

Edgar Filing: VIASAT INC - Form SC 13G/A

VIASAT INC
Form SC 13G/A
February 14, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

ViaSat, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

92552V100

(CUSIP Number)

December 31, 2013

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

FPR Partners, LP

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware, United States

| | | |
|--|-----------------------------|-----------|
| | 5. SOLE VOTING POWER | |
| | | 1,948,051 |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH: | 6. SHARED VOTING POWER | |
| | | 0 |
| | 7. SOLE DISPOSITIVE POWER | |
| | | 1,948,051 |
| | 8. SHARED DISPOSITIVE POWER | |
| | | 0 |

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,948,051

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES (See Instructions)

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.3% (1)

12. TYPE OF REPORTING PERSON (See Instructions)

PN

(1) Based upon shares outstanding as of November 1, 2013 as reported by the

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Issuer on its October 4, 2013 Form 10-Q

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1. NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

BART PARTNERS, LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

| | | | |
|--|----|--------------------------|-----------|
| | 5. | SOLE VOTING POWER | |
| | | | 1,948,051 |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH: | 6. | SHARED VOTING POWER | |
| | | | 0 |
| | 7. | SOLE DISPOSITIVE POWER | |
| | | | 1,948,051 |
| | 8. | SHARED DISPOSITIVE POWER | |
| | | | 0 |

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,948,051

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES (See Instructions)

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.3% (1)

12. TYPE OF REPORTING PERSON (See Instructions)

OO

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(1) Based upon shares outstanding as of November 1, 2013 as reported by the Issuer on its October 4, 2013 Form 10-Q

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Item 1. Issuer

(a) Name of Issuer:

ViaSat, Inc.

(b) Address of Issuer's Principal Executive Offices:

6155 El Camino Real
Carlsbad, CA 92009

Item 2. Identity And Background

(a) Name of Person Filing:

This Schedule 13G is jointly filed by and on behalf of FPR Partners, LP ("FPR") and BART Partners, LLC ("BART" and together with FPR, the "Reporting Persons"). The reported shares of Common Stock are held directly by FPR. BART is the general partner of FPR and may be deemed to indirectly beneficially own securities owned by FPR. BART declares that neither the filing of this statement nor anything herein shall be construed as an admission that BART is, for the purposes of Sections 13(d) or 13(g) of the Securities and Exchange Act of 1934, the beneficial owner of any of the securities covered by this statement. The agreement among the Reporting Persons relating to the joint filing of this Schedule 13G is attached as Exhibit 99.1 hereto.

(b) Address of Principal Business Office or, if none, Residence:

The address of the principal office of each Reporting Person is 199 Fremont Street, Suite 2500, San Francisco, CA 94105-2261.

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(c) Citizenship:

FPR Partners, LP and BART Partners, LLC are organized under the laws of the State of Delaware.

(d) Title of Class of Securities:

Common Stock

(d) CUSIP Number:

92552V100

Item 3. If this statement is filed pursuant to 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8);
- (e) An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) A non-U.S. institution in accordance with

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240.13d-1(b) (1) (ii) (J);

(k) [] Group, in accordance with 240.13d-1(b) (1) (ii) (K).

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Item 4. Ownership

(a) Amount beneficially owned: See Item 9 on the cover pages hereto.

(b) Percent of class: See Item 11 on the cover pages hereto.

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:
See Item 5 on the cover pages hereto.

(ii) Shared power to vote or to direct the vote:
See Item 6 on the cover pages hereto.

(iii) Sole power to dispose or to direct the disposition of:
See Item 7 on the cover pages hereto.

(iv) Shared power to dispose or to direct the disposition of:
See Item 8 on the cover pages hereto.

Item 5. Ownership Of Five Percent Or Less Of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5.0% of the class of securities, check the following [X].

Item 6. Ownership Of More Than Five Percent On Behalf Of Another Person

Other persons are known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the securities covered by this statement.

Item 7. Identification And Classification Of The Subsidiary Which Acquired The

Security Being Reported On By The Parent Holding Company

Not Applicable.

Item 8. Identification And Classification Of Members Of The Group

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Not Applicable.

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Item 9. Notice Of Dissolution Of Group

Not Applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under 240.14a-11.

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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2014

FPR Partners, LP

By: BART Partners, LLC, its general partner

/s/ Siu Chiang for Bob Peck

Name: Bob Peck

Title: Senior Managing Member, BART Partners, LLC

BART Partners, LLC

/s/ Siu Chiang for Bob Peck

Name: Bob Peck

Title: Senior Managing Member, BART Partners, LLC

Exhibit 99.1 Joint Filing Agreement, dated January 4, 2013, by and among FPR Partners, LP and BART Partners, LLC (furnished herewith).

Exhibit 99.2 Confirming Statement for Bob Peck, dated November 13, 2012, (furnished herewith).