| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
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| Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1(b). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL | | | | | | | | |
|-------------------------|-----------|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | |
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| hours per response: | 0.5 | | | | | | | |

| 1. Name and Address of Reporting Person* BALDRIDGE RICHARD A | | | | er Name and Ticke SAT INC [VS | | ymbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | | |
|--|--------------------|----------|--|---|---|---|--|---|---|---|--|--|
| (Last) 6155 EL CAMI | (First) NO REAL | (Middle) | 3. Date 11/17/ | of Earliest Transac 2015 | ction (Month/E | Day/Year) | X | Officer (give title below) Chief Oper | Other below rating Officer | (specify) | | |
| (Street) | | | 4. If An | nendment, Date of | Original Filed | (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| CARLSBAD | CA | 92009 | | | | | X | Form filed by On | | | | |
| (City) | (State) | (Zip) | | | | | | Form filed by Mo Person | re than One Rep | orting | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | |
| Date | | | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5) | 4 and | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Code V

| | (cigi, puis, variants, options, convertible securities) | | | | | | | | | | | | | | |
|---|---|--|---|------------------------------|---|--------|-----|--|--------------------|---|--|---|--|--|--|
| 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. Transa Code (8) | | of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| stock option, right to buy | \$61.26 | 11/17/2015 | | A | | 95,000 | | (1) | 11/17/2021 | common stock | 95,000 | \$0.00 | 95,000 | D | |
| restricted stock unit | (2) | 11/17/2015 | | Α | | 31,667 | | (3) | (4) | common stock | 31,667 | \$0.00 | 31,667 | D | |

Explanation of Responses:

1. The option vests in 4 equal annual installments beginning on 11/17/2016.

2. Each restricted stock unit represents a contingent right to receive one share of ViaSat, Inc. common stock.

3. Subject to the reporting person's election to defer the receipt of common stock, the units vest and convert into shares of common stock of the Issuer at a rate of 1/4 on the 13th month anniversary of the grant date; 1/4th on the second anniversary of the grant date; 1/4th on the third anniversary of the grant date and 1/4 on the fourth anniversary of the grant date.

4. Until vested, the restricted stock unit shall be subject to forfeiture in the event of termination of employment or service with the issuer.

Remarks:

Kathleen K. Hollenbeck, under 11/19/2015

power of attorney

(A) or (D)

Price

Amount

Transaction(s)

(Instr. 3 and 4)

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.