FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

vvasinington, D.C. 20

OMB APPRO	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*  THORNE OAKLEIGH					2. Issuer Name and Ticker or Trading Symbol Gogo Inc. [ GOGO ]										ck all applic	able)	g Pers	on(s) to Issu 10% Ow		
(Last)	(Firs Γ ST., P.O.	, ,	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 03/04/2022									X	below)	(give title  President	t and	Other (s below) CEO	pecify	
(Street) MILLBRO	OOK NY	· 1	2545		4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	X Form filed by One Reporting Person Form filed by More than One Reporting						
(City)	(Sta	ite) (Ž	Zip)		Person															
		Tabl	e I - No	n-Deriv	ative	Sec	uritie	es Acc	quired,	Dis	posed o	f, or Be	nefi	cially	<b>Owned</b>					
[				2. Transaction Date (Month/Day/Year)		Ex ) if a	2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Dispose Code (Instr. 5)		Disposed	ies Acquir Of (D) (Ins			5. Amoun Securities Beneficia Owned Fo	s Ily	Form (D) o	: Direct   I r Indirect   I str. 4)   (	7. Nature of Indirect Beneficial Ownership	
							v	Amount	ınt (A) or (D)		ice	Reported Transaction(s) (Instr. 3 and 4)				Instr. 4)				
Common Stock				03/04	03/04/2022				М		6,624	A		(1)	278,197			D		
Common S	Stock														1 100 1 1 1				By Spouse	
Common Stock														25,924,	25,924,803(2)(3)		I 1	By LLC		
		Ta									osed of, onvertib				Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deen Executio if any (Month/D	n Date,	4. Transaction Code (Instr. 8)		n of		6. Date Exercis Expiration Date (Month/Day/Yea		е	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	s s illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	or	ount nber ıres						
Restricted Stock Units	(1)	03/04/2022			M			3,312	(4)		(4)	Common Stock	3,3	312	\$0.00	0		D		
Performance Restricted	(1)	03/04/2022			М			3,312	(5)		(5)	Common Stock	3,3	312	\$0.00	0		D		

## **Explanation of Responses:**

- 1. Restricted stock units convert into common stock on a one-for-one basis.
- 2. Reflects 25,785,267 shares of common stock held directly by Thorndale Farm Gogo, LLC. Thorndale Farm, Inc. is the managing member of Thorndale Farm Gogo, LLC. Mr. Thorne, as the chief executive officer of Thorndale Farm, Inc., may be deemed to have beneficial ownership of the shares of common stock held by Thorndale Farm, Inc. Mr. Thorne disclaims beneficial ownership of such shares of common stock except to the extent of any pecuniary interest therein and this report shall not be deemed an admission that Mr. Thorne is a beneficial owner of such shares of common stock for purposes of Section 16 or for any other purpose.
- 3. Reflects 139,536 shares of common stock held directly by OAP, LLC. As the managing member of OAP, LLC, Mr. Thorne may be deemed to have beneficial ownership of the shares of common stock held by OAP, LLC. Mr. Thorne disclaims beneficial ownership of such shares of common stock except to the extent of any pecuniary interest therein and this report shall not be deemed an admission that Mr. Thorne is a beneficial owner of such shares of common stock for purposes of Section 16 or for any other purpose.
- 4. On March 4, 2018, the reporting person was granted 13,250 restricted stock units, vesting in four equal annual installments on the first four anniversaries of March 4, 2018, subject to continued employment with the Company.
- 5. Following the elimination of the performance conditions for these restricted stock units by the Compensation Committee of the Company, these restricted stock units provided for vesting in four annual installments beginning on the first anniversary of March 4, 2018, subject to continued employment with the Company.

## Remarks:

/s/ Margee Elias, Attorney-in-Fact for Oakleigh Thorne \*\* Signature of Reporting Person

03/08/2022

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.