

VIASAT INC
Reported by
DANKBERG MARK D

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 11/21/17 for the Period Ending 11/17/17

Address 6155 EL CAMINO REAL
CARLSBAD, CA, 92009
Telephone 760-476-2200
CIK 0000797721
Symbol VSAT
SIC Code 3663 - Radio and Television Broadcasting and Communications Equipment
Industry Communications & Networking
Sector Technology
Fiscal Year 03/31

FORM 4

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

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * DANKBERG MARK D (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]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) Chief Executive Officer
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">11/17/2017</p>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			
\$.0001 par value common stock	11/17/2017		M		19584	A	\$0.00	19584	D	
\$.0001 par value common stock	11/17/2017		F (1)		10220	D	\$73.77	9364	D	
\$.0001 par value common stock	11/17/2017		G (2)		9364	D	\$0.00	0	D	
\$.0001 par value common stock	11/17/2017		G		9364	A	\$0.00	1553815	I	By Trust
\$.0001 par value common stock								1723	I	By 401(k)

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
restricted stock unit	(3)	11/17/2017		A		46667		(4)	(5)	common stock	46667	\$0.00	46667	D	
restricted stock unit	\$0.00	11/17/2017		M		9167		(6)	(5)	common stock	9167	\$0.00	9166	D	
restricted stock unit	\$0.00	11/17/2017		M		10417		(7)	(3)	common stock	10417	\$0.00	20833	D	

Explanation of Responses:

- (1) 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 Mark Dankberg, an officer of ViaSat, Inc. Upon vesting the shares were contributed to The Dankberg Family Trust.
- (3) Each restricted stock unit represents a contingent right to receive one share of ViaSat, Inc. common stock.
- (4) 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 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 the grant date.
- (5) Until vested, the restricted stock unit shall be subject to forfeiture in the event of termination of employment or service with the issuer.
- (6) The original restricted stock unit grant was for 36,667 units on 11/17/2014. 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 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 the grant date.
- (7) The original restricted stock unit grant was for 41,667 restricted stock units on 11/17/2015. 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.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DANKBERG MARK D 6155 EL CAMINO REAL CARLSBAD, CA 92009	X		Chief Executive Officer	

Signatures**Kathleen K. Hollenbeck, under power of attorney****11/21/2017**

— Signature of Reporting Person

— Date

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

* 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).

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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