

Description of Transaction and Public Interest Statement

Gogo LLC is the holder of experimental license WFZXMC. Gogo LLC is an indirect, wholly-owned subsidiary of Gogo Inc. ("Gogo"). No single entity holds 50% or more of Gogo's shares. However, for purposes of FCC control determination, Gogo considers one investor, Ripplewood Partners II, L.P. (collectively with its affiliates, "Ripplewood"), to possess *de facto* control. The current Gogo Stockholders' Agreement gives Ripplewood certain special rights, including the right to consult with Gogo in advance of significant decisions, including changes in management personnel, changes in employee compensation, introduction of new products, acquisitions or dispositions of plants, equipment and licenses, and R&D programs. Ripplewood also serves as the designated FCC contact for Gogo's primary wireless air-to-ground license, and directly appoints four of the nine members of the board of directors.

Gogo has filed an S-1 registration statement with the Securities and Exchange Commission ("SEC") for a proposed initial public offering ("IPO") of its common stock. At the completion of the proposed offering, the current Stockholders' Agreement will be terminated and Ripplewood will no longer have special rights or be entitled to directly appoint members to the board of directors. Ripplewood will therefore no longer possess *de facto* control of Gogo, and no other single individual or entity will possess either *de jure* or *de facto* control of Gogo. Therefore, Gogo seeks the Commission's consent for a transfer of *de facto* control from Ripplewood to Gogo.

Grant of the application is in the public interest. The contemplated IPO will provide additional capital to expand the availability of Gogo's services and will strengthen competition in the market for air-to-ground communications services.

Note that the proposed transaction also involves authorizations issued by the Wireless Telecommunications Bureau ("WTB"). The lead transfer of control of application filed with the WTB is file no. 0005699955.