FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

vvasnir	igion,	D.C.	20549	

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

OMB APPR	OVAL
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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

1. Name and Address of Reporting Person*  CRANDALL ROBERT L			2. Issuer Name and Ticker or Trading Symbol Gogo Inc. [ GOGO ]						Relationship Check all appli X Direct	•						
(Last) (First) (Middle) 111 N. CANAL STREET, STE 1500			3. Date of Earliest Transaction (Month/Day/Year) 09/30/2020							Office below	give title (		Other (s below)	pecify		
(Street) CHICAC			60606 (Zip)	_ 4. I	If Amer	ndment,	Date	of Original Fil	ed (Month/D	ay/Year)			filed by One	e Repo	orting Perso	n
		Tab	le I - Non-Deri	vative	e Sec	uritie	s Ac	quired, D	sposed o	of, or Be	neficia	ally Owne	d			
1. Title of Security (Instr. 3)  2. Transa Date (Month/D			Execution Date		Code (Instr. 5)		ed (A) or etr. 3, 4 ar	5. Amount of Securities Beneficially Owned Following Reported		Form (D) o	n: Direct r Indirect istr. 4)	7. Nature of Indirect Beneficial Ownership Instr. 4)				
								Code V	Amount	(A) or (D)	Price	Tronco	tion(s)			,
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  (e.g., puts, calls, warrants, options, convertible securities)																
1		•														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)			calls		ants ber tive ties ed		converti		rities)	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	3. Transaction Date	(e.g., 3A. Deemed Execution Date, if any	4. Transa Code (	calls	5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr.:	ants ber tive ties ed	6. Date Exerc Expiration Da	converti	7. Title and Amount of Securities Underlying Derivative	rities)	8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficiall Owned Following Reported Transactio	ly	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership
Derivative Security	Conversion or Exercise Price of Derivative	3. Transaction Date	(e.g., 3A. Deemed Execution Date, if any	outs, 4. Transa Code ( 8)	calls action (Instr.	5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	ants ber tive ties ed sed 3, 4	6. Oate Exerc Expiration Da (Month/Day/N	converti isable and ite ear)	7. Title am Amount of Securities Underlyin Derivative (Instr. 3 ar	Amount or Number of	8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficiall Owned Following Reported Transactio	on(s)	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership

## **Explanation of Responses:**

- 1. Each deferred share unit represents the contingent right to receive one share of the Company's common stock.
- 2. These deferred share units were granted on September 30, 2020, and are scheduled to vest on September 30, 2021, subject to the director's continued service on the Company's board of directors. The deferred share units will be settled in shares of the Company's common stock following the director's termination of service on the Company's board of directors
- 3. These options were granted on September 30, 2020, and are scheduled to vest on September 30, 2021, subject to the director's continued service on the Company's board of directors.

## Remarks:

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

10/02/2020

Date

\*\* Signature of Reporting Person

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.