$\square$ 

Deferred

Options (Right to Buy)

**Remarks:** 

(1)

\$11.81

Explanation of Responses:

Share Units

## 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						
Estimated average bur	den						
hours per response.	0.5						

1. Name and Address of Reporting Person <sup>*</sup> LEMAY RONALD T					2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Gogo Inc.</u> [GOGO]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
							-							X Directo	or		10% Ov	/ner	
(Last)	(F	irst)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 09/29/2017									Officer (give title below)			Other (s below)	pecify	
111 N. C	CANAL STI	REET, STE 1500	)																
				4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)							
(Street) CHICAC	50 II		60606											X Form	filed by On	e Rep	orting Perso	n	
			00000											Form filed by More than One Reporting Person				rting	
(City)	(S	itate)	(Zip)																
		Tab	le I - Non	-Deriva	ative Se	curities Ac	cqui	ired,	Disp	osed o	of, o	or Bene	ficial	ly Owned	d				
1. Title of Security (Instr. 3) 2. Transa Date (Month/D				Execution Date,			, Transaction Disposed Code (Instr. 5)			irities Acquired (A) ed Of (D) (Instr. 3, 4			Benefic Owned	es ially Following	Form (D) o	r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
						6	Code	v	Amount		(A) or (D)	Price	Reporte Transac (Instr. 3	action(s)		ľ	(Instr. 4)		
		Т				urities Acc s, warrants								Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	n Date, Transac Code (Ir			Expiration Date (Month/Day/Year)				Ame Sec Und Deri	itle and ount of curities derlying ivative Se str. 3 and		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	s Ily I	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

Date Exercisable

(1)

09/29/2017

Expiration

(1)

09/29/2027

Title

Common

Stock

Common

Stock

Date

/s/ Margee Elias, Attorney-in-Fact for Ronald T. LeMay

Amount or Number

of Shares

2,011

4,601

\$0.00

\$0.00

10/03/2017

26,312

4,601

D

D

\*\* Signature of Reporting Person Date

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

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

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

09/29/2017

09/29/2017

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Code v

A

Α

(A)

2,011

4,601

(D)

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.