FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT | OF CHANGES | IN BENEFICIAL | OWNERSHIP |
|-----------|------------|---------------|------------------|

| OMB APPRO | VAL |
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* JONES HUGH W | | | | 2. Issuer Name and Ticker or Trading Symbol Gogo Inc. [GOGO] | | | | | | (Ch | Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | |
|--|--|------------|--|---|---|-----------------|----------|--|--------------------|-------------------------|---|---|---|----------------------------|--|--|
| (Last) 111 N. C. | (First) (Middle) ANAL STREET, STE 1500 | | | | 3. Date of Earliest Transaction (Month/Day/Year) 06/28/2019 | | | | | | | Officer (give title Other (specify below) below) | | | | |
| (Street) CHICAC | | | 60606 (Zip) | 4.1 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | Lin | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | |
| Date | | | nsaction th/Day/Ye | Execution Date, | | Code (Instr. 5) | | | Benefici | es ally Following | 6. Owner Form: D (D) or Ir (I) (Insti | Direct c ndirect E r. 4) (| 7. Nature of Indirect Beneficial Ownership Instr. 4) | | | |
| | | | | | | Code V | ' Amount | (A) o | Price | Transac (Instr. 3 | ction(s) | | | instr. 4) | | |
| | | Т | able II - Deri (e.g. | | | | | uired, Dis s, options | | | | / Owned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | | 3A. Deemed Execution Date, if any (Month/Day/Year | ate, Transact Code (In | | | | 6. Date Exerc Expiration D (Month/Day/ | ate | e Amount of | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficially Owned Following Reported Transactio (Instr. 4) | y O F D oi (!) | 0. wwnership orm: irect (D) r Indirect) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | | |
| Deferred Share Units | (1) | 06/28/2019 | | A | | 7,537 | | (1) | (1) | Common Stock | 7,537 | \$0.00 | 38,000 | | D | |
| Options (Right to Buy) | \$3.98 | 06/28/2019 | | A | | 8,271 | | 06/28/2019 | 06/28/2029 | Common Stock | 8,271 | \$0.00 | 8,271 | | D | |

Explanation of Responses:

1. Deferred stock units that are settled in shares of common stock 90 days after the director ceases service as a director.

Remarks:

/s/ Margee Elias, Attorney-in-07/02/2019 Fact for Hugh W. Jones

** Signature of Reporting Person

Date

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

- * If the form is filed by more than one reporting person, see Instruction 4 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.