## SEC Form 4

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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

| OMB Number:         | 3235-0287 |
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|-------------------------------------|
| 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

| 1. Name and Adda<br>CRANDAL | 1 6                     |                     |                        | 2. Issuer Name <b>and</b><br>Gogo Inc. [Go |                   | ling Symbol                                                       |                                                       | tionship of Repo<br>all applicable)<br>Director | • • • •                        | to Issuer<br>% Owner     |  |
|-----------------------------|-------------------------|---------------------|------------------------|--------------------------------------------|-------------------|-------------------------------------------------------------------|-------------------------------------------------------|-------------------------------------------------|--------------------------------|--------------------------|--|
| (Last)<br>111 N. CANA       | (First)<br>L STREET, ST | (Middle)<br>TE 1400 |                        | B. Date of Earliest T<br>05/10/2021        | ransaction (M     | onth/Day/Year)                                                    |                                                       | Officer (give ti<br>below)                      |                                | ner (specify<br>low)     |  |
|                             |                         |                     |                        | I. If Amendment, Da                        | ate of Original   | Filed (Month/Day/Year)                                            | 6. Individual or Joint/Group Filing (Check Applicable |                                                 |                                |                          |  |
| (Street)<br>CHICAGO         | IL                      | 60606               | 6                      |                                            |                   |                                                                   | Line)<br>X                                            |                                                 | One Reporting<br>More than One |                          |  |
| (City)                      | (State)                 | (Zip)               |                        |                                            |                   |                                                                   |                                                       | Person                                          | more than one                  | reporting                |  |
|                             |                         | Table I - N         | Non-Derivativ          | ve Securities A                            | Acquired,         | Disposed of, or Benef                                             | icially                                               | Owned                                           |                                |                          |  |
| 1. Title of Securit         | ty (Instr. 3)           |                     | 2. Transaction<br>Date | 2A. Deemed<br>Execution Date,              | 3.<br>Transaction | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and |                                                       | . Amount of<br>ecurities                        | 6. Ownership<br>Form: Direct   | 7. Nature of<br>Indirect |  |

|              | (Month/Day/Year) if a | Execution Date,<br>if any<br>(Month/Day/Year) | Transa<br>Code (<br>8) |   | Disposed Of | (D) (Insi     |             | Securities<br>Beneficially<br>Owned<br>Following | Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--------------|-----------------------|-----------------------------------------------|------------------------|---|-------------|---------------|-------------|--------------------------------------------------|------------------------------------------------------|---------------------------------------------------|
|              |                       |                                               | Code                   | v | Amount      | (A) or<br>(D) | Price       | Reported<br>Transaction(s)<br>(Instr. 3 and 4)   |                                                      |                                                   |
| Common Stock | 05/10/2021            |                                               | Р                      |   | 50,000      | A             | \$11.439(1) | 78,934                                           | <b>I</b> <sup>(2)</sup>                              | By Limited<br>Partnership                         |

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (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) |   | Secu<br>Acqu<br>(A) of<br>Dispo<br>of (D) | vative<br>rities<br>lired<br>r<br>osed<br>)<br>r. 3, 4 | Expiration Date<br>(Month/Day/Year)<br>ised<br>3, 4 |                    |       |                                        | unt of<br>rities<br>rlying<br>ative<br>rity (Instr. | 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<br>Transaction(s)<br>(Instr. 4) | Ownership<br>Form: | 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 |                                                     |                                                     |                                                                                                                            |                    |                                                                    |

#### Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$11.40 to \$11.45, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.

2. Shares are held directly by RJC Investments Ltd., a Texas Limited Partnership.

### **Remarks:**

<u>/s/ Margee Elias, Attorney-in-</u> <u>Fact for Robert L. Crandall</u> <u>tt Ciracture of Poperties Popert</u>

\*\* Signature of Reporting Person Date

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

 $\star$  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.