



Global Eagle Entertainment Vendor / Partner FAQ

1. What did Global Eagle announce?

- Global Eagle has agreed on a definitive asset purchase agreement under which substantially all of the Company's assets will be acquired for total consideration of \$675 million by a group comprising approximately 90% of our first-lien term loan lenders. The investor group is led by lenders managed by Apollo Global Management, Inc., Eaton Vance Management, Arbour Lane Capital Management, L.P., Sound Point Capital Management, Mudrick Capital Management, or one or more of their respective affiliates, and certain funds and accounts under management by BlackRock Financial Management, Inc.
- This transaction will reduce the Company's 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.
- To implement the sale, Global Eagle and certain of our U.S. subsidiaries have filed voluntary petitions under Chapter 11 of the U.S. Bankruptcy Code 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. We remain focused on supporting our customers with best-in-class media, content and connectivity solutions for aviation, maritime, enterprise and government mobility end-markets.
- We have received interim court approval to access \$30 million of the \$80 million in debtor-in-possession (DIP) financing we obtained from the investor group. We expect this new financing, together with cash on hand and cash generated from ongoing operations, to provide ample liquidity to support our continued operations 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.
- The proposed transaction will be implemented pursuant to Section 363 of the U.S. Bankruptcy Code, with the investor group serving as the "stalking-horse" bidder, and subject to higher or better offers and other customary conditions.

2. Why did Global Eagle file for Chapter 11? Why now?

- Our industry has been particularly impacted by the ongoing COVID-19 pandemic and significant declines in global travel. While we are continuing to execute on our business transformation, and have made progress in certain areas, we are facing financial challenges.
- The important actions we are taking are designed to strengthen our financial position and position Global Eagle for the long term. We expect to emerge from this process with a stronger balance sheet, significantly reduced debt and substantial liquidity, well-positioned to continue supporting customers with best-in-class solutions and service.
- We are confident this is the best path forward for our company and our customers, partners and employees, and are excited about the opportunities ahead for our company to continue driving growth and innovation and serving our customers around the world.



3. Will Global Eagle continue operating during this process?

- Yes. 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. We remain focused on supporting our customers with best-in-class media, content and connectivity solutions for aviation, maritime, enterprise and government mobility end-markets.
- The important actions we are taking are designed to strengthen our financial position and position Global Eagle for the long-term as we continue driving growth and innovation and serving our customers around the world.
- We expect to emerge from this process with a stronger balance sheet, significantly reduced debt and substantial liquidity, well-positioned to continue supporting customers with outstanding solutions and service into the future.

4. Does Global Eagle have sufficient liquidity to continue meeting its obligations?

- Yes – we have access to sufficient liquidity to continue operating our business during and following the court-supervised process.
- We have received interim court approval to access \$30 million of the \$80 million in debtor-in-possession financing we obtained from the investor group.
- We expect this new financing, together with cash on hand and cash generated from ongoing operations, to provide ample liquidity to support our continued operations during the sale process.
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5. Do you expect any changes to your need for the solutions / services we provide you?

- We are working closely with our customers to serve them through this challenging period, and look forward to helping them ramp back up as the impact of COVID-19 subsides.
- The Company will continue to order goods and services based on customer demand and market conditions.
- We are relying on you to continue providing the products and services we need.
- We appreciate your continued support.



6. When does Global Eagle expect to complete this process?

- We intend to move through this process as quickly and efficiently as possible.
- While a definitive timeline has not been set, we expect to be finished by the end of 2020.

7. Will I be paid for goods and services provided to Global Eagle on or after the Chapter 11 filing date?

- We intend to pay vendors to our affected U.S. subsidiaries in full under normal terms for goods and services provided on or after the filing date. 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 have received interim court approval to access \$30 million of the \$80 million in debtor-in-possession financing we obtained from the investor group.
- We expect this new financing, together with cash on hand and cash generated from ongoing operations, to provide ample liquidity to support our continued operations 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.

8. Will I be paid for goods and services provided to Global Eagle prior to the Chapter 11 filing date?

- Under U.S. bankruptcy law, unpaid debts for goods and services provided to the Company's affected U.S. subsidiaries prior to the filing date, also known as "prepetition claims," generally cannot be paid without specific court approval.
- Any prepetition claims for such goods and services will be addressed as part of the Chapter 11 process.
- We sincerely regret any inconvenience this may cause.
- 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.
- You can file a proof of claim with the Bankruptcy Court. To do that, you can contact our claims agent, Prime Clerk, at 877-930-4318 (or 347-897-4054 for calls originating outside of the U.S.
- Prime Clerk has also set up a website at <https://cases.primeclerk.com/GEE>, which includes court documents and other information.



9. How will I be paid for services where a portion of the service was provided prior to the Chapter 11 filing date and the remaining portion of the service was provided after the filing?

- We intend to pay vendors to our affected U.S. subsidiaries in full under normal terms for goods and services provided on or after the filing date of July 22, 2020. 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.
- If the filing date falls in the middle of an invoiced service period, we will issue payment per terms for the pro-rated portion of the goods provided or services rendered on or after July 22, 2020.
- We may require you to split an invoice on a pro-rata basis for the pre-petition service period and the post-petition service period separately.

10. Can I change the terms of my contract / go COD / get pre-paid?

- Under U.S. bankruptcy law, you are required to continue performing under the terms of our contract, and we expect that you will continue to do so. Unless notified otherwise, all contractual suppliers should continue operating according to the terms of existing contracts.
- We intend to pay vendors to our affected U.S. subsidiaries in full under normal terms for goods and services provided on or after the filing date of July 22, 2020. 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.
- It is very important and in everyone's best interests that we continue operating as normal and working with you under normal terms.
- We are relying on your cooperation – and the cooperation of all of our vendors.
- We appreciate your continued support.

11. I have an uncashed check. Will it be honored?

- You should not attempt to cash or deposit a check issued prior to the filing for a few days, as there may be a temporary freeze on certain of our bank accounts. If you attempt to cash or deposit the check and it is not honored, your bank might charge you a returned check fee.
- As a part of the Chapter 11 process, the court must provide us with authority for our banks to honor checks issued prior to the filing. We are seeking this authority at a hearing that will occur in the coming days.
- If you wait to cash or deposit the check until we receive that authority, the check will likely be processed by your bank.
- We sincerely regret any inconvenience this temporary delay may cause.
- Checks issued after the filing date should be honored in the ordinary course.



12. Are there any changes to my contacts?

- No. Your contacts remain the same.

13. How do I file a proof of claim?

- Global Eagle's claims agent, Prime Clerk, will be providing the appropriate forms once a deadline for filing claims has been set.
- You can file a proof of claim with the Bankruptcy Court by contacting our claims agent, Prime Clerk, at 877-930-4318 (or 347-897-4054 for calls originating outside of the U.S.).
- Prime Clerk has also set up a website at <https://cases.primeclerk.com/GEE>, which includes court documents and other information.

14. Where can I obtain additional information?

- If you have additional questions, please reach out to your usual Global Eagle contact.
- Additional information regarding Global Eagle's restructuring process is available at www.ConnectWithGlobalEagle.com.
- Court filings and other information related to the proceedings are available on a separate website administrated by the Company's 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.