SEC Form 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* GRIEGO LINDA M				. Issuer Name and Ticl Paramount Glob					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) 1515 BROADV	(First) NAY	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 02/15/2022						Officer (give title below)	Other below	(specify)		
(Street) NEW YORK (City)	NY (State)	10036 (Zip)	4.	4. If Amendment, Date of Original Filed (Month/Day/Year)						 Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person 				
		Table I - N	on-Derivativ	ve Securities Ac	quire	d, Di	sposed of	, or Be	neficially	Owned				
Date			2. Transaction Date (Month/Day/Yea	Execution Date,		ction Instr.	4. Securities A Disposed Of (5. Amount of Securities Beneficially Owned Following Reported	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		Price	Transaction(s) (Instr. 3 and 4)					
Class B common stock 02/15/2				2	М		3,430(1)	A	\$0 ⁽¹⁾	43,621	D			

A Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

A

135(2)

92⁽³⁾

A

Α

\$0.0000(2)

\$0.0000(3)

43.756

43,848

D

D

			(= 5)			,		, , -							
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	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	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	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Restricted Share Units ⁽⁴⁾	(1)	02/15/2022		М			3,430	02/15/2022 ⁽¹⁾	(1)	Class B common stock	3,430	\$0.0000 ⁽⁴⁾	0.0000	D	
Restricted Share Units ⁽⁴⁾	(5)	02/15/2022		Α		5,558		02/15/2023 ⁽⁵⁾	(5)	Class B common stock	5,558	\$0.0000 ⁽⁴⁾	5,558	D	

Explanation of Responses:

Class B common stock

Class B common stock

1. The shares identified in Table I were issued on February 15, 2022, upon vesting of the Restricted Share Units ("RSUs") identified in Table II, which were granted on February 15, 2021. On February 15, 2022, the closing price of the Class B common stock on The NASDAQ Global Select Market was \$35.99 per share.

2. Represents shares of the Issuer's Class B common stock to which the Reporting Person became entitled with respect to dividend equivalents accrued on previously vested RSUs and that were reinvested in Class B common stock on February 15, 2022, but which have not been received because the director elected to defer receipt. On February 15, 2022, the date of vesting, the closing price of the Class B common stock on The NASDAQ Global Select Market was \$35.99 per share.

3. These shares were issued in respect of dividend equivalents that accrued on the RSUs prior to vesting and that were reinvested in Class B common stock upon vesting. On February 15, 2022, the closing price of the Class B common stock on The NASDAQ Global Select Market was \$35.99 per share.

4. Granted under the Issuer's equity plan for outside directors for no consideration.

5. These RSUs will vest on February 15, 2023, and a corresponding number of Class B shares will be delivered on that date, unless the director has elected to defer receipt.

/s/ Christa A. D'Alimonte,	
<u>Attorney-in-Fact for Linda M.</u>	02/17/2022
<u>Griego</u>	
** 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).

02/15/2022

02/15/2022

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

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