VIASAT INC
Form 4
June 13, 2013

FORM 4

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

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

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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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
LAY B 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)
06/13/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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)
			Code	V	Amount	(A) or (D)	Price			
$0.0001 Par Value Common Stock	06/13/2013		M		10,000	A	$ 16.27	344,013	I	See Footnote (1)
$0.0001 Par Value Common Stock	06/13/2013		S		10,000	D	$ 70.94 (2)	334,013	I	See Footnote (3)
$0.0001 Par Value Common Stock	06/13/2013		M		10,000	A	$ 31.67	344,013	I	See Footnote (1)

$0.0001 Par Value Common Stock	06/13/2013		S	10,000	D	$ 70.94 (2)	334,013	I	See Footnote (3)

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

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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)	$ 16.27	06/13/2013		M			10,000	(4)	09/11/2013	common stock	10,000
stock option (right to buy)	$ 31.67	06/13/2013		M			10,000	10/03/2008	10/03/2013	common stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LAY B ALLEN 6155 EL CAMINO REAL CARLSBAD, CA 92009	X			

Signatures

Kathleen K. Hollenbeck, under Power of Attorney	06/13/2013
**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) 196,026 shares are held by Lay Ventures, L.P. Mr. Lay and his wife are general partners of Lay Ventures, L.P. In addition, Mr. Lay and his wife are the trustess of The Lay Living Trust which holds 117,587 shares. The Lay Living Trust owns a 2% interest in Lay Ventures, L.P. Mr. Lay and his wife are also the trustees of The Lay Charitable Remainder Trust which holds 30,400 shares. Mr. Lay disclaims beneficial ownership of the shares held by Lay Ventures, L.P. except tp the extent of his pecuniary interest therein.

(2) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from $70.76 to $71.16, inclusive. The reporting person undertakes to provide to ViaSat, Inc., any security holder of ViaSat, Inc., or the staff of the Securities and 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) 186,026 shares are held by Lay Ventures, L.P. Mr. Lay and his wife are general partners of Lay Ventures, L.P. In addition, Mr. Lay and his wife are the trustess of The Lay Living Trust which holds 117,587 shares. The Lay Living Trust owns a 2% interest in Lay Ventures, L.P. Mr. Lay and his wife are also the trustees of The Lay Charitable Remainder Trust which holds 30,400 shares. Mr. Lay disclaims beneficial ownership of the shares held by Lay Ventures, L.P. except tp the extent of his pecuniary interest therein.

(4) The stock option became exercisable in three equal installments on each of September 11, 2004, 2005 and 2006.

(5) The stock option was granted to B. Allen Lay, a director of ViaSat, Inc. Mr. Lay transferred the stock option to Lay Ventures, L.P. on September 11, 2003, immediately following the grant of such stock options. Mr. Lay and his wife are the general partners of Lay Ventures, L.P. In addition, Mr. Lay and his wife are the trustees of The Lay Living Trust, which owns a 2% interest in Lay Ventures, L.P. Mr. Lay disclaims beneficial ownership of the stock options held by Lay Ventures, L.P. except to the extent of his pecuniary interest therein.

(6) The stock option was granted to B. Allen Lay, a director of ViaSat, Inc. Mr. Lay transferred the stock option to Lay Ventures, L.P. on October 3, 2007, immediately following the grant of such stock options. Mr. Lay and his wife are the general partners of Lay Ventures, L.P. In addition, Mr. Lay and his wife are the trustees of The Lay Living Trust, which owns a 2% interest in Lay Ventures, L.P. Mr. Lay disclaims beneficial ownership of the stock options held by Lay Ventures, L.P. except to the extent of his pecuniary interest therein.

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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