

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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

1. Name and Address of Reporting Person* <u>Bakish Robert M</u> <hr/> (Last) (First) (Middle) 1515 BROADWAY <hr/> (Street) NEW YORK NY 10036 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ViacomCBS Inc. [VIACA,VIAC]</u>	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) <p style="text-align: center;">President and CEO</p>
	3. Date of Earliest Transaction (Month/Day/Year) 02/28/2020	
	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	02/28/2020		I		2,694.8222 ⁽¹⁾	A	\$24.72	2,701.8667	I	By 401(k)	
Class B common stock								270,753	D		
Class B common stock								33	I	By Daughter	
Class B common stock								110	I	By Daughter	

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	Amount or Number of Shares				
Class B Phantom Common Stock Units	(2)	02/28/2020		I		26,837.5668 ⁽¹⁾		(2)	(2)	Class B common stock	26,837.5668	\$24.61	26,837.5668	D	
Class B Phantom Common Stock Units - B	(3)	02/28/2020		J		11,113.5367 ⁽¹⁾		(3)	(3)	Class B common stock	11,113.5367	\$24.61	11,113.5367	D	

Explanation of Responses:

- Acquired by Reporting Person upon investment in the ViacomCBS Class B stock fund in the Viacom Inc. 401(k) Plan, with corresponding investments in the Viacom Inc. Excess 401(k) Plan for Designated Senior Executives and Viacom Inc. Bonus Deferral Plan for Designated Senior Executives.
- Phantom common stock units are payable in cash following the Reporting Person's termination of service pursuant to the Viacom Inc. Excess 401(k) Plan for Designated Senior Executives. Each ViacomCBS Class B Phantom common stock unit is the economic equivalent of one share of ViacomCBS Class B common stock.
- Phantom common stock units are payable in cash following the Reporting Person's termination of service pursuant to the Viacom Inc. Bonus Deferral Plan for Designated Senior Executives. Each ViacomCBS Class B Phantom common stock unit is the economic equivalent of one share of ViacomCBS Class B common stock.

/s/ Christa A. D'Alimonte,
Attorney-in-Fact for Robert M. Bakish 03/02/2020

** 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.

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