

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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 In re: : Chapter 11
 :
 GLOBAL EAGLE ENTERTAINMENT : Case No. 20-11835 (JTD)
 INC., et al.,¹ :
 : (Jointly Administered)
 Debtors. :
 : **Re: Docket Nos. 391 & 449**
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YOU ARE RECEIVING THIS NOTICE (“NOTICE”) BECAUSE YOU MAY HAVE A CLAIM AGAINST THE DEBTORS IN THE ABOVE-CAPTIONED CHAPTER 11 CASES. THEREFORE, YOU SHOULD READ THIS NOTICE CAREFULLY AND CONSULT AN ATTORNEY IF YOU HAVE ANY QUESTIONS, INCLUDING WHETHER YOU SHOULD FILE A PROOF OF CLAIM.

PLEASE TAKE NOTICE THAT:

On July 22, 2020 (the “**Petition Date**”), Global Eagle Entertainment Inc. and certain of its debtor affiliates, as debtors and debtors in possession (collectively, the “**Debtors**”), filed voluntary cases under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”).

On October 5, 2020, the Bankruptcy Court, having jurisdiction over the chapter 11 cases of the Debtors, entered an order [Docket No. 449] (the “**Bar Date Order**”) establishing the following Bar Dates:

- a. **November 9, 2020 at 4:00 p.m. (Eastern Time)**, as the deadline for each person or entity (including individuals, partnerships, corporations, joint ventures, trusts, but not including governmental units (as defined in section 101(27) of the Bankruptcy Code) (“**Governmental Units**”)), to file a proof of claim (each, a “**Proof of Claim**”) in respect of a prepetition claim (as defined in section 101(5) of the Bankruptcy Code), including, for the avoidance of doubt, secured claims, unsecured priority claims, unsecured non-priority claims, and claims arising under section 503(b)(9) of the Bankruptcy Code against any of the Debtors (the “**General Bar Date**”);
- b. **January 19, 2021 at 4:00 p.m. (Eastern Time)** as the deadline for Governmental Units to file a Proof of Claim in respect of a prepetition claim against any of the Debtors (the “**Governmental Bar Date**”);
- c. the later of (i) **the General Bar Date or the Governmental Bar Date, as applicable, and (ii) 4:00 p.m. (Eastern Time) on the date that is 30 days from the date on which the Debtors provide notice of an amendment or supplement to the Schedules (as defined below) (which notice will include a reference to the Amended Schedules Bar Date)** as the deadline by which claimants holding claims affected by such filing, amendment, or supplement must file Proofs of Claim with respect to such claim (the “**Amended Schedules Bar Date**”); and

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number are: Global Eagle Entertainment Inc. (7800), Airline Media Productions, Inc. (2314), Emerging Markets Communications, LLC (0735), Entertainment in Motion, Inc. (3908), Global Eagle Entertainment Operations Solutions, Inc. (3375), Global Eagle Services, LLC (7899), Global Eagle Telecom Licensing Subsidiary LLC (2547), IFE Services (USA), Inc. (2120), Inflight Productions USA Inc. (8493), Maritime Telecommunications Network, Inc. (9974), MTN Government Services, Inc. (6069), MTN International, Inc. (8559), MTN License Corp. (0314), N44HQ, LLC (0570), Post Modern Edit, Inc. (6256), Row 44, Inc. (2959), and The Lab Aero, Inc. (9831). The Debtors’ address is 6080 Center Drive, Suite 1200, Los Angeles, California 90045.

- d. the later of (i) **the General Bar Date or the Governmental Bar Date, as applicable, and (ii) 4:00 p.m. (Eastern Time) on the date that is 30 days after service of an order authorizing rejection of an executory contract or unexpired lease** as the deadline by which claimants asserting claims resulting from the Debtors' rejection of an executory contract or unexpired lease must file Proofs of Claim for damages arising from such rejection² (the "**Rejection Damages Bar Date**" and, together with the General Bar Date, Governmental Bar Date, and Amended Schedules Bar Date, the "**Bar Dates**").

You may be a creditor of one or more of the Debtors.

If you have any questions relating to this Notice, please feel free to contact Prime Clerk LLC ("Prime Clerk") at (877) 930-4318 (U.S./Canada Toll Free) or (347) 897-4054 (International) or by e-mail at GEEinfo@primeclerk.com.

NOTE: The staff of the Bankruptcy Clerk's Office, the Office of the United States Trustee for the District of Delaware, and Prime Clerk cannot give legal advice.

INSTRUCTIONS:

1. WHO MUST FILE A PROOF OF CLAIM

Except as otherwise set forth herein, the following entities holding claims against the Debtors arising before the Petition Date MUST file Proofs of Claim on or before the applicable Bar Date:

- a. any entity whose claim against a Debtor is not listed in the applicable Debtor's Schedules, or is listed as "contingent," "unliquidated," or "disputed," if such entity desires to participate in any of the Debtors' chapter 11 cases or share in any distribution in any of the Debtors' chapter 11 cases;
- b. any entity that believes that its claim is improperly classified in the Schedules or is listed in an incorrect amount and that desires to have its claim allowed in a different classification or amount other than that identified in the Schedules;
- c. any entity that believes that any prepetition claim as listed in the Schedules is not an obligation of the specific Debtor against which the claim is listed and that desires to have its claim allowed against a Debtor other than the Debtor identified in the Schedules; and
- d. any entity that believes that its claim against a Debtor is or may be entitled to priority under section 503(b)(9) of the Bankruptcy Code.

Pursuant to section 101(5) of the Bankruptcy Code and as used in this Notice, the word "**claim**" means (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured. Further, claims include unsecured claims, secured claims, and priority claims.

Pursuant to section 101(15) of the Bankruptcy Code and as used in this Notice, the term "**entity**" has the meaning given to it in section 101(15) of the Bankruptcy Code, and includes all persons, estates, trusts, and governmental units. In addition, the terms "**persons**" and "**governmental units**" are defined in sections 101(41) and 101(27) of the Bankruptcy Code, respectively.

² For the avoidance of doubt, a party to an executory contract or unexpired lease who asserts a claim on account of unpaid amounts accrued and outstanding of the Petition Date pursuant to such executory contract or unexpired lease (other than a rejection damages claim) must file a Proof of Claim for such amounts on or before the General Bar Date, the Governmental Bar Date, or the Amended Schedules Bar Date, as applicable, unless an exception identified in this Motion applies.

2. WHO NEED NOT FILE A PROOF OF CLAIM

Proofs of claim need not be filed on or prior to the Bar Dates as to the following types of claims:

- a. any claim that is listed on the Schedules filed by the Debtors; *provided*, that: (i) the claim is not scheduled as “disputed,” “contingent,” or “unliquidated,” (ii) the claimant does not disagree with the amount, nature and priority of the claim as set forth in the Schedules, (iii) the claimant does not dispute that the claim is an obligation of the specific Debtor against which the claim is listed in the Schedules, and (iv) the claimant does not seek priority for the claim under section 503(b)(9) of the Bankruptcy Code; *provided further*, that: notwithstanding the forgoing, no entity shall be required to file a Proof of Claim with respect to any Second Lien Secured Notes due 2023 listed on the Schedules solely as a result of such claims being listed as “contingent” or “unliquidated,” so long as the claimant does not disagree with the amount, nature, or priority of the claim as set forth in the Schedules;
- b. any claim as to which the holder has already filed a Proof of Claim against the Debtors in the above-captioned cases in a form substantially similar to the Proof of Claim form attached to the Bar Date Order as Exhibit 2 (the “**Proof of Claim Form**”) or the Official Bankruptcy Form No. 410 (the “**Official Form**”);³
- c. any claim that heretofore has been allowed by order of this Court;
- d. any claim that has been paid in full by any of the Debtors;
- e. any claim for which different specific deadlines have previously been fixed by this Court;
- f. any claim that asserts an equity security interest in the Debtors, which interest is based exclusively upon the ownership of common or preferred units, membership interests, partnership interests, or warrants, options, or rights to purchase, sell, or subscribe to such a security or interest; *provided* that if any holder asserts such a claim (as opposed to an ownership interest) against the Debtors (including a claim relating to an equity interest or the purchase or sale of such equity interest), a Proof of Claim must be filed on or before the applicable Bar Date pursuant to the Procedures;
- g. any claim based on indemnification, contribution, or reimbursement of a current officer or director of any of the Debtors;
- h. any claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration (other than a claim arising under section 503(b)(9) of the Bankruptcy Code); and
- i. any claim held by a person or entity that is not required to file a Proof of Claim pursuant to the *Final Order (I) Authorizing the Debtors to Obtain Postpetition Financing, (II) Authorizing the Debtors to Use Cash Collateral, (III) Granting Liens and Providing Superpriority Administrative Expense Claims, (IV) Granting Adequate Protection, (V) Modifying Automatic Stay, and (VI) Granting Related Relief* [Docket No. 233] (the “**Final DIP Order**”), solely with respect to the claims set forth in the Final DIP Order.

The fact that you have received this Notice does not mean that you have claim or that the Debtors or the Bankruptcy Court believe that you have a claim against the Debtors. You should not file a Proof of Claim if you do not have a claim against any of the Debtors.

³ The Official Form can be found at www.uscourts.gov/forms/bankruptcy-forms, the official website for the United States Bankruptcy Courts. The Proof of Claim Form can be found at <http://cases.primeclerk.com/GEE>, the website established by Prime Clerk for the Debtors’ chapter 11 cases.

3. INSTRUCTIONS FOR FILING PROOFS OF CLAIM

Except as otherwise set forth herein, each entity that asserts a claim against the Debtors that arose before the Petition Date **MUST** file a Proof of Claim.

The following procedures with respect to preparing and filing of Proofs of Claim will apply:

- a. Proofs of Claim must substantially conform to the Proof of Claim Form or the Official Form;
- b. Proofs of Claim must (i) be written in the English language; (ii) be denominated in lawful currency of the United States as of the Petition Date (using the exchange rate, if applicable, as of the Petition Date); (iii) specify by name and case number the Debtor against which the claim is filed; (iv) set forth with specificity the legal and factual basis for the alleged claim; (v) include supporting documentation for the claim or an explanation as to why such documentation is not available; and (vi) be signed (electronic signature being acceptable) by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant under penalty of perjury;
- c. if a claimant asserts a claim against more than one Debtor or has claims against different Debtors, the claimant must file a separate Proof of Claim, as applicable, against each Debtor;
- d. Proofs of Claim must be filed either (i) electronically through the website of the Debtors' claims and noticing agent, Prime Clerk using the interface available on such website located at <http://cases.primeclerk.com/GEE> under the link entitled "Submit a Claim" (the "**Electronic Filing System**") or (ii) by delivering the original Proof of Claim form by hand, or mailing the original Proof of Claim form so as to be received on or before the applicable Bar Date as follows:

If by First Class Mail:

Global Eagle Entertainment Inc. Claims Processing Center
c/o Prime Clerk LLC
850 3rd Avenue, Suite 412, Brooklyn, NY 11232

If by Hand Delivery or Overnight Mail:

Global Eagle Entertainment Inc. Claims Processing Center
c/o Prime Clerk LLC
850 3rd Avenue, Suite 412, Brooklyn, NY 11232

- e. Proofs of Claim will be deemed timely filed only if they are actually received by Prime Clerk as set forth in subparagraph (d) above, in each case, on or before the applicable Bar Date;
- f. Proofs of Claim sent by facsimile, telecopy, or electronic mail transmission (other than Proofs of Claim filed electronically through the Electronic Filing System) will not be accepted; and
- g. for the avoidance of doubt, a party to an executory contract or unexpired lease who asserts a claim on account of unpaid amounts accrued and outstanding of the Petition Date pursuant to such executory contract or unexpired lease (other than a rejection damages claim) must file a Proof of Claim for such amounts on or before the General Bar Date, the Governmental Bar Date, or the Amended Schedules Bar Date, as applicable, unless an exception identified in this Notice applies.

4. CONSEQUENCES OF FAILURE TO TIMELY FILE A PROOF OF CLAIM BY THE APPLICABLE BAR DATE

Pursuant to the Bar Date Order and Bankruptcy Rule 3003(c)(2), any holder of a claim who is required to timely file a Proof of Claim on or before the applicable Bar Date as provided herein, but fails to do so will not be treated as a creditor with respect to such claim for the purposes of voting and distribution in the Debtors' chapter 11 cases on account of such claim.

5. THE DEBTORS' SCHEDULES, ACCESS THERETO, AND CONSEQUENCES OF AMENDMENT THEREOF

You may be listed as the holder of a claim against the Debtors in the Debtors' Schedules of Assets and Liabilities and/or Schedules of Executory Contracts and Unexpired Leases (collectively, the "Schedules").

If you agree with the nature, amount, and status of your claim as listed in the Schedules and if your claim is not listed in the Schedules as "disputed," "contingent," or "unliquidated," you need not file a Proof of Claim. Otherwise, or if you decide to file a Proof of Claim, you must do so before the Bar Date in accordance with the procedures set forth in this Notice.

Copies of the Schedules may be examined by interested parties on the Court's electronic docket for the Debtors' chapter 11 cases, which is posted (i) on the website established by Prime Clerk for the Debtors' chapter 11 cases at <http://cases.primeclerk.com/GEE> and (ii) on the Bankruptcy Court's website at <https://www.deb.uscourts.gov/> (a login and password to the Court's Public Access to Electronic Court Records ("PACER") are required to access the information on the Bankruptcy Court's website and can be obtained through the PACER Service Center at www.pacer.psc.uscourts.gov). Copies of the Schedules also may be examined between the hours of 8:00 a.m. and 5:00 p.m. (Eastern Time) Monday through Friday at the Office of the Clerk of the Bankruptcy Court, 824 Market Street North, 3rd Floor, Wilmington, DE 19801. Copies of the Schedules also may be obtained by written request to the Prime Clerk LLC at the address and telephone number set forth below:

Global Eagle Entertainment Inc. Claims Processing Center
c/o Prime Clerk LLC
850 3rd Avenue, Suite 412, Brooklyn, NY 11232
Telephone: (877) 930-4318 (U.S./Canada Toll Free) or (347) 897-4054 (International)

In the event that the Debtors amend or supplement the Schedules after the entry of the Bar Date Order, the Debtors will give notice of any amendment or supplement to the holders of claims affected by such amendment or supplement, and such holders must file a Proof of Claim **by the later of (a) the General Bar Date or the Governmental Bar Date, as applicable, and (b) 4:00 p.m. (Eastern Time) on the date that is 30 days from the date on which the Debtors provide notice of a previously unfiled Schedule or an amendment or supplement to the Schedules (which notice will include a reference to the Amended Schedules Bar Date)**, or be forever barred from so doing, and such deadline will be contained in any notice of such amendment or supplement of the Schedules provided to the holders of claims affected thereby.

6. RESERVATION OF RIGHTS

Nothing contained in this Notice is intended to or should be construed as a waiver of the Debtors' right to: (a) dispute, or assert offsets or defenses against, any filed claim or any claim listed or reflected in the Schedules as to the nature, amount, liability, or classification thereof; (b) subsequently designate any scheduled claim as disputed, contingent, or unliquidated; and (c) otherwise amend or supplement the Schedules.

If you require additional information regarding the filing of a Proof of Claim, you may contact Prime Clerk by telephone at (877) 930-4318 (U.S./Canada Toll Free) or (347) 897-4054 (International) or by e-mail at GEEinfo@primeclerk.com.

A holder of a possible claim against the Debtors should consult an attorney if such holder has any questions regarding this Notice, including whether the holder should file a Proof of Claim

Dated: October 6, 2020
Wilmington, Delaware

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