SEC Form 4	
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
OMB Number: 3235-0287
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hours per response:	0.5

1 Indific and Address of Reporting Leson			2. Issuer Name <b>and</b> Ticker or Trading Symbol Gogo Inc. [ GOGO ]		5. Relationship of Reporting Person(s) to Issue (Check all applicable) Director 10% Owne				
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/26/2019	х	Officer (give title below) President, BA div	Other (specify below) vision			
(Street) CHICAGO	IL	60606	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	dual or Joint/Group Filing ( Form filed by One Report Form filed by More than (	ting Person			
(City)	(State)	(Zip)			Person				

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed Of (D) (Instr. 3, 4 and Code (Instr. 5)				5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	05/26/2019		М		950	A	(1)	8,811	D	
Common Stock	05/26/2019		F		275	D	\$5.41	8,536	D	
Common Stock	05/26/2019		М		875	A	(1)	9,411	D	
Common Stock	05/26/2019		F		253	D	\$5.41	9,158	D	

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		5. Nu of Deriv Secu Acqu (A) of Dispo of (D) (Instr and 5	rative rities ired r osed . 3, 4	6. Date Exerc Expiration Da (Month/Day/N	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)	05/26/2019		М			950	(2)	(2)	Common Stock	950	\$0.00	0	D	
Restricted Stock Units	(1)	05/26/2019		М			875	(3)	(3)	Common Stock	875	\$0.00	875	D	

Explanation of Responses:

1. Restricted stock units convert into common stock on a one-for-one basis.

2. On May 26, 2015, the reporting person was granted 3,800 restricted stock units, vesting in four equal annual installments on the first four anniversaries of May 26, 2016.

3. On June 24, 2016, the reporting person was granted 3,500 restricted stock units, vesting in four equal annual installments on the first four anniversaries of May 26, 2016.

**Remarks:** 

<u>/s/ Margee Elias, Attorney-in-Fact for Sergio A. Aguirre</u>

05/28/2019

\*\* Signature of Reporting Person

Date

 $\label{eq:resonance} \ensuremath{\mathsf{Report}}\xspace{0.5ex} \text{on a separate line for each class of securities beneficially owned directly or indirectly.}$ 

 $^{\ast}$  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.