

VIASAT INC  
Form 4  
December 03, 2014

**FORM 4**

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

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
STENBIT JOHN P

2. Issuer Name and Ticker or Trading Symbol  
VIASAT INC [VSAT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
6155 EL CAMINO REAL  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/01/2014

Director  10% Owner  
 Officer (give title below)  Other (specify below)

CARLSBAD, CA 92009

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount (A) or (D) Price   |  |                                   |
| \$.0001 par value common stock  | 12/01/2014                           |  | M <sup>(1)</sup>               |   | 1,000 A \$ 23.12  | 5,800  | D                                 |
| \$.0001 par value common stock  | 12/01/2014                           |  | S <sup>(1)</sup>               |   | 1,000 D \$ 65.66 <sup>(2)</sup>   | 4,800  | D                                 |
| \$.0001 par value common stock  | 12/01/2014                           |  | M <sup>(1)</sup>               |   | 500 A \$ 27   | 5,300  | D                                 |

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|                                |            |                  |     |   |                           |       |   |          |
|--------------------------------|------------|------------------|-----|---|---------------------------|-------|---|----------|
| \$.0001 par value common stock | 12/01/2014 | S <sup>(1)</sup> | 500 | D | \$<br>65.66<br><u>(2)</u> | 4,800 | D |          |
| \$.0001 par value common stock |            |                  |     |   |                           | 6,600 | I | By Trust |

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.**

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(9-02)

**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 Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| stock option                               | \$ 23.12   | 12/01/2014                           |  | M                              | 1,000   | <u>(3)</u> 09/09/2015                                    | common stock  | 1,000                         |
| stock option                               | \$ 27  | 12/01/2014                           |  | M                              | 500   | 10/01/2010 10/01/2015                                    | common stock  | 500                           |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| STENBIT JOHN P<br>6155 EL CAMINO REAL<br>CARLSBAD, CA 92009 |               | X         |         |       |

## Signatures

Kathleen K. Hollenbeck, under power of attorney  
12/02/2014

\_\_Signature of Reporting Person

Date

## 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).

(1) Transaction pursuant to Rule 10b5-1 Trading Plan adopted on November 12, 2014.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$65.34 to \$65.91 inclusive. The reporting person undertakes to provide to Issuer, any security holder of Issuer, or the staff of the Securities and

(2) Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote

(3) The option vested 3,334 shares on 09/09/06; 3,333 shares on 09/09/2007 and 3,333 shares on 09/09/08.

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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