
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 29, 2015

GOGO INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-35975
(Commission
File Number)

27-1650905
(IRS Employer
Identification No.)

111 North Canal, Suite 1500
Chicago, IL
(Address of principal executive offices)

60606
(Zip Code)

Registrant's telephone number, including area code:
312-517-5000

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01 REGULATION FD DISCLOSURE.

Representatives of Gogo Inc. (the "Company") will use the attached presentation in various meetings with investors from time to time, including on June 30, 2015, when Michael Small, Gogo's President and Chief Executive Officer and Norman Smagley, Gogo's Executive Vice President and Chief Financial Officer, will be participating in the NASDAQ Investor Program at 7:45 a.m. Central Daylight Time.

A copy of the investor presentation is attached hereto as Exhibit 99.1.

Item 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Investor Presentation

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GOGO INC.

By: /s/ Norman Smagley
Norman Smagley
Executive Vice President and
Chief Financial Officer

Date: June 29, 2015

99.1 Investor Presentation



Investor Presentation

June 30, 2015



SAFE HARBOR STATEMENT



This presentation contains "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934 that are based on management's beliefs and assumptions and on information currently available to management. Most forward-looking statements contain words that identify them as forward-looking, such as "anticipates," "believes," "continues," "could," "seeks," "estimates," "expects," "intends," "may," "plans," "potential," "predicts," "projects," "should," "will," "would" or similar expressions and the negatives of those terms that relate to future events. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause Gogo's actual results, performance or achievements to be materially different from any projected results, performance or achievements expressed or implied by the forward-looking statements. Forward-looking statements represent the beliefs and assumptions of Gogo only as of the date of this presentation and Gogo undertakes no obligation to update or revise publicly any such forward-looking statements, whether as a result of new information, future events or otherwise. As such, Gogo's future results may vary from any expectations or goals expressed in, or implied by, the forward-looking statements included in this presentation, possibly to a material degree.

Gogo cannot assure you that the assumptions made in preparing any of the forward-looking statements will prove accurate or that any long-term financial or operational goals and targets will be realized in particular the availability and performance of certain technology solutions yet to be implemented by the Company yet forth in this presentation represent aspirational long-term goals based on current expectations. For a discussion of some of the important factors that could cause Gogo's results to differ materially from those expressed in, or implied by, the forward-looking statements included in this presentation, investors should refer to the disclosure contained under the headings "Risk Factors" and "Cautionary Note Regarding Forward-Looking Statements" in the Company's Annual Report on Form 10-K filed with the SEC on February 27, 2015.

Note to Certain Operating and Financial Data

In addition to disclosing financial results that are determined in accordance with U.S. generally accepted accounting principles ("GAAP"), Gogo also discloses in this presentation certain non-GAAP financial information, including Adjusted EBITDA and Cash CapEx. These financial measures are not recognized measures under GAAP and when analyzing our performance or liquidity as applicable, investor should (i) use Adjusted EBITDA in addition to, and not as an alternative to, net loss attributable to common stock as a measure of operating results, and (ii) use Cash CAPEX in addition to, and not as an alternative to, consolidated capital expenditures when evaluating our liquidity.

In addition, this presentation contains various customer metrics and operating data, including numbers of aircraft on line that are based on internal company data, as well as information relating to the commercial and business aviation market, and our position within those markets. While management believes such information and data are reliable, they have not been verified by an independent source and there are inherent challenges and limitations involved in compiling data across various geographies and from various sources.

Advance aviation by connecting every aircraft with
the most trusted communications services on and
above our planet



LARGE GROWTH OPPORTUNITY

LEADING POSITION

EXPERIENCE & SCALE

HIGH BARRIERS TO ENTRY

ATTRACTIVE ECONOMICS

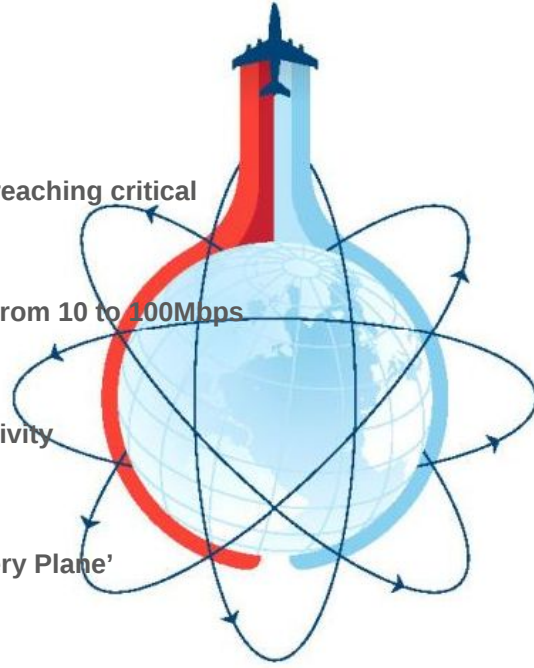




MARKET & COMPANY OVERVIEW

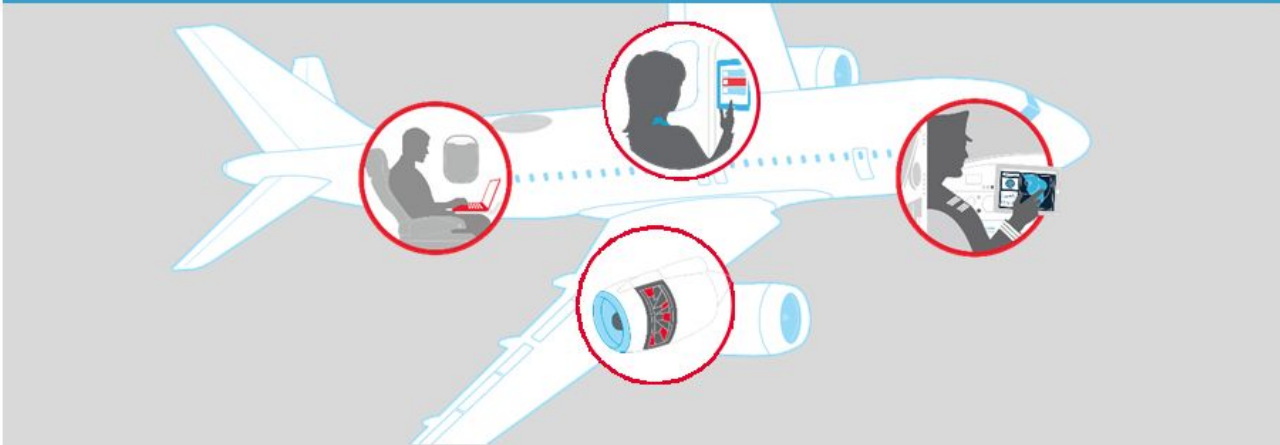


- 1 Connected aircraft transform global aviation the last frontier of internet connectivity
- 2 Cost, coverage, capacity and reliability are just now reaching critical inflection points
- 3 Next gen technologies expected to increase speeds from 10 to 100Mbps within 5 years with a comparable reduction in costs
- 4 More bandwidth drives demand from business traveler connectivity today to every person and most things on aircraft in 10 years
- 5 Airlines will demand 'Always Available Everywhere for Every Plane'





Enabling the Connected Aircraft



Benefits

Better
passenger
experience -
less cost

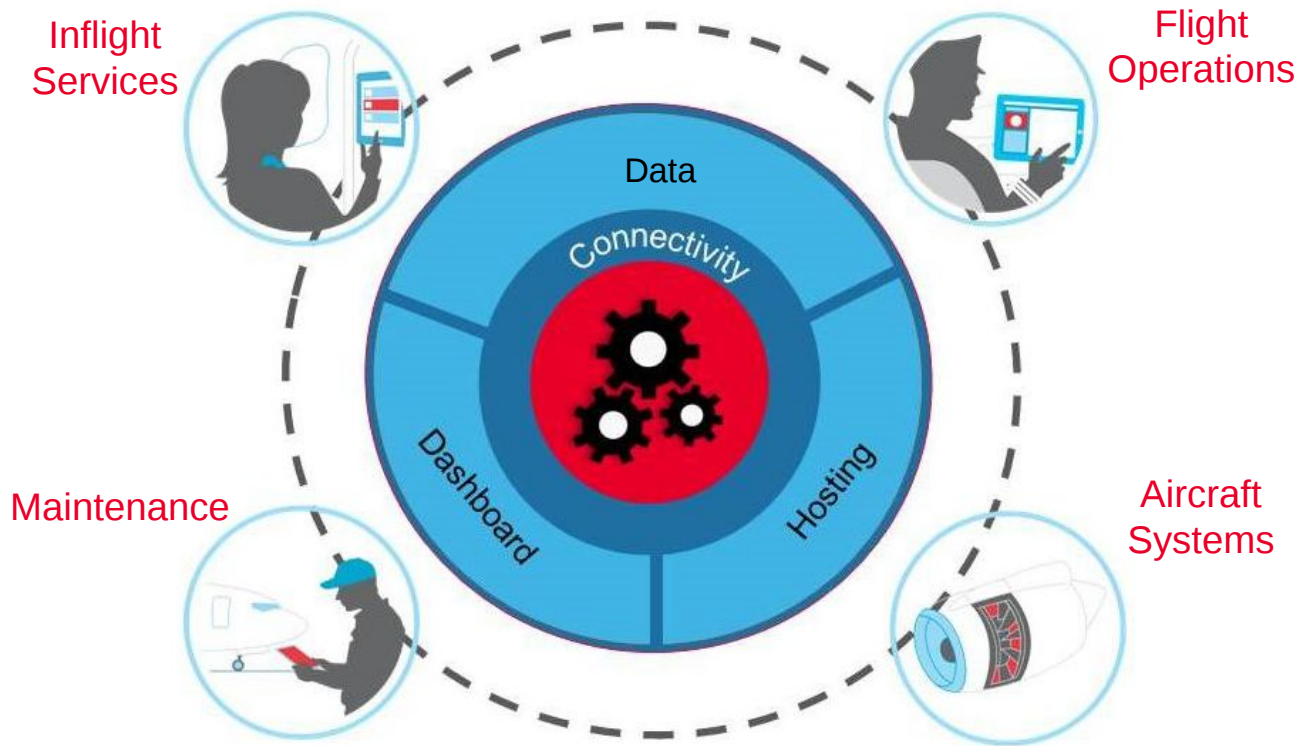
Airline
differentiation

Direct
revenue
opportunities

Operational
efficiency

Enhanced
safety

BEYOND PASSENGER CONNECTION ENABLING THE AVIATION ECOSYSTEM



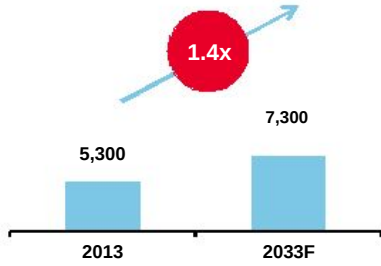
A LARGE AND GROWING GLOBAL CONNECTED AVIATION MARKET



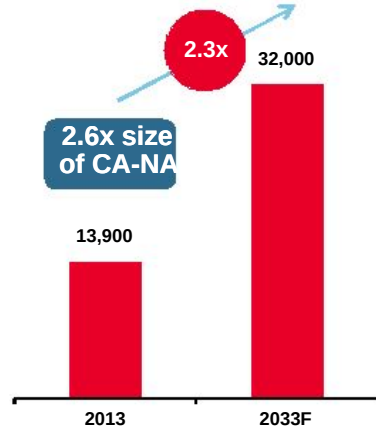
ADDRESSABLE CONNECTED AIRCRAFT

Commercial Aviation ("CA")

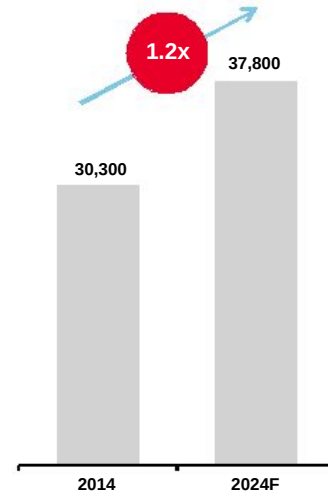
CA - North America
("CA-NA")



CA - Rest of World
("CA-ROW")



Business Aviation ("BA")

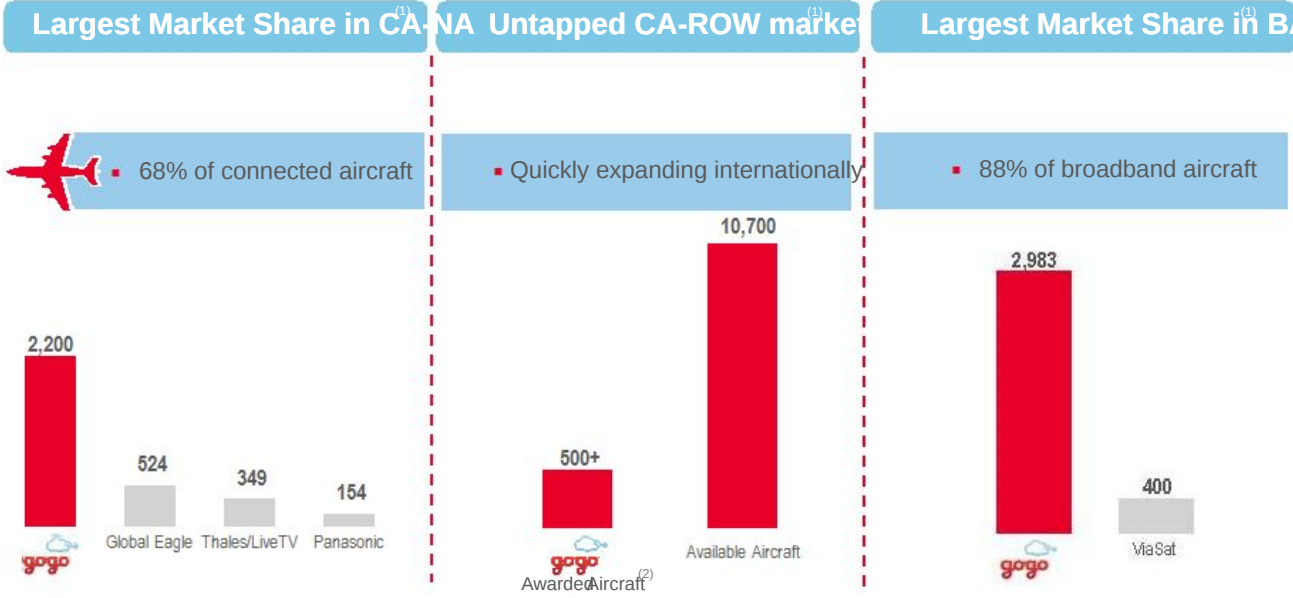


The connected aircraft industry is worth up to \$30 billion

(1) Source: Boeing Current Market Outlook 2014 – 2033, excludes: cargo aircraft.

(2) Source: JetNet IQ Report Q4 2014; General Aviation Manufacturers Association 2014 Statistical Databook, excludes Rest of World turbo props.
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GOGO'S IMPRESSIVE SCALE AND REACH



#1 Global in-flight connectivity provider
Leader in North America and expanding internationally

Note: Data based on management estimates, trade publications and other public sources as of 3/31/2015
 (1) Based on management estimates as of 3/31/2015
 (2) Includes Gogo awarded aircraft as of 6/22/2015
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LONG-TERM PARTNERSHIPS WITH OUR MAJOR AVIATION PARTNERS

Commercial Aviation

North America



International



Business Aviation

Original Equipment Manufacturers



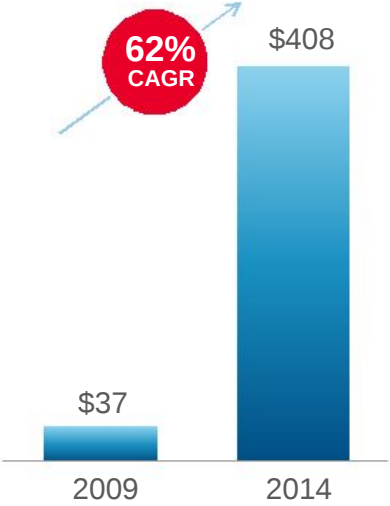
Fractional Jet Operators



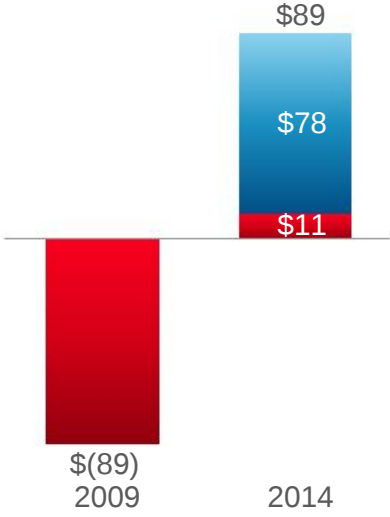
STRONG EXECUTION



Total Revenue (\$MM)



Adjusted EBITDA (\$MM)



■ Adjusted EBITDA ■ CA-ROW Segment Loss

(1) Please see reconciliation of Adjusted EBITDA in appendix.
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WHY WE WIN

- 1 Specialize in aviation and telecom
- 2 Superior technology & economics
- 3 Global networks with excellent reliability
- 4 End-to-end service provider

WE SPECIALIZE IN AIRCRAFT AND HAVE A TRACK RECORD OF INNOVATION



ATG / ATG-4

- 1st generation of technology
- North America coverage

2Ku

- 2nd generation of technology
- Global coverage

Intellectual Property

- 100+ patents globally

EXPERTISE IN INTERNET, AVIATION AND TELECOM

GOGO'S TECHNOLOGY ADISRUPTS THE GLOBAL AVIATION INDUSTRY



ATG-4 Antenna



2Ku Antenna


ATG-4: North America coverage

2Ku: Global coverage

- | | |
|--|--|
| <ul style="list-style-type: none"> ✓ ATG launched 2008 ATG-4 launched 2012 ✓ ATG / ATG-4 peak speed 10Mbps / 10Mbps ✓ Proprietary solution enabling overnight installs ✓ Years of experience delivering broadband service ✓ Gogo is the only ATG solution provider | <ul style="list-style-type: none"> ✓ Expected launch 2015 ✓ 70 Mbps at launch, 100 Mbps expected when spot beam Ku-band satellites are launched ✓ Low cost estimated half the bandwidth cost compared to other satellite solutions ✓ Most complete global coverage ✓ Half the height of traditional antennas - lower drag, fuel savings ✓ Leverages Gogo's existing Ku-band network and future high throughput Ku satellites |
|--|--|

GLOBAL AND REGIONAL NETWORKS DRIVE SUPERIOR RELIABILITY AND RAPID INNOVATION



- Scalable and modular architecture
 - Operational leverage
 - Rapid innovation and evolution
 - Reliable and mature hardware and software platform
- 
- Superior reliability
 - 98%+ ATC system availability
 - 75+ million of passenger sessions
 - 7,800+ flight per day



Passenger Services

- Passenger connectivity
- Passenger entertainment
- Portal content

Equipment and Equipment Related Services

- Airborne equipment for ATG and satellite
- Certification, installation, maintenance, etc.

Airline / Owner / Operator Services

- Account support
- Network monitoring and management
- Passenger support services, portal design, developing and hosting

Operations-Oriented Communications Services

- Real-time credit card processing
- Real-time weather information
- Other applications to enhance airlines operational efficiency

Global Network Solutions

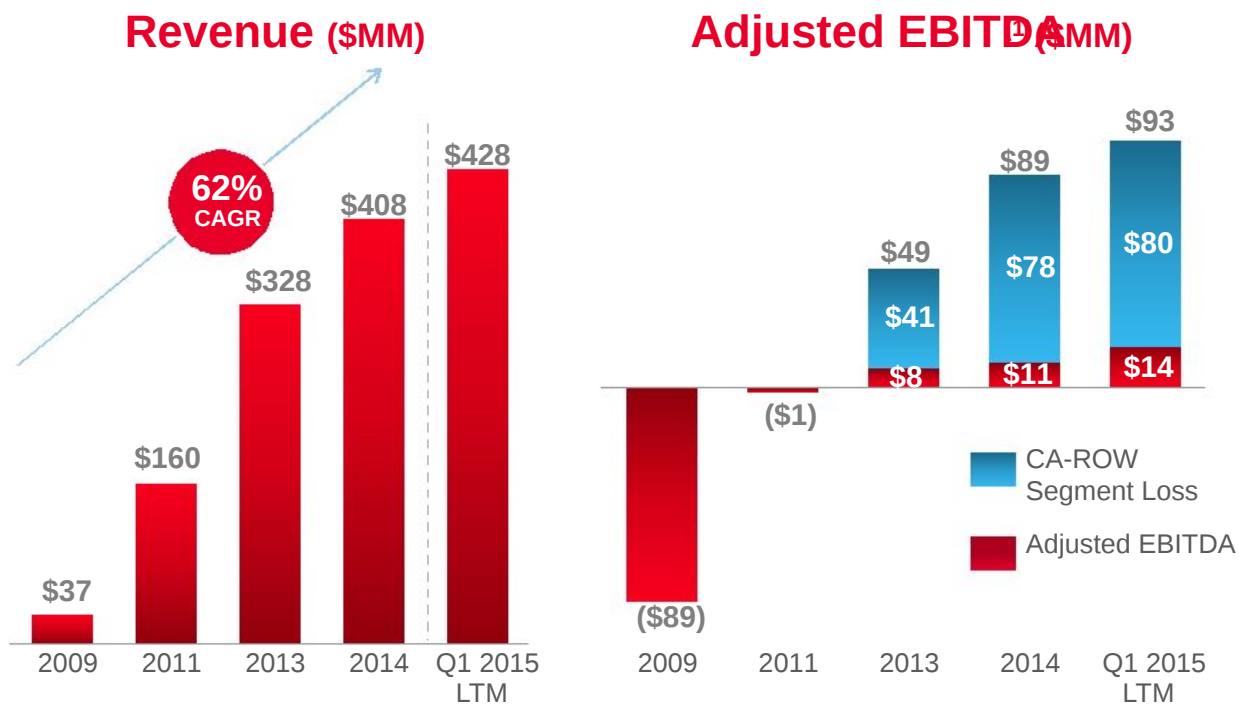
- ATG / ATG-4 for North America
- 2Ku / Ku for global satellite service



FINANCIALS



GROWING REVENUE DRIVES PROFITABILITY

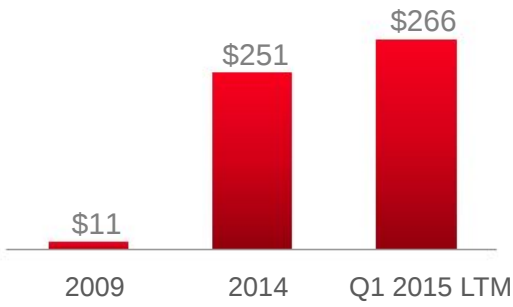


Note: Minor differences exist due to rounding
 (1) Please see reconciliation of Adjusted EBITDA in appendix
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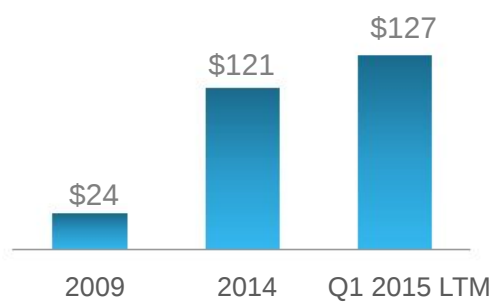


CA -NA: REVENUE AND SEGMENT PROFIT GROWTH

Revenue (\$MM)

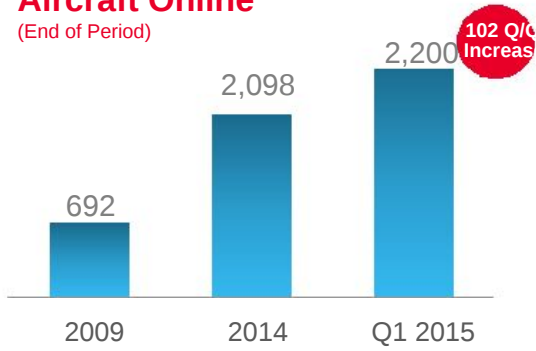


Annualized ARPA (\$000s)

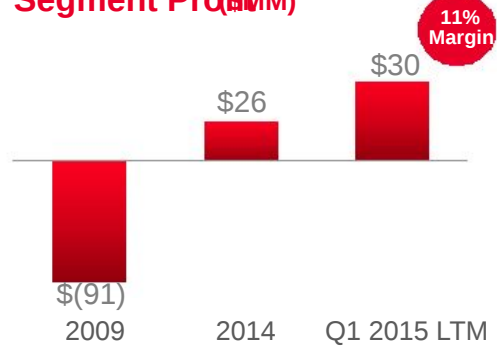


Aircraft Online

(End of Period)



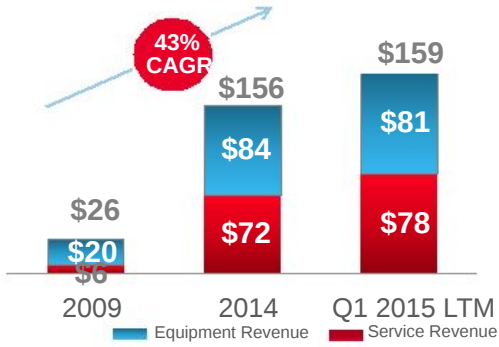
Segment Profit (\$MM)



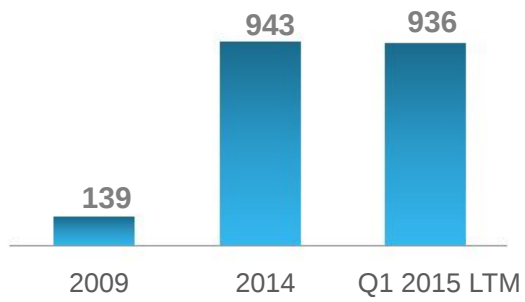
Note: Minor differences exist due to rounding
 (1) We define ARPA as the aggregate service revenue for the annual period divided by the number of aircraft online during that period
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BA: HIGH-MARGIN SERVICE REVENUE DRIVES PROFITABILITY AND CASH FLOW

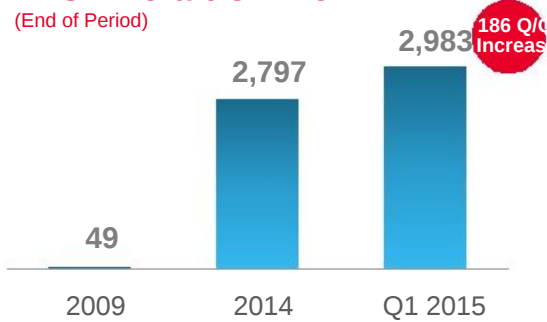
Revenue (\$MM)



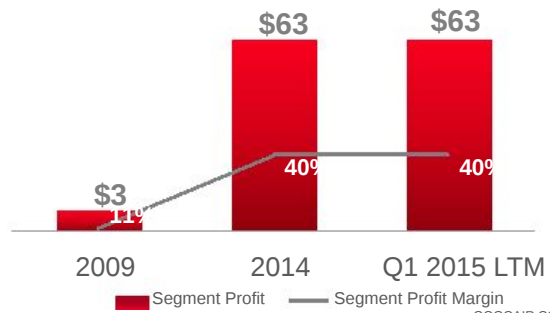
ATG Units Shipped



ATG Aircraft Online
(End of Period)



Segment Profit (\$MM)

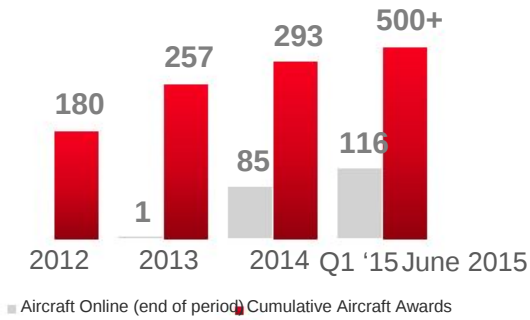


Note: Minor differences exist due to rounding.
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CA -ROW: FOCUS ON INTERNATIONAL EXPANSION

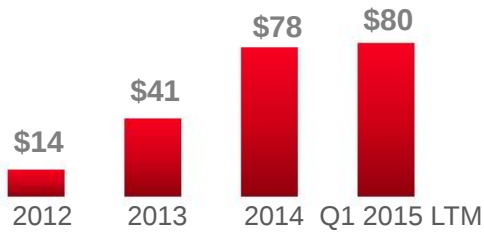
International Aircraft Awards and Aircraft Online



Executing Our International Expansion

- 116 aircraft online as of 3/31/2015
- Near global Ku-band satellite network
- 2Ku technology selected by 7 airlines for trial or adoption

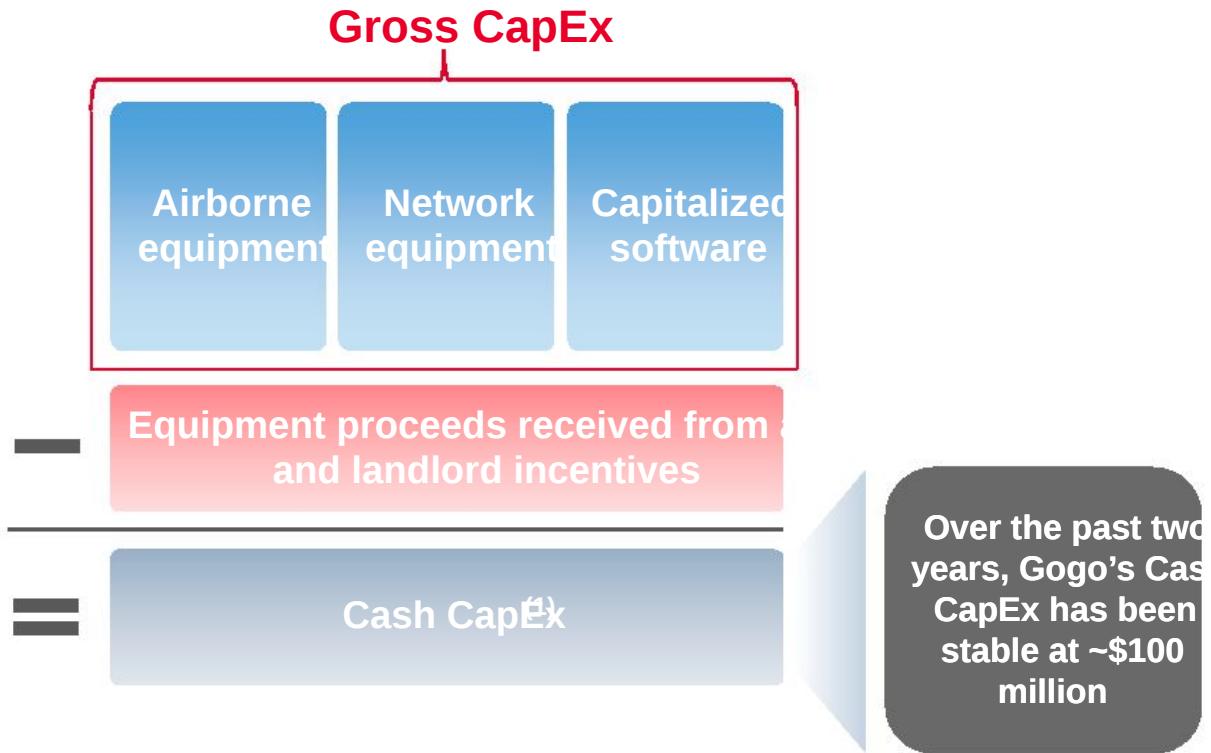
CA-ROW Segment Loss (\$MM)



International Partners



(1) Includes Gogo awarded aircraft as of 6/22/2015
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(1) Please see reconciliation of Cash CapEx in the Appendix
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GOGO A COMPELLING INVESTMENT OPPORTUNITY

Gogo is a leading *aero communications service provider* for the *global aviation* industry

Focused Strategy

Gain global share

Increase bandwidth to aircraft

Grow ARPA

Deliver consistent execution

Why Does Gogo Win?

Specialize in aviation and telecom

Superior technology and cost

Deliver excellent reliability

End-to-end service provider





Q&A

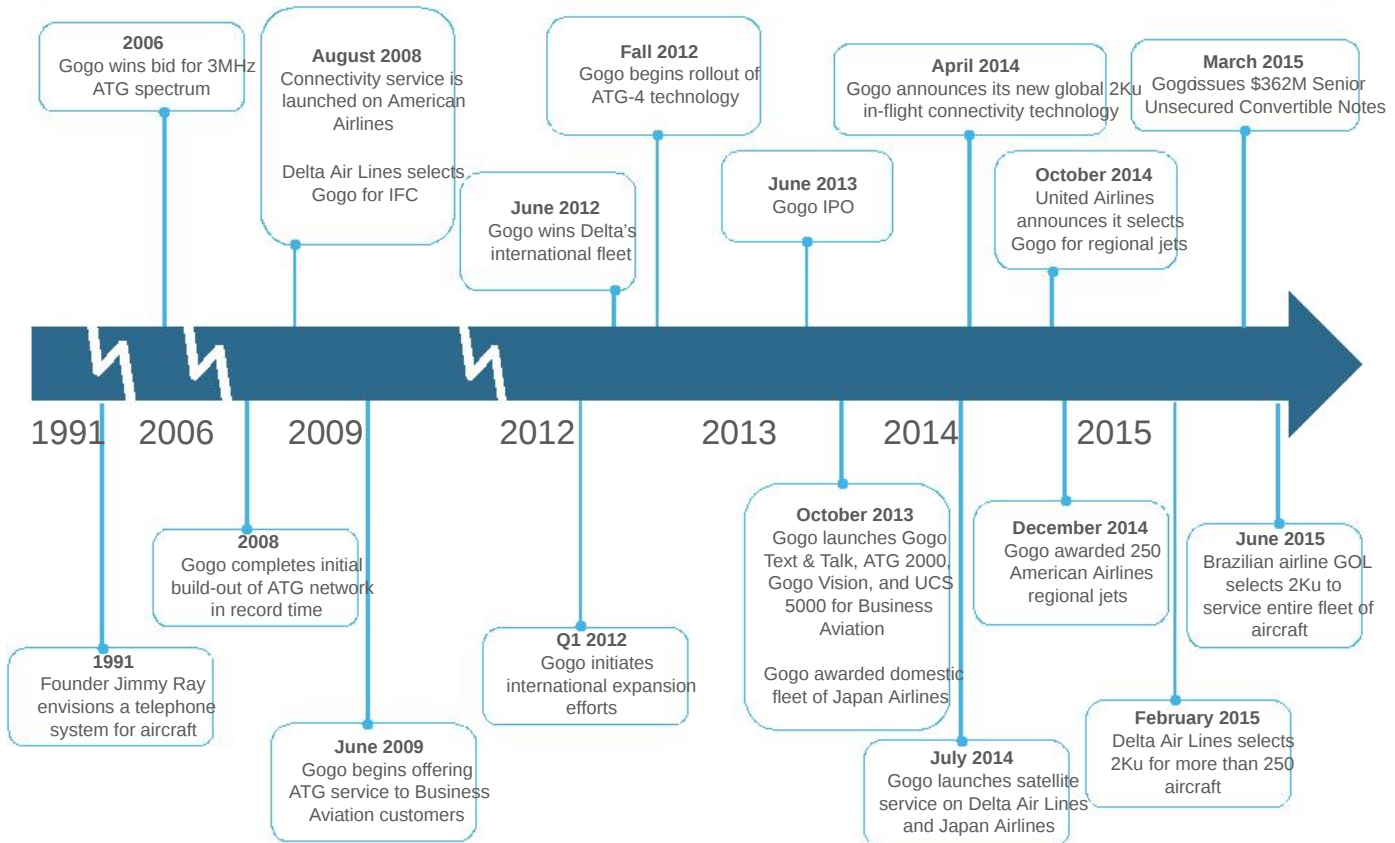




APPENDIX



GOGO LEADER WITH ESTABLISHED TRACK RECORD



ADJUSTED EBITDA RECONCILIATION (\$MM)



	2009	2010	2011	2012	2013	2014 Q1	2014 Q2	2014 Q3	2014 Q4	2015 Q1
Net Income	(142)	(140)	(18)	(96)	(146)	(17)	(19)	(25)	(24)	(20)
Interest Income	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)	(0)
Interest Expense	30	–	1	9	29	7	7	9	9	10
Income Tax Provision	–	3	1	1	1	–	–	–	–	–
Depreciation & Amortization	22	31	33	37	56	16	15	17	17	19
EBITDA	(91)	(106)	16	(49)	(60)	6	4	2	2	9
Fair Value Derivative Adjustments	–	33	(59)	(10)	36	–	–	–	–	–
Class A and Class B Senior Convertible Preferred Stock Return	–	18	31	52	29	–	–	–	–	–
Accretion of Preferred Stock	–	9	10	10	5	–	–	–	–	–
Stock-based Compensation Expense	1	2	2	4	6	2	2	3	3	3
Loss on Extinguishment of Debt	2	–	–	–	–	–	–	–	–	–
Write Off of Deferred Equity Financing Costs	–	–	–	5	–	–	–	–	–	–
Amortization of Deferred Airborne Lease Incentives	–	(1)	(1)	(4)	(8)	(3)	(3)	(4)	(4)	(4)
Adjusted EBITDA	(89)	(45)	(1)	9	8	5	3	1	1	8

CASH CAPEX RECONCILIATION (\$MM)



	2009	2010	2011	2012	2013	2014 Q1	2014 Q2	2014 Q3	2014 Q4	2015 Q1
Purchases of Property and Equipment	(69)	(33)	(33)	(67)	(105)	(32)	(28)	(35)	(37)	(53)
Acquisition of Intangible Assets (Capitalized Software)	(8)	(7)	(10)	(12)	(16)	(4)	(5)	(5)	(3)	(4)
Consolidated Capital Expenditures	(77)	(40)	(43)	(79)	(121)	(36)	(33)	(41)	(40)	(57)
Change in Deferred Airborne Lease Incentives	–	9	11	18	9	5	3	5	17	9
Amortization of Deferred Airborne Lease Incentives	–	1	1	4	8	3	3	3	4	4
Landlord Incentives	–	–	–	–	–	–	–	2	7	12
Cash CapEx	(77)	(30)	(31)	(58)	(104)	(29)	(27)	(30)	(12)	(32)

Note: Minor differences exist due to rounding
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