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

FORM 11-K
(MARK ONE)
/X/ ANNUAL REPORT PURSUANT TO SECTION 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934 FOR THE Y
EAR ENDED DECEMBER 31, 1997 COMMISSION FILE NUMBER 1-9553

OR
/ / TRANSITION REPORT PURSUANT TO SECTION 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

(Full title of the plan)

VIACOM INC.
(Name of issuer of the securities held pursuant to the plan)

1515 BROADWAY
NEW YORK, NEW YORK 10036
(Address of principal executive offices)

# VIACOM INVESTMENT PLAN <br> FINANCIAL STATEMENTS <br> DECEMBER 31, 1997 

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Ad SCHEDULES
Additional information:
Item 27a - Schedule of assets held for investment purposes at December 31, 1997.

I
Item 27d - Schedule of reportable transactions for the year ended December 31, 1997.

All other schedules are omitted as not applicable or not required.
(b) Exhibit:

I - Consent of Independent Accountants

## SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the persons who administer the Plan have duly caused this annual report to be signed on its behalf by the undersigned, hereunto duly authorized.

## VIACOM INVESTMENT PLAN

## REPORT OF INDEPENDENT ACCOUNTANTS

To the Participants and
Administrator of the
Viacom Investment Plan

In our opinion, the financial statements listed in the accompanying index present fairly, in all material respects, the net assets available for benefits of the Viacom Investment Plan (the "Plan") at December 31, 1997 and 1996, and the changes in net assets available for benefits for the years then ended, in conformity with generally accepted accounting principles. These financial statements are the responsibility of the Plan's management; our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits of these statements in accordance with generally accepted auditing standards which require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for the opinion expressed above.

As discussed in Note 1 to the financial statements, effective January 1, 1997, the Savings and Investment Plan for Employees of PVI Transmission and Paramount Distribution Inc. merged with and into the Plan. Effective January 1, 1996, the Paramount Communication Inc. Employees' Savings Plan, Prentice Hall Computer Publishing Division Retirement Plan and Blockbuster Entertainment Retirement and Savings Plan were merged with and into the Plan.

Our audits were performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The additional information included in Schedule I and Schedule II as listed in the accompanying index is presented for purposes of additional analysis and is not a required part of the basic financial statements but is additional information required by the Employee Retirement Income Security Act of 1974. The Fund Information in the statement of net assets available for benefits and the statement of changes in net assets available for benefits is presented for purposes of additional analysis rather than to present the net assets available for plan benefits and changes in net assets available for benefits of each fund. Schedule I and Schedule II and the Fund Information have been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

PRICE WATERHOUSE LLP

## PARTICIPANT DIRECTED

|  |  |  | Putnam | Certus | Putnam |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Putnam | Putnam | Putnam Fund | U.S. Gov't | Interest | Money |  |
| Voyager | Vista | for Growth \& | Income | Income | Market | Europacific |
| Fund | Fund | Income | Trust | Fund | Fund | Growth Fund |
| ---- | -- | ------- | ----- | ---- |  | - - |

ASSETS:
Investments, at fair value:

Viacom Inc. common stock
Investments in other.
Loans to participants.
Investments, at contract value:

Total investments
$123,864,587$
$3,598,512 \quad 86,556,539$
1,392, 901
$88,386,734$
$420,028 \quad 27,128,767$
Cash and cash equivalents

Receivables:
Investment income
Contributions:
Employer

329, 028
196,148
93, 187
108,548

Net assets available for benefits. $\$ 124,193,615 \$ 3,598,512 \$ 86,752,687$
$\$ 1,392,901 \$ 88,479,921 \$$ 420, 028 \$ $27,237,315$ See accompanying notes to financial statements.

VIACOM INVESTMENT PLAN
STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS, WITH FUND INFORMATION DECEMBER 31, 1997
(CONTINUED)

PARTICIPANT DIRECTED

|  | Putnam | Putnam | Putnam | Viacom Inc. |
| :---: | :---: | :---: | :---: | :---: |
| George Putnam | Investors | S\&P 500 | Income | Common Stock |
| Fund of Boston | Fund | Index Fund | Fund | Fund |

## ASSETS:

| Investments, at fair value: |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Registered investment companies.. | \$29,379,679 | \$67,246,352 | \$7,531,954 | \$26,727,666 |  |
| Viacom Inc. common stock |  |  |  |  | \$ 36,968,097 |
| Investments in other |  |  |  |  | 277,540 |
| Loans to participants............ |  |  |  |  |  |
| Investments, at contract value: |  |  |  |  |  |
| Plan's interest in Master Trust.. |  |  |  |  |  |
| Total investments...... | 29,379,679 | 67,246,352 | 7,531,954 | 26,727,666 | 37,245,637 |
| Cash and cash equivalents......... |  |  |  |  | 73,882 |
| Receivables: |  |  |  |  |  |
| Investment income.............. |  |  |  |  |  |
| Contributions: |  |  |  |  |  |
| Employer |  |  |  |  |  |
| Employee ..................... | 65,052 | 179,470 | 44,056 | 54,570 | 110,470 |
| Net assets available for benefits.. | \$29,444,731 | \$67,425,822 | \$7,576,010 | \$26,782,236 | \$ 37, 429,989 |


|  |  | NON-PARTICIPANT DIRECTED |  |
| :---: | :---: | :---: | :---: |
|  | Loan Fund | Viacom Inc. Common Stock Fund | Total |
| ASSETS: |  |  |  |
| Investments, at fair value: |  |  |  |
| Registered investment companies.. |  |  | \$373, 846,985 |
| Viacom Inc. common stock........ |  | \$144,000,630 | 180, 968,727 |
| Investments in other............. |  | 587,525 | 865,065 |
| Loans to participants. | \$18,725,328 |  | 18,725,328 |
| Investments, at contract value: |  |  |  |
| Plan's interest in Master Trust.. |  |  | 88,386,734 |
| Total investments. | 18,725,328 | 144,588,155 | 662,792,839 |
| Cash and cash equivalents. |  | 649,791 | 723,673 |
| Receivables: |  |  |  |
| Investment income. | 52,046 |  | 52,046 |
| Contributions: |  |  |  |
| Employer |  | 390,980 | 390,980 |
| Employee . . . . . . . . . . . . . . . . |  |  | 1,180,529 |
| Net assets available for benefits.. | \$18,777, 374 | \$145, 628, 926 | \$665,140, 067 |

VIACOM INVESTMENT PLAN
STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS, WITH FUND INFORMATION DECEMBER 31, 1996
(CONTINUED ON PAGE 5)


See accompanying notes to financial statements.

## VIACOM INVESTMENT PLAN

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS, WITH FUND INFORMATION DECEMBER 31, 1996

PARTICIPANT DIRECTED


## ASSETS



## ASSETS:

Investments, at fair value:
Registered investment companies
Viacom Inc. common stock...... \$296,726,813
Investments in other...........

| $\$ 117,477,020$ | $146,626,858$ |
| ---: | ---: |
| 319,024 | 477,606 |

319,024 477,606
Loans to participants.
19,433, 712
Investments, at contract value:
Plan's interest in Master Trust $\quad$-.-.-.-.-. $98,881,919$
Total investments
117,796, 044
562,146,908
Cash and cash equivalents.......
1,459,798 1,494,348

## Receivables:

Investment income........... 102,776
Contributions:
$\qquad$ 635,957
635,957
Employee

| 635,957 | 635,957 |
| :---: | :---: |
|  | 1,671,613 |
| \$119, 891, 799 | \$566, 051, 602 |
| ============ | ========== |

See accompanying notes to financial statements.


|  | Putnam Money Market Fund | Europacific Growth Fund |
| :---: | :---: | :---: |
| Additions (deductions) to net assets attributed to: |  |  |
| Contributions: |  |  |
| Employer. |  |  |
| Employee. |  | \$ 5, 289,605 |
| Rollover |  | 621,377 |
| Investment income. | \$38, 045 | 2,306,223 |
| Plan's interest in Master Trust investment income. |  |  |
| Net appreciation (depreciation) in |  |  |
| fair value of investments...... |  | $(76,754)$ |
| Interfund transfers and loan activity, net........................ | 178,178 | $(373,384)$ |
| Total additions | 216,223 | 7,767,067 |
| Deductions to net assets attributed to: |  |  |
| Participants benefits paid.......... | 732,601 | 2,585,677 |
| Plan expenses.......................... | 17 | 8,563 |
| Total deductions. | 732,618 | 2,594,240 |
| Net increase (decrease) | $(516,395)$ | 5,172,827 |
| Transfer from other plans................ |  | 416,243 |
| Net assets available for benefits, beginning of year................... | 936,423 | 21,648,245 |

See accompanying notes to the financial statements.

|  | Putnam | Putnam | Putnam | Viacom Inc. |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
| George Putnam | Investors | S\&P 500 | Income | Common Stock | Loan |
| Fund of Boston | Fund | Index Fund | Fund | Fund | Fund |

Additions (deductions) to net assets attributed to:

Contributions:
Employer.
Employee Rollover

Investment income.
Plan's interest in Master Trust investment income.

Net appreciation (depreciation) in fair value of investments.......

Interfund transfers and loan activity, net.

Total additions

Deductions to net assets
attributed to:
Participants benefits paid
Plan expenses.


Transfer from other plans
Net assets available for benefits, beginning of year

Net assets available for benefits, end of year.
$\$ 3,096,688$
318,277
$2,787,771$
$\$ 7,466,756$
835,957

6,284,907

2,452,942
$10,582,763$
$(432,508)$

8,223,170

| 2,685,838 |
| :---: |
| 7,408 |
| 2,693,246 |
| 5,529,924 |
| 142,776 |
| 23,772,031 |
| \$29,444,731 |
| NON-PARTICIPANTDIRECTED |
|  |  |
|  |

Common Stock
Fund

## Total

Additions (deductions) to net assets attributed to:

Contributions:
Employer.
Employee.
Rollover
Investment income
Plan's interest in Master Trust investment income.
Net appreciation (depreciation) in fair value of investments.

Interfund transfers and loan activity, net.

Total additions

Deductions to net assets attributed to:

Participants benefits paid.
Plan expenses.
Total deductions.

Net increase /(decrease)
Transfer from Other Plans............
722,681
-546,
9,541,984
Net assets available for benefits,
beginning of year.............
119, 891, 799
566, 051, 602

Net assets available for benefits, end of year.................... \$145,628,926 \$665,140,067
============== ==============

| PARTICIPANT DIRECTED |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
| Putnam | Putnam | Putnam Fund | Putnam | Certus Interest |
| Voyager | Vista | for Growth \& | U.S. Gov't | Income |
| Fund | Fund | Income | Income Trust | Fund |

Additions (deductions) to net assets attributed to:

| Contributions: |
| :---: |
| Employer.. |
| Employee. |

$\$ 17,435,967$
$1,537,860$

$6,573,080$

Plan's interest in Master Trust
investment income.................
Net appreciation (depreciation) in
fair value of investments........
2,080,593
917,468
Interfund transfers and loan activity, net.

40,519, 891

Total additions (deductions)
68,147,391
Deductions to net assets attributed to:

| Participants benefits paid. | 8,691,971 |
| :---: | :---: |
| Plan expenses. | 20,498 |
| Total deductions. | 8,712,469 |
| Net increase (decrease). | 59,434,922 |

Transfer from other plans.

Contributions:
Employer.
Employee.
Rollover
\$ 62,331
$\$ 5,193,637$
477,640
988,394

Investment income
49, 612
Plan's interest in Master Trust
investment income.
Net appreciation (depreciation) in
fair value of investments.........
Interfund transfers and loan activity, net.

| $(2,652,926)$ | 14,768,009 |
| :---: | :---: |
| (2,540,983) | 22,702, 014 |

Deductions to net assets
attributed to:
Participants benefits paid.
131, 437
1,049,840
Plan expenses.

| $(6,415)$ | 3,929 |
| :---: | :---: |
| 125, 022 | 1,053,769 |
| $(2,666,005)$ | 21,648,245 |

Transfer from other plans
Net assets available for benefits,
beginning of year................... $3,602,428$

Net assets available for benefits, end of year.............................. $\$$ 936,423 \$21,648, 245
============= ======-====

See accompanying notes to the financial statements.

PARTICIPANT DIRECTED

|  | Putnam |  | Viacom Inc. |  |
| :---: | :---: | :---: | :---: | :---: |
| George Putnam | Investors | Putnam Income | Common Stock | Loan |
| Fund of Boston | Fund | Fund | Fund | Fund |

## Additions (deductions) to net

 assets attributed to:Contributions:
Employer..

> Employee
> Rollover

| $\$ 3,231,336$ | $\$ 7,436,535$ |
| ---: | ---: |
| 310,195 | 777,827 |
| $2,164,454$ | $5,272,581$ |

$\$ 3,125,323$
270,701
1,279,460
\$ 6,963, 348
567,246
3,658
\$ 1,460, 785
Plan's interest in Master Trust investment income.
Net appreciation (depreciation)
in fair value of investments
in fair value of investments
Interfund transfers and loan
activity, net.................

Total additions (deductions)

Deductions to net assets
attributed to:
Participants benefits paid....

| 2,627,457 | 2,453,928 |
| :---: | :---: |
| 5,976 | 10,314 |
| 2,633,433 | 2,464,242 |
| $(4,821,308)$ | 40,503,909 |
| 28,593,339 | 4,448,939 |

Net assets available for benefits, beginning of year

Net assets available for benefits, end of year.
$\$ 23,772,031 \quad \$ 44,952,848$
\$24,335,932
\$29,637, 281
$\$ 19,536,488$

Additions (deductions) to net
assets attributed to:

Contributions:
Employer. Employee. Rollover
\$19,415, $202 \quad \$ 19,415,202$

Investment income
Plan's interest in Master Trust investment income

Net appreciation (depreciation)
in fair value of investments
Interfund transfers and loan activity, net.

Total additions (deductions)
$(18,997,814) \quad 73,726,922$
Deductions to net assets
attributed to:
Participants benefits paid
12,887,934
60, 893,295

Plan expenses $\qquad$
503,878 1,118,648

Total deductions
13,391,812 62,011,943
Net increase /(decrease). Transfer from Other Plans

Net assets available for benefits,
beginning of year.......... 31,517,642 175,438,550

Net assets available for benefits, end of year. $(32,389,626) \quad 11,714,979$ 120,763,783 378, 898, 073 \$119, 891, 799 \$566, 051, 602 ============ =========== See accompanying notes to the financial statements.

# VIACOM INVESTMENT PLAN 

NOTES TO FINANCIAL STATEMENTS

NOTE 1 - PLAN DESCRIPTION:
The following is a brief description of the Viacom Investment Plan (the "Plan") and is provided for general information only. Participants should refer to the Plan document for more complete information regarding the Plan.

The Plan is a defined contribution plan offered on a voluntary basis to substantially all employees of Viacom International Inc. (the "Company"), a wholly-owned subsidiary of Viacom Inc

Effective January 1, 1997, the Savings and Investment Plan for Employees of PVI Transmission and Paramount Distribution Inc. (the "SIP Plan") merged with and into the Plan. Effective January 1, 1996, the Company merged the following defined contribution plans sponsored by subsidiaries of Viacom Inc., with and into the Plan: Paramount Communications Inc. Employees' Savings Plan ("PCI Savings Plan"), Prentice Hall Computer Publishing Division Retirement Plan, and Blockbuster Entertainment Retirement and Savings Plan (collectively, the "Merged Plans"). Effective January 1, 1996, the Plan was amended and restated, including amendments to reflect the Plan mergers, to change the method used to determine employer matching contributions, to change the vesting schedule and to change the funds available for investment of employee contributions

Eligible employees may become participants in the Plan following the attainment of age 21 and completion of twelve months of employment service, generally measured from date of hire. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA"), and is administered by a committee (the "Administrator") appointed by the Board of Directors of the Company. Although the Company anticipates that the Plan will continue indefinitely, it reserves the right by action of its Board of Directors to amend or terminate the Plan provided that such action does not retroactively reduce earned participant benefits.

INVESTMENT AND PARTICIPANT ACCOUNTS
Putnam Fiduciary Trust Company (the "Trustee") is the trustee and custodian of Plan assets.

Effective January 1, 1997, Plan participant accounts in the Putnam Voyager Fund, Putnam Fund for Growth and Income, George Putnam Fund of Boston, Putnam Investors Fund and the Putnam Income Fund were converted to a class of shares that are subject to a lower annual fund expense.

## VIACOM INVESTMENT PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

Plan participants have the option of investing their contributions or existing account balances among the following funds:

## GROWTH

PUTNAM S\&P 500 INDEX FUND (EFFECTIVE JULY 1, 1997)
This fund is a collective investment trust that invests primarily in publicly traded common stocks either directly or through collective investment trusts having a similar investment objective. The fund is designed to achieve a return before the assessment of any fees, that closely approximates the return of the Standard \& Poor's 500 Composite Stock Price Index.

PUTNAM INVESTORS FUND
This fund seeks long-term growth of capital and any increased income that results from this growth from a portfolio primarily consisting of quality common stocks

PUTNAM VOYAGER FUND
This fund invests in a combination of stocks of smaller companies expected to grow over time as well as stocks of larger, more established corporations which provides the opportunity for capital growth while also providing current income.

EUROPACIFIC GROWTH FUND

This fund, a registered investment company, is managed by the Capital Research and Management Company and invests in stocks of companies outside of the United States.

VIACOM INC. COMMON STOCK FUND

This fund invests in shares of Viacom Inc. Class B Common Stock.
GROWTH AND INCOME

GEORGE PUTNAM FUND OF BOSTON
This fund seeks to provide a balanced investment composed of a well-diversified portfolio of stocks and bonds that will produce both capital growth and current income.

PUTNAM FUND FOR GROWTH \& INCOME
This fund seeks capital growth and current income investors seeking long-term growth of capital from a portfolio primarily consisting of attractively priced stocks.

INCOME

PUTNAM INCOME FUND
This fund seeks high current income consistent with what the Trustee believes to be prudent risk. This fund invests in a variety of bonds, including corporate bonds from creditworthy companies.

## CAPITAL PRESERVATION

## CERTUS INTEREST INCOME FUND

This fund is managed by Certus Financial Corporation and seeks to preserve principal and minimize market volatility while offering a competitive and predictable rate of return. This fund invests in guaranteed investment contracts and synthetic investment contracts. Synthetic investments contracts consist of benefit responsive wrapper contract backed by investments which are held in the trust and owned by the Plan.

Each of the funds, except for the Certus Interest Income Fund, the Europacific Growth Fund and the Viacom Inc. Common Stock Fund are registered investment companies managed by Putnam Management Company, Inc. and, therefore, are identified as parties-in-interest. The Viacom Inc. Common Stock Fund is also identified as a party-in-interest as it invests in shares of Viacom Inc. Class B Common Stock.

Participants employed by the Company's former cable operations have the option of investing their existing account balances only in the investment funds available at December 31, 1995 as follows: Putnam Fund for Growth \& Income, Putnam Voyager Fund, Certus Interest Income Fund, Viacom Inc. Common Stock Fund, Putnam Vista Fund, Putnam U.S. Government Income Trust and the Putnam Money Market Fund. As of June 30, 1996, such participants were no longer eligible to contribute to the Plan.

Investment elections are required to be in multiples of $5 \%$ and can be changed at any time. The Plan is intended to meet the requirements of ERISA Section 404(c). Thus, to the extent participants exercise control over the investment of contributions, neither the Plan nor any other Plan fiduciary will be responsible for any losses which may occur.

Effective January 1, 1994, the Company and certain affiliated companies entered into a master trust agreement (the "Master Trust") with the Trustee for the purpose of permitting the commingling of certain investments of the Plan, affiliated companies' plans, and, effective October 1, 1995, a separate Collective Bargaining Plan (the "CBP"). Through December 31, 1996, the Master Trust held assets for the Plan, the SIP Plan and CBP Plan. The Master Trust currently holds assets for the Plan and the CBP Plan. The Master Trust assets are managed by Certus. However, the Trustee records the activity of each plan separately in order to distinguish the specific assets available to each plan. Net investment assets and net investment earnings on the investments of the Master Trust are allocated daily to the plans participating in the Master Trust. Such allocation is based on the ratio of net investment assets of each of the participating plans to total net investment at the time the Master Trust was formed, adjusted for any contributions or disbursements attributable to specific participating plans. Note 7 sets forth the Plan's proportionate interest in the Master Trust, and certain financial information of the Master Trust.

Employer matching contributions are currently invested entirely in Viacom Inc. Class B Common Stock.

## LOANS TO PARTICIPANTS

The Loan Fund is a separate fund established solely for the purpose of administering loans to participants. Participants are eligible to receive loans based on their account balances. The maximum loan available to a participant is the lesser of $50 \%$ of the participant's vested account balance or $\$ 50,000$, reduced by the highest outstanding balance of any Plan loan made to the participant during the twelve month period ending on the day before the loan is made. The minimum loan available to a participant is $\$ 500$. The interest rate on participant loans is established on the first day of the calendar quarter at a rate of 1\% above the prime commercial rate. Effective January 1, 1996, only one loan may be outstanding at one time. Participants who had one or two outstanding loans from the PCI Savings Plan must continue to pay off the PCI Savings Plan loans while participating in the Plan and may not take out additional loans until the PCI Savings Plan loans are completely repaid. Participants may elect repayment periods from twelve to sixty months through payroll deductions commencing as soon as administratively possible following the distribution of the loan. The Plan allows participants to elect a repayment term of up to 300 months for loans used for the acquisition of a principle residence. Transfers of participant balances for loan disbursements and repayments of loan principal and interest to the Loan Fund are specifically identified in the respective participants' accounts within each fund.

## CONTRIBUTIONS

The Plan permits participants to contribute up to $15 \%$ of annual compensation on a before-tax, after-tax or combination basis, subject to the Internal Revenue Code ("IRC") limitations set forth below. The Employer's matching contribution is equal to (i) $50 \%$ of the first $6 \%$ of annual compensation that is contributed on a before-tax basis if base pay is $\$ 65,000$ or less at a specified date or (ii) $50 \%$ of the first $5 \%$ of annual compensation contributed on a before tax basis if base pay is greater than $\$ 65,000$.

The IRC limits the amount of annual contributions that can be made on a before-tax basis; the limit was $\$ 10,000$ and $\$ 9,500$ for 1997 and 1996, respectively. Compensation recognized under the plan may not exceed $\$ 160,000$ for 1997 and \$150, 000 for 1996. The IRC also contains an annual limit on aggregate participant and employer contributions to defined contribution plans equal to the lesser of $\$ 30,000$ or $25 \%$ of compensation. All contributions made to the Plan on an annual basis may be further limited due to certain non-discrimination tests prescribed by the IRC.

## VESTING

Participants in the Plan are immediately vested in their own contributions and earnings thereon. After January 1, 1996, the employer's matching contribution vests at $20 \%$ per year of service, becoming fully vested after five years of service. Employees who on December 31, 1995 were participants in the Plan or the Merged Plans are covered by the vesting schedules in effect at that time if they were more favorable. If participants terminate employment prior to being vested in their employer matching contributions and receive a distribution of the vested portion of their account, the non-vested portion of their account is forfeited and used to reduce future employer matching contributions or defray administrative expenses. Employer matching contributions of $\$ 785,420$ and $\$ 579,468$ during the years ended December 31, 1997 and December 31, 1996, respectively, were forfeited by terminating employees before those amounts became vested and were used to pay Plan expenses and reduce future Employer matching contributions.

## DISTRIBUTIONS AND WITHDRAWALS

Earnings on both employee and employer contributions are not subject to income tax until they are distributed or withdrawn from the Plan.

Participants in the Plan, or their beneficiaries, may receive their account balances, in a lump sum or in installments over a period of up to 20 years, in the event of retirement, termination of employment, disability, or death. Participants must receive a required minimum distribution upon attainment of age $701 / 2$ even if they are still employed.

Participants who have been in the Plan or affiliated plans at least five years may elect to withdraw up to $100 \%$ of their employer matching contribution account and earnings thereon, while those who have participated less than five years are limited to withdrawing vested employer matching contributions made at least two years prior to the withdrawal including earnings thereon. In addition, participants in the Plan may receive part or all of their after-tax and rollover contributions. Upon attainment of age $591 / 2$ participants may withdraw all or part of their before-tax contributions and earnings thereon. All of these withdrawal elections are subject to a provision that a participant can make only one such request during each calendar year.

A participant may obtain a hardship withdrawal of employer matching contributions and before-tax contributions (including the pre-1989 earnings thereon) provided that the requirements for hardship are met. There is no restriction on the number of hardship withdrawals permitted.

## PLAN EXPENSES

The Company pays for expenses incurred in connection with the administration of the Plan and the investment of Plan assets, to the extent not covered by forfeitures.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:
ACCOUNTING METHOD
The accrual method of accounting is used for financial statement presentation. Certain previously reported amounts have been reclassified to conform with the current presentation.

## INVESTMENT VALUATION AND INCOME RECOGNITION

Short-term money market obligations are carried at cost which approximates fair value due to the short-term maturity of these investments. Viacom Inc. Class A Common Stock and Class B Common Stock are reported at fair value based on the quoted market price of the stock on the American Stock Exchange, Inc. Investments with registered investment companies are reported at fair value based upon the market value of the underlying securities as priced by national security exchanges. Guaranteed investment income contracts and synthetic investment contracts held by the Master Trust are reported at contract value. Participant loans consist of the outstanding principal of loans to Plan participants at December 31, which approximate market value. The loans outstanding as of December 31, 1997 and 1996 carry interest rates ranging from $6.5 \%$ to $12.5 \%$ Cash and cash equivalents are valued at cost plus accrued interest, which approximate market value. Interest income is accrued as earned and dividend income is recorded on the ex-dividend date.

SECURITY TRANSACTIONS
Purchases and sales of securities are recorded on the trade date. The historical average cost basis is used to determine gains or losses on security dispositions.

## PAYMENT OF BENEFITS

Benefits are recorded when paid.
USE OF ESTIMATES
The preparation of financial statements in conformity with generally accepted accounting principles requires the Plan to make estimates and assumptions, such as those regarding fair value, that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of changes in net assets available for benefits during the reporting period. Actual results could differ from those estimates.

NOTE 3 - INVESTMENTS:
Individual investments that represent greater than $5 \%$ of net assets available for benefits are identified below:

|  | AT DECEMBER 31, |  |
| :---: | :---: | :---: |
|  | 1997 | 1996 |
| Viacom Inc. Class B Common Stock. | \$173, 098, 699 | \$138,004,114 |
| Putnam Voyager Fund. | 123, 864, 587 | 103, 723, 011 |
| Plan's interest in Master Trust | 88,386,734 | 98, 881, 919 |
| Putnam Fund for Growth \& Income. | 86,556,539 | 68,536,260 |
| Putnam Investors Fund. | 67,246,352 | 44,743,659 |

During 1997 and 1996 the Plan's investments (including investments bought, sold and held during the year) appreciated (depreciated), as follows:

|  | 1997 |  | 1996 |
| :---: | :---: | :---: | :---: |
| \$ | 19,762,227 | \$ | 2,080,593 |
|  | 748,941 |  | 917,468 |
|  | 5,801,340 |  | 4,664,371 |
|  | 38,504 |  | $(83,062)$ |
|  | $(76,754)$ |  | 1,274,334 |
|  | 2,452,942 |  | 1,563,741 |
|  | 10,582,763 |  | 1,094,806 |
|  | 385,476 |  | -- |
|  | 400,588 |  | 229,300 |
|  | 29,769,420 |  | $(54,108,660)$ |
| \$ | 69,865,447 | \$( | 42,367,109) |

The Plan uses daily valuations and assigns units to participants within each of the respective funds. Total units, net asset value per unit and total net assets available for benefits in each fund at December 31, 1997 and 1996 were as follows:

| FUND | TOTAL UNITS | NET ASSET AVAILABLE FOR BENEFITS PER UNIT | TOTAL NET ASSET AVAILABLE FOR BENEFITS |
| :---: | :---: | :---: | :---: |
| DECEMBER 31, 1997: PARTICIPANT DIRECTED: |  |  |  |
|  |  |  |  |
| Putnam Voyager Fund. | 6,421,181 | 19.34 | \$124,193,615 |
| Putnam Vista Fund. | 300, 378 | 11.98 | 3,598,512 |
| Putnam Fund for Growth \& Income. | 4, 425,181 | 19.60 | 86,752,687 |
| Putnam U. S. Government Income Trust. | 106,491 | 13.08 | 1,392,901 |
| Certus Interest Income Fund. | 88,479,921 | 1.00 | 88,479,921 |
| Putnam Money Market Fund.... | 420,028 | 1.00 | 420,028 |
| Europacific Growth Fund. | 1,042,612 | 26.12 | 27,237,315 |
| George Putnam Fund of Boston. | 1,631,298 | 18.05 | 29,444,731 |
| Putnam Investors Fund....... | 5,982,771 | 11.27 | 67,425,822 |
| Putnam S\&P 500 Index Fund. | 333,715 | 22.70 | 7,576,010 |
| Putnam Income Fund.. | 3,753,886 | 7.13 | 26,782,236 |
| Viacom Inc. Common Stock Fund................... | 893,848 | 41.88 | 37,429,989 |
| Loan Fund. | -- | -- | 18,777,374 |
| NON-PARTICIPANT DIRECTED: |  |  |  |
| Viacom Inc. Common Stock Fund. | 3,481,278 | 41.83 | 145,628,926 |
|  |  |  | \$665,140, 067 |
| DECEMBER 31, 1996: |  |  |  |
| PARTICIPANT DIRECTED: |  |  |  |
| Putnam Voyager Fund. | 6,434,430 | \$16.19 | \$104, 175, 462 |
| Putnam Vista Fund.. | 648,254 | 10.45 | 6,774,257 |
| Putnam Fund for Growth \& Income. | 3,803,344 | 18.08 | 68,777,109 |
| Putnam U. S. Government Income Trust... | 200,427 | 12.83 | 2,571,476 |
| Certus Interest Income Fund.......... | 99,042,251 | 1.00 | 99, 042,251 |
| Putnam Money Market Fund. | 936,423 | 1.00 | 936,423 |
| Europacific Growth Fund...... | 825,730 | 26.22 | 21,648, 245 |
| George Putnam Fund of Boston. | 1,443,650 | 16.47 | 23,772,031 |
| Putnam Investors Fund. | 4,858,161 | 9.25 | 44,952,848 |
| Putnam Income Fund........ | 3,461,322 | 7.03 | 24,335,932 |
| Viacom Inc. Common Stock Fund. | 837,331 | 35.39 | 29,637, 281 |
| Loan Fund. |  |  | 19,536,488 |
| NON-PARTICIPANT DIRECTED: |  |  |  |
| Viacom Inc. Common Stock Fund.. | 3,354,559 | 35.74 | 119,891,799 |
|  |  |  | \$566, 051, 602 |

## VIACOM INVESTMENT PLAN

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

NOTE 4 - RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500:
The following is a reconciliation of net assets available for benefits per the December 31, 1997 financial statements to the Form 5500:

Net assets available for benefits per the financial statements...........
Amounts allocated to withdrawing participants...............................
Net assets available for benefits per the Form 5500.

The following is a reconciliation of benefits paid to participants per the financial statements to the Form 5500 for the year ended December 31, 1997:

```
Benefits paid to participants per the financial statements
```

Add: Amounts allocated to withdrawing participants
at December 31, 1997

Less: Amounts allocated to withdrawing participants
at December 31, 1996
Benefits paid to participants per the Form 5500 $\qquad$

Amounts allocated to withdrawing participants are recorded on the Form 5500 for benefit claims that have been processed and approved for payment prior to December 31, 1997 but are not paid as of that date.

NOTE 5 - INCOME TAX STATUS:
The Internal Revenue Service has determined that the Plan is qualified under Section 401(a) of the Internal Revenue Code and that the Plan is exempt from Federal Income taxes under Section 501(a), which provides that earned income is taxable only upon distribution thereof. The Plan as amended and restated has a favorable determination letter from the IRS dated January 22, 1998. The Company is not aware of any course of action or series of events that may have occurred that might adversely affect the Plan's qualified status.

## NOTE 6 - TERMINATION PRIORITIES:

In the event that the Plan is terminated, subject to conditions set forth in ERISA, the Plan provides that the net assets of the Plan be distributed to participants in proportion to their respective vested interests in such net assets at that date.

665,140,067
$(3,626,021)$
\$ 661,514, 046
=============
\$ 92,809,513
3,626,021
$(1,463,976)$
\$ 94, 971, 558
-

NOTE 7 - INVESTMENT IN MASTER TRUST:
The value of the Plan's interest in the total investments of the Master Trust was 99.4\% and 98.4\% at December 31, 1997 and 1996, respectively, and the allocated share of investment income was $99.1 \%$ and $98.9 \%$ for the respective years then ended.

The following table presents the contract value of investments of the Master Trust:

|  |  | DEC |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  |  | 1997 |  | 1996 |
| Guaranteed investment contracts. | \$ | 41,304,438 | \$ | 52,807,733 |
| Synthetic investment contracts |  | 41,580, 832 |  | 41,701, 819 |
| Putnam short-term investment fund |  | 6,049,215 |  | 6,092,420 |
| Accrued plan expenses. |  | - - |  | $(2,091)$ |
| Payable for investments purchased. |  | -- |  | $(146,511)$ |
| Net Investments in Master Trust | \$ | 88, 934,485 | \$ | 100, 453,370 |

Investment income of the Master Trust is as follows:

|  | YEAR ENDED DECEMBER 31, |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 1997 |  | 1996 |  |
| Investment Income: |  |  |  |  |
| Guaranteed investment contracts. | \$ | 2,092,953 | \$ | 3,676,184 |
| Synthetic investment contracts.. |  | 3,086,620 |  | 2,686,416 |
| Short-term investment fund. |  | 560,118 |  | 1,656,893 |
| Investment manager fees. |  | $(97,518)$ |  | $(64,046)$ |
| Net Investment Income. | \$ | 5,642,173 | \$ | 7,955,447 |

The guaranteed investment contracts and synthetic investment contracts are fully benefit-responsive and are therefore presented in the financial statements at contract value. The Company does not expect any employer initiated events that may cause premature liquidation to a contract at market value. At December 31, 1997 and 1996, the fair value of such assets in the aggregate was \$90,618,702 and \$100,359,722, respectively, with an average yield of $6.42 \%$ and $6.31 \%$, respectively. The return on assets for the year ended December 31, 1997 and 1996 was $6.61 \%$ and $6.18 \%$, respectively. The synthetic investment contract interest rates are evaluated on a quarterly basis and may be reset when the expected cash flow characteristics of the underlying security change.

ITEM 27A - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES DECEMBER 31, 1997
(B) IDENTITY OF ISSUE, BORROWING LESSOR OR SIMILAR PARTY

REGISTERED INVESTMENT COMPANIES:
Putnam Voyager Fund
$\qquad$
Putnam Vista Fund.
Putnam Fund for Growth \& Income.
Putnam U.S. Government Income Trust
Putnam Money Market Fund
Europacific Growth Fund.
d....
Boston

George Putnam Fund of Bo
Putnam S\&P 500 Index Fund.
Putnam Income Fund
COMMON STOCK FUND:
Viacom Inc. Class A Common Stock
Viacom Inc. Class B Common Stock
Investments in Other.
PLAN'S INTEREST IN MASTER TRUST:
Certus Interest Income Fund.

```
                            n....
```

....
. . . . .
ans to participants. $\qquad$
LOANS TO PARTICIPANTS
(C) UNIT/ PRINCIPAL AMOUNT/SHARES/ MATURITY AND INTEREST RATES
$6,421,181$
300,378
$4,425,181$
106,491
420,028
$1,042,612$
$1,631,298$
$5,982,771$
333,715
$3,753,886$

192,538
$4,177,345$
5,243

88, 386, 734
Various maturities and interest rates
(D) COST OF ACQUISITIONS

129,372,427 3,821, 205 94, 978, 910
1,377,142
420,028
26,481, 515
30, 779, 496
71,522,136
7,161, 872
26,692,129
$5,747,872$
$149,964,149$ 493, 045

88, 386,734
$88,386,734$
$18,725,328$

TOTAL INVESTMENTS
\$662, 792, 839 ============

## VIACOM INVESTMENT PLAN

## ITEM 27D - SCHEDULE OF REPORTABLE TRANSACTIONS

YEAR ENDED DECEMBER 31, 1997


CONSENT OF INDEPENDENT ACCOUNTANTS
We hereby consent to the incorporation by reference in the Registration Statements on Form S-8 (Nos. 333-42987, 333-34125, Nos. 33-41934, 33-56088, 33-59049, 33-59141, 33-55173, 33-55709 and 33-60943) of Viacom Inc. of our report dated June 26, 1998, included in part (a) of this Form $11-\mathrm{K}$ as listed in the accompanying index

PRICE WATERHOUSE LLP
New York, New York
June 26, 1998

