

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549-1004

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported):
AUGUST 14, 2002

VIACOM INC.

(Exact name of registrant as
specified in its charter)

Delaware	1-9553	04-2949533
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(State or other jurisdiction of incorporation)	Commission File Number	(IRS Employer Identification Number)

1515 Broadway, New York, NY 10036

(Address of principal executive offices) (Zip Code)

(212) 258-6000

(Registrant's telephone number, including area code)

Item 9. Regulation FD Disclosure

On August 14, 2002, each of Sumner M. Redstone, principal executive officer, and Richard J. Bressler, principal financial officer, of Viacom Inc. ("Viacom") submitted to the Securities and Exchange Commission (the "Commission") sworn statements in accordance with Commission Order No. 4-460 pursuant to Section 21(a) of the Securities and Exchange Act of 1934.

A copy of each of these statements is attached hereto as Exhibits 99.1 and 99.2.

On August 14, 2002, each of Sumner M. Redstone, chief executive officer, and Richard J. Bressler, chief financial officer, of Viacom made certifications pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, accompanying Viacom's Quarterly Report on Form 10-Q for the period ending June 30, 2002.

A copy of each of these certifications is attached hereto as Exhibits 99.3 and 99.4.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VIACOM INC.
(Registrant)

By: /s/ Michael D. Fricklas

Michael D. Fricklas
Executive Vice President,
General Counsel
and Secretary

Date: August 14, 2002

Exhibit Index

- 99.1 Statement under oath of the principal executive officer (pursuant to Section 21(a) of the Securities and Exchange Act of 1934).
- 99.2 Statement under oath of the principal financial officer (pursuant to Section 21(a) of the Securities and Exchange Act of 1934).
- 99.3 Certification of the chief executive officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
- 99.4 Certification of the chief financial officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER REGARDING
FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, Sumner M. Redstone, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Viacom Inc., and, except as corrected or supplemented in a subsequent covered report:
 - * no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - * no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

- (2) I have reviewed the contents of this statement with the Company's audit committee.

- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - * the Annual Report on Form 10-K for the year ended December 31, 2001 filed with the Commission of Viacom Inc.;
 - * all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Viacom Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - * any amendments to any of the foregoing.

/s/ Sumner M. Redstone

Sumner M. Redstone
August 14, 2002

Subscribed and sworn to
before me this 14 day of
August 2002.

/s/Julianne O'Riordan

Notary Public

My Commission Expires:

October 21, 2002

STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER REGARDING
FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, Richard J. Bressler, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Viacom Inc., and, except as corrected or supplemented in a subsequent covered report:

- * no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- * no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- * the Annual Report on Form 10-K for the year ended December 31, 2001 filed with the Commission of Viacom Inc.;
- * all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Viacom Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- * any amendments to any of the foregoing.

/s/ Richard J. Bressler

Richard J. Bressler
August 14, 2002

Subscribed and sworn to
before me this 14 day of
August 2002.

/s/Julianne O'Riordan

Notary Public

My Commission Expires:

October 21, 2002

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Viacom Inc. (the "Company") on Form 10-Q for the period ending June 30, 2002 as filed with the Securities and Exchange Commission (the "Report"), I, Sumner M. Redstone, Chief Executive Officer of the Company, certify that to my knowledge:

1. the Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
2. the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Sumner M. Redstone

Sumner M. Redstone
August 14, 2002

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Viacom Inc. (the "Company") on Form 10-Q for the period ending June 30, 2002 as filed with the Securities and Exchange Commission (the "Report"), I, Richard J. Bressler, Chief Financial Officer of the Company, certify that to my knowledge:

1. the Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
2. the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Richard J. Bressler

Richard J. Bressler
August 14, 2002