

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): January 31, 2013**

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**GLOBAL EAGLE ENTERTAINMENT INC.**  
(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-35176**  
(Commission  
File Number)

**27-4757800**  
(IRS Employer  
Identification No.)

**10900 Wilshire Blvd. Suite 1500, Los Angeles, California 90024**  
(Address of principal executive offices, including zip code)

**Registrant's telephone number, including area code: (310) 209-7280**

**Global Eagle Acquisition Corp.**  
(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01 Regulation FD.**

On January 31, 2013, Global Eagle Entertainment Inc. (f/k/a Global Eagle Acquisition Corp.) (the “Company”) issued a press release announcing the closing of the business combination among the Company, Row 44, Inc., and Advanced Inflight Alliance AG (“AIA”). A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference.

On January 31, 2013, IFP, a subsidiary of AIA, issued a press releases that is furnished as Exhibit 99.2 to this Current Report on Form 8-K and incorporated herein by reference

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1\* Press Release issued by Global Eagle Entertainment Inc. dated January 31, 2013.

99.2\* Press Release issued by IFP dated January 31, 2013.

\* Filed herewith

## **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

GLOBAL EAGLE ENTERTAINMENT INC.

Dated: January 31, 2013

By: /s/ Michael Pigott

Name: Michael Pigott

Title: General Counsel, Vice President and Secretary

## EXHIBIT INDEX

**Exhibit  
Number**

**Exhibit**

99.1\* Press Release issued by Global Eagle Entertainment Inc. dated January 31, 2013.

99.2\* Press Release issued by IFP dated January 31, 2013.

\* Filed herewith

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**GLOBAL EAGLE ACQUISITION CORP.  
COMPLETES BUSINESS COMBINATION TRANSACTION,  
ACQUIRING ROW 44 AND 86% OF ADVANCED INFLIGHT ALLIANCE AG**

**Company Changes Name to Global Eagle Entertainment Inc.**

**Los Angeles, CA — January 31, 2013** — Global Eagle Acquisition Corp. (NASDAQ: EAGL; EAGLW; EAGLU) (“Global Eagle” or the “Company”) today announced the completion of its previously announced business combination transaction in which it acquired Row 44, Inc. (“Row 44”) and 86% of the shares of Advanced Inflight Alliance AG (“AIA”) following the receipt of stockholder approval at the Company’s Special Meeting in Lieu of 2012 and 2013 Annual Meetings of Stockholders held today.

In connection with the closing, the Company was renamed Global Eagle Entertainment Inc., and its new website URL is [www.globaleagleent.com](http://www.globaleagleent.com). Global Eagle will serve as the public holding company for both Row 44 and AIA.

Effective Friday, February 1, 2013, the ticker symbol for Global Eagle’s common stock on NASDAQ will be changed from “EAGL” to “ENT.” Global Eagle has notified NASDAQ that it intends to voluntarily delist its outstanding warrants, which currently trade on NASDAQ under the symbol “EAGLW,” because it intends to have the warrants quoted on the OTC market. Global Eagle expects that quotation of the warrants on the OTC market will commence on or about February 11, 2013 under the symbol “ENTWW”.

“This unique business combination puts Global Eagle Entertainment at the forefront of a rapidly expanding industry sector, providing both connectivity and diverse content for airline passengers worldwide,” said Ed Shapiro, Chairman of the Boards of Row 44 and AIA and Chairman-designate of Global Eagle Entertainment. “Leveraging our resources, industry-leading positions and strong balance sheet, Global Eagle is uniquely positioned to serve the global commercial airline industry, while creating new sources of ancillary revenue. We will provide passengers with far better access to communication, information and numerous entertainment options.”

Harry Sloan and Jeff Sagansky, founders of Global Eagle Acquisition Corp., stated: “It’s gratifying to see the realization of a vision we have worked hard to bring to fruition. We have assembled a great leadership team with John LaValle, the CEO of Row 44, who has now become Chief Executive Officer of Global Eagle, Louis Belanger-Martin, the Chief Executive Officer of AIA, who has now become Vice Chairman of the Board of Global Eagle, Ed Shapiro, a partner at PAR Capital Management, our majority shareholder, who has now become Chairman of the Board of Global Eagle, and Dave Davis, who has now become Chief Financial Officer of Global Eagle. The company is poised for tremendous growth and continued success.”

John LaValle, CEO of Global Eagle: “I’m excited to lead the new company in the next phase of its growth. With nearly 500 planes globally equipped with the Row 44 connectivity system and AIA’s roster of 130+ airline customers receiving content, Global Eagle is poised to redefine the in-flight entertainment and connectivity experience. I appreciate the confidence Ed, Harry and Jeff have placed in me, and I look forward to working with them and the nearly 500 combined Row 44/AIA employees to make Global Eagle a world-class service provider.”

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Louis Belanger-Martin, Vice Chairman of the Board of Global Eagle, added: "Today's news fulfills a nearly 20-year vision I've held for the in-flight entertainment business. We've created a platform that—through wireless connectivity—dramatically increases the number of global airline passengers with access to AIA's content and Row 44's state-of-the-art satellite services. I look forward to working with John, Ed, Harry and Jeff to see Global Eagle achieve its full potential."

Citigroup acted as lead capital markets advisor to Global Eagle and provided financial advisory services to Global Eagle, and BofA Merrill Lynch assisted Global Eagle in identifying acquisition targets. U.S. legal counsel to Global Eagle was McDermott Will & Emery LLP and German legal counsel to Global Eagle was McDermott Will & Emery Rechtsanwälte Steuerberater LLP. RBC Capital Markets provided advisory services to AIA. Seabury Group, LLC provided advisory services to Row 44. U.S. legal counsel to PAR was Goodwin Procter LLP, and German legal counsel to PAR was SJ Berwin. Legal counsel to Row 44 was Strategic Law Partners, LLP.

#### **About Global Eagle Entertainment**

Global Eagle Entertainment Inc. is the only full service platform offering both content and connectivity for the worldwide airline industry. Through its combined content, distribution and technology platforms, Global Eagle provides airlines and the millions of travelers they serve with the industry's most complete offering of in-flight video content, e-commerce and information services. Through its Row 44 subsidiary, Global Eagle utilizes Ku-band satellite technology to provide airline passengers with Internet access, live television, shopping and travel-related information. Currently installed on more than 450 aircraft, Row 44 has the largest fleet of connected entertainment platforms operating over land and sea globally. In addition, through its AIA division, Global Eagle provides film and television content, games and applications to more than 130 airlines worldwide. Global Eagle Entertainment is headquartered in Los Angeles, California and maintains offices and support personnel around the world. Find out more at [www.globaleagleent.com](http://www.globaleagleent.com).

#### **FORWARD LOOKING STATEMENTS**

This press release may include "forward looking statements" within the meaning of the "safe harbor" provisions of the United States Private Securities Litigation Reform Act of 1995. Forward-looking statements may be identified by the use of words such as "anticipate", "believe", "expect", "estimate", "plan", "outlook", and "project" and other similar expressions that predict or indicate future events or trends or that are not statements of historical matters. Such forward looking statements with respect to the expected performance, strategies, prospects and other aspects of the businesses of Global Eagle, AIA, Row 44 and the combined company after completion of the business combination are based on current expectations that are subject to risks and uncertainties. A number of factors could cause actual results or outcomes to differ materially from those indicated by such forward looking statements. These factors include, but are not limited to: (1) the inability of Global Eagle to continue to meet NASDAQ's listing requirements, including the minimum 300 public holders requirement; (2) the ability to recognize the anticipated benefits of the business combination, which may be affected by, among other things, competition, the ability of the combined company to grow and manage growth profitably, maintain relationships with suppliers and obtain adequate supply of products and retain its key employees; (3) changes in applicable laws or regulations; (4) the possibility that Global Eagle, AIA and Row 44 may be adversely affected by other economic, business, and/or competitive factors; and (5) other risks and uncertainties indicated in the definitive proxy statement filed by Global Eagle with the SEC in connection with the business combination, including those under "Risk Factors" therein, and other filings with the SEC by Global Eagle.

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Readers are cautioned not to place undue reliance upon any forward-looking statements, which speak only as of the date made, and Global Eagle, AIA and Row 44 undertake no obligation to update or revise the forward-looking statements, whether as a result of new information, future events or otherwise.

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## IFP and Japan Airlines Extend Partnership

**London, 31<sup>st</sup> January, 2013** – IFP, the Passenger Experience Provider™, today announced that it has extended its multi-year agreement with Japan Airlines (JAL) to provide a full suite of engaging inflight entertainment (IFE) content services.

Expanding on its long-established relationship with the airline, IFP will continue to provide a wide range of services to JAL such as local and international movies, TV programming, AVOD and additional emerging services, on the airline's entire fleet, including its newly-launched JAL SKY SUITE 777.

Wale Adepoju, Executive Director of IFP, commented: "JAL is an important long-established airline client of ours and we're delighted that they have renewed their trust in IFP's commitment to delivering exceptional services and engaging content."

Jun Kato, Executive Officer of Route Marketing for Japan Airlines, added: "Our inflight entertainment offering reflects JAL's commitment to providing the best onboard passenger experience to our customers. We are pleased to continue working with IFP in achieving our IFE objectives by delivering refreshingly unique offerings to passengers."

### **About Japan Airlines**

Japan Airlines (JAL), (<http://www.jal.co.jp/en/>) founded in 1951 and becoming Japan's first international airline, is a member of the oneworld® alliance and has an international network reaching more than 221 airports in 40 countries and regions together with its codeshare partners, while domestically covering over 50 airports throughout Japan. JAL's modern fleet of 215 aircraft comprise Boeing 737s, 767s, 777s, 787s, Embraer 170 and other regional jets. The JAL Mileage Bank (JMB) has reached over 25 million members worldwide today and is Japan's biggest frequent flyer program. Awarded the most punctual major global airline in 2009 and 2010, JAL is committed to providing customers the highest levels of flight safety and supreme quality in every aspect of its service, aiming to become its customers' most favored airline in the world.

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## **About IFP**

We are IFP. The Passenger Experience Provider™

We create inspiring solutions that take inflight entertainment beyond the onboard experience – engaging passengers before, during and after their flight with innovative interfaces, apps and content.

We offer an integrated, end-to-end service, covering all aspects of the passenger entertainment experience. We acquire captivating movies, TV and audio content and create engaging user experiences through imaginative GUIs, apps, websites and print publications. We have the technical capabilities to work with all aircraft and onboard systems and tailor our solutions to each individual airline, their systems, destinations, passenger demographic and budget.

We have been at the forefront of the inflight entertainment industry for more than 30 years, providing relevant and innovative services to airlines. We have offices in four continents where our multilingual employees support international airlines and license content from all over the world.

Inflight Productions Ltd is a subsidiary of Advanced Inflight Alliance AG

For more information please contact us at [info@weareifp.com](mailto:info@weareifp.com) or call us on +44 (0) 20 7400 0700

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