
“January Prospectus”). The Reporting Person sold 16,343 shares of the Issuer’s Common Stock on March 15, 2010 pursuant to the January Prospectus.

The Issuer filed a shelf registration statement on Form S-3 and prospectus dated March 22, 2010, and filed a prospectus supplement dated March 25, 2010, with the SEC for the sale of 6,000,000 shares of the Issuer’s Common Stock, including 1,599,315 shares of the Issuer’s Common Stock held by the Reporting Person, in an underwritten public offering (the “March Offering”). In connection with the March Offering, the Issuer, the Reporting Person and certain other stockholders of the Issuer (collectively, the “Sellers”) entered into an Underwriting Agreement dated March 25, 2010 (the “Underwriting Agreement”), with Morgan Stanley & Co. Incorporated, Merrill Lynch, Pierce, Fenner & Smith Incorporated, and Credit Suisse Securities (USA) LLC, on behalf of themselves and the underwriters named in the Underwriting Agreement (collectively, the “Underwriters”), for the purchase and sale of up to 6,000,000 shares of Common Stock of the Issuer in the aggregate by the Sellers to the Underwriters, plus an option for the Underwriters to purchase up to 900,000 additional shares of the Issuer’s Common Stock from the Sellers to cover over-allotments in the March Offering. Pursuant to the Underwriting Agreement, the Reporting Person agreed to sell to the Underwriters 1,599,315 shares of Common Stock of the Issuer and granted the Underwriters the option to purchase up to an additional 221,524 shares of the Common Stock of the Issuer to cover over-allotments in connection with the March Offering. On March 31, 2010, the Reporting Person sold 1,820,839 shares of Common Stock of the Issuer to the Underwriters pursuant to the Underwriting Agreement, representing all shares of Common Stock of the Issuer held by the Reporting Person. The Reporting Person no longer holds any shares of Common Stock of the Issuer. The price per share at which the Common Stock of the Issuer was sold to the Underwriters was \$1.00.

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
7(a)	Underwriting Agreement, dated March 25, 2010, by and among ViaSat, Inc., Morgan Stanley & Co. Incorporated, Merrill Lynch, Pierce, Fenner & Smith Incorporated, Credit Suisse Securities (USA) LLC and the selling stockholders of ViaSat, Inc. named therein (Incorporated by reference to Exhibit 1.1 to the Current Report on Form 8-K filed by the Issuer on March 29, 2010).
7(b)	Form of Lock-Up Agreement for Selling Shareholders dated March 22, 2010 (Incorporated by reference to Exhibit A-1 to Exhibit 1.1 to the Current Report on Form 8-K filed by the Issuer on March 29, 2010).
7(c)	Waiver and Agreement, dated March 22, 2010, by and among ViaSat, Inc. and the selling stockholders of ViaSat, Inc. named therein.

IN WITNESS WHEREOF, the parties have caused this Agreement to be duly executed as of the date first written above.

VIASAT, INC.

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By: _____

Name: _____

Title: _____

NATIONAL RURAL TELECOMMUNICATIONS COOPERATIVE

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