

Connect Bidco Limited Quarter 1 Results 2024

London, UK: May 30, 2024. Connect Bidco Limited (“Inmarsat”, and together with its subsidiaries, the “Group”), a world leader in global mobile satellite communications, today announces unaudited financial results for the first quarter ended March 31, 2024.

All information herein is related to Inmarsat, which is part of the Viasat, Inc. group (“Viasat”), following the acquisition by Viasat of Connect Topco Limited, the parent company of Inmarsat, on May 30, 2023 (the “Viasat Transaction”). All references herein to “we,” “us,” “our,” “Group” and “Company” refer to Inmarsat only and not to Viasat or any member of the wider Viasat group.

BASIS OF PREPARATION

The Management Discussion and Analysis is provided in accordance with the reporting requirements set out in our debt agreements. The financial information has not been prepared in accordance with the requirements of Regulation S-X of the Securities Act of 1933, other requirements of the Securities Exchange Commission (“SEC”), International Financial Reporting Standards (“IFRS”), or other generally accepted accounting principles. The accompanying financial statements have been prepared in accordance with IFRS, whereas Viasat’s consolidated financial information is prepared in accordance with US GAAP, which differs from IFRS in a number of significant respects.

The information presented herein and in the accompanying financial statements may vary from the results for Inmarsat presented by Viasat, or included in the consolidated financial statements for Viasat because (i) of the differences between IFRS and US GAAP and associated audit standards, (ii) Purchase Price Accounting (“PPA”) adjustments reflected in Viasat’s consolidated financial statements as a result of the Viasat Transaction, and (iii) the accompanying financial statements and associated disclosures contained herein are prepared at the level of Connect Bidco Limited, whereas results for Inmarsat, presented by Viasat, are prepared at the Connect Topco Limited level. This Management Discussion and Analysis has been prepared solely to comply with the reporting requirements under our debt agreements, and the information set forth herein should not be considered to be a substitute for or supplement to Viasat’s consolidated financial statements for the Viasat group prepared in accordance with US GAAP or the disclosures set forth in Viasat’s Annual Reports on Form 10-K, Quarterly Reports on Form 10-Q or other filings with the US Securities and Exchange Commission (the “SEC”).

This Management Discussion and Analysis contains forward-looking statements regarding future events and our future results that are subject to the safe harbors created under the US Securities Act of 1933 and the US Securities Exchange Act of 1934. These statements are based on current expectations, estimates, forecasts and projections about the industries in which we and the wider Viasat group operate and the beliefs and assumptions of management. We use words such as “anticipate,” “believe,” “continue,” “could,” “estimate,” “expect,” “goal,” “intend,” “may,” “plan,” “project,” “seek,” “should,” “target,” “will,” “would,” variations of such words and similar expressions to identify forward-looking statements. In addition, statements regarding our anticipated operations, financial position, liquidity, performance, prospects or growth and scale opportunities; projections of earnings, revenue, costs or other financial items; anticipated growth and trends in our business or key markets; future economic conditions and performance; the development, customer acceptance and anticipated performance of technologies, products or services; satellite construction and launch activities; completion of in-orbit placement and in-orbit testing and commencement of commercial service of our satellites; the performance and anticipated benefits of our satellites; the expected completion, capacity, coverage, service speeds and other features of our satellites, and the timing, cost, economics and other benefits associated therewith; plans, objectives and strategies for future operations; and other characterizations of future events or circumstances, are forward-looking statements. Readers are cautioned that these forward-looking statements are only predictions and are subject to risks, uncertainties and assumptions that are difficult to predict. Factors that could cause actual results to differ materially include the factors identified in Viasat’s Annual Reports on Form 10-K, Quarterly Reports on Form 10-Q and Viasat’s other filings with the SEC. Therefore, actual results may differ materially and adversely from those expressed in any forward-looking statements. We undertake no obligation to revise or update any forward-looking statements for any reason.

MANAGEMENT DISCUSSION AND ANALYSIS

(\$ in millions)	First Quarter	
	2024	2023
Group revenue	426.4	402.6
Government	139.7	142.8
Maritime	125.0	133.7
Aviation	112.3	93.2
Enterprise	29.2	29.2
Central services	20.2	3.7
EBITDA	239.6	235.4
Capital expenditure	100.6	105.9

Results of Operations

The following table represents the selected results of operations of Inmarsat for the periods indicated.

Direct costs and indirect costs are alternative performance measures used by the directors of Inmarsat (the "Directors") and management to understand the underlying financial performance of the Group. Direct costs are defined as expenses that can be traced directly to the sale of a product or service. Indirect costs are those costs which are not directly attributable to a sale. The measures may be useful to stakeholders to allow them to understand the potential development of our cost profile in the future. Analysing costs as direct and indirect costs is how management internally review performance and make subsequent business decisions.

(\$ in millions)	First Quarter	
	2024	2023
Revenue	426.4	402.6
Direct costs	(57.7)	(59.3)
Indirect costs	(122.0)	(79.9)
Costs associated with the Viasat Transaction and integration	(7.1)	(28.0)
Total net operating costs	(186.8)	(167.2)
EBITDA*	239.6	235.4
Depreciation, amortisation and other costs	(171.9)	(147.6)
Operating profit	67.7	87.8
Net financing costs	(41.5)	(16.4)
Profit before tax	26.2	71.4
Taxation charge	(6.8)	(20.9)
Profit for the period	19.4	50.5

* See page 10 for a reconciliation of EBITDA for total profit for the period, which we consider to be the most directly comparable IFRS financial measure.

Comparison of the quarter ended March 31, 2024 to the quarter ended March 31, 2023

Revenue

Total revenue for the quarter ended March 31, 2024 increased by \$23.8m (5.9%), to \$426.4m from \$402.6m for the corresponding period in 2023.

Movements in revenue by business unit were as follows:

- **Government** revenue decreased by 2.2% to \$139.7m. US Government revenue increased by 4.2% to \$94.0m following increased services and higher customer usage, partially offset by lower equipment sales, timing of contract milestones and lower revenue from leases non-renewals. Outside the US, revenue decreased by 13.1% to \$45.7m, following higher equipment sales in the prior year, lower lease revenue, partially offset by strong Global Xpress ("GX") connections, higher usage and timing of milestones from new contracts.
- **Maritime** revenue decreased by 6.5% to \$125.0m. This decrease was primarily driven higher equipment sales in the prior year, the decline of FleetBroadband ("FB") exceeding the growth of Fleet Xpress ("FX") and Legacy product declines. FX vessels increased by 3% and FX average revenue per unit ("ARPU") decreased by 1%. FB vessels decreased by 14% as customers migrated to FX and other third party Very Small Aperture Terminals ("VSAT") services and FB ARPU declined by 2% as migrations remained skewed toward higher value customers.
- **Aviation** revenue increased by 20.5% to \$112.3m. Core Aviation revenue, comprising Business Aviation ("BGA") and Aircraft Operations and Safety services ("AOS"), were 9.1% (\$6.4m) higher than the corresponding period in 2023, reflecting 9.2% growth in BGA following a 16% increase in the number of JX aircraft, higher average revenue per aircraft ("ARPA") and 8.7% growth in AOS following higher usage. In Flight Connectivity ("IFC") revenue increased by 55.7% to \$35.5m following increased revenue from a contractual settlement with one customer, higher customer usage, additional equipment sales and new customers. The number of IFC active aircraft at the end of the quarter increased by 12%.
- **Enterprise** revenue remained at \$29.2m, following a termination fee from one customer offset by lower handset sales and declining usage within legacy products.
- **Central services** revenue increased by \$16.5m to \$20.2m mainly driven by the recognition of \$17.4m of Ligado revenue in Q1 2024. See other notable developments for further information.

Direct costs

Direct costs for the quarter ended March 31, 2024 decreased by \$1.6m, to \$57.7m as compared to \$59.3m for the corresponding period in 2023. The decrease was primarily due to a lower hardware sales mix, partially offset by increased costs in support of revenue growth and an increase in bad debt expense, mainly relating to stronger collections in the prior year for one customer.

Indirect costs

Indirect costs for the quarter ended March 31, 2024 increased by \$42.1m, to \$122.0m as compared to \$79.9m for the corresponding period in 2023. The increase was mainly from the one-time \$27.6m foreign exchange gain recognised in the prior year relating to the HMRC launch costs case. The remaining increase is primarily related to one-off costs including an asset retirement obligation provision on the new London international headquarters, VAT write-off following a review of collectability, early termination charges on I-6 F2 ground development, along with higher IT costs for improved data resilience, higher employee expense from less capitalized labor, the recognition of non-cash share option expenses following acquisition, and other inflationary increases across the business, partially offset by lower space and non-space insurance.

Costs associated with the Viasat Transaction and integration

Costs associated with the Viasat Transaction and integration were \$7.1m (Q1 2023 - \$28.0m) for the quarter ended March 31, 2024.

EBITDA

EBITDA for the quarter ended March 31, 2024 increased by \$4.2m (1.8%), to \$239.6m as compared to \$235.4m for the corresponding period in 2023, reflecting the factors discussed above.

Depreciation, amortisation and other costs

Depreciation, amortisation and other costs for the quarter ended March 31, 2024 increased by \$24.3m to \$171.9m as compared to \$147.6m for the corresponding period in 2023. Impairment of assets were higher following impairment of various software assets following an alignment between Viasat and Inmarsat on parallel projects and the impairment of the City Road building lease right of use asset following the move out of the building in Q1 2024. Depreciation increased mainly due to the I-6 F1 being brought into use in Q4 2023, and amortisation remained consistent with Q1 2023.

Operating profit

Operating profit for the quarter ended March 31, 2024 decreased by \$20.1m, to \$67.7m as compared to \$87.8m for the corresponding period in 2023, reflecting the factors discussed above.

Net financing costs

Net financing costs for the quarter ended March 31, 2024 increased by \$25.1m, to \$41.5m as compared to cost of \$16.4m for the corresponding period in 2023. The increase mainly relates to an increase in financing costs following lower capitalised interest following the I-6 F2 satellite impairment in Q3 2023, a IFRS non-cash loss on the Term Loan extension in Q1 2024, and HMRC late payment interest. Financing income partially offset the increase in net financing costs following higher interest income on intergroup lending arising from the loans issued in support of the distributions to shareholders prior to the consummation of the Viasat Transaction and higher external interest income as a result of higher interest rates and larger amounts held as cash on deposit and short-term investments.

Profit before tax

Profit before tax for the quarter ended March 31, 2024 of \$26.2m represents a reduction of \$45.2m as compared to \$71.4m for the corresponding period in 2023, reflecting the factors discussed above.

Taxation charge

The taxation charge for the quarter ended March 31, 2024 decreased by \$14.1m, to \$6.8m as compared to \$20.9m for the corresponding period in 2023. The effective tax rate for the quarter was 26.0%, compared to 29.3% for the corresponding quarter in 2023. The 2024 rate differs from the UK rate of 25% due to non-tax deductible expenses (mainly relating to one-off office relocation costs) and adjustments for overseas tax rates differing from the 25% UK statutory tax rate.

Profit for the period

Profit for the quarter ended March 31, 2024 was \$19.4m as compared to \$50.5m for the corresponding period in 2023, reflecting the factors discussed above.

Balance Sheet

(\$ in millions)	At March 31, 2024	At December 31, 2023
Non-current assets	6,755.0	6,804.7
Current assets	1,089.5	1,156.3
Total assets	7,844.5	7,961.0
Current liabilities	605.9	1,495.6
Non-current liabilities	5,256.9	4,498.3
Total liabilities	5,862.8	5,993.9
Net assets	1,981.7	1,967.1

Non-current assets

Non-current assets at March 31, 2024 decreased by \$49.7m to \$6,755.0m as compared to \$6,804.7m at December 31, 2023. This was mainly driven by a decrease in property, plant and equipment and intangible assets following depreciation and impairments exceeding additions, a decrease in right of use assets following impairment of the City Road building lease, a decrease in the interest rate cap non-current asset as the instruments mature in February 2025, partially offset by an increase in the intercompany loan to the Group's direct parent undertaking following additional accrued interest. The interest rate cap provides protection on Term Loan interest when the USD SOFR is above 2%.

Current assets

Current assets at March 31, 2024 decreased by \$66.8m to \$1,089.5m as compared to \$1,156.3m at December 31, 2023. This was mainly due to a decrease in insurance recoveries receivable following the cash receipts of \$348.9m during Q1 2024, this resulted in an increase in cash and cash equivalents following the inflow of insurance recoveries receipt, partially offset by an outflow of \$84.4m being principal repayment of Term Loan following the Term Loan extension, see other notable developments.

Current liabilities

Current liabilities at March 31, 2024 decreased by \$889.7m to \$605.9m as compared to \$1,495.6m at December 31, 2023. This was mainly driven by a decrease in deferred income relating to the Ligado contract being reclassified from current to non-current liabilities following the reassessment of collectability assessment under-15 (see notable development section), a decrease in accruals following payment of 2023 bonuses during Q1 2024, decrease in current tax liability following tax payments, partially offset by an increase in interest accruals as a result of the timing of Senior Note 2026 interest accruals which are paid during April and October.

Non-current liabilities

Non-current liabilities at March 31, 2024 increased by \$758.6m to \$5,256.9m as compared to \$4,498.3m at December 31, 2023. The increase was mainly driven by an increase in deferred income relating to the Ligado contract being reclassified from current to non-current liabilities following the reassessment of the collectability assessment under IFRS-15 (see notable development section), offset by the principal repayment of \$84.4m and IFRS-9 related reduction in the carrying value of the Term Loan following the Term Loan extension, see other notable developments.

Liquidity and Capital Resources

The following tables set out the cash flows for the periods indicated.

(\$ in millions)	First Quarter	
	2024	2023
Cash generated from operations ¹	212.9	166.5
Cash capital expenditure ²	(100.6)	(105.9)
Net interest paid ³	(17.6)	(43.4)
Other movements ⁴	(22.2)	(77.2)
Free cash flow⁵	72.5	(60.0)
Dividends related to associates and NCI ^{1,6}	1.5	0.5
Proceeds from insurance recoveries	348.9	-
Debt financing arrangement fees	(44.1)	-
Net cash flow	378.8	(59.5)
Cash received from short-term deposits	30.0	63.1
Net repayment of borrowings	(84.4)	(4.4)
Movement in cash and cash equivalents	324.4	(0.8)
Foreign exchange adjustment	(0.5)	(1.0)
Net increase in cash and cash equivalents	324.9	0.2

1. Cash generated from operations excludes "dividends related to associates and NCI" which is disclosed separately in the table above, however it is included in "cash generated from operations" within cash flow from operating activities within the cash flow statement on page 16.
2. Cash capital expenditure comprises "Purchase of property, plant and equipment"; "Additions to intangible assets" and "Own worked capitalised" as included in investing activities within the cash flow statement on page 16.
3. Net interest paid comprises "Interest received" included in cash flow from operating activities and "interest paid" and "other financing activities" included in cash flow from financing activities within the cash flow statement of page 16.
4. Other movements comprises "tax paid" included in cash flow from operating activities and "cash payments for the principal portion of lease obligations" included in cash flow from financing activities within the cash flow statement on page 16.
5. See page 11 for a reconciliation of free cash flow to net cash from operating activities for the period, which we consider to be the most directly comparable IFRS financial measure.
6. Non-controlling interest ("NCI") refers to the Group's 51% shareholding in Inmarsat Solutions ehf. During Q2 2023 Inmarsat acquired the remaining shareholding in Inmarsat Solutions ehf.

(\$ in millions)	First Quarter	
	2024	2023
Cash and cash equivalents		
At beginning of the period	285.2	233.8
Net increase in cash and cash equivalents	324.9	0.2
Foreign exchange adjustment	(0.5)	(1.0)
At end of the period	609.6	233.0
Short-term deposits		
At beginning of the period	30.0	109.1
Net decrease in short-term deposits	(30.0)	(63.1)
At end of the period	-	46.0
Total cash, cash equivalents and short-term deposits	609.6	279.0

Comparison of the quarter ended March 31, 2024 to the quarter ended March 31, 2023

Cash generated from operations

Cash generated from operations increased by \$46.4m to \$212.9m as compared to \$166.5m for the corresponding period in 2023. This increase was mainly due to a working capital inflows primarily due to a decrease in trade and other receivables driven by timing of invoicing and receipts, partially offset by a decrease in trade and other payables due to timings of payments. The working capital inflows has been partially offset by a lower EBITDA performance in Q1 2024.

Cash capital expenditure

Cash capital expenditure for the quarter ended March 31, 2024 decreased by \$5.3m to \$100.6m as compared to \$105.9m for the corresponding period in 2023. This decrease was driven mainly by the timing of contractual payments on major infrastructure investments. The cash capital expenditure table on page 8 provides a more detailed breakdown for the period.

Net interest paid

Net interest paid for the quarter ended March 31, 2024 decreased by \$25.8m to \$17.6m as compared to \$43.4m for the corresponding period in 2023. The decrease was driven by interest being paid in relation to the HMRC launch costs case settlement in the prior period.

Other movements

Other movements for the quarter ended March 31, 2024 decreased by \$55.0m to \$22.2m as compared to \$77.2m in the corresponding period in 2023. The decrease was driven by the tax settlement payment to HMRC in relation to the launch costs case in the prior period.

Dividends related to associates and NCI

Dividends of \$1.5m were received for the quarter ended March 31, 2024 as compared to \$0.5m for the corresponding period in 2023. The increase relates to the higher dividends received from associates and no dividend paid to NCI in Q1 2024 following the Group acquiring the remaining shareholding in Inmarsat Solutions ehf. during Q2 2023.

Proceeds from insurance recoveries

Proceeds from insurance recoveries in relation to I-6 F2 for the quarter ended March 31, 2024 was \$348.9m as compared to \$nil in the corresponding period in 2023.

Debt financing arrangement fees

Debt financing arrangement fees for the quarter ended March 31, 2024 was \$44.1m as compared to \$nil in the corresponding period in 2023 following the Term Loan extension in March 2024, see the other notable developments section.

Cash received from short-term deposits

Cash received from short-term deposits for the quarter ended March 31, 2024 was \$30.0m as compared to \$63.1m in the corresponding period in 2023. The Q1 2024 withdrawal of short-term deposits was made and all short-term deposits had maturity terms of less than three months and therefore classified as cash and cash equivalents. The Q1 2023 withdrawal of short-term deposits was made to support the payment in relation to the HMRC launch costs case settlement.

Net repayment of borrowings

Net repayment of borrowings for the quarter ended 31 March, 2024 was \$84.4m as compared to \$4.4m for the corresponding period in 2023. The increase was driven by a \$84.4m principal repayment of Term Loan following the Term Loan extension, see other notable developments.

Cash capital expenditure breakdown

Cash capital expenditure, which relates to tangible and intangible asset additions, includes capitalised labour costs and excludes capitalised interest, is set out in the following table.

(\$ in millions)	First Quarter	
	2024	2023
Major infrastructure projects ¹	44.8	40.2
Success-based capital expenditure ²	8.4	14.7
Other capital expenditure ³	33.0	34.5
Cash flow timing ⁴	14.4	16.5
Total cash capital expenditure	100.6	105.9

1. Major infrastructure projects consists of satellite design, build and launch costs and ground network infrastructure costs.

2. Success-based capital expenditure consists of capital equipment installed on ships, aircraft and other customer platforms.

3. Other capital expenditure investment primarily includes infrastructure maintenance, IT and capitalised product and service development costs.

4. Cash flow timing represents the difference between accrued capital expenditures and the actual cash flows.

Other Notable Developments

Ligado

On January 10, 2024, the Group and Ligado signed an amendment to the Ligado cooperation agreement pursuant to which the Group agreed to further defer (with interest) the \$365.5m as well as the March, June, September and December 2023 quarterly payments as well as the March 2024 quarterly payment, until May 31, 2024 at which the total amount owed of \$455m will be due (which includes all outstanding quarterly payments and interest). Subsequent to March 31, 2024, the Group and Ligado signed a further amendment pursuant to which the Group agreed to further defer (with interest) all outstanding amounts as well as the June 2024 quarterly payment (with interest) to September 6, 2024, at which point the total amount owed of \$480.4m will be due (which includes all outstanding quarterly payments and interest). Based on the terms of the collective agreements and other considerations under IFRS-15, the Company recognized approximately \$17.4m of revenue in Q1 2024, however ongoing amounts could materially change based on facts and circumstances at the end of each accounting period.

Litigation

As part of normal operations, from time to time, the Group is subject to legal disputes with customers, suppliers and other third parties. We continuously monitor these disputes in order to manage and account for them appropriately.

I-6 F2 insurance claim

During the quarter, the full amount (\$348.9m) of the insurance claim has been received.

Refinancing of Term Loan & revolving credit facility

During the quarter, the Group extended the maturity of a portion of the Term Loan and revolving credit facility. Of the existing \$1.75bn Term Loan, \$1.3bn was extended for a period of 5.5 years with a new maturity date of September 28, 2029. Interest on the extended portion is, at the option of the Group, either the term Secured Overnight Financing Rate, plus 450 bps or the alternate base rate, plus 350 bps. Of the non-extended portion, \$300m was left in place with an original maturity date of December 12, 2026 and the remaining \$84m was retired with cash. Concurrently, the Inmarsat revolving credit facility was downsized from \$700m to \$550m and extended 3 years with a new maturity date of March 28, 2027 (or, if more than \$100m of the non-extended portion of the term loan is outstanding on the date that is 91 days prior to the maturity thereof, such date). As of March 31, 2024, there were no outstanding balances under the revolving credit facility.

Hybrid multi-orbit service

Subsequent to quarter-end, Maritime executed an agreement with a LEO broadband network to support a new product called NexusWave, a hybrid multi-orbit service that, when efficiently integrated with our network, can improve service and support low latency applications. NexusWave, available for installation from Q2 FY2025, is a scalable, bonded network solution providing global coverage, speed, capacity, and resilience to meet the needs of the global shipping industry. We also expect to continue integrating hybrid multi-orbit into our enterprise mobility services.

Non-IFRS Financial Measures

This Management Discussion and Analysis and the accompanying presentation to bondholders include non-IFRS financial measures such as EBITDA, Adjusted EBITDA, and free cash flow to supplement consolidated financial information presented on an IFRS basis. We believe EBITDA, Adjusted EBITDA, and free cash flow are measures that are appropriate to enhance an overall understanding of our past financial performance or liquidity and prospects for the future. However, the presentation of this additional information is not meant to be considered in isolation or as a substitute for measures of financial performance prepared in accordance with IFRS. Moreover, Viasat and Inmarsat calculate EBITDA and Adjusted EBITDA differently and therefore the two measures may not be comparable. A reconciliation between the non-IFRS financial information and the most comparable IFRS financial information is set forth below. You should not consider such items as an alternative to the historical financial position or results, or other indicators of our position or performance based on IFRS measures.

EBITDA and Adjusted EBITDA

EBITDA is a non-IFRS performance measure which we define as profit for the period before net financing costs, taxation, depreciation and amortisation, gains / losses on disposal of assets, impairment of assets and share of profit of associates. Adjusted EBITDA ("AEBITDA") is defined as EBITDA adjusted to exclude EBITDA attributable to costs associated with the Viasat Transaction and associated integration activities. Ligado attributed EBITDA was previously included as an adjustment to EBITDA, however it is no longer classified within exceptional items and therefore AEBITDA now include contributions from Ligado. Q1 2023 EBITDA has been revised to include contributions from Ligado of \$4.5m credit to direct costs.

The following table reconciles EBITDA and Adjusted EBITDA to total loss / profit for the period, which we consider to be the most directly comparable IFRS financial measure.

(\$ in millions)	First Quarter	
	2024	2023
Profit for the period	19.4	50.5
Taxation charge	6.8	20.9
Net financing costs	41.5	16.4
Depreciation and amortisation	158.2	146.6
Impairment of assets	14.3	-
Loss on disposal of assets	3.4	2.7
Share of profit of associates	(4.0)	(1.7)
EBITDA	239.6	235.4
Cost associated with the Viasat Transaction	-	28.0
Viasat integration costs	7.1	-
Adjusted EBITDA	246.7	263.4

Free Cash Flow

Free cash flow is a non-IFRS performance measure which we define as net cash from operating activities for the period less purchase of property, plant and equipment, additions to intangible assets, own work capitalised, interest paid, other financing activities, cash payments for the principal portion of lease obligations, dividends paid related to NCI, and adjusted to exclude for dividends related to associates and NCI and foreign exchange adjustment which is included in cash generated from operations.

The following table reconciles free cash flow to net cash from operating activities for the period, which we consider to be the most directly comparable IFRS financial measure.

(\$ in millions)	First Quarter	
	2024	2023
Net cash from operating activities	203.9	95.2
Purchase of property, plant and equipment	(69.2)	(31.6)
Additions to intangible assets	(21.4)	(62.8)
Own work capitalised	(10.0)	(11.5)
Interest paid	(23.6)	(46.2)
Other financing activities	(0.4)	(0.5)
Cash payments for the principal portion of lease obligations	(4.8)	(0.6)
Dividends paid related to NCI	-	(0.5)
Less: dividends related to associates and NCI	(1.5)	(0.5)
Less: foreign exchange adjustment	(0.5)	(1.0)
Free Cash flow	72.5	(60.0)

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE QUARTER ENDED
MARCH 31, 2024

CONNECT BIDCO LIMITED

CONDENSED CONSOLIDATED INCOME STATEMENT

For the quarter ended March 31, 2024 (unaudited)

(\$ in millions)	First Quarter	
	2024	2023
Revenue	426.4	402.6
Employee benefit costs	(86.1)	(105.5)
Network and satellite operations costs	(54.5)	(44.8)
Reversal of impairment of financial assets	0.6	3.1
Other operating costs ¹	(57.7)	(34.4)
Own work capitalised	10.9	14.4
Total net operating costs	(186.8)	(167.2)
EBITDA	239.6	235.4
Depreciation and amortisation	(158.2)	(146.6)
Impairment of assets	(14.3)	-
Loss on disposals of assets	(3.4)	(2.7)
Share of profit of associates	4.0	1.7
Operating profit	67.7	87.8
Financing income	40.6	31.2
Financing costs	(82.1)	(47.6)
Net financing costs	(41.5)	(16.4)
Profit before tax	26.2	71.4
Taxation charge	(6.8)	(20.9)
Profit for the period	19.4	50.5
Attributable to:		
Equity holders	19.4	50.3
Non-controlling interest²	-	0.2

1. Other operating costs for Q1 2024 include foreign exchange gains of \$2.6m (Q1 2023: \$26.0m).

2. Non-controlling interest ("NCI") refers to the Group's 51% shareholding in Inmarsat Solutions ehf. During Q2 2023 Inmarsat acquired the remaining shareholding in Inmarsat Solutions ehf.

CONNECT BIDCO LIMITED

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the quarter ended March 31, 2024 (unaudited)

(\$ in millions)	First Quarter	
	2024	2023
Profit for the period	19.4	50.5
Other comprehensive income		
Items that may be reclassified subsequently to the Income Statement:		
Foreign exchange translation differences	(0.3)	(0.4)
Loss on interest rate cap	(6.0)	(16.1)
Tax credited directly to equity	1.5	4.4
Other comprehensive loss for the period, net of tax	(4.8)	(12.1)
Total comprehensive income for the period, net of tax	14.6	38.4
Attributable to:		
Equity holders	14.6	38.2
Non-controlling interest¹	-	0.2

1. Non-controlling interest ("NCI") refers to the Group's 51% shareholding in Inmarsat Solutions ehf. During Q2 2023 Inmarsat acquired the remaining shareholding in Inmarsat Solutions ehf.

CONNECT BIDCO LIMITED

CONDENSED CONSOLIDATED BALANCE SHEET

As at March 31, 2024

(\$ in millions)	As at March 31, 2024 (unaudited)	As at December 31, 2023 (audited)
Assets		
Non-current assets		
Property, plant and equipment	2,735.3	2,776.1
Intangible assets	2,583.7	2,621.3
Right of use assets	74.6	81.6
Investments	32.9	30.4
Finance lease receivable	0.7	0.2
Other receivables	1,286.0	1,248.6
Derivative financial instruments	-	4.7
Deferred tax asset	41.8	41.8
	6,755.0	6,804.7
Current assets		
Cash and cash equivalents	609.6	285.2
Short-term deposits	-	30.0
Trade and other receivables	352.8	707.3
Finance lease receivable	0.3	0.2
Inventories	64.0	71.1
Current tax assets	18.3	18.3
Derivative financial instruments	44.5	44.2
	1,089.5	1,156.3
Total assets	7,844.5	7,961.0
Liabilities		
Current liabilities		
Borrowings	13.0	17.5
Trade and other payables ¹	447.2	1,317.0
Provisions	28.5	9.7
Current tax liabilities	114.0	132.4
Lease obligations	3.2	19.0
	605.9	1,495.6
Non-current liabilities		
Borrowings	3,543.0	3,644.4
Other payables ¹	864.6	14.0
Provisions	8.7	4.3
Deferred tax liabilities	760.0	754.5
Lease obligations	80.6	81.1
	5,256.9	4,498.3
Total liabilities	5,862.8	5,993.9
Net assets	1,981.7	1,967.1
Shareholders' equity		
Ordinary shares	2,361.5	2,361.5
Other reserves	30.9	35.7
Retained earnings	(410.7)	(430.1)
Equity attributable to shareholders	1,981.7	1,967.1
Total equity	1,981.7	1,967.1

1. Trade and other payables within Current liabilities decreased significantly following the reclassification of deferred income relating to the Ligado contract from current to non-current liabilities following a reassessment of the collectability assessment under IFRS-15 in Q1 2024. This resulted in revenue being recognised in 2023 and deferred income apportioned between current and non-current liabilities based on management's best estimate of the revenue recognition profile.

CONNECT BIDCO LIMITED

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the quarter ended March 31, 2024 (unaudited)

(\$ in millions)	Share capital	Hedge reserve	Other	Retained earnings	NCI ¹	Total
Balance at January 1, 2023	2,361.5	61.8	(0.4)	(445.1)	0.8	1,978.6
Dividend declared	-	-	-	-	(0.6)	(0.6)
<i>Comprehensive Income:</i>						
Profit for the period	-	-	-	50.3	0.2	50.5
OCI – before tax	-	(16.1)	(0.4)	-	-	(16.5)
OCI – tax	-	4.4	-	-	-	4.4
Balance at March 31, 2023	2,361.5	50.1	(0.8)	(394.8)	0.4	2,016.4
Balance at January 1, 2024	2,361.5	36.5	(0.8)	(430.1)	-	1,967.1
Dividend declared	-	-	-	-	-	-
<i>Comprehensive Income:</i>						
Profit for the period	-	-	-	19.4	-	19.4
OCI – before tax	-	(6.0)	(0.3)	-	-	(6.3)
OCI – tax	-	1.5	-	-	-	1.5
Balance at March 31, 2024	2,361.5	32.0	(1.1)	(410.7)	-	1,981.7

1. Non-controlling interest ("NCI") refers to the Group's 51% shareholding in Inmarsat Solutions ehf. During Q2 2023 Inmarsat acquired the remaining shareholding in Inmarsat Solutions ehf.

CONNECT BIDCO LIMITED

CONDENSED CONSOLIDATED CASH FLOW STATEMENT

For the quarter ended March 31, 2024 (unaudited)

(\$ in millions)	First Quarter	
	2024	2023
Cash flow from operating activities		
Cash generated from operations	214.4	167.5
Interest received	6.1	3.0
Tax paid	(16.6)	(75.3)
Net cash from operating activities	203.9	95.2
Cash flow from investing activities		
Purchase of property, plant and equipment	(69.2)	(31.6)
Additions to intangible assets	(21.4)	(62.8)
Own work capitalised	(10.0)	(11.5)
Net investment in short-term deposits	30.0	63.1
Proceeds from insurance recoveries	348.9	-
Net cash from / (used in) investing activities	278.3	(42.8)
Cash flow from financing activities		
Dividends paid related to NCI ¹	-	(0.5)
Repayment of borrowings	(84.4)	(4.4)
Interest paid	(23.6)	(46.2)
Debt financing arrangement fees	(44.1)	-
Cash payments for the principal portion of lease obligations	(4.8)	(0.6)
Other financing activities	(0.4)	(0.5)
Net cash used in financing activities	(157.3)	(52.2)
Net increase in cash and cash equivalents	324.9	0.2
Cash and cash equivalents		
At beginning of the period	285.2	233.8
Net increase in cash and cash equivalents	324.9	0.2
Foreign exchange adjustment	(0.5)	(1.0)
At end of the period	609.6	233.0
Comprising:		
Cash at bank and in hand	166.0	201.7
Short-term deposits with original maturity of <3months	443.6	31.3
Cash and cash equivalents	609.6	233.0
Net cash and cash equivalents at end of period	609.6	233.0

1. Non-controlling interest ("NCI") refers to the Group's 51% shareholding in Inmarsat Solutions ehf. During Q2 2023 Inmarsat acquired the remaining shareholding in Inmarsat Solutions ehf.

1. GENERAL INFORMATION

Connect Bidco Limited (the “Company” or, together with its subsidiaries, the “Group”) is a private company limited by shares incorporated in Guernsey. The address of its registered office is Redwood House, St Julian's Avenue, St Peter Port, GY1 1WA, Guernsey. Details of the nature of the Group is provided in note 3.

On May 30, 2023, Viasat, Inc. acquired Connect Topco Limited (the previous ultimate controlling party of the Group). Following the acquisition, the ultimate controlling party of the Company is Viasat, Inc. which is an entity based in the United States. The Company's immediate parent company is Connect Midco Limited.

2. PRINCIPAL ACCOUNTING POLICIES

Basis of preparation

The Condensed Consolidated Interim Financial Statements for the three months ended March 31, 2024 have been prepared in accordance with IAS 34, 'Interim Financial Reporting' and Companies (Guernsey) Law, 2008. They were approved by the Company's board of directors (the “Board of Directors”) on May 29, 2024.

The financial information presented in this Condensed Consolidated Interim Financial Statements does not constitute accounts as defined in Section 245 of the Companies (Guernsey) Law, 2008. The accounts for the year ended December 31, 2023 were approved by the Board of Directors on May 2, 2024. The appointed auditors (Deloitte LLP) have issued an unqualified report on this date. There were no matters drawn to attention by way of emphasis of matter.

Going concern

As at March 31, 2024, the Group had \$1,159.6m of liquid resources (Cash and cash equivalents: \$609.6m, short-term deposits: \$nil and undrawn RCF: \$550.0m) and a continued expectation that the Group will generate positive free cash flow and reduce leverage over the medium to long term. The going concern assessment has been performed using the Group financial performance and position.

The Group has a robust and resilient business model, positive free cash flow generation, and is compliant with all banking covenants. The directors of Inmarsat (the “Directors”) have a reasonable expectation that the Group shall continue to operate as a going concern for the foreseeable future. Consequently, the Group continues to adopt the going concern basis in preparing the Condensed Consolidated Interim Financial Statements.

Basis of accounting

The functional and reporting currency of the Company and most of the Group's subsidiaries is the US Dollar, as the majority of receipts from operational transactions and borrowings are denominated in US Dollars. The same accounting policies and methods of computation are followed in the Condensed Consolidated Interim Financial Statements as in the most recent annual financial statements, at December 31, 2023.

The preparation of the Condensed Consolidated Interim Financial Statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the balance sheet date and the reported amounts of revenue and expenses during the period. Although these estimates are based on management's best estimate of the amount, event or actions, the actual results may ultimately differ from these estimates.

3. SEGMENT INFORMATION

The Group has identified the provision of global mobile satellite communications services to customers around the world as the only operating segment. The Board of Directors review the Group's financial reporting on a consolidated basis and approves those proposals for the allocation of the Group's resources and have therefore been identified as the chief operating decision maker. The Group's revenue is categorised by four business units, namely:

- Maritime: focusing on worldwide commercial maritime services including safety services;
- Government: focusing on military and other government services to the U.S. and other international governments;
- Aviation: focusing on commercial aviation, business and general aviation; and providing operational and safety services to support both of these segments; and
- Enterprise: focusing on worldwide land-based Internet of Things, lease, broadband, and voice segments.

These four business units are supported by 'Central Services' which includes satellite operations, technology, corporate functions, backbone infrastructure, and any income that is not directly attributable to a business unit, such as Ligado.

(\$ in millions)	First Quarter	
	2024	2023
Government	139.7	142.8
Maritime	125.0	133.7
Aviation	112.3	93.2
Enterprise	29.2	29.2
Central services	20.2	3.7
Revenue	426.4	402.6

(\$ in millions)	First Quarter	
	2024	2023
Cash capital expenditure	100.6	105.9
Financing costs capitalised in the cost of qualifying assets	8.5	22.8
Cash flow timing	(14.4)	(16.5)
Total capital expenditure	94.7	112.2

4. TAXATION

The interim period income tax charge is accrued based on the estimated average annual effective tax rate of 26.0% (2023 full year: 67.0%). The average effective tax rate reflects adjustments for non-tax deductible expenses (mainly relating to one-off office relocation costs) and overseas tax rates differing from the 25% UK statutory tax rate.

From time to time, the Group may be involved in disputes in relation to on-going tax matters where a tax authority adopts a different interpretation to our own. The Group's total tax provision of \$26.1m (Q4 2023 \$22.7m) relates to management's judgement of the amount of tax payable in respect of on-going enquiries with tax authorities. In the quarter, the Group received final closure notices from HMRC for 1999-2006 and 2008-2017, in relation to its Launch Costs case. 2007, and 2018 and thereafter remain open for HMRC's ongoing enquiries into Convertible Bonds and treatment of Ligado deferred income.

5. NET FINANCING COSTS

(\$ in millions)	First Quarter	
	2024	2023
Bank interest receivable and other interest	8.2	3.8
Intergroup lending interest receivable	32.4	27.4
Total financing income	40.6	31.2
Interest on Senior Notes and credit facilities	(58.8)	(59.1)
Amortisation of debt issue costs	(7.6)	(4.9)
Amortisation of term loan gain	(3.3)	(2.9)
Net interest on the net pension asset and post-employment liability	-	(0.4)
Interest on lease obligations	(1.6)	(1.6)
Other interest	(4.8)	(1.5)
Total financing costs	(76.1)	(70.4)
Less: Amounts capitalised in the cost of qualifying assets	8.5	22.8
Less: IFRS-9 loss on term loan extension ¹	(14.5)	-
Net financing costs	(41.5)	(16.4)

1. IFRS-9 loss on Term Loan extension relates to a \$14.5m IFRS-9 related loss following the Term Loan extension in March 2024, see further information in note 7.

6. NET BORROWINGS

These balances are shown net of unamortised deferred finance costs as follows:

(\$ in millions)	At March 31, 2024 (unaudited)				At December 31, 2023 (audited)			
	Amount	Unamortised term loan gain ¹	Deferred finance costs	Net balance	Amount	Unamortised term loan gain ¹	Deferred finance costs	Net balance
Current borrowings								
Term loan	13.0	-	-	13.0	17.5	-	-	17.5
Total current borrowings	13.0	-	-	13.0	17.5	-	-	17.5
Non-current borrowings								
Senior Notes due 2026	2,075.0	-	(5.3)	2,069.7	2,075.0	-	(6.1)	2,068.9
Term loan	1,587.0	(23.3)	(90.4)	1,473.3	1,666.9	(41.1)	(50.3)	1,575.5
Total non-current borrowings	3,662.0	(23.3)	(95.7)	3,543.0	3,741.9	(41.1)	(56.4)	3,644.4
Total borrowings	3,675.0	(23.3)	(95.7)	3,556.0	3,759.4	(41.1)	(56.4)	3,661.9
Cash and cash equivalents	(609.6)	-	-	(609.6)	(285.2)	-	-	(285.2)
Short-term deposits	-	-	-	-	(30.0)	-	-	(30.0)
Net borrowings	3,065.4	(23.3)	(95.7)	2,946.4	3,444.2	(41.1)	(56.4)	3,346.7

1. Gain on term loan reprice relates to a \$76.4m IFRS-9 related gain, net of \$38.6m amortisation, following repricing of the term loan during 2021 and a subsequent \$14.5m loss following amendment of the Term Loan during 2024.

7. FAIR VALUE OF FINANCIAL INSTRUMENTS

During the quarter, the Group extended the maturity of Term Loan and revolving credit facility. Of the existing \$1.75bn Term Loan, \$1.3bn was extended for a period of 5.5 years with a new maturity date of September 28 2029. Interest on the extended portion is, at the option of the Group, either the term Secured Overnight Financing Rate, plus 450 bps or the alternate base rate, plus 350 bps. Of the non-extended portion, \$300m was left in place with an original maturity date of December 12, 2026 and the remaining \$84m was retired with cash. Concurrently, the Inmarsat revolving credit facility was downsized from \$700m to \$550m and extended 3 years with a new maturity date of March 28, 2027 (or, if more than \$100m of the non-extended portion of the Term Loan is outstanding on the date that is 91 days prior to the maturity thereof, such date). As of March 31, 2024, there were no outstanding balances under the revolving credit facility.

The extension of the Term Loan represents a debt modification and as a result the Group recorded an IFRS-9 loss through the income statement of \$14.5m. The carrying value of the Term Loan on the balance sheet was reduced by a similar value. This will be offset by amortisation of the net overall gain (including the previous unamortised gain from 2020 repricing) which is charged over the life of the loan. The repricing gain from 2020 repricing has therefore been rolled up into an updated carrying value and will be amortised over remaining life of the loan. The deferred finance costs has also increased following direct transaction costs and discount on the extension. These costs equated to \$44.2m and have been included in the carrying value of the Term Loan and will be recognised in the income statement over the term of loan using the effective interest rate method.

The Group's derivative financial instruments consist of an interest rate cap. The Group entered into interest rate cap agreements in February 2020 to hedge against the movements in the USD SOFR.

The Group generally does not hedge foreign currency transactions. Where there is a material contract with a foreign currency exposure, a specific hedge to match the specific risk will be evaluated. At present the Group has no material hedges on foreign currency milestone payments.

The fair values and level of fair value on the hierarchy at the Balance Sheet date were:

(\$ in millions)	At March 31, 2024 (unaudited)	At December 31, 2023 (audited)
Financial assets		
Interest rate cap ^(Level 2)	44.5	48.9
Total derivative financial assets	44.5	48.9

The fair value of the interest rate cap is based on the forward interest rate curve at each reporting date. The Group has no financial instruments with fair values that are determined by reference to significant unobservable inputs (i.e. those that would be classified as level 3 in the fair value hierarchy), nor have there been any transfers of assets or liabilities between levels of the fair value hierarchy. There are no non-recurring fair value measurements.

The Directors consider that the carrying value of non-derivative financial assets and liabilities approximately equal to their fair values except for those items listed below:

(\$ in millions)	At March 31, 2024 (unaudited)		At December 31, 2023 (audited)	
	Carrying value ¹	Fair value	Carrying value ¹	Fair value
Financial liabilities				
Senior Notes due 2026	2,069.7	2,038.7	2,068.9	2,053.5
Term loan	1,486.3	1,634.5	1,593.0	1,705.5
Financial assets				
Related party loan	1,258.8	1,426.9	1,226.1	1,270.5

1. Gross of unamortised arrangement cost and gain on term loan reprice and amendment, net of amortisation.

8. CONTINGENT ASSETS AND LIABILITIES

In the ordinary course of business, the Group is subject to contingencies pursuant to requirements that it complies with relevant laws, regulations and standards. Failure to comply could result in restrictions in operations, damages, fines, increased tax, increased cost of compliance, interest charges, reputational damage and other sanctions. These matters are inherently difficult to quantify.

In cases where the Group has an obligation as a result of a past event existing at the balance sheet date, and it is probable that an outflow of economic resources will be required to settle the obligation and the amount of the obligation can be reliably estimated, a provision will be recognised based on best estimates and Management judgement.

A contingent liability is disclosed where the existence of the obligation will only be confirmed by future events, or where the amount of the obligation cannot be measured with reasonable reliability. At March 31, 2024, the Group had no material contingent liabilities.

9. RELATED PARTY TRANSACTIONS & PRINCIPAL RISKS AND UNCERTAINTIES

There have been no material changes in the related party transactions nor principal risks and uncertainties described in the 2023 Connect Bidco Annual Report.

10. EVENTS AFTER THE BALANCE SHEET DATE

There are no events after balance sheet date which would require disclosure in these Condensed Consolidated Interim Financial Statements.

APPENDIX 1: ALTERNATIVE PERFORMANCE MEASURES (“APMs”)

The Directors use APMs to better understand the underlying financial performance of the Group and to provide comparability of information between reporting periods and business units. The measures are also used in discussions with the investment analyst community and the credit rating agencies. Given that APMs are not defined by IFRS they may not be directly comparable with other companies who use similar measures. APMs used in these financial statements are:

APM	Description and reconciliation
1. Direct and indirect costs	<p>Direct costs are defined as expenses that can be traced directly to the sale of a product or service. Indirect costs are those costs which are not directly attributable to a sale. The measures are useful to shareholders because it allows them to understand the potential development of our cost profile in the future. Direct and indirect costs have been reconciled to total net operating costs on page 2.</p>
2. EBITDA and Adjusted EBITDA	<p>EBITDA is defined as profit for the period before net financing costs, taxation, depreciation and amortisation, gains / losses on disposal of assets, impairment of assets, and share of profit of associates. It reflects how the effect of growing revenue and cost management deliver value for our shareholders. Adjusted EBITDA is defined as EBITDA adjusted to exclude EBITDA attributable to costs associated with the Viasat Transaction and associated integration activities. Ligado attributed EBITDA is no longer classified within exceptional items and therefore AEBITDA now include contributions from Ligado.</p> <p>These measures have been reconciled to total profit for the period on page 10.</p>
3. Cash capital expenditure	<p>Cash capital expenditure is the cash flow relating to tangible and intangible asset additions, it includes capitalised labour costs and excludes capitalised interest. Cash capital expenditure indicates our continued investment in the growth and development of our network and infrastructure as well as our investment in the future technologies of the business. This has been reconciled to total capital expenditure within note 3.</p>
4. Free cash flow	<p>Free cash flow is a non-IFRS performance measure which we define as net cash from operating activities for the period less purchase of property, plant and equipment, additions to intangible assets, own work capitalised, interest paid, other financing activities, cash payments for the principal portion of lease obligations, dividends paid related to NCI, and adjusted to exclude for dividends related to associates and NCI and foreign exchange adjustment which is included in cash generated from operations.</p> <p>This measure has been reconciled to net cash from operating activities for the period on page 11.</p>

APPENDIX 2: LAST TWELVE-MONTH ADJUSTED EBITDA (“LTM RECONCILIATION”)

The following table reconciles LTM Adjusted EBITDA to total profit for the period, which we consider to be the most directly comparable IFRS financial measure. Twelve months ended March 31, 2023 has been revised to include \$19.8m EBITDA attributable to Ligado.

A reconciliation for the twelve months ended March 31, 2024 and March 31, 2023 is as follows:

	Twelve Months Ended March 31, 2024	Three Months Ended March 31, 2024	Three Months Ended December 31, 2023	Three Months Ended September 30, 2023	Three Months Ended June 30, 2023
(\$ in millions)					
(Loss) / Profit for the Period	(12.5)	19.4	17.8	(62.7)	13.0
Taxation charge / (income)	19.1	6.8	40.7	(32.7)	4.3
Net financing costs	99.7	41.5	29.9	12.6	15.7
Depreciation and amortisation	621.1	158.2	156.8	153.2	152.9
Impairment loss	159.5	14.3	1.3	143.0	0.9
Loss on disposal of assets	4.8	3.4	0.9	-	0.5
Share of profit of associates	(9.4)	(4.0)	(2.7)	(0.4)	(2.3)
EBITDA¹	882.3	239.6	244.7	213.0	185.0
Cost / (income) associated with the Viasat Transaction	33.2	-	(1.7)	-	34.9
Viasat Integration Costs	41.7	7.1	13.2	15.2	6.2
Adjusted EBITDA	957.2	246.7	256.2	228.2	226.1

	Twelve Months Ended March 31, 2023	Three Months Ended March 31, 2023	Three Months Ended December 31, 2022	Three Months Ended September 30, 2022	Three Months Ended June 30, 2022
(\$ in millions)					
Profit for the Period	151.2	50.5	43.6	36.9	20.2
Taxation charge	50.1	20.9	16.0	8.1	5.1
Net financing costs	98.6	16.4	24.8	27.2	30.2
Depreciation and amortisation	594.5	146.6	146.9	150.2	150.8
Impairment loss	0.5	-	0.5	-	-
Loss on disposal of assets	6.5	2.7	3.0	0.3	0.5
Share of profit of associates	(8.8)	(1.7)	(2.5)	(2.0)	(2.6)
EBITDA	892.6	235.4	232.3	220.7	204.2
Cost associated with the Viasat Transaction	46.6	28.0	5.3	7.4	5.9
Adjusted EBITDA	939.2	263.4	237.6	228.1	210.1