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
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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OMB APPROVAL

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

1. Name and Addre	ss of Reporting Perso <u> </u>	on [*]	2. Issuer Name and Ticker or Trading Symbol VIASAT INC [VSAT]	(Check	tionship of Reporting Per all applicable) Director Officer (give title	rson(s) to Issuer 10% Owner Other (specify
(Last) 6155 EL CAMI	(Last) (First) (Middle) 6155 EL CAMINO REAL		3. Date of Earliest Transaction (Month/Day/Year) 11/17/2022		Executive Vice	below)
(Street) CARLSBAD	СА	92009	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filin Form filed by One Rep Form filed by More tha Person	orting Person
(City)	(State)	(Zip)				

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
\$.0001 par value common stock	11/17/2022		М		9,050	A	\$0.00	9,050	D	
\$.0001 par value common stock	11/17/2022		F ⁽¹⁾		3,562	D	\$34	5,488	D	
\$.0001 par value common stock	11/17/2022		G ⁽²⁾		5,488	D	\$0.00	0	D	
\$.0001 par value common stock	11/17/2022		G		5,488	A	\$0.00	331,362 ⁽³⁾	Ι	By Trust
\$.0001 par value common stock	11/19/2022		М		2,083	A	\$0.00	2,083	D	
\$.0001 par value common stock	11/19/2022		F ⁽¹⁾		843	D	\$34.04	1,240	D	
\$.0001 par value common stock	11/19/2022		G ⁽²⁾		1,240	D	\$0.00	0	D	
\$.0001 par value common stock11	11/19/2022		G		1,240	A	\$0.00	332,602	Ι	By Trust
\$.0001 par value common stock								2,518(4)	Ι	By 401(k)

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	ate Execution Date, if any Code (Instr. (Month/Day/Year) 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				
restricted stock unit	\$0.00	11/17/2022		М			3,480	(5)	(6)	common stock	3,480	\$0.00	3,480	D	
restricted stock unit	\$0.00	11/17/2022		М			5,570	(7)	(6)	common stock	5,570	\$0.00	11,140	D	
restricted stock unit	\$0.00	11/19/2022		М			2,083	(8)	(6)	common stock	2,083	\$0.00	0	D	

Explanation of Responses:

1. This entry represents the number of shares of Viasat, Inc. common stock withheld by the Issuer to satisfy the tax withholding obligation of the Reporting Person. These shares were not sold by the Reporting Person but were instead offset from the total number of vested shares received by the Reporting Person from the Issuer.

2. The restricted stock unit was granted to Mark Miller, an officer of Viasat, Inc. Upon vesting the shares were contributed to The Miller Family Trust.

3. Includes 268 shares purchased under the Viasat Employee Stock Purchase Plan on 12/31/2021 and 509 shares purchased on 06/30/2022.

4. Includes 256 shares of common stock the reporting person acquired under the Viasat 401(k)Plan, since the date of the reporting person's last ownership report.

5. The original restricted stock unit grant was for 13,922 restricted stock units on 11/15/2019. Subject to the Reporting Person's election to defer the receipt of the common stock, the units vest and convert into shares of common stock (on a 1-for-1 basis) at the rate of 1/4 on the 13th month anniversary of the grant date; 1/4 on the second anniversary of the grant date; 1/4 on the third anniversary and 1/4 on the fourth anniversary of the grant date.

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

7. The original restricted stock unit grant was for 22,281 restricted stock units on 11/17/2020. Subject to the Reporting Person's election to defer the receipt of the common stock, the units vest and convert into shares of common stock (on a 1-for-1 basis) at the rate of 1/4 on the 13th month anniversary of the grant date; 1/4 on the second anniversary of the grant date; 1/4 on the third anniversary and 1/4 on the fourth anniversary of the grant date.

8. The original restricted stock unit grant was for 8,333 restricted stock units on 11/19/2018. Subject to the Reporting Person's election to defer the receipt of the common stock, the units vest and convert into shares of common stock (on a 1-for-1 basis) at the rate of 1/4 on the 13th month anniversary of the grant date; 1/4 on the second anniversary of the grant date; 1/4 on the third anniversary and 1/4 on the fourth anniversary of the grant date.

Attorney-in-Fact

** 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.