
**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): September 27, 2012

ViaSat, Inc.

(Exact name of registrant as specified in its charter)

Delaware
**(State or other jurisdiction
of incorporation)**

000-21767
**(Commission
File No.)**

33-0174996
**(I.R.S. Employer
Identification No.)**

6155 El Camino Real
Carlsbad, California 92009
(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: (760) 476-2200

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 (see General Instruction A.2. below):

- 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))
-
-

Item 8.01. Other Events.

On September 27, 2012, ViaSat, Inc. issued a press release pursuant to Rule 135c under the Securities Act of 1933, as amended (the "Securities Act"), regarding the pricing of an offering of \$300 million in aggregate principal amount of additional 6.875% Senior Notes due 2020 (the "Notes") to be issued through a private placement to qualified institutional buyers in the United States pursuant to Rule 144A under the Securities Act and outside the United States pursuant to Regulation S under the Securities Act. The Notes are an additional issuance of, and will be treated as a single class with, the \$275 million outstanding aggregate principal amount of ViaSat's 6.875% Senior Notes due 2020. The Notes will have an interest rate of 6.875% per annum and will be issued at a price equal to 103.50% of their face value.

Neither the press release nor this Current Report on Form 8-K constitutes an offer to sell or the solicitation of an offer to buy securities. Any offers of the securities will be made only by means of a private offering memorandum. The Notes have not been registered under the Securities Act, and may not be offered or sold in the United States except pursuant to an effective registration statement or an exemption from the registration requirements of the Securities Act and applicable state laws.

In accordance with Rule 135c(d) under the Securities Act, a copy of the press release is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description of Exhibit</u>
99.1	Press Release dated September 27, 2012 issued by ViaSat, Inc.

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.

VIASAT, INC.

Date: September 27, 2012

By: /s/ Paul Castor

Name: Paul Castor

Title: Associate General Counsel

EXHIBIT INDEX

Exhibit
Number

Description of Exhibit

99.1 Press Release dated September 27, 2012 issued by ViaSat, Inc.



Contact:
Heather Ferrante
Investor Relations
ViaSat Inc.
+1 760-476-2633
www.viasat.com

ViaSat Announces Pricing of \$300 Million of Senior Notes

Carlsbad, Calif. – September 27, 2012 – ViaSat Inc. (Nasdaq: VSAT) has priced its offering of an additional \$300 million in aggregate principal amount of its 6.875% Senior Notes due 2020. The notes were offered and sold to qualified institutional buyers in the United States pursuant to Rule 144A and outside the United States pursuant to Regulation S under the Securities Act of 1933, as amended. The notes will have an interest rate of 6.875% per annum and will be issued at a price equal to 103.50% of their face value.

The notes are an additional issuance of, and will be treated as a single class with, the \$275 million outstanding aggregate principal amount of ViaSat's 6.875% Senior Notes due 2020. The terms of the additional notes offered will be identical to the terms of the outstanding 6.875% Senior Notes due 2020, except for the issue date, the issue price, the first interest payment date for the notes and the date from which interest begins to accrue and that the additional notes will be subject to transfer restrictions. The additional notes will be designated by a different CUSIP number until ViaSat consummates an exchange offer for such notes or such notes are resold under a shelf registration statement, after which they will be designated by the same CUSIP number as, and be fungible with, the outstanding 6.875% Senior Notes due 2020.

The closing of the sale of the notes, which is subject to customary conditions, is expected to occur on or about October 12, 2012. The notes will be guaranteed on a senior unsecured basis by certain of ViaSat's existing and future subsidiaries.

The net proceeds from the offering (which are estimated to be approximately \$311.3 million, after giving effect to estimated premium, accrued interest, discounts, commissions and offering expenses) will be used to repurchase any and all of ViaSat's outstanding 8.875% Senior Notes due 2016 (the "2016 Notes") pursuant to a cash tender offer and consent solicitation announced by ViaSat today (and to redeem any outstanding 2016 Notes not so purchased). ViaSat intends to use any remaining net proceeds, after the repurchase of the 2016 Notes and associated fees and expenses, for general corporate purposes.

The notes have not been registered under the Securities Act or any state securities laws and may not be offered or sold in the United States without registration or an applicable exemption from the registration requirements of the Securities Act.

This press release is neither an offer to sell nor the solicitation of an offer to buy the notes or any other securities, and no offer, solicitation or sale will be made in any jurisdiction in which, or to any persons to whom, such an offer, solicitation or sale is unlawful. Any offers of the notes will be made only by means of a

private offering memorandum. The tender offer and consent solicitation are being made pursuant to an Offer to Purchase and Consent Solicitation Statement, dated September 27, 2012, and related Letter of Transmittal and Consent. Under no circumstances shall this press release constitute an offer to buy or the solicitation of an offer to sell the 2016 Notes. This press release is being issued pursuant to and in accordance with Rule 135c under the Securities Act.