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

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 Address of Reporting Person[*] DANKBERG MARK D (Last) (First) (Middle) 6155 EL CAMINO REAL (Street) CARLSBAD CA 92009 (City) (State) (Zip)	2. Issuer Name **and** Ticker or Trading Symbol VIASAT INC [VSAT] 3. Date of Earliest Transaction (Month/Day/Year) 11/15/2011 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner X Officer (give title below) Other (specify below) **Chief Executive Officer** 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting 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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
$0.0001 par value common stock	11/15/2011		M		58,817	A	$13.16	58,817	D	
$0.0001 par value common stock	11/15/2011		S[1]		17,500	D	$45.41[2]	41,317	D	
$0.0001 par value common stock	11/15/2011		S[1]		11,000	D	$46.37[3]	30,317	D	
$0.0001 par value common stock	11/15/2011		S[1]		30,317	D	$47.11[4]	0	D	
$0.0001 par value common stock	11/16/2011		M		21,183	A	$13.16	21,183	D	
$0.0001 par value common stock	11/16/2011		S[1]		21,183	D	$47.14[5]	0	D	
$0.0001 par value common stock								786	I	By 401(k)
$0.0001 par value common stock								1,518,047	I	By Trust

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. Transaction Code (Instr. 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)	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				
stock option (right to buy)	$13.16	11/15/2011		M			58,817	[6]	12/21/2011	common stock	58,817	$0.00	21,183	D	
stock option (right to buy)	$13.16	11/16/2011		M			21,183	[6]	12/21/2011	common stock	21,183	$0.00	0	D	

Explanation of Responses:

1. Transaction pursuant to Rule 10b5-1 Trading Plan adopted on September 14, 2011.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $44.88 to $45.85, inclusive. The Reporting Person undertakes to provide to ViaSat, Inc., any security holder of ViaSat, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each seperate price within the ranges set forth in this footnote.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $45.90 to $46.88, inclusive. The Reporting Person undertakes to provide to ViaSat, Inc., any security holder of ViaSat, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each seperate price within the ranges set forth in this footnote.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $46.92 to $47.23, inclusive. The Reporting Person undertakes to provide to ViaSat, Inc., any security holder of ViaSat, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each seperate price within the ranges set forth in this footnote.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $46.56 to $47.55, inclusive. The Reporting Person undertakes to provide to ViaSat, Inc., any security holder of ViaSat, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each seperate price within the ranges set forth in this footnote.

6. The option originally vested in five (5) equal annual installments beginning on 12/21/2002 and was accelerated and fully vested on 03/30/06.

Remarks:

Mark D. Dankberg   11/17/2011
** Signature of Reporting Person   Date