



July 22, 2020

Dear Valued Partner:

I am pleased to report that we have agreed on the terms of a potential transaction in which Global Eagle will be acquired by a prestigious group of investors comprising approximately 90% of our first-lien lenders, led by Apollo, BlackRock, Sound Point and Eaton Vance, for total consideration of \$675 million. To implement the sale, we have initiated a court-supervised process under Chapter 11 in the U.S. Bankruptcy Court for the District of Delaware.

During and following this process, **Global Eagle will continue operating and serving our customers in the ordinary course, and the planned ownership transition is not expected to have any material impact on our operations.** This transaction will reduce our total debt by approximately \$475 million and significantly increase our liquidity, positioning Global Eagle to continue driving long-term innovation and growth and serving our customers around the world. **We are confident this is the best path forward for our company and our stakeholders, including you.**

Continuing to Partner With You

Our partnership with you is important to us, and we want to ensure you understand what this means for you. As we move forward, please keep in mind:

- **We are continuing to work with you** and our other vendors and suppliers so we can continue serving and supporting our customers with Global Eagle's best-in-class media, content and connectivity solutions for aviation, maritime, enterprise and government mobility end-markets. The steps we are taking are designed to strengthen our business – we expect to emerge from this process with a stronger balance sheet, significantly reduced debt and a substantial increase in liquidity, positioning us to be a better partner to you.
- **We intend to pay vendors and partners to our affected U.S. subsidiaries in full under normal terms for goods and services provided on or after the filing date.** We will be obtaining \$80 million in debtor-in-possession financing from our investor group. We expect this new financing, together with cash generated from ongoing operations, to provide ample liquidity to support the business during the sale process. The investor group has also agreed to provide additional investment in the business in the form of a \$125 million exit facility, subject to certain conditions. Any claims for goods or services provided to our affected entities prior to July 22, 2020 will be addressed as part of the Chapter 11 process (contact information for our claims agent is provided at the end of this letter). Vendors to Global Eagle's non-U.S. subsidiaries will continue to be paid in the ordinary course, regardless of when goods or services were delivered.
- **We are continuing to rely on your cooperation** – and the cooperation of all of our partners – as we move forward.
- **The proposed transaction is being undertaken through a court-supervised sale process designed to achieve the most favorable terms for the business.** We will have more information to share about this as we move forward.

Keeping You Informed

Our intention is to move through this process as efficiently as possible, and we expect that the strong support we have from the investor group will help us do so. We will continue to keep you informed as we have updates to share, and a set of FAQs is attached to help address questions in the meantime. Additional information is available at www.ConnectWithGlobalEagle.com. Court filings and other information related to the proceedings, including instructions for how to file a claim, are available on a



separate website administrated by our claims agent, Prime Clerk, at <https://cases.primeclerk.com/GEE>, by calling Prime Clerk toll-free at 877-930-4318 (or 347-897-4054 for calls originating outside of the U.S.) or by sending an email to GEEinfo@primeclerk.com.

Thank you for your continued partnership and support.

Sincerely,

Joshua Marks
Chief Executive Officer