

VIASAT INC  
Form 4  
November 14, 2016

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
Peterman Ken Allen

(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)  
11/09/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4) |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |   |
| \$.0001 par value common stock  | 11/09/2016                           |  | M <sup>(1)</sup>               |   | 4,376   | A  | \$ 60.9 11,182                    | D |
| \$.0001 par value common stock  | 11/09/2016                           |  | S <sup>(1)</sup>               |   | 4,376   | D  | \$ 78 6,806                       | D |
| \$.0001 par value common stock  | 11/10/2016                           |  | M <sup>(1)</sup>               |   | 2,187   | A  | \$ 60.9 8,993                     | D |

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|                                |            |              |       |   |          |                |   |           |
|--------------------------------|------------|--------------|-------|---|----------|----------------|---|-----------|
| \$.0001 par value common stock | 11/10/2016 | <u>S</u> (1) | 2,187 | D | \$ 78.7  | 6,806          | D |           |
| \$.0001 par value common stock | 11/10/2016 | M            | 729   | A | \$ 0     | 7,535          | D |           |
| \$.0001 par value common stock | 11/10/2016 | <u>F</u> (2) | 224   | D | \$ 79.67 | 7,311          | D |           |
| \$.0001 par value common stock |            |              |       |   |          | 405 <u>(3)</u> | I | By 401(k) |

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

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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 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 |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|-------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                         |       |
| stock option                               | \$ 60.9  | 11/09/2016                           |  | M                              | 4,376   | <u>(4)</u>   | 11/14/2019  | common stock                  | 4,376 |
| stock option                               | \$ 60.9  | 11/10/2016                           |  | M                              | 2,187   | <u>(4)</u>   | 11/14/2019  | common stock                  | 2,187 |
| restricted stock unit                      | \$ 0   | 11/10/2016                           |  | M                              | 729   | <u>(5)</u>   | <u>(6)</u>  | common stock                  | 729   |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                       |       |
|---|---------------|-----------|-----------------------|-------|
|   | Director      | 10% Owner | Officer               | Other |
| Peterman Ken Allen<br>6155 EL CAMINO REAL<br>CARLSBAD, CA 92009 |               |           | Senior Vice President |       |

## Signatures

Kathleen K. Hollenbeck, under power of attorney

11/14/2016

\_\_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 June 13, 2016.

(2) 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.

(3) Includes 6 shares of common stock the reporting person acquired under the ViaSat 401(k) Plan since the date of the reporting person's last ownership report.

(4) The option vests in four (4) installments as follows: 2,188 shares on 11/10/2014; 2,188 shares on 11/10/2015; 2,187 shares on 11/10/2016 and 2,187 shares on 11/10/2017.

(5) The original restricted stock unit grant was for 2,917 restricted stock units on 11/14/2013. 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.

(6) 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.

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