Edgar Filing: Gogo Inc. - Form 4

Gogo Inc. Form 4 May 28, 201	5									
FORM	1 /							-	PPROVAL	
	UNITEDS	STATES SECU Wa	RITIES A shington,			NGE	COMMISSION	OMB Number:	3235-0287	
Check the								Expires:	January 31,	
if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL				LOW	NERSHIP OF		Estimated average 2005			
Section 1							burden hou	irs per		
Form 4 o Form 5		uant to Section	16(a) of the	a Sacuriti	as Fr	zehan	The Λ of $103/$	response	0.5	
obligation	ns Section 17(a) of the Public U						m		
may cont See Instru	inue.	30(h) of the I	•	•				,11		
1(b).	iction .	~ /		1.	/					
(Print or Type F	Responses)									
CNA CLENANODNANI			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
	Gogo I	Gogo Inc. [GOGO]				(Check all applicable)				
(Last)	(First) (M	liddle) 3. Date of	of Earliest Tr	ansaction			(- /	
			Month/Day/Year)				Director 10% Owner X_ Officer (give title Other (specify			
1250 N. ARLINGTON HEIGHTS 05/26 ROAD, STE 500			26/2015				below) below)			
KOAD, STI	2 300						E	VP and CFO		
			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
			iled(Month/Day/Year)							
ITASCA, IL	. 60143						Form filed by I Form filed by I Person			
(City)	(State) (A	Zip) Tab	le I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficial	lly Owned	
1.Title of	2. Transaction Date		3.	4. Securi			5. Amount of	6. Ownership		
Security	(Month/Day/Year)	Execution Date, if	Transacti	onAcquired			Securities	Form: Direct	Indirect	
(Instr. 3)	any (Month/Day/Vear	CodeDisposed of (D)/Day/Year)(Instr. 8)(Instr. 3, 4 and 5)				Beneficially Owned	(D) or Indirect (I)	Beneficial Ownership		
(month/Day			$a_{3}(1 \operatorname{car})$ (insu. 6) (insu. 5, 4 and 5)			Following	(Instr. 4)	(Instr. 4)		
					(A)		Reported			
					or		Transaction(s) (Instr. 3 and 4)			
Common			Code V	Amount	(D)	Price	, , , , , , , , , , , , , , , , , , , ,			
Stock (1)	05/26/2015		А	8,200	А	\$0	22,200	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day	ate	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options (Right to Buy)	\$ 21.45	05/26/2015		А	64,600	(2)	05/26/2025	Common Stock	64,600

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
SMAGLEY NORMAN 1250 N. ARLINGTON HEIGHTS ROAD, STE 500 ITASCA, IL 60143			EVP and CFO			
Signatures						
/s/ Margee Elias, Attorney-in-Fact for Norman Smagley	0:	5/28/2015				
**Signature of Reporting Person		Date				
E-mlanation of December 2						

Explanation of Responses:

- * 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).
- (1) Includes restricted shares.
- (2) These options were granted on May 26, 2015 and are scheduled to vest and become exercisable in four equal annual installments on the first four anniversaries of the grant date, subject to continued employment of the Company.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.