating existing DSL subscribers to our 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 our sales channels and simplifying our brand portfolio, (iv) implementing procurement efficiencies by leveraging our bargaining power and (v) reducing overhead costs.

At the core of our long-term strategy is revenue generation, profitability, cash flow growth and deleveraging. We benefit from a unique asset base which is fully converged, fibre rich, active across consumers and businesses and holds the number two position in its market with nationwide fixed and mobile coverage. The continued operational focus offers value creation potential. In parallel, we are advancing preparations for potential asset disposals to capitalize on favorable market opportunities. 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; and
- Execution of opportunistic asset disposals aligned with value creation objectives.

For the year ended December 31, 2025, we incurred net restructuring and other non-recurring costs of €553 million against net restructuring and other non-recurring income of €2,777 million for the year ended December 31, 2024. Incomes and costs are included with respect to renegotiations or termination of contractual arrangements, employee redundancies, litigation, 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. As of December 31, 2025, the goodwill recorded on our balance sheet amounted to €9,313 million (€9,612 million as of December 31, 2024). Goodwill is subject to impairment reviews in accordance with IFRS and any impairment charge on goodwill would have a negative impact on operating profit. For the year ended December 31, 2024 and for the year ended December 31, 2025, we did not incur any impairment losses.

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. 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 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 accelerated the build-out of its 4G network since 2015 to have a 4G/4G+ population coverage of 99.9% as of December 31, 2025. 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 December 31, 2025, more than 12,850 municipalities were covered in 5G (more than 16,000 radio sites) in all of France, with a 5G coverage of 86% of the population.

Based on the ARCEP 2024 mobile quality survey, SFR is the second-best mobile network (ARCEP 2024 measurement campaign on the quality of mobile services in mainland France, published on June 26, 2025).

In each of the past three years, we have incurred significant capital expenditure (around 17%-20% of total consolidated revenues), a significant portion of which was spent to improve our mobile network and to connect new fibre homes. 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 €1,560 million for the year ended December 31, 2025, and €2,095 million for the year ended December 31, 2024.

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 mostly with 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 fibre-based services. In the French mobile telephony market, we compete with well-established mobile network operators such as Orange, Bouygues Telecom and Free.

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. 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 geopolitical conflicts (Russia/Ukraine, Middle East) and related sanctions, international trade, tariffs, sovereign debt issues, Brexit, the risk of inflation, the stability of the euro and natural disasters, have 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 December 31, 2025 and December 31, 2024:

| | As of December 31, 2025 | As of December 31, 2024 |
|---|------------------------------------|------------------------------------|
| | (in thousand) | |
| Fibre homes passed ⁽¹⁾ | 41,826 | 40,124 |
| Total fibre customers ⁽²⁾ | 5,380 | 5,082 |
| Total fixed customers | 6,025 | 6,133 |
| Total mobile subscribers ⁽³⁾ | 19,422 | 19,403 |

- (1) Includes fibre homes passed by XpFibre.
- (2) Total fibre customers represent 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. Fibre customer base for France includes FTTH, FTTB and 4G Box customers and excludes white-label wholesale customers.
- (3) Total mobile subscribers are equal to the net number of lines or SIM cards that have been activated on the Group's mobile network, includes 4G dongle subscribers as of December 31, 2025, and excludes M2M SIM cards.

Discussion and Analysis of Results of Operations of the Company

The below table sets forth our consolidated statement of income for the years ended December 31, 2025 and December 31, 2024, with the variation between the periods:

| Consolidated statement of income (€m) | December 31, 2025 | December 31, 2024 | Change |
|--|------------------------------|------------------------------|---------------|
| Revenues | 9,382.4 | 10,368.4 | (9.5)% |
| Purchasing and subcontracting costs | (2,264.8) | (2,642.1) | (14.3)% |
| Other operating expenses | (1,673.0) | (1,892.1) | (11.6)% |
| Staff costs and employee benefits | (1,096.5) | (1,174.1) | (6.6)% |
| Depreciation, amortisation and impairment | (2,975.2) | (3,069.3) | (3.1)% |
| Other expenses and income | (553.3) | 2,777.4 | nm |
| Operating profit | 819.6 | 4,368.1 | nm |
| Interest relative to gross financial debt | (1,269.7) | (1,237.4) | 2.6% |
| Realised and unrealised gain/(loss) on derivative instruments linked to financial debt | (334.7) | (18.3) | nm |
| Finance income | 505.5 | 160.8 | nm |
| Other financial expenses | (1,219.9) | (764.6) | nm |
| Net result on extinguishment and remeasurement of financial liabilities | (110.0) | 3.8 | nm |
| Finance costs, net | (2,428.8) | (1,855.7) | 30.9% |
| Share in earnings/(losses) of associates and joint ventures | (123.7) | (54.1) | nm |
| Income tax benefit/(expenses) | (89.8) | (483.8) | nm |
| Profit/(loss) | (1,822.7) | 1,974.5 | nm |
| <i>Attributable to equity holders of the parent</i> | <i>(1,852.1)</i> | <i>1,942.4</i> | <i>nm</i> |
| <i>Attributable to non-controlling interests</i> | <i>29.4</i> | <i>32.2</i> | <i>nm</i> |

Significant Events

Agreement with creditors

On February 26, 2025, Altice France announced that it had reached an agreement with a group of holders of its senior secured notes (the "Altice France Senior Notes") and term loans (the "Altice France Term Loans" and together with the Altice France Senior Notes, the "Altice France Secured Debt") (the "Transaction"). The Transaction also includes an agreement on debt of Altice France's parent, Altice France Holding, with certain holders of the senior notes at that entity (the "Altice France Holding Senior Debt").

The terms of the Transaction were documented in framework agreements between, notably, Altice France, Altice France Holding and certain holders of Altice France Secured Debt and of Altice France Holding Senior Debt (each a "Framework Agreement" and, respectively, the "OpCo Framework Agreement" and the "HoldCo Framework Agreement").

Altice France launched a solicitation for creditors to accede to the relevant Framework Agreement and provide binding consents to support the Transaction.

In addition, Altice France agreed with the ad hoc group of its creditors and the consenting Altice France Holding's creditors on key terms of governance, shareholder rights and terms of the new debt to be issued by Altice France

and the Company. Altice France also agreed to recontribute previously unrestricted assets to the Altice France's restricted perimeter as part of the Transaction. In this context, on March 21, 2025, Altice XPM (owning the shares in XpFibre and cash and cash equivalents) was transferred back to Altice France's scope.

On March 17, 2025, Altice France and Altice France Holding announced that the achieved levels of creditor support for the Transaction enable Altice France to implement the Transaction by way of restructuring proceedings in France with the benefit of overwhelming stakeholder support and for Altice France Holding to implement the Transaction on an out-of-court basis without a judicial proceeding, with the following levels of support provided:

- creditors representing at least 90% of the Altice France Senior Notes and creditors holding at least 90% of the Altice France Term Loans have submitted accessions to the OpCo Framework Agreement;
- creditors representing at least 90% of Altice France Holding Senior Debt have submitted accessions to the HoldCo Framework Agreement; and
- accessions have been received for at least 90% of each tranche of Altice France Senior Notes and Altice France Holding Senior Debt.

On March 28, 2025, Altice France and some of its subsidiaries (Altice B2B France SAS, Completel SAS, Numericable US LLC, SFR Fibre SAS, SFR Presse SAS, SFR Presse Distribution SAS, Ypso France SAS and Société Française du Radiotéléphone – SFR SA, together with Altice France, the “Companies”) announced the opening of conciliation proceedings by the President of the Paris Economic Court (*Tribunal des Activités Économiques de Paris*) to implement the Transaction.

On May 27, 2025, Altice France announced that it has reached an agreement with a group of holders of its RCF on the Transaction. Following such agreement and as a further step of the implementation of the Transaction, Altice France announced that it has, together with the other Companies, requested from the Paris Economic Court (*Tribunal des Activités Économiques de Paris*) the opening of accelerated safeguard proceedings.

On June 10, 2025, the Companies announced the opening of accelerated safeguard proceedings by the Paris Economic Court (*Tribunal des Activités Économiques de Paris*) (the “Accelerated Safeguard Proceedings”) for an initial period of two months.

On June 19, 2025, the Companies announced the commencement of chapter 15 cases (the “Chapter 15 Cases”) in the Bankruptcy Court for the Southern District of New York to seek recognition of the Accelerated Safeguard Proceedings.

On July 9, 2025, Altice France announced that, as part of the Accelerated Safeguard Proceedings, the vote of the classes of affected parties on the draft accelerated safeguard plans of the Companies ended on July 8, 2025, and the court-appointed judicial administrators of the Companies confirmed the unanimous votes cast in favour of such accelerated safeguard plans across all classes.

On July 29, 2025, the Companies announced the entry by the Bankruptcy Court for the Southern District of New York of an order recognising the Accelerated Safeguard Proceedings as foreign main proceedings.

On August 4, 2025, Altice France announced that the Paris Economic Court issued nine rulings approving the accelerated safeguard plans of the Companies.

On August 19, 2025, Altice France and Altice France Holding announced that they have launched their respective implementation phase of the Transaction. As part of the pre-closing steps preceding the Transaction, certain intercompany balances with the Altice Group were extinguished. In addition, Altice France transferred an amount of €2,448.9 million to an escrow account which was settled on October 1, 2025.

On October 1, 2025, Altice France completed its financial restructuring, fully implementing the accelerated safeguard plans for itself and the other Companies, along with Altice France Holding.

Under the terms of the Transaction, creditors of Altice France and Altice France Holding that have acceded to the Framework Agreements prior to March 19, 2025 received a premium paid in cash of 2.5 percent of the principal amount of Altice France Secured Debt and Altice France Holding Senior Debt (for a total amount for €438.1 million, due to below 100% early participation) at closing. Absent full early participation, the cash amounts which were not allocated via the premium were distributed pro rata to all Altice France's and Altice France Holding's creditors, respectively, as additional cash consideration in the restructuring proceedings.

In exchange for their existing Altice France Secured Debt, creditors received the following consideration:

- a cash payment of approximately €1.3 billion (or 7.6 cents per €1 equivalent of Altice France Secured Debt plus an additional amount due to below 100% early participation), as well as accrued interest through implementation of the Transaction;
- an additional premium paid in cash at closing of 2.5 percent of the principal amount of Altice France Secured Debt for creditors that signed onto the Transaction prior to March 19, 2025;
- approximately 77.0 cents of new secured debt instruments issued by Altice France (the “New Secured Debt”) with a 2.75-year maturity extension vs. the existing Altice France Secured Debt tranches and an approximately 137.5 basis point increase in rate (which implies approximately €14.8 billion of New Secured Debt); and

- an aggregate equity stake of 31% of the Company in common equity.

Altice France Holding's creditors received the following consideration:

- a cash payment of approximately €0.1 billion (or 2.5 cents per €1 of Altice France Holding Senior Debt plus an additional amount due to below 100% early participation), as well as accrued interest through March 31, 2025;
- an additional premium paid in cash at closing of 2.5 percent of the principal amount of Altice France Holding Senior Debt for creditors that signed onto the Transaction prior to March 19, 2025;
- 20.0 cents of new debt due January 2033 issued by the Company (the "New AFL 3 Debt") with the USD-equivalent of a 9.125% EUR coupon (which implies approximately €0.9 billion of New AFL 3 Debt);
- an aggregate equity stake of 14% of the Company in common equity; and
- contingent value rights issued by Altice France Holding.

As part of the Transaction, Altice France has agreed to significantly tighter financial covenants, including more restrictive incurrence covenants that limit the ability to raise additional liquidity and incur new indebtedness (Refer to Note 33.1 – *Commitments to related to bonds and term loans* in the consolidated financial statements of the Group as of and for the year ended December 31, 2025).

On October 1, 2025, the following operations, inter alia, occurred:

- With respect to the Altice France Secured Debt, including the RCF:
 - a cash payment was made by Altice France to the creditors for a total amount of €2,453.5 million corresponding to (i) a portion of the principal amount of the Altice France Secured Debt for €1,347.2 million, (ii) the related accrued interest for an amount of €668.9 million; and (iii) an additional premium for an amount of €438.1 million;
 - the issuance of the New Secured Debt for a total nominal amount of €14,813.4 million;
 - the refinancing of the RCF for a nominal amount of €1,201 million;
 - the capitalisation of a portion of the Altice France Secured Debt through the issuance of new shares of Altice France; and
- The settlement of the intercompany balances with Altice France Holding through a share premium distribution amounting to €2,717 million.

The main accounting impacts of the Transaction recorded during the fourth quarter of 2025 are the following:

- With respect to the Altice France Secured Debt:
 - the portion of the principal and interest repaid in cash was considered as an extinguishment of the financial debt. The unamortised deferred transaction costs related to these financial liabilities were recognised in the statement of income for an amount of €(120.0) million (Refer to the *Finance costs, net* section);
 - the remaining amount was derecognised in counterpart of (i) the recognition at fair value of the new shares issued (as of the closing date) based on the provisions of IFRIC 19 – *Extinguishing Financial Liabilities with Equity Instruments*, and (ii) the recognition at fair value of the New Secured Debt (at the closing date) as the transaction was considered as a substantial modification of the contractual terms of the Altice France Secured Debt based on the provisions of IFRS 9;
 - the difference between the nominal value and the fair value of the New Secured Debt and the New AFL 3 Debt as of October 1, 2025, was a gain of €597.2 million recognised in the statement of income;
 - the Group applied significant judgment in assessing the fair value of the New Secured Debt and the New AFL 3 Debt at initial recognition and the fair value of the equity instruments issued as there are no quoted prices for these instruments (shares issued and term loans) at the date of the Transaction or there were no available quoted prices at this date for the notes. With this respect, at the initial recognition (as of October 1, 2025), the fair value for these new instruments was based on a "level 2" fair value for the bonds and a "level 3" fair value for the term loans and unquoted shares.
- With respect to the equity instruments issued, Altice France relies on a multiple criteria valuation.
- Finally, the transaction costs for an amount of €565.9 million (including the €438.1 million of additional premium paid to the creditors) were recognised in the statement of income (Refer to the *Finance costs, net* section).

Following the implementation of the Transaction, the accounting treatment is as follows:

- the New Secured Debt arising from the Transaction initially recognised at fair value for an amount of €14,301.2 million is subsequently measured at amortised costs using the effective interest method. The New Secured Debt's characteristics are presented in Note 24 – *Financial liabilities* in the consolidated financial statements of the Group as of and for the year ended December 31, 2025;

- the New AFL 3 Debt arising from the Transaction initially recognised at fair value for an amount of €693.8 million is subsequently measured at amortised costs using the effective interest method. The New AFL 3 Debt’s characteristics are presented in Note 24 – *Financial liabilities* in the consolidated financial statements of the Group as of and for the year ended December 31, 2025; and
- the equity instruments issued in the context of the Transaction are not subsequently remeasured at fair value.

Participation in XpFibre Holding

In the context of the Transaction (Refer to the “Significant Events – *Agreement with creditors*” section), on March 21, 2025, Altice XPM (which holds a participation of 50.01% in XpFibre Holding) was transferred back by Altice Luxembourg to the Group as repayment of the vendor loan (Refer to Note 4.5 – *Participation in XpFibre Holding*, Note 17 – *Non-current financial assets and other assets* and Note 32.3 – (Related parties’ transactions) – *Shareholders* in the Altice France’s 2024 consolidated financial statements).

Disposal of Infracos

On July 29, 2025, SFR and Bouygues Telecom announced they had entered into exclusive negotiations with Phoenix Tower International with a view to selling 100% of the share capital and voting rights of Infracos (SFR and Bouygues Telecom each held a 50% stake in the company).

Infracos is a joint venture created in 2014 by SFR and Bouygues Telecom as part of the implementation of the "Crozon" agreements, which enable the deployment and operation of shared radio sites in less dense areas in France.

On November 4, 2025, the “*Autorité de la concurrence: ADLC*” (French Competition Authority) authorized the takeover of Infracos by Phoenix Tower International.

On November 18, 2025, SFR and Bouygues Telecom signed a sale and purchase agreement with Phoenix Tower International.

The transaction closed on December 22, 2025 (Refer to the “*Adjusted EBITDA*” section).

Exclusivity agreement to sell Intelcia

On November 24, 2025, Altice France signed an agreement with Intelcia Holding (a company wholly owned by the current Intelcia’s management), with a view to selling its 65% stake in Intelcia.

Intelcia is engaged in the provision of outsourced customer experience management, consulting and digital transformation services. Altice France will continue to be a key customer of Intelcia.

During the fourth quarter of 2025, the assets and associated liabilities were classified as held for sale based on IFRS 5 (Refer to Note 22 – *Assets and associated liabilities held for sale* in the consolidated financial statements of the Group as of and for the year ended December 31, 2025). As a consequence of the classification as held for sale, an impairment was recognised for an amount of €56.9 million (Refer to the “*Other expenses and income*” section).

The transaction closed on April 28, 2026.

Revenue

The table below sets forth the Group’s revenue by lines of activity which the Group operated for the years ended December 31, 2025 and December 31, 2024, respectively:

| Revenue | December 31, | December 31, | Change |
|--|---------------------|---------------------|---------------|
| (€m) | 2025 | 2024 | |
| Residential – Fixed | 2,536.4 | 2,699.9 | (6.1)% |
| Residential – Mobile | 3,200.2 | 3,603.1 | (11.2)% |
| Business services | 2,778.0 | 2,976.1 | (6.7)% |
| Total Telecom excluding equipment sales | 8,514.6 | 9,279.0 | (8.2)% |
| Equipment sales | 862.4 | 904.0 | (4.6)% |
| Media | 5.3 | 185.4 | nm |
| Total | 9,382.4 | 10,368.4 | (9.5)% |

For the year ended December 31, 2025, the Group generated total revenues of €9,382 million, a 9.5% decrease compared to €10,368 million for the year ended December 31, 2024. The decrease in total revenues was partly driven by the reduction of the residential customers base over the past twelve months and by the sale of the Media division.

The Group's residential fixed segment revenues decreased by 6.1% from €2,700 million for the year ended December 31, 2024, to €2,536 million for the year ended December 31, 2025. This decrease was mainly due to the reduction of the residential fixed customers base over the past twelve months and the decline in revenue from end-customer cabling.

Revenues for the Group's residential mobile services decreased by 11.2% from €3,603 million for the year ended December 31, 2024, to €3,200 million for the year ended December 31, 2025. This trend was partly driven by the reduction of the residential mobile customers base over the past twelve months, in addition to a competitive pricing environment, especially at the low-end of the mobile market.

Revenues from the business services segment decreased by 6.7% from €2,976 million for the year ended December 31, 2024, to €2,778 million for the year ended December 31, 2025. This decrease was mainly driven by the impact of a decrease in revenues from the construction activity.

Equipment sales revenues amounted to €862 million for the year ended December 31, 2025, compared to €904 million for the year ended December 31, 2024. This decrease was related to the reduction of the residential mobile revenue.

Adjusted EBITDA

The following table presents the reconciliation of the operating profit in the consolidated financial statements to Adjusted EBITDA:

| Operating profit (€m) | December 31, 2025 | December 31, 2024 | Change |
|---|----------------------|----------------------|----------------|
| Revenue | 9,382.4 | 10,368.4 | (9.5)% |
| Purchasing and subcontracting costs | (2,264.8) | (2,642.1) | (14.3)% |
| Other operating expenses | (1,673.0) | (1,892.1) | (11.6)% |
| Staff costs and employee benefits | (1,096.5) | (1,174.1) | (6.6)% |
| Total | 4,348.1 | 4,660.1 | (6.7)% |
| Rental expense operating lease | (1,277.2) | (1,231.1) | 3.7% |
| Adjusted EBITDA | 3,070.9 | 3,429.0 | (10.4)% |
| Depreciation, amortisation and impairment | (2,975.2) | (3,069.3) | (3.1)% |
| Other expenses and income | (553.3) | 2,777.4 | nm |
| Rental expense operating lease | 1,277.2 | 1,231.1 | 3.7% |
| Operating profit | 819.6 | 4,368.1 | nm |

For the year ended December 31, 2025, Adjusted EBITDA amounted to €3,071 million, a decrease of 10.4% compared to €3,429 million for the year ended December 31, 2024. This decrease was driven by (i) a decrease in revenue partially offset by (ii) a decrease in purchasing and subcontracting costs and in other operating expenses.

Purchasing and subcontracting

Purchasing and subcontracting costs decreased by 14.3%, from €2,642 million in the year ended December 31, 2024 to €2,265 million in the year ended December 31, 2025. This decrease was related to lower residential mobile, business services revenues and construction costs.

Other operating expenses

Other operating expenses decreased by 11.6%, from €1,892 million in the year ended December 31, 2024 to €1,673 million in the year ended December 31, 2025. This decrease is mainly driven by the decrease of customer services and sales expenses.

Staff costs and employee benefit expenses

Staff costs and employee benefit expenses decreased by 6.6%, from €1,174 million in the year ended December 31, 2024 to €1,096 million in the year ended December 31, 2025. The number of FTEs is 33,369 as of December 31, 2025 and 37,306. as of December 31, 2024.

Depreciation, amortisation and impairment

For the year ended December 31, 2025, depreciation and amortisation totalled €2,975 million, a decrease of 3.1% compared to €3,069 million for the year ended December 31, 2024.

Other expenses and income

The following table presents the breakdown of other expenses and income:

| Other expenses and income (€m) | December 31, 2025 | December 31, 2024 | Change |
|---|----------------------|----------------------|------------------|
| Net restructuring costs | (1.9) | 2.4 | <i>nm</i> |
| Litigation | (17.2) | (64.4) | <i>nm</i> |
| Gain and loss on disposal of property, plant, equipment and intangible assets | 44.9 | (1.7) | <i>nm</i> |
| Other | (579.0) | 2,841.1 | <i>nm</i> |
| Other expenses and income | (553.3) | 2,777.4 | <i>nm</i> |

For the year ended December 31, 2025, other expenses and income include (i) an expense of €96.5 million following the signing of a settlement agreement with XpFibre Holding, (ii) a net loss on the disposal of Infracos to Phoenix Tower International of €284.6 million of which a capital gain of €267.4 million on the disposal decreased by an amount of €552.0 million due to the subsequent lease back of its sites in application of IFRS 16 – *Leases* (sale and lease back transaction) and (iii) a depreciation of the goodwill related to Intelcia for an amount of €56.9 million (Refer to Note 11.1 – *Goodwill* in the consolidated financial statements of the Group as of and for the year ended December 31, 2025).

For the year ended December 31, 2024, other expenses and income include capital gains related to the disposals of UltraEdge, XpFibre Holding, the Media division and La Poste Telecom for an aggregate amount of €3.0 billion.

Finance costs, net

Net finance costs amounted to €2,429 million for the year ended December 31, 2025, compared to €1,856 million for the year ended December 31, 2024.

The following table presents the breakdown of the finance costs:

| Finance costs, net (€m) | December 31, 2025 | December 31, 2024 | Change |
|--|----------------------|----------------------|------------------|
| Interest relative to gross financial debt | (1,269.7) | (1,237.4) | 2.6% |
| Realised and unrealised gains/(loss) on derivative instruments (a) | (334.7) | (18.3) | <i>nm</i> |
| Finance income (b) | 505.5 | 160.8 | <i>nm</i> |
| Provisions, unwinding of discount and impairment | (19.8) | (21.3) | <i>nm</i> |
| Interest related to lease liabilities | (660.7) | (590.6) | 11.9% |
| Other (c) | (539.5) | (152.7) | <i>nm</i> |
| Other financial expenses | (1,219.9) | (764.6) | <i>nm</i> |
| Net result on extinguishment and remeasurement of financial liabilities (d) | (110.0) | 3.8 | <i>nm</i> |
| Finance costs, net | (2,428.8) | (1,855.7) | 30.9% |

(a) Includes the impact from the restructuring of swaps related to the restructuring of the Altice France Secured Debt.

(b) Of which €303.1 million related to the exchange rate impact of the extinguishment of the Altice France Secured Debt prior to the restructuring. The remaining amount corresponds to interest on cash equivalents and on loans and current accounts with the companies of the Altice Group.

(c) Includes the warrants issued by the Company for an amount of €320 million (Refer to Note 24.9 – *Warrants* in the consolidated financial statements of the Group as of and for the year ended December 31, 2025).

(d) Includes (i) fees related to the Transaction for an amount of €(127.8) million, (ii) an additional premium for an amount of €(438.1) million, (iii) the impact of the recognition of the New Secured Debt and the New AFL 3 Debt at fair value net of amortised cost and the impact of the extinguishment of the debt prior to the restructuring through the issuance of new shares for an amount of €575.9 million, and (iv) an unamortised deferred transaction costs related to the financial liabilities recognised in the statement of income for an amount of €(120.0) million (Refer to the “Significant Events – *Agreement with creditors*” section).

Share in earnings/(losses) of associates and joint ventures

For the year ended December 31, 2025, share in loss of associates and joint ventures amounted to €124 million (€54 million for the year ended December 31, 2024) and mainly included the share in loss of XpFibre Holding.

Income tax benefit/(expenses)

Income tax expenses amounted to €90 million for the year ended December 31, 2025 (€484 million for the year ended December 31, 2024). Based on the five-year business plan, the deferred tax assets as of December 31, 2025 was fully depreciated.

Liquidity and Capital Resources

Cash and Debt Profile of the Group

As of December 31, 2025, consolidated cash and cash equivalents amounted to €879 million on an actual basis.

The following table sets forth details of the Group's financial liabilities:

| Financial liabilities breakdown (€m) | Current | | Non-current | | Total | |
|---|----------------------|----------------------|----------------------|----------------------|----------------------|----------------------|
| | December 31, 2025 | December 31, 2024 | December 31, 2025 | December 31, 2024 | December 31, 2025 | December 31, 2024 |
| | Bonds (a) (b) | 299.4 | 896.4 | 8,411.2 | 11,587.3 | 8,710.6 |
| Loans from financial institutions (b) | 250.1 | 733.4 | 6,345.0 | 7,850.7 | 6,595.1 | 8,584.1 |
| Derivative financial instruments | 62.4 | 111.0 | 1,185.7 | 191.0 | 1,248.1 | 302.0 |
| Borrowings, financial liabilities and related derivative instruments (*) | 611.9 | 1,740.8 | 15,941.9 | 19,629.0 | 16,553.8 | 21,369.8 |
| Finance lease liabilities | 1.2 | 5.5 | 1.1 | 13.1 | 2.3 | 18.5 |
| Operating lease liabilities | 795.2 | 583.8 | 6,935.0 | 5,343.9 | 7,730.2 | 5,927.8 |
| Lease liabilities | 796.4 | 589.3 | 6,936.2 | 5,357.0 | 7,732.6 | 5,946.3 |
| Deposits received from customers | 9.2 | 11.2 | 43.4 | 50.6 | 52.7 | 61.7 |
| Bank overdrafts | 0.4 | 3.1 | - | - | 0.4 | 3.1 |
| Securitisation | 771.6 | 796.2 | - | - | 771.6 | 796.2 |
| Warrants | - | - | 320.0 | - | 320.0 | - |
| Debt Altice Group and other (c) | 141.3 | 156.2 | 2.2 | 15.5 | 143.5 | 171.7 |
| Other financial liabilities | 922.4 | 966.8 | 365.6 | 66.1 | 1,288.0 | 1,032.9 |
| Total financial liabilities | 2,330.7 | 3,296.9 | 23,243.7 | 25,052.0 | 25,574.4 | 28,348.9 |

(*) Including accrued interest.

(a) EUR Notes at maturity 2025 have been reimbursed for a total amount of €709.3 million in the first quarter of 2025 (Refer to Note 24.2 – *Bonds* in the consolidated financial statements of the Group as of and for the year ended December 31, 2025).

(b) Notes and Loans from financial institutions were successfully restructured on October 1, 2025, reducing the Group's financial indebtedness. Current maturities arise partly from the commitments related with assets disposals proceeds in 2025 (Refer to Note 24.5 – *Senior secured debt liquidity risk* in the consolidated financial statements of the Group as of and for the year ended December 31, 2025). As of December 31, 2025, the amounts correspond to the fair value of the New Secured Debt and the New AFL 3 Debt as at October 1, 2025, and the amortised cost from that date (Refer to the "Significant Events – *Agreement with creditors*" section).

(c) Of which ACS put option: €133.1 million (€136.2 million as of December 31, 2024).

Total third-party debt on an amortised cost basis as of December 31, 2025, was €8,711 million relating to bonds and €6,595 million relating to loans from financial institutions.

The fair value of the warrants in the Group's consolidated financial statements as of December 31, 2025, amounts to €320 million and has been determined using a binomial valuation model prepared by an external valuer.

As of December 31, 2025, we recorded liabilities related to the capitalization of our operating leases, resulting from the application of IFRS 16. As of December 31, 2025, the total amount of lease liabilities amounted to €7,733 million.

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.

Sources of Liquidity

The Group's principal source of liquidity is expected to be the operating cash flows of its operating subsidiaries and, if required, borrowings under the existing revolving credit facility. As of December 31, 2025, the existing revolving credit facility, which provided for commitments in an aggregate amount of €1,201 million, was fully drawn. The Group can also generate additional liquidity through its securitisation 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 facility was 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 facility 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.

Any refinancing or additional capital raise may increase our borrowing costs and/or make it more difficult for us to obtain financing for our operations or for us to refinance existing indebtedness on favourable terms. This may further increase our cost of capital and may require us to devote a higher percentage of our cash flow to interest payments, which could have a material adverse effect on our financial results. Any such refinancing, restructuring or additional capital raise could have a material adverse effect on our business, results of operations and/or financial condition. In addition, our borrowing costs can be affected by short and long-term debt ratings assigned by independent rating agencies, which are based, in significant part, on, among other factors, our performance as measured by their credit metrics. The recent decrease in these ratings by both Moody's and S&P would likely increase our cost of borrowing and/or make it more difficult for us to obtain financing.

Issuance of debt by the Company and its subsidiaries is subject to incurrence based covenants, which do not require ongoing compliance with financial ratios (other than under the existing revolving credit facility), but place certain limitations on the relevant 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.

Subject to limited exceptions contained in the debt instruments governing the New Secured Debt and the New AFL 3 Debt, to be able to incur additional debt under an applicable debt instrument, the relevant restricted group must meet the ratio test described below (on a *pro forma* basis for any contemplated transaction giving rise to the debt incurrence):

- Incurrence of indebtedness by Altice France and its subsidiaries under the debt instruments governing the New Secured Debt is subject to a consolidated net leverage incurrence test of 2.0:1.0 (Adjusted EBITDA to net debt). Altice France and its subsidiaries are allowed to fully consolidate the Adjusted EBITDA from (i) any subsidiaries in which they have a controlling interest (up to the aggregate amount of cash or cash equivalents actually distributed or that could have been distributed by such entity) and (ii) the subsidiaries that are in the restricted group as defined in the relevant debt instruments;
- Incurrence of additional indebtedness under the debt instruments governing the New AFL 3 Debt is subject to a consolidated net leverage ratio incurrence test of 2.25:1.0., in the case of unsecured debt incurred by the Company or its subsidiaries and, with respect to senior secured debt incurred by Altice France or its subsidiaries that are in the restricted group under the debt instruments governing the New Secured Debt, subject to a consolidated net senior secured leverage ratio incurrence test of 2.0:1.0.

Working Capital

As of December 31, 2025, the Group had a negative working capital of €1,956 million (comprising inventories, trade and other receivables and contract assets, minus trade and other payables, contract liabilities and other current 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. The Group expects that operating cash flows and, if required, available borrowings under the existing revolving credit facility will be sufficient to meet its working capital requirements during the next twelve months.

Selected Cash Flow Data

| Consolidated statement of cash flows | December 31, | December 31, |
|--|---------------------|---------------------|
| (€m) | 2025 | 2024 |
| Net cash flow provided (used) by operating activities | 4,083.6 | 4,786.0 |
| Net cash flow provided (used) by investing activities | (629.6) | 39.4 |
| Net cash flow provided (used) by financing activities | (5,388.4) | (2,411.7) |
| Net increase (decrease) in cash and cash equivalents | (1,934.3) | 2,413.7 |
| Classification of cash as held for sale at end of period | (52.9) | - |
| Effects of exchange rate changes on the balance of cash held in foreign currencies | (1.1) | 2.3 |
| Cash and cash equivalents at beginning of period | 2,867.1 | 451.1 |
| Cash and cash equivalents at end of period | 878.7 | 2,867.1 |

Net cash provided by/(used in) operating activities

Net cash provided by operating activities amounted to €4,084 million for the year ended December 31, 2025 compared to €4,786 million for the year ended December 31, 2024. This trend was mainly the result of (i) less

favourable working capital variation in the year ended December 31, 2025 compared to the year ended December 31, 2024 (€42 million compared to €368 million) and (ii) lower Adjusted EBITDA for the year ended December 31, 2025 compared to the year ended December 31, 2024 (€3,071 million compared to €3,429 million).

Net cash provided by/ (used in) investing activities

For the year ended December 31, 2025, the Group recorded a net cash outflow for investing activities for an amount of €630 million, compared to a net cash inflow of €39 million for the year ended December 31, 2024. The difference was attributed to (i) proceeds from disposal of consolidated entities, net of cash disposed (€392 million for the year ended December 31, 2025 compared to €2,495 million the year ended December 31, 2024), (ii) shareholder loan repaid by XpFibre Holding (€530 million for the year ended December 31, 2024) partially offset by (iii) inflow and outflow related to Altice XPM cash and cash equivalents (€838 million for the year ended December 31, 2025 compared to €(828) million for the year ended December 31, 2024) and (iv) lower payments to acquire tangible and intangible assets (€1,825 million for the year ended December 31, 2025 compared to €2,086 million for the year ended December 31, 2024).

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

For the year ended December 31, 2025, the Group used more cash for financing activities (€5,388 million) compared to the year ended December 31, 2024 (€2,412 million). The difference was mainly due to (i) the variation of senior debt issuance net of repayment (€(1,823) million for the year ended December 31, 2025 compared to €160 million for the year ended December 31, 2024), (ii) lower dividends received (€92 million for the year ended December 31, 2025 compared to €549 million for the year ended December 31, 2024), (iii) an additional premium and fees related to the Transaction with creditors (Refer to the significant events - “*Agreement with creditors*” section) for an amount of €530 million for the year ended December 31, 2025.

Other disclosures

Unrecognised Contractual Commitments

The Group has 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. Refer to Note 33.1 – *Commitments to related to bonds and term loans* in the consolidated financial statements of the Group as of and for the year ended December 31, 2025.

Defined Benefit and Defined Contribution Pension Plans

In addition, the Group has obligations under defined benefit and defined contribution pension plans. Its cash outflow relating to these obligations will vary depending on many factors. In the case of defined benefit plans, the Group has recognised 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 recognised as an expense at the time of the deposit in the plan, in parallel to the receipt of the labour services from the employee and no additional provision is recognised in the consolidated financial statements. As of December 31, 2025, our total defined benefit plans liabilities were €118 million.

Related Party Transactions

For more information, refer to Note 32 – *Related parties’ transactions* in the consolidated financial statements of the Group as of and for the year ended December 31, 2025.

Off Balance Sheet Arrangements

The Group is not party to any off-balance sheet arrangements that have, or are reasonably likely to have, a current or future material effect on its financial condition, changes in financial condition, revenue or expenses, results of operations, liquidity, capital expenditure or capital resources, other than the handset receivables securitisation facility for a net amount of €41 million, the contractual commitments disclosed herein or as otherwise discussed in the consolidated financial statements (Refer to Note 33 – *Commitments and contractual obligations* in the consolidated financial statements of the Group as of and for the year ended December 31, 2025).

The commitments taken as part of the agreement with creditors in February 2025 are described in the “Significant Events – *Agreement with creditors*” section.

Subsequent Events

For more information, refer to Note 37 – *Subsequent events* in the consolidated financial statements of the Group as of and for the year ended December 31, 2025.

Quantitative and Qualitative Disclosures about Market Risk

The Group is exposed to market risks relating to fluctuations in interest rates and foreign exchange rates, primarily as between the US Dollar and Euro, and uses financial instruments to manage its 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 its B2C clients are on direct debit, thus reducing credit and recovery risk from its 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 Directors, 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.

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 December 31, 2025, on a consolidated basis, considering the Group’s swap portfolio, the Group’s primary fixed rate debt obligations were an amount equivalent to €9,069 million, while primary floating rate bank loans were equivalent to €6,550 million.

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 that cover against foreign currency, FX forwards that cover against foreign exchange risk only. For details regarding the Group’s outstanding derivative instruments to secure foreign currency liabilities and to reduce foreign currency exposure, refer to Note 27.3 – *Currency risk* in the consolidated financial statements of the Group as of and for the year ended December 31, 2025.

Critical Accounting Policies, Judgments and Estimates

For details regarding the Group’s critical accounting policies, judgments and estimates, refer to Note 3 – *Use of estimates and judgments* in the consolidated financial statements of the Group as of and for the year ended December 31, 2025.

Research and development activities

The Group has no research and development activities in France.

Acquisition by the Company of its own shares

In the year ended December 31, 2025, the Company has not acquired any of its own shares.

Branches

The Company has no branches at the end of the year ended December 31, 2025.

Allocation of the profit of the financial year

The Board of Directors proposes to carry forward the loss of the Company for the year ended December 31, 2025 amounting to €19,368,416.79.

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 recognised 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 recognised in revenue on a straight-line basis over the subscription period), (ii) variable usage fees from VoD and fixed-line telephone calls (which are recognised in revenue when the service is rendered), (iii) installation fees (which are recognised 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 recognised in revenue on a straight-line basis over the subscription period), (ii) revenue from purchases of our pre-paid mobile services (which are recognised in revenue when the service is rendered), (iii) variable usage fees for mobile telephony calls (which are recognised in revenue when the service is rendered), (iv) revenue from the sale of handsets (which are recognised 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, (v) FTTH network construction activity and (vi) other activities that are not related to our core fixed or mobile businesses.

Intersegment Eliminations: Intersegment revenue, 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. The Group presents 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.

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 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, amortisation and impairment

Depreciation and amortisation concern the tangible assets related to production, sales and administrative functions and the intangible assets. Impairment losses include the write-off of any goodwill or tangible and intangible assets that have been recognised 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 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 recognised 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 and joint ventures

Share in net income/(loss) of associates and joint ventures consists of the net result arising from activities that are accounted for using the equity method in the combination scope of the Group.

Income tax benefit/(expenses)

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

Adjusted EBITDA

Adjusted EBITDA is defined as operating income before depreciation, amortisation and impairment, other expenses and income (capital gains, non-recurring litigation, restructuring costs and management fees), 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 lease*). This may not be comparable to similarly titled measures used by other entities. Further, this measure should not be considered as an alternative for operating income as the effects of depreciation, amortisation, and impairment, excluded from Adjusted EBITDA, do ultimately affect the operating results. Operating results presented in the consolidated financial statements are in accordance with IAS 1.