HART STEVEN R

Form 4

October 13, 2010

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287 Number:

Check this box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

0.5

**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or Form 5

Estimated average **SECURITIES** burden hours per

response...

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * HART STEVEN R |          |          | 2. Issuer Name and Ticker or Trading<br>Symbol<br>VIASAT INC [VSAT] | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)                             |  |  |
|---|----------|----------|---|--|--|--|
| (Last)  | (First)  | (Middle) | 3. Date of Earliest Transaction                                     | (Check all applicable)   |  |  |
| 6155 EL CAMI  | INO REAL |          | (Month/Day/Year)<br>10/11/2010                                      | Director 10% Owner _X_ Officer (give title Other (specify below)  Chief Technical Officer            |  |  |
| (Street)  |          |          | 4. If Amendment, Date Original                                      | 6. Individual or Joint/Group Filing(Check  |  |  |
| CARLSBAD, CA 92009                                      |          |          | Filed(Month/Day/Year)   | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |

| CARLSBA                              | AD, CA 92009                            | Form filed by l<br>Person                                   | 1 0                                     |   |  |  |   |
|--------------------------------------|---|---|---|---|--|--|---|
| (City)                               | (State)                                 | (Zip) Tabl  | le I - Non-I                            | Derivative Securities Acq   | quired, Disposed o   | f, or Beneficial   | ly Owned  |
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |

| (Instr. 3) |   |            | any<br>(Month/Day/Year) | Code (Instr. 8) | (Instr. 3, 4 and 5)             |   |             | Beneficially<br>Owned<br>Following             | (D) or<br>Indirect (I)<br>(Instr. 4) |  |
|------------|---|------------|-------------------------|-----------------|---------------------------------|---|-------------|--|--------------------------------------|--|
|            |   |            |                         | Code V          | (A)<br>or<br>7 Amount (D) Price |   | Price       | Reported<br>Transaction(s)<br>(Instr. 3 and 4) | (Instr. 4)                           |  |
|            | \$.0001 par<br>value<br>common<br>stock | 10/11/2010 |                         | M               | 729                             | A | \$ 0        | 729  | D                                    |  |
|            | \$.0001 par<br>value<br>common<br>stock | 10/11/2010 |                         | F(1)            | 267                             | D | \$<br>40.75 | 462  | D                                    |  |
|            | \$.0001 par<br>value<br>common<br>stock | 10/11/2010 |                         | G(2)            | 462                             | D | \$ 0        | 0  | D                                    |  |

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| \$.0001 par<br>value<br>common<br>stock | 10/11/2010 | G | 462 | A | \$ 0 | 714,996 | I | By Trust  |
|---|------------|---|-----|---|------|---------|---|-----------|
| \$.0001 par<br>value<br>common<br>stock |            |   |     |   |      | 736     | I | By 401(k) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474

(9-02)

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

| 1. Title of Derivative | 2. Conversion                         | 3. Transaction Date (Month/Day/Year) |                      | 4. Transaction     | 5. Number   | 6. Date Exercisable and Expiration Date |                    | 7. Title and Amount of Underlying |  | 8. Price of Derivativ |
|------------------------|---------------------------------------|--------------------------------------|----------------------|--------------------|---|---|--------------------|-----------------------------------|--|-----------------------|
| Security (Instr. 3)    | or Exercise<br>Price of<br>Derivative | (Monda Day, Toda)                    | any (Month/Day/Year) | Code<br>(Instr. 8) | Derivative (Month/Day/Year)<br>Securities<br>Acquired   |   |                    | Securities (Instr. 3 and          | C                                      | Security (Instr. 5)   |
|                        | Security                              |                                      |                      |                    | (A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4,<br>and 5) |   |                    |                                   |  |                       |
|                        |                                       |                                      |                      | Code V             | (A) (D)   | Date<br>Exercisable                     | Expiration<br>Date | Title                             | Amount<br>or<br>Number<br>of<br>Shares |                       |
| restricted stock unit  | \$ 0                                  | 10/11/2010                           |                      | M                  | 729   | (3)                                     | <u>(4)</u>         | common<br>stock                   | 729                                    | \$0                   |

# **Reporting Owners**

| Reporting Owner Name / Address                             | Relationships |           |                         |       |  |  |  |
|--|---------------|-----------|-------------------------|-------|--|--|--|
| Toporous o mar round / radia cos                           | Director      | 10% Owner | Officer                 | Other |  |  |  |
| HART STEVEN R<br>6155 EL CAMINO REAL<br>CARLSBAD, CA 92009 |               |           | Chief Technical Officer |       |  |  |  |

## **Signatures**

Kathleen K. Hollenbeck, under power of attorney

10/13/2010

\*\*Signature of Reporting Person Date

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### **Explanation of Responses:**

- \* 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).
- 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 Steven Hart, an employee of ViaSat, Inc. Upon vesting the shares were contributed to The Hart Family Trust.
- The original restricted stock unit grant was for 2,917 restricted stock units on 10/11/2006. Subject to the reporting persons 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.
- (4) Until vested, the restricted stock unit shall be subject to forfeiture in the event of termination of employment or service with the issuer. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.