FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

9	OMB APPROVAL					
EFICIAL OWNERSHIP	OMB Number:	3235-0				

STATEMENT OF CHANGES IN BEN

2. Issuer Name **and** Ticker or Trading Symbol

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)
Instruction 1(b).

1. Name and Address of Reporting Person*

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

		hours per respo	· ·	0.5				
	tionship of R	teporting Persor	n(s) to Issuer					
X	Director	,	10% Owner					
	Officer (giv below)	e title	Other (specify below)					

MAYES MICHELE COLEMAN				Gogo Inc. [GOGO]						Ι,	eck all appli X Directo	,		10% Ow	wner		
(Last)	•	rst) REET, STE 1400	(Middle)		3. Da 03/3			t Trar	nsaction (Mon	th/Day/Year)			Officer below)	(give title		Other (s below)	pecify
(Street) CHICAC		tate)	60606 (Zip)						of Original Fi	`		Line	X Form Form Perso	filed by One filed by More n	Report	ting Persor	n
Table I - Non-Deriva 1. Title of Security (Instr. 3) 2. Transa Date (Month/D				. Transac	ay/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 3. Tr. (Month/Day/Year)			3. Transacti Code (Ins	str. 5)			5. Amount of		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership Instr. 4)	
Derivative Conversion Date Security or Exercise (Month/Day Price of Derivative Conversion Date Conversion Date Conversion Date Conversion Conversion Date Conversion Date Conversion Date Conversion Conversion Date Conversion Conversion Date Conversion Conversion Conversion Date Conversion Conversion Date Conversion Conversion Date Conversion Conversion Conversion Date Conversion Conver		3. Transaction	(e.g., pu 3A. Deemed Execution Date, Tr		transaction code (Instr.) 5. Number of of of Educative (Securities Acquired		quired, Disposed of, or Benefic S, options, convertible securit 6. Date Exercisable and Expiration Date (Month/Day/Year) Gecurities Underlying Derivative Set (Instr. 3 and 4		rities)	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned	y D	.0. Dwnership Form: Direct (D) Or Indirect	Beneficial Ownership (Instr. 4)			
	Security					(A) or Disposed of (D) (Instr. 3, 4 and 5)		sposed (D) astr. 3, 4		Amount or Number		Following Reported Transactio (Instr. 4)	Ι.	l) (Instr. 4)	,		
Deferred Share	(1)	03/31/2021			ode \	,	(A) 4,011	(D)	Date Exercisable	Expiration Date	Title Common Stock	of Shares	\$0.00	103,326	6	D	
Options (Right to Buy)	\$9.66	03/31/2021			A		3,818		(3)	03/31/2031	Common Stock	3,818	\$0.00	3,818	\dagger	D	

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 March 31, 2021, and are scheduled to vest on March 31, 2022, 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 March 31, 2021, and are scheduled to vest on March 31, 2022, subject to the director's continued service on the Company's board of directors.

Remarks:

/s/ Margee Elias, Attorney-in-

Fact for Michele Coleman

04/02/2021

<u>Mayes</u>

** Signature of Reporting Person 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.