

LAY B ALLEN
Form 4
September 10, 2010

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, 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 *
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)
09/08/2010

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)

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 | | |
| \$0.0001 Par Value Common Stock | 09/08/2010 | | M | | 8,000 A \$ 22.03 | 310,678 | I See Footnote (1) |
| \$0.0001 Par Value Common Stock | 09/08/2010 | | S | | 4,500 D \$ 36.5029 (2) | 306,178 | I See Footnote (3) |

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

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SEC 1474 (9-02)

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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 to the extent of his pecuniary interest therein.

- (4) The stock option became exercisable in three equal installments on each of September 26, 2001, 2002 and 2003.

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 26, 2000, immediately following the grant of such stock options. Mr. Lay and his wife are the general partners of Lay

- (5) 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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