

Harkenrider Kevin J
Form 4
November 15, 2011

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Harkenrider Kevin J

(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)
11/10/2011

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Vice President

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)
\$\$.0001 par value common stock				(A) or (D)	483 ⁽¹⁾	D	
\$\$.0001 par value common stock				(A) or (D)	1,005 ⁽²⁾	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**

SEC 1474
(9-02)

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
stock option, right to buy	\$ 44.53	11/10/2011		A		20,000		<u>(3)</u>	11/10/2017	common stock	20,000
restricted stock unit	<u>(4)</u>	11/10/2011		A		6,667		<u>(5)</u>	<u>(6)</u>	common stock	6,667

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Harkenrider Kevin J 6155 EL CAMINO REAL CARLSBAD, CA 92009	Vice President

Signatures

Kevin J.
Harkenrider 11/15/2011

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) Includes 41 shares purchased under the ViaSat Stock Purchase Plan ("ESPP") on December 31, 2007; 73 shares purchased under the ESPP on June 30, 2008; 79 shares purchased under the ESPP on December 31, 2008; 68 shares purchased under the ESPP on June 30, 2009; 68 shares purchased under the ESPP on December 31, 2009; 52 shares purchased under the ESPP on June 30, 2010; 62 shares purchased under the ESPP on December 31, 2010 and 40 shares purchased under the ESPP on June 30, 2011.

(2) Includes 396 shares of common stock the reporting person acquired under the ViaSat 401(k) Plan on June 9, 2009; 337 shares of common stock acquired under the ViaSat 401(k) Plan on June 9, 2010 and 272 shares of common stock acquired under the ViaSat 401(k) Plan on June 8, 2011.

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- (3) The option vests in 4 equal annual installments beginning on 11/10/12.
- (4) Each restricted stock unit represents a contingent right to receive one share of ViaSat, Inc. common stock.
Subject to the reporting person's election to defer the receipt of common stock, the units vest and convert into shares of common stock of
- (5) the Issuer at a rate of 1/4 on the 13th month anniversary of the grant date; 1/4th on the second anniversary of the grant date; 1/4th on the third anniversary of the grant date and 1/4 on the fourth anniversary of teh 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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