SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			of Section 30(n) of the investment Company Act of 1940					
1. Name and Address of Reporting Person [*] <u>Harkenrider Kevin J</u>			2. Issuer Name and Ticker or Trading Symbol <u>VIASAT INC</u> [VSAT]		tionship of Reporting Per all applicable) Director	10% Owner		
(Last) 6155 EL CAMI	(First) (Middle) INO REAL		3. Date of Earliest Transaction (Month/Day/Year) 11/10/2023	X	Officer (give title below) Chief Corporate	Other (specify below) • Officer		
(Street) CARLSBAD			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication			that is intended to		

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

		•			,					
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
\$.0001 par value common stock	11/10/2023		М		9,959	A	\$0.00	10,298(1)	D	
\$.0001 par value common stock	11/10/2023		F ⁽²⁾		5,245	D	\$18.93	5,053	D	
\$.0001 par value common stock	11/13/2023		G ⁽³⁾		339	D	\$0.00	4,714	D	
\$.0001 par value common stock	11/13/2023		G		339	A	\$0.00	25,195	Ι	By Trust
\$.0001 par value common stock								3,733 ⁽⁴⁾	Ι	By 401(k)

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)		of Deri Sec Acq (A) (Disp of (I	oosed D) tr. 3, 4	Expiration Date (Month/Day/Year) sed 3, 4		Amount of		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	11/10/2023		М			3,500	(5)	(6)	common stock	3,500	\$0.00	0	D	
restricted stock unit	\$0.00	11/10/2023		М			3,125	(7)	(6)	common stock	3,125	\$0.00	3,125	D	
restricted stock unit	\$0.00	11/10/2023		М			1,667	(8)	(6)	common stock	1,667	\$0.00	3,333	D	
restricted stock unit	\$0.00	11/10/2023		М			1,667	(9)	(6)	common stock	1,667	\$0.00	5,000	D	

Explanation of Responses:

1. Includes 197 shares purchased on 01/31/2023 and 142 shares purchased on 07/31/2023 under the Viasat Employee Stock Purchase Plan.

2. 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.

3. These shares were transferred into the Kevin and Andrea Harkenrider Trust dated November 11, 2008.

4. Includes 307 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 deferred restricted stock unit grant was for 14,000 restricted stock units on November 10, 2009. The units vested and converted into shares of common stock (on a 1-for-1 basis) at a rate of 1/4 on 12/10/2010; 1/4 on 11/10/2011; 1/4 on 11/10/2012 and 1/4 on 11/10/2013. The Reporting Person elected to defer receipt of the common stock for 10 years after each tranche vesting.

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 deferred restricted stock unit grant was for 12,500 restricted stock units on November 10, 2010. The units vested and converted into shares of common stock (on a 1-for-1 basis) at a rate of 1/4 on 12/10/2011; 1/4 on 11/10/2012; 1/4 on 11/10/2013 and 1/4 on 11/10/2014. The Reporting Person elected to defer receipt of the common stock for 10 years after each tranche vesting.

8. The original deferred restricted stock unit grant was for 6,667 restricted stock units on November 10, 2011. The units vested and converted into shares of common stock (on a 1-for-1 basis) at a rate of 1/4 on 12/10/2012; 1/4 on 11/10/2013; 1/4 on 11/10/2014 and 1/4 on 11/10/2015. The Reporting Person elected to defer receipt of the common stock for 10 years after each tranche vesting. 9. The original deferred restricted stock unit grant was for 6,667 restricted stock units on November 12, 2012. The units vested and converted into shares of common stock (on a 1-for-1 basis) at a rate of 1/4

on 12/10/2013; 1/4 on 11/10/2014; 1/4 on 11/10/2015 and 1/4 on 11/10/2016. The Reporting Person elected to defer receipt of the common stock for 10 years after each tranche vesting

Remarks:

Stacy Nguyen, Attorney-in-Fact



** Signature of Reporting Person Date Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.

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