FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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

Name and Address of Reporting Person*  JONES HUGH W					2. Issuer Name and Ticker or Trading Symbol Gogo Inc. [ GOGO ]							Relationship heck all appli X Directo	cable)	g Pers	son(s) to Iss 10% Ov	
(Last) (First) (Middle) 111 N. CANAL STREET, STE 1500					3. Date of Earliest Transaction (Month/Day/Year) 12/31/2020							Officer below)	(give title		Other (s below)	specify
(Street) CHICAGO IL 60606  (City) (State) (Zip)				4. I	4. If Amendment, Date of Original Filed (Month/Day/Year)							Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person				
		Tab	le I - Non-Dei	ivative	e Sec	uritie	s Ac	cquired, D	isposed o	of, or Be	neficia	lly Owne	t			
1. Title of Security (Instr. 3)			Date	Date (Month/Day/Year)		2A. Deemed Execution Date if any (Month/Day/Yea		e, Transaction Disp Code (Instr. 5)		rities Acquired (A) ed Of (D) (Instr. 3, 4		Benefici Owned Reporte	es ially Following d	Form:	: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code V	Amount	(A) or (D)	Price	Transac (Instr. 3	tion(s) and 4)			
I										1 ' '		Ι,	· · · · · ·			
		7	able II - Deriv					uired, Dis s, options,				y Owned	<u> </u>		·	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)			calls action		nber tive ities red sed		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	3A. Deemed Execution Date, if any	4. Transa Code (	action (Instr.	5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr.:	nber tive ities red sed	6. Date Exerc	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	3A. Deemed Execution Date, if any	puts, 4. Transa Code (	action (Instr.	5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr.: and 5)	nber ntive ities red sed 3, 4	6. Date Exerc Expiration Da (Month/Day/N	converti	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 December 31, 2020, and are scheduled to vest on December 31, 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 December 31, 2020, and are scheduled to vest on December 31, 2021, subject to the director's continued service on the Company's board of directors.

## Remarks:

/s/ Margee Elias, Attorney-in-Fact for Hugh W. Jones

01/05/2021

\*\* Signature of Reporting Person D

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.