

Global Eagle Entertainment Inc.
Form 3
July 07, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | |
|---|---|---|--|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Chapelo Zant</p> <p>(Last) (First) (Middle)</p> <p>C/O GLOBAL EAGLE ENTERTAINMENT INC.,Â 4553 GLENCOE AVENUE</p> <p>(Street)</p> <p>LOS ANGELES,Â CAÂ 90292</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>06/28/2016</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Global Eagle Entertainment Inc. [ENT]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Senior Vice President - People</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|--|---|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock <u>(1)</u> | 11,407 | D | Â |
| Common Stock <u>(2)</u> | 14,595 | D | Â |
| Common Stock <u>(3)</u> | 4,554 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Stock Option (right to buy) | Â (4) | 03/10/2021 | Common Stock | 41,699 | \$ 9.25 | D | Â |
| Stock Option (right to buy) | Â (5) | 10/01/2018 | Common Stock | 150,000 | \$ 9.31 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | Other |
|---|---------------|-----------|----------------------------------|--|-------|
| | Director | 10% Owner | Officer | | |
| Chapelo Zant C/O GLOBAL EAGLE ENTERTAINMENT INC. 4553 GLENCOE AVENUE LOS ANGELES, CA 90292 | Â | Â | Â Senior Vice President - People | | Â |

Signatures

/s/ Joel L. Rubinstein, 07/07/2016
Attorney-in-Fact

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These securities were granted as restricted stock units. 2,852 shares underlying these restricted stock units vested on March 16, 2016 and the remainder are expected to vest in three equal annual installments beginning on March 16, 2017.
- (2) These securities were granted as restricted stock units which are expected to vest in four equal annual installments beginning on March 10, 2017.
- (3) Performance share units which have fully vested.
- (4) 25.00% (10,425) of the underlying shares will vest on March 10, 2017 and the remaining underlying shares are expected to vest monthly on a pro rata basis until fully vested.
- (5) 68.8% (103,125) of the underlying shares vested as of July 1, 2016, and the remaining underlying shares are expected to vest monthly on a pro rata basis until fully vested.

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Remarks:

Exhibit 24.1 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.