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 | | | | | | | | | |
| Estimated average burden | | | | | | | | | | |
| hours per response: | 0.5 | | | | | | | | | |

| 1. Name and Addre | 1 0 | son* | 2. Issuer Name and Ticker or Trading Symbol <u>VIASAT INC</u> [VSAT] | | tionship of Reporting Perso all applicable) Director | son(s) to Issuer 10% Owner | | |
|------------------------|--------------------|----------|--|---|--|-------------------------------|--|--|
| (Last) 6155 EL CAMI | (First) NO REAL | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 09/17/2014 | | Officer (give title below) | Other (specify below) | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| (Street) CARLSBAD | CA | 92009 | | X | Form filed by One Repor | 0 | | |
| (City) | (State) | (Zip) | | | Person | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | if any 🤺 | | | | | | Securities Beneficially | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--|----------|------|---|--------|---------------|--------|------------------------------------|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (1130.4) |
| \$.0001 par value common stock | 09/18/2014 | | М | | 1,600 | Α | \$0.00 | 2,600 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, 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) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 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) | derivative Securities Beneficially Owned Following Reported | 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 | | Transaction(s) (Instr. 4) | | |
| common stock option (right to buy) | \$57.57 | 09/17/2014 | | A | | 5,000 | | (1) | 09/17/2020 | common stock | 5,000 | \$0.00 | 5,000 | D | |
| restricted stock unit | (2) | 09/17/2014 | | Α | | 1,600 | | (3) | (4) | comon stock | 1,600 | \$0.00 | 1,600 | D | |
| restricted stock unit | \$0.00 | 09/18/2014 | | М | | | 1,600 | 09/18/2014 | (4) | common stock | 1,600 | \$0.00 | 0 | D | |

Explanation of Responses:

1. The option vests on September 17, 2015.

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 continued service as a Director of the Issuer, this award will vest and convert into shares of common stock of the Issuer on September 17, 2015.

4. Until vested, the restricted stock unit shall be subject to forfeiture in the event of termination of the directorship with the Issuer.

Remarks:

Kathleen K. Hollenbeck, under 09/18/2014

<u>power of attorney</u>

** 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.