SEC Form 4

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

		of Section So(n) of the investment company Act of 1340			
1. Name and Address of Reporti <u>Harkenrider Kevin J</u>	ng Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>VIASAT INC</u> [VSAT]		tionship of Reporting Pe all applicable) Director	erson(s) to Issuer 10% Owner
(Last) (First) 6155 EL CAMINO REAL	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/10/2020		Officer (give title below) Executive Vice	Other (specify below) President
(Street) CARLSBAD CA (City) (State)	92009 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Fili Form filed by One Re Form filed by More th Person	porting Person

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 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)		(1150. 4)
\$.0001 par value common stock	12/10/2020		М		3,500	Α	\$0.00	15,821	D	
\$.0001 par value common stock	12/10/2020		F ⁽¹⁾		1,273	D	\$34.38	14,548	D	
\$.0001 par value common stock								2,837	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) o Disp of (I (Insi	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ate	e and 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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	12/10/2020		М			3,500	(2)	(3)	common stock	3,500	\$0.00	10,500	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 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.

3. 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,

<u>Attorney-in-Fact</u>

** Signature of Reporting Person

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.

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.

<u>12/11/2020</u> Date