SEC Form 4	
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FORM 4

obligations may continue. See

Instruction 1(b)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL							
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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

5016 SW INVERNESS COURT (Street) PALM CITY FL 3	34990 Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv X	ridual or Joint/Group Filing Form filed by One Repo Form filed by More thar	,
5016 SW INVERNESS COURT (Street)	34990	4. If Amendment, Date of Original Filed (Month/Day/Year)		Form filed by One Repo	orting Person
	Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/10/2016		Officer (give title below)	Other (specify below)
1. Name and Address of Reporting Person* <u>CRANDALL ROBERT L</u>		2. Issuer Name and Ticker or Trading Symbol <u>Gogo Inc.</u> [GOGO]		tionship of Reporting Pers all applicable) Director	on(s) to Issuer 10% Owner

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

 Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
		Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

					,	,		, opnone,			,				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		5. Number Derivative Securities Acquired or Dispose of (D) (Ins 4 and 5)	(A) ed	6. Date Exerc Expiration Da (Month/Day/Y	ate	of Securities Underlying Derivative		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
3.75% Senior Convertible Notes due 2020	\$ 23.85	08/10/2016		Р		\$500,000		(1)	03/01/2020	Common Stock	20,964 ⁽²⁾	\$372,500 ⁽³⁾	\$500,000	D	
3.75% Senior Convertible Notes due 2020	\$ 23.85	08/11/2016		Р		\$500,000		(1)	03/01/2020	Common Stock	20,964 ⁽²⁾	\$374,375 ⁽³⁾	\$1,000,000	D	
3.75% Senior Convertible Notes due 2020	\$23.85	08/11/2016		р		\$500,000		(1)	03/01/2020	Common Stock	20,964 ⁽²⁾	\$374,375 ⁽³⁾	\$500,000	I ⁽⁴⁾	By Limited Partnership

Explanation of Responses:

1. The 3.75% senior convertible notes due 2020 become convertible on December 1, 2019 or earlier upon certain events.

2. The 3.75% senior convertible notes due 2020 are convertible into common stock at a conversion price equal to \$23.85 per share of the issuer's common stock, subject to adjustment in certain events.

3. Represents the aggregate purchase price for the 3.75% senior convertible notes due 2020.

4. Reflects shares held by Crandall Family Investments Ltc, a Texas Limited Partnership. Mr. Crandall disclaims beneficial ownership of such shares, except to the extent of any pecuniary interest.

Remarks:

<u>/s/ Margee Elias, Attorney-in-</u> Fact for Robert L. Crandall	<u>08/1</u>
** Signature of Reporting Person	Date

08/12/2016

** Signature of Reporting Person

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.

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