

Description of Transaction and Public Interest Statement

This application seeks Federal Communications Commission (“FCC”) consent to the proposed *pro forma* assignment of experimental license call sign WF2XMC, held by AC BidCo LLC (“Assignor”), to Gogo CA Licenses LLC (“Assignee”). Both the Assignor and Assignee are indirect, wholly owned subsidiaries of Gogo Inc. (“Gogo”).

The chart below shows the ownership and control of the Assignee, which is a direct, wholly owned subsidiary of Gogo LLC. Gogo LLC is a direct, wholly owned subsidiary of Gogo Intermediate Holdings LLC, which in turn is a direct, wholly owned subsidiary of Gogo. Gogo is a publicly traded company.

The parties submit that the grant of this application is in the public interest, convenience and necessity because it will enable Gogo to undertake an internal restructuring to better align its corporate structure and organization with its business and operating practices and to provide for greater strategic flexibility.

The contemplated internal restructuring also involves the *pro forma* assignment of two earth station licenses. An application seeking consent for the assignment of these licenses has been filed with the International Bureau.¹ No other FCC licenses are involved in the restructuring.

¹ See IBFS file no. SES-ASG-20200708-00723 (seeking consent to assign call signs E120106 and E150104). Pursuant to Section 25.119(i) of the Commission’s rules, *pro forma* applications in the satellite services such as this one are deemed granted one business day after filing.

Simplified Organizational Chart

