

Gol Intelligent Airlines Inc.
Form SC 13G
August 12, 2015

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

Gol Intelligent Airlines Inc.
(Name of Issuer)

American Depositary Shares, each representing one share of Preferred Stock
(Title of Class of Securities)

38045R107
(CUSIP Number)

August 3, 2015
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☒ Rule 13d-1(c)

☐ Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 38045R107

1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Whitebox Advisors LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) ☐

(b)

☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

14,632,702

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

14,632,702

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

14,632,702

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

10.50%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12.

IA

CUSIP No. 38045R107

1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Whitebox General Partner LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a) ☐

(b)

☒

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

11,464,800

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

11,464,800

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11,464,800

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

8.23%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12.

OO

CUSIP No. 38045R107

Item 1. (a).Name of Issuer:

Gol Intelligent Airlines Inc.

(b). Address of issuer's principal executive offices:

Praça Comandante Linneu Gomes, S/N Portaria 3
Jardim Aeroporto
04626-020 São Paulo, São Paulo
Federative Republic of Brazil

Item 2. (a).Name of person filing:

This statement is filed by:

- (i) Whitebox Advisors LLC, a Delaware limited liability company ("WA");
- (ii) Whitebox General Partner LLC, a Delaware limited liability company ("WGP").

(b). Address or principal business office or, if none, residence:

The address of the business office of WA and WGP is:

3033 Excelsior Boulevard
Suite 300
Minneapolis, MN 55416

(c).Citizenship:

WA and WGP are organized under the laws of the state of Delaware.

(d). Title of class of securities:

American Depositary Shares, each representing one share of Preferred Stock

(e).CUSIP No.:

38045R107

Item 3. If This Statement is filed pursuant to §§.240.13d-1(b) or 240.13d-2(b), or (c), check whether the person filing is a

- (a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).

- (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) ☐ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C.1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☐ A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);
- (k) ☐ Group, in accordance with §240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution:
-

CUSIP No. 38045R107

Item 4. Ownership.

(a) Amount beneficially owned:

WA is deemed to be the beneficial owner of 14,632,702 shares of American Depositary Shares, each representing one share of Preferred Stock ("Preferred Stock") of the Issuer.

WGP is deemed to be the beneficial owner of 11,464,800 shares of Preferred Stock of the Issuer.

(b) Percent of class:

WA is deemed to be the beneficial owner of 10.50% of the Issuer's Preferred Stock.

WGP is deemed to be the beneficial owner of 8.23 % of the Issuer's Preferred Stock.

The percentage of Preferred Stock reportedly owned by each entity herein is based on 139,315,357 shares of outstanding Preferred Stock of the Issuer, which is the total number of shares outstanding on December 31, 2015.

(c) Number of shares as to which the person has:

Sole power to vote or to direct the vote

(i)
0

(ii) Shared power to vote or to direct the vote

WA has shared voting power with respect to 14,632,702 shares of the Issuer's Preferred Stock.

WGP has shared voting power with respect to 11,464,800 shares of the Issuer's Preferred Stock.

(iii) Sole power to dispose or to direct the disposition of

0

(iv) Shared power to dispose or to direct the disposition of

WA has shared voting power with respect to 14,632,702 shares of the Issuer's Preferred Stock.

WGP has shared voting power with respect to 11,464,800 shares of the Issuer's Preferred Stock.

Instruction: For computations regarding securities which represent a right to acquire an underlying security see §240.13d-3(d)(1).

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following ☐*.

Instruction: Dissolution of a group requires a response to this item.

Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

All of the Reported Shares are held in the accounts of WA's clients, none of which individually own more than 5% of the Issuer's Outstanding Preferred Stock.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

08/12/15

(Date)

/s/ Michael P. McCormick

(Signature)

Michael P. McCormick as Chief Financial Officer of Whitebox Advisors LLC.

(Name/Title)

08/12/15

(Date)

/s/ Michael P. McCormick

(Signature)

Michael P. McCormick as Authorized Person of Whitebox General Partner LLC.

(Name/Title)

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See s.240.13d-7 for other parties for whom copies are to be sent.

Attention. Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

Exhibit A

AGREEMENT

Each of the undersigned hereby consents and agrees to this joint filing to Schedule 13G for American Depositary Shares, each representing one share of Preferred Stock of Gol Intelligent Airlines Inc.

08/12/15
(Date)

/s/ Michael P. McCormick
(Signature)

Michael P. McCormick as Chief Financial Officer of Whitebox Advisors LLC.
(Name/Title)

08/12/15
(Date)

/s/ Michael P. McCormick
(Signature)

Michael P. McCormick as Authorized Person of Whitebox General Partner LLC.
(Name/Title)