

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* <u>ABRAMS GEORGE S</u>			2. Issuer Name and Ticker or Trading Symbol <u>New Viacom Corp. [VIA, VIAB]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>12/31/2005</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
<u>1515 BROADWAY</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	(City)	(State)	(Zip)	<u>NEW YORK NY 10036</u>				

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class B Common Stock	12/31/2005		A		13,000	A	(1)	13,000	D	
Class B Common Stock	12/31/2005		A		100	A	(1)	100	I	As Trustee ⁽²⁾

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 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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Class A Phantom Common Stock Units ⁽³⁾	(3)	12/31/2005		A		9,747		(3)	(3)	Class A Common Stock	9,747	(4)	9,747	D	
Class B Phantom Common Stock Units ⁽³⁾	(3)	12/31/2005		A		9,928		(3)	(3)	Class B Common Stock	9,928	(5)	9,928	D	
Director Stock Option (Right to Buy) ⁽⁶⁾	\$22.0737	01/03/2006		A		2,378		(7)	08/01/2006	Class B Common Stock	2,378	(8)	2,378	D	
Director Stock Option (Right to Buy) ⁽⁶⁾	\$19.2356	01/03/2006		A		2,378		(7)	08/01/2007	Class B Common Stock	2,378	(8)	2,378	D	
Director Stock Option (Right to Buy) ⁽⁶⁾	\$43.2013	01/03/2006		A		2,378		(7)	08/01/2008	Class B Common Stock	2,378	(8)	2,378	D	
Director Stock Option (Right to Buy) ⁽⁶⁾	\$52.8979	01/03/2006		A		2,378		(7)	08/01/2009	Class B Common Stock	2,378	(8)	2,378	D	
Director Stock Option (Right to Buy) ⁽⁶⁾	\$88.2945	01/03/2006		A		2,378		(7)	08/01/2010	Class B Common Stock	2,378	(8)	2,378	D	

