$\Box$ 

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

## 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

OMB APPROVAL											
OMB Number:	3235-0287										
Estimated average burde	en										
hours per response:	0.5										

1. Name and Addres <u>REDSTONE</u>	ss of Reporting Person	1*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>VIACOM INC</u> [ VIA, VIAB ]		tionship of Reporting F all applicable) Director	Person X	n(s) to Issuer 10% Owner
(Last) 1515 BROADW	(First) AY	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/14/2005	Х	Officer (give title below) Chairman	& CI	Other (specify below) EO
(Street) NEW YORK	NY	10036	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group F Form filed by One R Form filed by More t	eport	ing Person
(City)	(State)	(Zip)			Person		. 3

## 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)			Acquired (D) (Instr	(A) or . 3, 4 and	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class B common stock	12/14/2005		S <sup>(1)</sup>		600	D	\$34.81	346,568	D	
Class B common stock	12/14/2005		S <sup>(1)</sup>		900	D	\$34.83	345,668	D	
Class B common stock	12/14/2005		S <sup>(1)</sup>		5,200	D	\$34.84	340,468	D	
Class B common stock	12/14/2005		S <sup>(1)</sup>		3,800	D	\$34.85	336,668	D	
Class B common stock	12/14/2005		S <sup>(1)</sup>		3,300	D	\$34.86	333,368	D	
Class B common stock	12/14/2005		S <sup>(1)</sup>		3,100	D	\$34.87	330,268	D	
Class B common stock	12/14/2005		S <sup>(1)</sup>		3,300	D	\$34.88	326,968	D	
Class B common stock	12/14/2005		S <sup>(1)</sup>		2,600	D	\$34.89	324,368	D	
Class B common stock	12/14/2005		S <sup>(1)</sup>		3,400	D	\$34.9	320,968	D	
Class B common stock	12/14/2005		S <sup>(1)</sup>		2,200	D	\$34.91	318,768	D	ĺ
Class B common stock	12/14/2005		S <sup>(1)</sup>		3,200	D	\$34.92	315,568	D	
Class B common stock	12/14/2005		S <sup>(1)</sup>		4,300	D	\$34.93	311,268	D	
Class B common stock	12/14/2005		S <sup>(1)</sup>		4,000	D	\$34.94	307,268	D	
Class B common stock	12/14/2005		S <sup>(1)</sup>		4,100	D	\$34.95	303,168	D	
Class B common stock	12/14/2005		S <sup>(1)</sup>		3,800	D	\$34.96	299,368	D	
Class B common stock	12/14/2005		S <sup>(1)</sup>		3,600	D	\$34.97	295,768	D	
Class B common stock	12/14/2005		S <sup>(1)</sup>		7,100	D	\$34.98	288,668	D	
Class B common stock	12/14/2005		S <sup>(1)</sup>		3,600	D	\$34.99	285,068	D	
Class B common stock								265	I	By 401(k)
Class B common stock								80,782,541	I	By NAIRI, Inc. <sup>(2)</sup>
Class B common stock								200	I	By Spouse

 
 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)	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)

		Ta	ble II - Deriva (e.g., p					options,	convertib		lor	r			
1. Title of Derivative	2. Conversion	3. Transaction	3A. Deemed Execution Date.	Code	V	€A)Nu	m(100e)r	ExDectiesEbakero		Titletle Amour	of aSolidiares	8. Price of Derivative	9. Number of	10. Ownership	11. Nature of Indirect
Esectantation	of Elespises	e <b>(</b> Month/Day/Year)	if any	Code	(Instr.		ative	(Month/Day/	rear)	Securi	ties	Security	Securities	Form:	Beneficial
(instr. 3) 1. The sales r	Price of eported in this	Form 4 were effected	(Month/Day/Year)	<b>8)</b> 005-1 ti	ading p	Secu	rities pted by	the reporting p	erson on Nov	Underl	ying 2005. Purs	(instr. 5) uant to the pla	Beneficially in the reporting pe	Direct (D)	Ownership
that would of	nerwise expire	on 1/29/06 and sell o	only that number of sl	nares ne	cessary :	so(A)ab	he proc	ceeds of the sale	es will be suff	<sup>icent</sup> Securi	havithe exe Navithe exe Navithe exe	rcise price, in	come taxes and ot	findirect (i) (instr. 4)	(instr. 4) ated with the
exercise of th	ese stock optio	ns.				Dispo				_ and 4)			Reported		
			Inc., but may also be	deemed	to be b	en@fi(P)	lly owr	ned by (1) NAI	RI's parent cor	rporation	, National A	Amusements,	In <b>Fransacțion(s)</b> 2	) Sumner M. F	edstone, who
is the controll	ling stockholde	r of NAI.				(Instr I and 5							(Instr. 4)		
							"			1 1 /c/ M	lichaol D	<u>. Fricklas,</u>			
												<u> </u>	12/15/200	5	
									At	<u>torney</u>	-in-Fact				
									** 9	signatur	eAm Reptor	ing Person	Date		
Reminder: R	eport on a se	parate line for each	class of securities	benefi	dially ov	ned d	irectly	or indirectly.			or Number				
* If the form	is filed by mo	[ re than one reportir	a person, see Inst	uction			Í	Date	Expiration		of				
** Intentiona	misstatemer	ts or omissions of	g person, see Instr lacts constitute Fer	Code	iminal)	(A)	(D)	Exercisable	Date	Title	Shares	1			

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.