

## NARRATIVE STATEMENT

This submission provides notice to the Federal Communications Commission (“FCC”) of the assignment of several non-common carrier C-band receive-only earth station registrations (“Registrations”) previously held by Global Eagle Telecom Licensing Subsidiary LLC, Debtor-in-Possession (“Assignor”), a wholly owned, direct subsidiary of parent company Global Eagle Entertainment Inc., Debtor-in-Possession (“Global Eagle”). The Registrations have been assigned to GEE Licensing Holdings LLC (FRN: 0030106082) (“Assignee”), a wholly owned, direct subsidiary of GEE Acquisition Holdings Corp. (“GEE”). The consummation of this transaction was subject to FCC approval granted with respect to several other assignment applications, including the applications for assignment of non-common carrier transmit/receive earth station licenses filed under IBFS File Nos. SES-ASG-20201022-01156 and SES-ASG-20201022-01157, which were granted by the International Bureau on January 19, 2021.<sup>1</sup>

### **Brief Description of Consummated Transaction**

Global Eagle was a publicly traded Delaware corporation, headquartered in Los Angeles, California, and a leading provider of media and satellite-based connectivity to the global communications markets, including aircraft- and ship-based mobility services. Global Eagle developed a significant business providing high quality media content, technology, and connectivity solutions to major domestic and international air carriers, cruise lines, government agencies, offshore platforms, and other remote commercial facilities.

On July 22, 2020, Global Eagle and certain of its subsidiaries, including Assignor, filed voluntary petitions under Chapter 11 of the U.S. Bankruptcy Code in the U.S. Bankruptcy Court for the District of Delaware. On September 2 and September 9, 2020, the International Bureau released public notices announcing the grant of several related Global Eagle applications for the pro forma assignment of various earth station licenses held by Global Eagle Telecom Licensing Subsidiary LLC to Assignor pursuant to Section 25.119 of the FCC’s rules.<sup>2</sup>

---

<sup>1</sup> See FCC Public Notice, “Satellite Communications Services Information; Actions Taken,” Report No. SES-02336 (IB rel. Jan. 21, 2021), at 2. Additional information regarding the transaction and Assignee can be found in the materials submitted with IBFS File Nos. SES-ASG-20201022-01156 and SES-ASG-20201022-01157.

<sup>2</sup> See FCC Public Notice, “Satellite Communications Services Information; Actions Taken,” Report No. SES-02300 (IB rel. Sept. 9, 2020), at 2 (granting the assignment application with IBFS File No. SES-ASG-20200817-00934); FCC Public Notice, “Satellite Communications Services Information; Actions Taken,” Report No. SES-02298 (IB rel. Sept. 2, 2020), at 2-3 (granting the assignment applications with IBFS File Nos. SES-ASG-20200817-00932 and SES-ASG-20200817-00933).

On July 22, 2020, Global Eagle and certain of its first lien lenders (“Lenders”) entered into a Restructuring Support Agreement (“RSA”) that, among other things, provided for Global Eagle and its subsidiaries to sell all or substantially all their assets, including the Registrations, pursuant to section 363 of the Bankruptcy Code via an asset purchase agreement mutually agreed to by Global Eagle and the Lenders (“APA”). The sale procedures set forth in the RSA required any other prospective purchasers proffering a higher sales price to submit a bid for the purchase of Global Eagle’s assets by October 5, 2020. No other qualified bids were received as of this deadline. Consequently, the Bankruptcy Court issued a sales order at a sale hearing held on October 15, 2020 approving the sale of Global Eagle’s assets to Lenders via the APA.

The approved transaction was consummated on March 23, 2021 and the Registrations are now under the control of GEE Licensing Holdings LLC. Accordingly, the parties are submitting this notice of consummation pursuant to Section 25.119(j) of the FCC’s Rules.