FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | | |
|------------------------|-----------|--|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | | |
| Estimated average burd | len | | | | | | | | | |
| hours per response: | 0.5 | | | | | | | | | |

| | Check this box if no longer subject to |
|---|--|
|) | Section 16. Form 4 or Form 5 |
| J | 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 | | | | <u>G</u> | 2. Issuer Name and Ticker or Trading Symbol Gogo Inc. [GOGO] | | | | | | | | Check all appli | cable) or | Person(s) to Issue 10% Own Other (spe | | er | |
|--|---|------------|--|--|---|-------|-----|---|---|---------|--|--|--|--|---|--------------------|---|--|
| (Last) (First) (Middle) 111 N. CANAL STREET, STE 1500 | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/30/2018 | | | | | | | | Officer (give title Other (s below) below) | | | | echy | |
| (Street) CHICAGO IL 60606 (City) (State) (Zip) | | | | _ | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 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-Deriva 1. Title of Security (Instr. 3) 2. Transac Date (Month/Da | | | | nsaction | ction 2A. Deemed Execution Date, | | | 3. Transac Code (Ir 8) | ransaction ode (Instr. 3, 5) Disposed Of (D) (Instr. 3, 5) | | | ed (A) or str. 3, 4 a | 5. Amount of 4 and Securities Beneficially Owned Following Reported | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | Nature Indirect eneficial wnership estr. 4) | |
| | 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 | | 3A. Deemed Execution Date, if any (Month/Day/Year | 4. Transaction Code (Instr 8) | | | | 6. Date Exe Expiration I (Month/Day | Date | e and | 7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficially Owned Following Reported Transactior (Instr. 4) | Owner Form: Direct or Indi (I) (Ins | ship (D) ect | Beneficial Ownership ct (Instr. 4) | |
| | | | | Code | v | (A) | (D) | Date Exercisable | | iration | Title | Amount or Number of Shares | | | | | | |
| Deferred Share Units | (1) | 03/30/2018 | | A | | 2,027 | | (1) | | (1) | Common Stock | 2,027 | \$0.00 | 10,959 | D | | | |
| Options (Right to Buy) | \$8.63 | 03/30/2018 | | A | | 4,374 | | 03/30/2018 | 03/3 | 0/2028 | Common Stock | 4,374 | \$0.00 | 4,374 | D | | | |

Explanation of Responses:

1. Deferred Share 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-Fact for Hugh W. Jones 04/03/2018

** 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.