

VIASAT INC
Form SC 13G/A
February 10, 2012

CUSIP NO. 92552V100

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SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

SCHEDULE 13G

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED
PURSUANT TO RULES 13d-1(b)(c), AND (d) AND AMENDMENTS
THERE TO FILED PURSUANT TO RULE 13d-2(b)

(Amendment No. 4)*

ViaSat, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

92552V100

(CUSIP Number)

December 31, 2011

(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 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. NAME OF REPORTING PERSON, S.S. OR I.R.S. IDENTIFICATION NO.OF ABOVE PERSON

The Baupost Group, L.L.C., 04-3402144

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP *

(a)

(b) X

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Commonwealth of Massachusetts

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON:

5. WITH SOLE VOTING POWER

0

6. WITH SHARED VOTING POWER

10,499,992

7. WITH SOLE DISPOSITIVE POWER

0

8. WITH SHARED DISPOSITIVE POWER

10,499,992

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10,499,992

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES *

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

24.86%

12. TYPE OF REPORTING PERSON *

IA

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1. NAME OF REPORTING PERSON, S.S. OR I.R.S. IDENTIFICATION NO.OF ABOVE PERSON

Baupost Value Partners, L.P. – IV, 26-2208448

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP *

(a)

(b) X

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

State of Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON:

5. WITH SOLE VOTING POWER

0

6. WITH SHARED VOTING POWER

3,749,225

7. WITH SOLE DISPOSITIVE POWER

0

8. WITH SHARED DISPOSITIVE POWER

3,749,225

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,749,225

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES *

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

8.88%

12. TYPE OF REPORTING PERSON *

PN

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1. NAME OF REPORTING PERSON, S.S. OR I.R.S. IDENTIFICATION NO.OF ABOVE PERSON

SAK Corporation, 04-3334541

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP *

(a)

(b) X

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Commonwealth of Massachusetts

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON:

5. WITH SOLE VOTING POWER

0

6. WITH SHARED VOTING POWER

10,499,992

7. WITH SOLE DISPOSITIVE POWER

0

8. WITH SHARED DISPOSITIVE POWER

10,499,992

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10,499,992

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES *

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

24.86%

12.

TYPE OF REPORTING PERSON *

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1. NAME OF REPORTING PERSON, S.S.OR I.R.S. IDENTIFICATION NO.OF ABOVE PERSON

Seth A. Klarman

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP *

(a)

(b) X

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON:

5. WITH SOLE VOTING POWER

0

6. WITH SHARED VOTING POWER

10,499,992

7. WITH SOLE DISPOSITIVE POWER

0

8. WITH SHARED DISPOSITIVE POWER

10,499,992

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10,499,992

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES *

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

24.86%

12.

TYPE OF REPORTING PERSON *

HC

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Item 1 (a) Name of Issuer:

ViaSat, Inc.

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

6155 El Camino Real, Carlsbad, California, 92009

Item 2 (a) Name of Person Filing:

- (1) The Baupost Group, L.L.C.
- (2) Baupost Value Partners, L.P. - IV
- (3) SAK Corporation
- (4) Seth A. Klarman

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

- (1) The Baupost Group, L.L.C.
10 St. James Avenue, Suite 1700
Boston, Massachusetts 02116
- (2) Baupost Value Partners, L.P. - IV
10 St. James Avenue, Suite 1700
Boston, Massachusetts 02116
- (3) SAK Corporation
10 St. James Avenue, Suite 1700
Boston, Massachusetts 02116
- (4) Seth A. Klarman
10 St. James Avenue, Suite 1700
Boston, Massachusetts 02116

2(c) Citizenship:

- (1) Commonwealth of Massachusetts
- (2) State of Delaware
- (3) Commonwealth of Massachusetts
- (4) United States of America

2(d) Title of Class of Securities:

Common Stock

2(e) CUSIP Number:

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Item 3 If this statement is filed pursuant to SS240.13d-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 advisor in accordance with S240.13d-1(b)(1)(ii)(E).
- (f) An employee benefit plan or endowment fund in accordance with S240.13d-1(b)(1)(ii)(F).
- (g) A parent holding company or control person in accordance with S240.13d-1(b)(ii)(G).
- (h) A savings association 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) Group, in accordance with S240.13d-1(b)(1)(ii)(J).

Item 4 Ownership:

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount Beneficially Owned: (as of December 31, 2011)
 - (1) The Baupost Group, L.L.C.: 10,499,992
 - (2) Baupost Value Partners, L.P. - IV 3,749,225
 - (3) SAK Corporation: 10,499,992
 - (4) Seth A. Klarman: 10,499,992

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- (b) Percent of Class:
- (1) The Baupost Group, L.L.C.: 24.86%
 - (2) Baupost Value Partners, L.P. – IV: 8.88%
 - (3) SAK Corporation: 24.86%
 - (4) Seth A. Klarman: 24.86%
- (c) Number of shares as to which such person has:
- (i) sole power to vote or to direct the vote
 - 0
 - (ii) shared power to vote or to direct the vote
 - (1) The Baupost Group, L.L.C.: 10,499,992
 - (2) Baupost Value Partners, L.P. - IV 3,749,225
 - (2) SAK Corporation: 10,499,992
 - (3) Seth A. Klarman: 10,499,992
 - (iii) sole power to dispose or to direct the disposition of
 - 0
 - (iv) shared power to dispose or to direct the disposition of
 - (1) The Baupost Group, L.L.C.: 10,499,992
 - (2) Baupost Value Partners, L.P. - IV 3,749,225
 - (2) SAK Corporation: 10,499,992
 - (3) Seth A. Klarman: 10,499,992

Instruction: For computations regarding securities which represent a right to acquire an underlying security seess.240.13d-3(d)(1).

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