Insider Trading Compliance Policies and Procedures for Employees

Federal insider trading laws and regulations generally prohibit any director, officer or employee of ViaSat or any of its subsidiaries who possesses ***material, nonpublic information*** concerning ViaSat from buying or selling securities of ViaSat or passing on such information to others who may be induced to buy or sell securities on the basis of such information. The law also prohibits trading on ***material, nonpublic information*** about ViaSat's customers, suppliers, competitors, joint venture partners and proposed acquisitions or divestitures of businesses. Substantial legal penalties can be imposed for violation of these laws.

In order to facilitate compliance with applicable law regarding purchases and sales of ViaSat securities by individuals whose positions give them regular access to sensitive information, ViaSat has implemented the following policies and procedures. Recipients of this memorandum to whom these policies are applicable include all ViaSat directors, officers and employees of ViaSat.

I. Summary of Procedures and Policies

The most important features of ViaSat's insider trading policies and procedures are as follows:

- <u>Insider Trading Prohibition</u>. No person in possession of ***material, nonpublic information*** concerning ViaSat may (1) buy or sell securities of ViaSat or (2) pass on such information to others. This restriction also applies to the sale of stock in connection with the "cashless exercise" of stock options.
- <u>Blackout Periods</u>. From time to time, ViaSat may institute blackout periods where the persons so advised should not engage in any transaction involving the purchase or sale of ViaSat securities until advised that the restriction has been terminated.
- <u>Family Members Covered by the Policy.</u> The policy covers family members of persons subject to the policy who live in the same household with that person.
- <u>No Safe Harbor.</u> The existence of trading blackout periods does not eliminate the need for caution at other times. Trading in ViaSat's securities is prohibited by the SEC's insider trading rules any time an individual is in possession of ***material, nonpublic information*** about ViaSat.
- <u>Maintaining Confidentiality of Company Information.</u> All persons subject to the policy are encouraged to take adequate security precautions in handling ***material, nonpublic information*** both inside and outside ViaSat's offices.
- <u>Non-Compliance Penalties.</u> In addition to the penalties the SEC might impose for transactions in violation of the SEC's Insider Trading Regulations (including monetary fines and jail terms up to 10 years for felony convictions), any affected employee who violates the policy is subject to disciplinary action by ViaSat.

II. Restrictions on Purchases and Sales

General Policy. It is ViaSat's policy that if you possess ***material, nonpublic information*** concerning ViaSat, *neither you nor your spouse, minor children or other adults living in your household* may (1) buy or sell securities of ViaSat or (2) pass on such information to others. This policy also extends to trading in securities of other companies, such as customers, suppliers, competitors or joint venture partners (including options relating to the securities of those other companies) if you have acquired ***material, nonpublic information*** relating to those companies. *This policy also extends to the sale of stock (cashless exercises) in connection with the exercise of stock options*.

Additional Restrictions in Specific Circumstances (Blackout Periods). From time to time, ViaSat may recommend, or require, that directors, officers, employees and others refrain from trading because of developments known to ViaSat and not yet disclosed to the public. In such a case, the persons so advised should not engage in any transaction involving the purchase or sale of ViaSat securities until advised that the restriction has been terminated and should not disclose to others inside or outside of ViaSat the fact that ViaSat has imposed a trading restriction.

No Safe Harbor. The existence of blackout periods and situation-specific trading restrictions should not be considered a safe harbor for trading during other periods, and all directors, officers and other employees should use good judgment at all times. For example, occasions may arise when individuals covered by this memorandum become aware prior to the end of a quarter that earnings for that quarter are likely to exceed, or fall below, market expectations to an extent that is material. In such a case, those individuals should refrain from trading until such information is adequately disseminated to the public.

III. Application of Blackout Periods to the ViaSat ESPP

Persons covered by this memorandum who are officers and employees of ViaSat or its subsidiaries have the opportunity to participate in ViaSat's Employee Stock Purchase Plan. In making elections that involve your ViaSat ESPP account, ViaSat will not require suspension of allocations of ongoing contributions into your ViaSat ESPP account during blackout periods. Nor does the blackout period policy prohibit changes in investment direction for future contributions, effective the following period. Nonetheless, because monies directed into your ViaSat ESPP account may result in transactions effected in the public markets, the persons covered by this memorandum should use good judgment with respect to investment directions related to their ViaSat ESPP accounts, taking care to avoid situations that would create the appearance of an improper use of nonpublic information.

IV. Policy on Maintaining Confidentiality

You should carefully avoid communicating nonpublic information about ViaSat to any person (including family members and friends) unless the person has a need to know the information for company-related reasons. This policy applies without regard to the materiality of the information. Consistent with the foregoing, you should be discreet with nonpublic information and refrain from discussing it in public places where it can be overheard, such as elevators and other public spaces, including, restaurants, taxis and airplanes. Likewise, you should take care to protect sensitive information from access by unauthorized persons, for example by allowing sensitive information displayed on a laptop computer to be viewed by someone sitting next to you on an airplane. To avoid even the appearance of impropriety, you should at all times refrain from providing advice or making recommendations regarding the purchase or sale of ViaSat's securities or the securities of other companies of which you have knowledge as a result of your employment or association with ViaSat. ***If you communicate information that someone else uses to trade illegally in securities, legal penalties are applicable whether or not you personally derive any benefit from the illegal trading.***

V. Materiality and Public Knowledge of Information

In applying the policies described above, it is important to determine whether information is ***material, nonpublic information***. Information is considered ***material***:

- if there is a substantial likelihood that a reasonable investor would consider the information important in deciding whether to buy or sell the securities in question, or

- if the information, if disclosed, could be viewed by a reasonable investor as having significantly altered the total mix of information available.

Chances are, if a person learns something that leads *that person* to want to buy or sell securities, the information will be considered material. Thus, even speculative information can be material, and information may be material even if that information alone would not determine an investor's decision to buy, sell or hold. Furthermore, the United States Securities and Exchange Commission ("SEC"), which is the primary U.S. regulator under the federal securities laws, takes the view that the mere fact that a person knows the information is enough to bar him or her from trading, even if the reasons for the potential trade are not based on that information. By way of example, it is probable that the following information, in most circumstances, would be deemed material: annual or quarterly financial results (or even monthly results under certain circumstances, including in particular when they would indicate a material departure from market expectations); a change in earnings projections; unexpected or unusual gains or losses in major operations; negotiations and agreements regarding acquisitions, divestitures, business combinations or tender offers; significant changes in prices, customers or suppliers; an increase or decrease in dividends; major developments in litigation or regulatory matters; and significant management changes. This list of examples is not intended to be exhaustive, and other types of information may also be material.

When material information has been publicly disclosed, you should continue to refrain from buying or selling the securities in question until the information has been adequately disseminated to the public so that investors have had the opportunity to evaluate the information.

In addition, adequate dissemination requires allowing enough time after the announcement for the market to react to the information. Therefore, you should not enter into a trade immediately after ViaSat has made a public announcement of material information. The appropriate period between an announcement and a subsequent trade depends on the nature of the information disclosed. Generally, information regarding relatively simple matters will be deemed for purposes of this policy to have been adequately disseminated to and absorbed by the market by the beginning of the second trading day after the day of its release. When more complex matters, such as a prospective major acquisition or disposition, are announced, it may be necessary to allow additional time for the information to be absorbed by investors. If you have any question whether sufficient time has passed since an announcement by ViaSat, you should contact Keven Lippert for guidance.

VI. Compliance and Penalties

The SEC, Nasdaq and other national securities exchanges in the United States have extensive surveillance facilities that are used to monitor trading in stocks and stock options. If a securities transaction becomes the subject of scrutiny, the transaction will be viewed after the fact. As a result, before engaging in any transaction, all persons covered by this memorandum should carefully consider how regulators and others might view the transaction with the benefit of hindsight.

No person to whom this memorandum is directed should engage in any transaction in which he or she may even *appear* to be trading while in possession of material inside information. Failure to observe this policy may result in serious legal difficulties for the individual, as well as ViaSat, including the possibility of civil lawsuits by shareholders against the person(s) accused of trading on inside information. Employees who engage in illegal trading activity or who improperly disclose confidential information to others will be subject to disciplinary action.

The consequences of insider trading violations can be severe under U.S. law. The SEC takes the position that these laws apply to all transactions in shares or options of companies listed for trading in the U.S., whether or not the actual trades take place in the U.S. For individuals who trade on inside information (or tip information to others), possible penalties include:

1. A civil penalty of disgorgement, or return, of profit gained or loss avoided, plus a fine of up to three times the profit gained or loss avoided;
2. Criminal fines (no matter how small the profit) of up to $1 million; and
3. A jail term of up to ten years for felony convictions.

For a company that knows or recklessly disregards the fact that an employee is likely to engage in illegal trading and fails to take appropriate steps to prevent the illegal activity, possible penalties include:

1. A civil penalty of the greater of $1 million or three times the profit gained or loss avoided as a result of the employee's violation,
2. A criminal penalty of up to $2.5 million.

REMEMBER, BEFORE PROCEEDING WITH A PURCHASE OR SALE, CONSIDER WHETHER YOU ARE AWARE OF ***MATERIAL INSIDE INFORMATION*** WHICH COULD AFFECT THE PRICE OF THE STOCK. A GOOD GENERAL RULE OF THUMB: **WHEN IN DOUBT, DO NOT TRADE**.

Addendum to Insider Trading Compliance Policies and Procedures for Directors, Officers and Designated Employees of ViaSat

This Addendum applies to all directors, officers and certain designated employees of ViaSat and extends to all activities within and outside an individual's duties at ViaSat.

This Addendum serves as a supplement to the memorandum entitled "Insider Trading Compliance Policies and Procedures for Employees" and provides further restrictions on the directors, officers and certain designated employees of ViaSat to maintain compliance with the SEC's Insider Trading Regulations. If you received this Addendum, you are subject to terms of this supplemental policy.

I. Quarterly Blackout Periods

ViaSat requires that the persons covered by this Addendum follow the restrictions on trading during quarterly blackout periods set forth below:

- Persons covered by this Addendum must refrain from engaging in transactions involving the purchase or sale of ViaSat securities during the period beginning two weeks before the end of any fiscal quarter of ViaSat and ending two business days after the public release of earnings data for such fiscal quarter. A "no-trade" period will, therefore, begin on each March 17, June 16, September 16 and December 17. If earnings are released before the market opens on a Wednesday, the "no-trade" period will extend through that day and the next, and transactions could again occur on Friday.

This quarterly blackout period policy does not apply to the exercise of options that does not involve the sale of ViaSat's securities (e.g., the cashless exercise of a ViaSat stock option does involve the sale of ViaSat Securities and therefore would not qualify under this exception). Therefore:

- If you simply exercise an option for cash and do not sell the shares acquired, you need not observe the blackout period restrictions.
- If you exercise through a broker's cashless exercise procedure (which involves a market sale by the broker), or otherwise make a contemporaneous sale of the shares you acquire on exercise, you should observe the blackout period policy just as you would for an ordinary market transaction.

In addition, purchases and sales pursuant to a contract, instruction or plan (a "Plan") entered into by a director, officer or designated employee of ViaSat in good faith and in accordance with the terms of Rule 10b5-1 of the Securities Exchange Act of 1934 will be exempt from the trading restrictions set forth above and in the attached Insider Trading Compliance Policies and Procedures if the Plan is implemented and operated in accordance with the terms of Rule 10b5-1 and of this paragraph. Each such Plan, and any modifications thereof, shall be submitted to the General Counsel or Associate General Counsel of ViaSat, who may impose such conditions on the implementation and operation of the Plan as they deem necessary or advisable. From time to time, for legal or other reasons, the General Counsel or Associate General Counsel may direct that purchases and sales pursuant to any Plan be suspended or discontinued. Failure of the director, officer or designated employee to discontinue purchases and sales as directed shall constitute a violation of the terms of this paragraph and result in a loss of the exemption set forth herein.

To: ____________________
From: Keven K. Lippert
After you have read the enclosed memorandum please sign the acknowledgment below and return it to my attention

Acknowledgement
Regarding Insider Trading Compliance Policies and Procedures
for Employees of ViaSat

I hereby acknowledge receipt of the memorandum entitled “Insider Trading Compliance Policies and Procedures for Employees of ViaSat ". I have reviewed and understand the memorandum and agree to abide by its terms.

> REMEMBER, BEFORE PROCEEDING WITH A PURCHASE OR SALE, CONSIDER WHETHER YOU ARE AWARE OF ***MATERIAL, NONPUBLIC INFORMATION*** WHICH COULD AFFECT THE PRICE OF THE STOCK. A GOOD GENERAL RULE OF THUMB: **WHEN IN DOUBT, DO NOT TRADE**.

Questions regarding these policies and procedures should be directed to Keven Lippert, ViaSat’s Associate General Counsel

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Signature

____
Date

Received on ____________________.
VIASAT, INC.
By:___________________________
Name:________________________
Title:_________________________