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**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**SCHEDULE 13D**

Under the Securities Exchange Act of 1934

**(Amendment No. 2)\***

**VIASAT INC**

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**(Name of Issuer)**

**Common Stock, par value \$0.0001 per share**

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**(Title of Class of Securities)**

**92552V100**

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**(CUSIP Number)**

**Patrice Walch-Watson**  
**One Queen Street East, Suite 2500,**  
**Toronto, Ontario, Z4, M5C 2W5**  
**416-868-4075**

**Canada Pension Plan Investment**  
**One Queen Street East, Suite 2500,**  
**Toronto, Ontario, Z4, M5C 2W5**  
**416-868-4075**

**CPP Investment Board PHI (4)**  
**One Queen Street East, Suite 2500,**  
**Toronto, Ontario, Z4, M5C 2W5**  
**416-868-4075**

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**(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)**

**02/10/2025**

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**(Date of Event Which Requires Filing of This Statement)**

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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# SCHEDULE 13D

CUSIP No. 92552V100

1 Name of reporting person  
CPP Investment Board Private Holdings (4) Inc.  
Check the appropriate box if a member of a Group (See Instructions)

2  (a)  
 (b)

3 SEC use only  
Source of funds (See Instructions)

4 OO  
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5   
Citizenship or place of organization

6 CANADA (FEDERAL LEVEL)  
Sole Voting Power

7 0.00  
Number of Shares Beneficially Owned by Each Reporting Person With:

8 4,795,334.00  
Shared Voting Power

9 0.00  
Sole Dispositive Power

10 4,795,334.00  
Shared Dispositive Power

11 Aggregate amount beneficially owned by each reporting person  
4,795,334.00

12 Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

13   
Percent of class represented by amount in Row (11)

14 3.71 %  
Type of Reporting Person (See Instructions)

CO

**Comment for Type of Reporting Person:** Calculated based on 129,119,989 shares of Common Stock outstanding as of January 24, 2025, as disclosed by Viasat, Inc. (the "Issuer") in its Quarterly Report on Form 10-Q (the "Form 10-Q") filed with the Securities and Exchange Commission (the "SEC") on February 10, 2025.

# SCHEDULE 13D

CUSIP No. 92552V100

1 Name of reporting person

Canada Pension Plan Investment Board  
Check the appropriate box if a member of a Group (See Instructions)

2  (a)  
 (b)

3 SEC use only  
Source of funds (See Instructions)

4 OO

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6 Citizenship or place of organization  
CANADA (FEDERAL LEVEL)

7 Sole Voting Power  
Number of Shares Beneficially Owned by Each Reporting Person With: 0.00

8 Shared Voting Power  
4,795,334.00

9 Sole Dispositive Power  
0.00

10 Shared Dispositive Power  
4,795,334.00

11 Aggregate amount beneficially owned by each reporting person  
4,795,334.00

12 Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

13 Percent of class represented by amount in Row (11)  
3.71 %

14 Type of Reporting Person (See Instructions)  
OO

**Comment for Type of Reporting Person:** Calculated based on 129,119,989 shares of Common Stock outstanding as of January 24, 2025, as disclosed by the Issuer in its Form 10-Q filed with the SEC on February 10, 2025.

## SCHEDULE 13D

### Item 1. Security and Issuer

Title of Class of Securities:

(a) Common Stock, par value \$0.0001 per share

Name of Issuer:

(b) VIASAT INC

Address of Issuer's Principal Executive Offices:

(c) 6155 El Camino Real, Carlsbad, CALIFORNIA , 92009.

**Item 1 Comment:** This Amendment No. 2 (this "Statement") amends and supplements the Schedule 13D, originally filed on June 9, 2023, as amended (the "Schedule 13D") relating to the Common Stock of the Issuer. Except as set forth herein, the Schedule 13D remains in full force and effect. Each capitalized term used but not defined herein has the meaning ascribed to such term in the Schedule 13D.

### Item 2. Identity and Background

(a) Schedule I to the Schedule 13D is hereby amended and replaced in its entirety with Schedule I attached hereto.

- (b) Schedule I to the Schedule 13D is hereby amended and replaced in its entirety with Schedule I attached hereto.
- (c) Schedule I to the Schedule 13D is hereby amended and replaced in its entirety with Schedule I attached hereto.
- (f) Schedule I to the Schedule 13D is hereby amended and replaced in its entirety with Schedule I attached hereto.

Item 4. Purpose of Transaction

Rule 144 Sale On February 10, 2025, the Investor Sellers sold an aggregate of 11,250,000 shares of Common Stock in an unregistered block sale transaction pursuant to Rule 144 under the Securities Act of 1933, as amended, at a net price per share of \$9.00 (the "Block Sale"). The Reporting Persons sold an aggregate of 3,750,000 shares of Common Stock pursuant to the Block Sale. The Block Sale was consummated as part of the Reporting Persons' normal course evaluation of their investment. The Reporting Persons intend to monitor and evaluate their investment on an ongoing basis and expect to regularly review and consider alternative ways of maximizing their return on such investment. Subject to market conditions, valuations, regulatory approvals and any other approvals, the Reporting Persons may acquire additional securities of the Issuer or dispose of any or all securities of the Issuer in open market transactions, privately negotiated transactions or otherwise.

Item 5. Interest in Securities of the Issuer

The responses to Item 11 and Item 13 on each of the cover pages of this Statement are incorporated herein by reference. After giving effect to closing of the Block Sale, CPPIB-PH(4)I directly holds 4,795,334 shares of Common Stock. CPPIB-PH(4)I is a wholly-owned subsidiary of CPPIB, thus CPPIB is an indirect beneficial owner of such Common Stock owned by CPPIB-PH(4)I. As a result of the Stockholders Agreement and the Coordination Agreement described in Item 6, the Investor Sellers may be deemed to be members of a "group" within the meaning of Section 13(d)(3) of the Exchange Act. Such "group" would beneficially own an aggregate of 22,931,334 shares of Common Stock, representing 17.76% shares of Common Stock outstanding as of January 24, 2025, based on information provided by the Issuer. The securities reported herein by the Reporting Persons do not include any Common Stock beneficially owned by the other parties to the Stockholders Agreement or the Coordination Agreement not included as Reporting Persons on this Statement (the "Other Shares" and "Other Parties," respectively). The Other Parties have been notified that they may need to file separate beneficial ownership reports with the SEC related to their beneficial ownership of the Other Shares and membership in the "group" described herein. Neither the filing of this Statement nor any of its contents, however, shall be deemed to constitute an admission by the Reporting Persons that any of them is the beneficial owner of any of Other Shares for purposes of Section 13(d) of the Act or for any other purpose, and such beneficial ownership is expressly disclaimed.

- (a) The information set forth in Items 7-10 on each of the cover pages of this Statement are incorporated by reference into this Item 5(b).

The information set forth in Item 4 above is incorporated by reference into this Item 5(c). Pursuant to the Block Sale and the Coordination Agreement among CPPIB-PH(4)I, the Reporting Persons and Other Parties, the Reporting Persons collectively sold 3,750,000 shares of Common Stock in the Block Sale for \$9.00 per share. The Reporting Persons have not otherwise transacted in the Issuer's securities within the prior 60 days.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

The information set forth in Item 5 of this Statement is herein incorporated to the Schedule 13D.

Item 7. Material to be Filed as Exhibits.

Exhibit F: Power of Attorney for Canada Pension Plan Investment Board

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

CPP Investment Board Private Holdings (4) Inc.

Signature: /s/ Pierre Abinakle

Name/Title: Pierre Abinakle / Secretary

Date: 02/11/2025

Canada Pension Plan Investment Board

Signature: /s/ Kathryn Daniels

Name/Title: Kathryn Daniels / Managing Director, Head of Compliance

Date: 02/11/2025

**Comments accompanying signature:** Exhibit F: Power of Attorney for Canada Pension Plan Investment Board

**Schedule I**

**Directors and Officers of Canada Pension Plan Investment Board**

The name, present principal occupation or employment, business address and citizenship of each of the directors and executive officers of Canada Pension Plan Investment Board are set forth below.

**Directors of Canada Pension Plan Investment Board**

Judith Athaide

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Corporate Executive, The Cogent Group Inc.

Citizenship: Canada, United Kingdom

Sylvia Chrominska

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Corporate Director

Citizenship: Canada

Dean Connor

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Corporate Director

Citizenship: Canada

William 'Mark' Evans

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Corporate Director

Citizenship: Canada

Ashleigh Everett

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Corporate Executive, Royal Canadian Securities Limited

Citizenship: Canada

Tahira Hassan

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Corporate Director

Citizenship: Canada, Pakistan

John Montalbano

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Corporate Director

Citizenship: Canada

Barry Perry

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Corporate Director

Citizenship: Canada

Mary Phibbs

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Corporate Director

Citizenship: Australia, United Kingdom

Boon Sim

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Corporate Director

Citizenship: United States

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## Executive Officers of Canada Pension Plan Investment Board

John Graham

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: President and Chief Executive Officer

Citizenship: Canada, United Kingdom

Maximilian Biagosch

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Senior Managing Director, Global Head of Real Assets & Head of Europe

Citizenship: Germany

Edwin D. Cass

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Senior Managing Director & Chief Investment Officer

Citizenship: Canada

Andrew Edgell

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Senior Managing Director & Global Head of Credit Investments

Citizenship: Canada

Kristina Fanjoy

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Senior Managing Director & Chief Financial Officer

Citizenship: Canada, Croatia

Caitlin Gubbels

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Senior Managing Director & Global Head of Private Equity

Citizenship: Canada

Frank Ieraci

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Senior Managing Director & Global Head of Active Equities and Investment Science

Citizenship: Canada

Manroop Jhooty

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Senior Managing Director & Head of Total Fund Management

Citizenship: Canada

Michel Leduc

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Senior Managing Director & Global Head of Public Affairs and Communications

Citizenship: Canada

Geoffrey Rubin

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Senior Managing Director & One Fund Strategist

Citizenship: Canada, United States, Switzerland

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Priti Singh  
c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5  
Principal Occupation: Senior Managing Director & Chief Risk Officer  
Citizenship: Canada

Mary Sullivan  
c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5  
Principal Occupation: Senior Managing Director & Chief Talent Officer  
Citizenship: Canada

Agus Tandiono  
c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5  
Principal Occupation: Senior Managing Director, Head of Asia Pacific & Active Equities Asia  
Citizenship: Indonesia

Heather Tobin  
c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5  
Principal Occupation: Senior Managing Director & Global Head of Capital Markets and Factor Investing  
Citizenship: Canada

Patrice Walch-Watson  
c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5  
Principal Occupation: Senior Managing Director, General Counsel & Corporate Secretary  
Citizenship: Canada

Jon Webster  
c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5  
Principal Occupation: Senior Managing Director & Chief Operating Officer  
Citizenship: United Kingdom

**Directors and Officers of CPP Investment Board Private Holdings (4) Inc.**

The name, present principal occupation or employment, business address and citizenship of each of the directors and executive officers of CPP Investment Board Private Holdings (4) Inc. are set forth below.

**Directors of CPP Investment Board Private Holdings (4) Inc.**

Pierre Abinakle  
c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5  
Principal Occupation: Managing Director, Head of Enterprise Legal, CPPIB  
Citizenship: Canada

Christina Fernandez  
c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5  
Principal Occupation: Managing Director, Head of Tax and Structure Management, CPPIB  
Citizenship: Australia, United Kingdom

**Executive Officers of CPP Investment Board Private Holdings (4) Inc.**

John Graham  
c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5  
Principal Occupation: President and Chief Executive Officer, CPPIB  
Citizenship: Canada, United Kingdom

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Pierre Abinakle

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Managing Director, Head of Enterprise Legal, CPPIB

Citizenship: Canada

Christina Fernandez

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Managing Director, Head of Tax and Structure Management, CPPIB

Citizenship: Australia, United Kingdom

Brian Savage

c/o Canada Pension Plan Investment Board, One Queen Street East, Suite 2500, Toronto, ON M5C 2W5

Principal Occupation: Managing Director, Legal, CPPIB

Citizenship: Canada

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**POWER OF ATTORNEY**

**KNOW ALL PERSONS BY THESE PRESENTS** that the undersigned ("**CPPIB**") does hereby make, constitute and appoint each of **KATHRYN DANIELS, LOGAN WILLIS** and **PIERRE ABINAKLE**, as its true and lawful attorneys-in-fact (the "**Attorneys-In-Fact**" and each an "**Attorney-In-Fact**"), to execute and deliver in its name and on its behalf, any and all filings, be they written or oral, required to be made by CPPIB with respect to securities which may be deemed to be beneficially owned by CPPIB under:

- Section 13 of the Securities Exchange Act of 1934, as amended (the "**Exchange Act**"), including those filings required to be submitted on Schedule 13D or Schedule 13G or any amendments thereto ("**Exchange Act Filings**"),
- do and perform any and all acts for and on behalf of CPPIB which an Attorney-In-Fact determines may be necessary or desirable to complete and execute any such Exchange Act Filings, and timely file such document with the Securities and Exchange Commission; and
- take any other action of any type whatsoever in connection with the foregoing which, in the opinion of an Attorney-In-Fact, may be of benefit to, in the best interest of, or legally required by, CPPIB (it being understood that the documents executed by an Attorney-In-Fact on behalf of CPPIB pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such Attorney-In-Fact may approve in the Attorney-In-Fact's sole discretion).

CPPIB hereby grants to each Attorney-In-Fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as CPPIB might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that each Attorney-In-Fact, or each Attorney-In-Fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

This Power of Attorney shall remain in full force and effect until either revoked in writing by CPPIB or until such time as the person to whom power of attorney has been hereby granted ceases to be an employee of CPPIB.

This Power of Attorney supersedes and replaces the Power of Attorney in respect of Exchange Act Filings executed by CPPIB on February 14, 2024 (the "**February 2024 PoA**"). For the avoidance of doubt, the February 2024 PoA is hereby revoked and terminated.

This Power of Attorney may be executed in any number of counterparts all of which taken together shall constitute one and the same instrument.

**IN WITNESS WHEREOF**, the undersigned hereby executes this Power of Attorney effective as of the date set forth below.

**CANADA PENSION PLAN INVESTMENT BOARD**

By: /s/ Patrice Walch-Watson  
Name: Patrice Walch-Watson  
Title: Senior Managing Director, General Counsel & Corporate Secretary  
Date: November 14, 2024

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