

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* KARMAZIN MEL _____ (Last) (First) (Middle) 1515 BROADWAY _____ (Street) NEW YORK NY 10036 _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol VIACOM INC [VIA, VIAB]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President & COO		
			3. Date of Earliest Transaction (Month/Day/Year) 11/06/2003					
			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class B common stock	11/06/2003		M		547,457 ⁽¹⁾	A	\$6.1	1,738,038	D	
Class B common stock	11/06/2003		S		37,200	D	\$38.8	1,700,838	D	
Class B common stock	11/06/2003		S		17,000	D	\$38.81	1,683,838	D	
Class B common stock	11/06/2003		S		4,000	D	\$38.82	1,679,838	D	
Class B common stock	11/06/2003		S		1,200	D	\$38.83	1,678,638	D	
Class B common stock	11/06/2003		S		47,300	D	\$38.84	1,631,338	D	
Class B common stock	11/06/2003		S		26,700	D	\$38.85	1,604,638	D	
Class B common stock	11/06/2003		S		41,400	D	\$38.86	1,563,238	D	
Class B common stock	11/06/2003		S		8,900	D	\$38.87	1,554,338	D	
Class B common stock	11/06/2003		S		800	D	\$38.88	1,553,538	D	
Class B common stock	11/06/2003		S		3,900	D	\$38.89	1,549,638	D	
Class B common stock	11/06/2003		S		49,700	D	\$38.9	1,499,938	D	
Class B common stock	11/06/2003		S		500	D	\$38.91	1,499,438	D	
Class B common stock	11/06/2003		S		14,200	D	\$38.92	1,485,238	D	
Class B common stock	11/06/2003		S		7,700	D	\$38.93	1,477,538	D	
Class B common stock	11/06/2003		S		790	D	\$38.94	1,476,748	D	
Class B common stock	11/06/2003		S		4,900	D	\$38.97	1,471,848	D	
Class B common stock	11/06/2003		S		9,600	D	\$38.99	1,462,248	D	
Class B common stock								388	I	By Spouse - 401(k) Plan ⁽²⁾
Class B common stock								271,158	I	By Spouse ⁽²⁾
Class B common stock								66,371	I	By KCLAT 2 ⁽³⁾
Class B common stock								409,760	I	By KCLAT 1 ⁽⁴⁾
Class B common stock								1,403	I	By 401(k)

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

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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. 4)	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 Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Employee Stock Option (right to buy) ⁽⁵⁾	\$6.1	11/06/2003		C	(A) 547,457 ⁽¹⁾	Date Exercisable (6) 03/31/2004	-Class B common stock Amount or Number of Shares 547,457	\$0	0	D	

Explanation of Responses:

- Mr. Karmazin held employee stock options for 547,457 shares that were to expire on March 31, 2004. On November 6, 2003, Mr. Karmazin exercised these options and sold only that number of shares necessary so that the proceeds of the sales were sufficient to cover the exercise price and pay taxes associated with the exercise of the stock options.
- The Reporting Person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities for purposes of Section 16 or any other purposes.
- By Karmazin Charitable Lead Annuity Trust No. 2. The Reporting Person disclaims beneficial ownership of the Class B common stock held by the trust except to the extent of his pecuniary interest.
- By Karmazin Charitable Lead Annuity Trust No. 1. The Reporting Person disclaims beneficial ownership of the Class B common stock held by the trust except to the extent of his pecuniary interest.
- Right to buy under Issuer's long term incentive plan.
- Current

Remarks:

/s/ Karmazin, Mel

11/06/2003

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.