Viacom Inc. Form 4 May 07, 2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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 See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

may continue.

1. Name and Address of Reporting Person * REDSTONE SHARI			2. Issuer Name and Ticker or Trading Symbol Viacom Inc. [VIA, VIAB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(Last) (First) (Middle)		3. Date of Earliest Transaction	(Check all applicable)		
			(Month/Day/Year)	X Director 10% Owner		
1515 BROADWAY			05/05/2015	X Officer (give title Other (specify below)		
				Vice Chair of the Board		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
NEW YORK,	NY 10036		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit or Dispos (Instr. 3,	ed of	` '	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Class B Common Stock	05/05/2015		M	3,171	A	\$ 41.48	26,740	D	
Class B Common Stock	05/05/2015		M	3,171	A	\$ 40.67	29,911	D	
Class B Common Stock	05/05/2015		M	3,171	A	\$ 38.7	33,082	D	
Class B Common	05/05/2015		M	3,171	A	\$ 14.75	36,253	D	

Stock								
Class B Common Stock	05/05/2015	M	3,171	A	\$ 29.14	39,424	D	
Class B Common Stock	05/05/2015	M	5,582	A	\$ 41.55	45,006	D	
Class B Common Stock	05/05/2015	M	4,940	A	\$ 47.04	49,946	D	
Class B Common Stock	05/05/2015	S	26,377	D	\$ 69.4938 (1)	23,569	D	
Class B Common Stock						1,500	I	as Trustee (2)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

> 8. I De Sec (In

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option (Right to Buy) (3)	\$ 41.48	05/05/2015		M	3,171	<u>(4)</u>	01/31/2016	Class B Common Stock	3,171
Director Stock Option (Right to	\$ 40.67	05/05/2015		M	3,171	<u>(4)</u>	01/31/2017	Class B Common Stock	3,171

Buy) (3)								
Director Stock Option (Right to Buy) (3)	\$ 38.7	05/05/2015	M	3,171	<u>(4)</u>	01/31/2018	Class B Common Stock	3,171
Director Stock Option (Right to Buy) (3)	\$ 14.75	05/05/2015	M	3,171	<u>(4)</u>	01/31/2019	Class B Common Stock	3,171
Director Stock Option (Right to Buy) (3)	\$ 29.14	05/05/2015	M	3,171	<u>(4)</u>	01/31/2020	Class B Common Stock	3,171
Director Stock Option (Right to Buy) (5)	\$ 41.55	05/05/2015	M	5,582	<u>(4)</u>	01/31/2021	Class B Common Stock	5,582
Director Stock Option (Right to Buy) (5)	\$ 47.04	05/05/2015	M	4,940	<u>(4)</u>	01/31/2022	Class B Common Stock	4,940

Reporting Owners

Reporting Owner Name / Address	Relationships						
Toporous o mar round / radia cos	Director	10% Owner	Officer	Other			
REDSTONE SHARI 1515 BROADWAY NEW YORK, NY 10036	X		Vice Chair of the Board				

Signatures

/s/ Michael D. Fricklas, Attorney-in-Fact for Shari Redstone 05/07/2015

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$69.11 to \$69.78, (1) inclusive. The director undertakes to provide to the staff of the Securities and Exchange Commission, the Issuer or a stockholder of the Issuer, upon request, full information regarding the number of shares sold at each separate price.

Reporting Owners 3

Edgar Filing: Viacom Inc. - Form 4

- (2) The director disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the director is the beneficial owner of such securities for purposes of Section 16 or any other purposes.
- (3) Granted under the Viacom Inc. 2006 Stock Option Plan for Outside Directors for no consideration.
- (4) Current.
- (5) Granted under the Viacom Inc. 2011 Stock Option Plan for Outside Directors for no consideration.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.