FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| washington, D.C. 20040 |  |
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| OMB APPROVAL |            |         |  |  |  |  |  |  |
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| lì           | OMD Number | 2225 02 |  |  |  |  |  |  |

0287 Estimated average burden hours per response 0.5

## 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 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person (Check all applicable) Gogo Inc. [ GOGO ] CRANDALL ROBERT L X Director 10% Owner Other (specify Officer (give title 3. Date of Earliest Transaction (Month/Day/Year) (Last) (First) (Middle) below) below) 12/29/2017 5016 SW INVERNESS COURT 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable 01/03/2018 Line) (Street) Form filed by One Reporting Person 34990 PALM CITY FLForm filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature of Date (Month/Day/Year) Execution Date, Form: Direct Indirect Beneficial Beneficially (D) or Indirect if any Code (Instr. 5) Ownership (Instr. 4) (Month/Day/Year) 8) Owned Following (I) (Instr. 4) Reported (A) or (D) Transaction(s) Code Amount Price (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned nute calle warrante

| 1   | (e.g., puts, calls, warrants, options, convertible securities)        |  |   |                              |   |                      |     |  |                    |   |  |   |  |  |  |
|---|---|--|---|------------------------------|---|----------------------|-----|--|--------------------|---|--|---|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | Derivative           |     | rative Expiration Date (Month/Day/Year) irired (A) spoosed (Instr. |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code                         | v | (A)                  | (D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   | Transaction(s)<br>(Instr. 4)   |  |  |
| Options<br>(Right to<br>Buy)                        | \$11.28   | 12/29/2017                                 |   | A                            |   | 3,477 <sup>(1)</sup> |     | 12/29/2017   | 12/29/2027         | Common<br>Stock   | 3,477(1)                               | \$0.00  | 3,477 <sup>(1)</sup>   | D  |  |

## **Explanation of Responses:**

1. Due to an administrative error, the original Form 4 filed on January 3, 2018 incorrectly stated the number of shares underlying the options granted to the reporting person.

## Remarks:

/s/ Margee Elias, Attorney-in-Fact for Robert L. Crandall

01/12/2018

\*\* 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.