GOGO INC.

CHARTER OF THE NOMINATING AND
CORPORATE GOVERNANCE COMMITTEE

Amended October 14, 2026

Purposes

The Board of Directors (the "**Board**") of Gogo Inc. (the "**Company**"), pursuant to the Company's amended and restated bylaws (the "**Bylaws**"), as the same may be amended from time to time, has determined that the Nominating and Corporate Governance Committee of the Board shall assist the Board in fulfilling certain of the Board's oversight responsibilities. The Board has adopted this Nominating and Corporate Governance Committee Charter (this "**Charter**") to establish the governing principles of the Nominating and Corporate Governance Committee (the "**Committee**").

The Committee provides an independent and objective perspective in assisting the Board in fulfilling its responsibilities by (i) identifying individuals qualified and suitable to become Board members consistent with criteria approved by the Board (including individuals proposed by stockholders) and recommending to the Board the director nominees for each annual meeting of stockholders, (ii) developing and recommending to the Board a set of corporate governance guidelines applicable to the Company, (iii) the establishment, modification, or dissolution of any committee, (iv) reviewing the composition of the Board and its committees to determine whether it may be appropriate to add or remove individuals, (v) reviewing and evaluating current directors for re-nomination to the Board or re-appointment to any Board committee, (vi) overseeing the self-evaluation of the Board, (vii) periodically establishing and reviewing succession plans for the Chief Executive Officer ("**CEO**"), other "executive officers" within the meaning of Rule 3b-7 issued by the Securities and Exchange Commission (the "**SEC**") and "officers" within the meaning of Rule 16a-1(f) issued by the SEC (such executive officers and officers, together with the CEO, "**Officers**") of the Company as the Committee may identify and (viii) overseeing and reviewing the Company's environmental and social strategy.

Composition

The Committee shall be composed of two or more directors, each of whom will be an "independent director" as required by the rules of The NASDAQ Stock Market ("**Nasdaq**") and the SEC. The members of the Committee shall be appointed by the Board, subject to annual

reconfirmation, and shall serve until such member's successor is duly elected and qualified or until such member's earlier resignation or removal. The members of the Committee may be removed, with or without cause, by a majority vote of the Board. The Committee shall have the authority to establish subcommittees and to delegate any of its responsibilities to such subcommittees as the Committee may deem appropriate, provided the subcommittees are composed entirely of directors satisfying the foregoing independence standards.

Unless a Chair of the Committee is elected by the full Board, the members of the Committee shall designate a Chair by majority vote of the full Committee. The Chair will chair all regular sessions of the Committee and will, with input from other members of the Committee, and where appropriate, management, set the agenda for the Committee meetings.

Meetings and Operations

The Committee shall meet at least annually and additionally as circumstances dictate. Meetings of the Committee shall be at such times and places as determined by the Committee Chair and may be held in person, telephonically or virtually or a hybrid thereof, or by written consent. Briefing materials will be provided to the Committee as far in advance of meetings as is practicable. A majority of the members present shall constitute a quorum and a majority of the members present shall decide any matter brought before the Committee. All non-management members of the Board who are not members of the Committee may attend meetings of the Committee but may not vote. The Committee may invite to its meetings any management or other personnel of the Company, or any third parties, as it deems appropriate in order to carry out its responsibilities. When desirable, the Committee shall meet in executive session outside of the presence of any non-Committee member. In the event the number of Committee members voting in favor of a proposal and the number of Committee members voting against such proposal are equal, the proposal shall be submitted to a vote of the Board, subject to applicable law and rules of the SEC and Nasdaq.

As provided in this Charter, the Company's Bylaws or as required by law or regulation the Committee shall set its own rules of procedure. Minutes shall be kept at each meeting of the Committee.

The Committee will have the sole authority, without further approval by the Board, to select, retain, and terminate, as it deems necessary or advisable, a consultant or search firm to be used to identify director candidates and to approve any compensation payable by the Company to such consultant or search firm, including the fees, terms and other conditions for the performance of such services. The Committee shall have the authority to retain a consultant,

search firm, legal or other advisors for this or any other purpose, including the authority to approve the fees payable to such advisors and any other terms of retention. The Company shall provide appropriate funding, as determined by the Committee in its sole authority, for payment of compensation to such advisors and for payment of ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties. Any consultant, search firm, legal or other advisor retained by the Committee shall meet any applicable independence requirements imposed by Nasdaq or applicable law. Any consultant, search firm, legal or other advisor engaged or retained by the Committee may, but need not, be otherwise engaged by the Company for any other purpose consistent with such independence requirements. The Committee shall be given full access to the Company's management, personnel and independent auditors as necessary to carry out these responsibilities. While acting within the scope of its stated purpose, the Committee shall have the authority of the Board.

Responsibilities and Duties

The Committee's duties and responsibilities shall include the matters enumerated below, as well as such other matters as may be delegated to the Committee by the Board from time to time:

i. The Committee will recommend to the Board appropriate criteria for the selection of new directors and will periodically review the criteria adopted by the Board and, if deemed desirable, recommend to the Board changes to such criteria. The Board values a balance of knowledge, skills, backgrounds and perspectives among its members, and when conducting a search, the Committee will endeavor to include individuals who would contribute to this desired balance to the Board in the qualified pool from which Board candidates are chosen. From time to time stockholders, prospective candidates or other third parties may present an individual to the Committee for consideration, in which case, if such individual meets the criteria for membership and is expected to make significant contributions to the Company, the Committee may recommend such individual for election to the Board without conducting a search.

ii. The Committee will identify and recommend to the Board candidates the Committee believes are qualified and suitable to become members of the Board consistent with criteria for selection of new directors adopted from time to time by the Board (taking into account any standards required under law or Nasdaq rules); and recommend to the Board the nominees to stand for election as directors at each annual meeting of stockholders or, if applicable, at any special meeting of stockholders. In the case of a vacancy in the office of a director (including a vacancy created by an increase in the size of the Board), the Committee will recommend to the Board an individual to fill such vacancy through appointment by a majority of

the Company's directors. The Committee will also evaluate directors for renomination to the Board and in doing so, assess the performance of such directors and consider the factors in paragraph (i) above and any other factors it deems appropriate, including without limitation, the Company's corporate governance guidelines.

iii. The Committee will identify Board members qualified to fill vacancies on any committee of the Board (including the Committee) and recommend that the Board appoint the identified member or members to the respective committee. In recommending a member for committee membership, the Committee will take into consideration the factors set forth in the charter of the committee, as well as the factors in paragraph (i) above any other factors it deems appropriate, including without limitation, the Company's corporate governance guidelines, the consistency of the member's experience with the goals of the committee and the interplay of the member's experience with the experience of the other committee members. The Committee will also evaluate current directors for re-appointment to committees of the Board and in doing so, assess the performance of such directors.

iv. The Committee will consider, and recommend to the Board whether to accept or reject, a tendered director resignation, where a director is required under the Company's corporate governance guidelines to tender their resignation from the Board upon (A) ceasing to be employed by their principal employer, (B) commencing employment by a new principal employer, (C) while remaining employed by the same principal employer, undergoing a significant change in their position or employment responsibilities, (D) if an independent director, ceasing to qualify as such, or (E) if a nominee for director in an uncontested election for director, receiving a greater number of votes "withheld" from their election than votes "for" their election.

v. The Committee will periodically review the size of the Board and make recommendations to the Board from time to time as to changes in the size of the Board that the Committee believes to be desirable. The Committee will periodically review the composition of the Board and its committees in light of the then current needs of the Board, considering issues of judgment, ethics, integrity, record of professional accomplishment, time available (including memberships on other boards) and competencies, as well as any standards required under law or Nasdaq rules, and may also consider rotation of committee members and committee chairs.

vi. The Committee will oversee the system of corporate governance of the Company, including:

a. periodically reviewing the adequacy of the Company's certificate of incorporation or Bylaws and recommending to the Board, as conditions dictate, proposed amendments to the certificate of incorporation or Bylaws;

b. developing and recommending to the Board a set of corporate governance guidelines for the Company;

c. reviewing and reassessing the adequacy of such corporate governance guidelines periodically;

d. to the extent in accordance with the corporate governance guidelines, reviewing the Board's leadership structure and recommending changes to the Board as appropriate;

e. recommending to the Board for approval any such changes to the corporate governance guidelines as the Committee believes are appropriate. The Committee will oversee compliance with the Company's corporate governance guidelines and report on such compliance to the Board and review and approve any requests for waivers of such guidelines.

vii. The Committee will nominate officers of the Board for election by the Board.

viii. The Committee will review and make recommendations to the Board regarding the directors' and officers' insurance policies and indemnification and related matters.

ix.. The Committee will develop and periodically review and revise as appropriate, a succession plan for the CEO (including without limitation a plan for emergency situations) and such other Officers as the Committee may from time to time determine.

x. The Committee will review and oversee director orientation and continuing education programs.

xi. The Committee will oversee and periodically review and assess the Company's operations, policies, programs, initiatives, reporting and strategy regarding environmental and social issues.

xii. The Committee will report regularly to the Board on all matters charged to the responsibility of the Committee. The report to the Board may be in writing, by submission of Committee minutes and consents or take the form of an oral report by the Chair of the Committee or any other member of the Committee designated by the Committee to make this report.

xiii. The Committee will exercise such other powers and perform such other duties and responsibilities as are incidental to the purposes, duties and responsibilities specified herein and as may from time to time be delegated to the Committee by the Board.

Annual Performance Evaluation

The Committee shall perform a review and evaluation, periodically, of its performance and its members, including reviewing the compliance of the Committee with this Charter. In addition, the Committee shall review and reassess, periodically, the adequacy of this Charter and recommend to the Board any improvements to this Charter that the Committee considers necessary or valuable. Nothwithstanding the foregoing, executive management may make ministerial or other non-material changes to this Charter from time to time as needed, subject to the approval of the Chair of the Committee. The Committee shall be informed of such changes at its next regularly scheduled meeting.