

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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): March 10, 1994

VIACOM INC.

(Exact name of registrant as specified in its charter)

Delaware

1-9553

04-2949533

(State or other
jurisdiction of
Incorporation)

(Commission File
Number)

(I.R.S. Employer
Identification No.)

200 Elm Street, Dedham, Massachusetts

02026

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (212) 258-6000

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Item 5. Other Events.

On March, 10 1994, Viacom Inc., a Delaware corporation ("Viacom"), completed the issuance and sale to Blockbuster Entertainment Corporation, a Delaware corporation ("Blockbuster"), of 22,727,273 shares of Class B Common Stock of Viacom for an aggregate purchase price of \$1,250,000,015.

A copy of the press release of Viacom, dated March 10, 1994, relating to the above-described transaction is attached hereto as Exhibit 99 and is incorporated herein by reference.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) The following exhibit is filed as part of this report on Form 8-K:

Exhibit 99

Press release by Viacom Inc. dated
March 10, 1994

SIGNATURES

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)

Date: March 18, 1994

By: /s/ Philippe P. Dauman

Name: Philippe P. Dauman
Title: Executive Vice
President, Chief
Administrative Officer,
General Counsel and
Secretary

EXHIBIT INDEX

Exhibit No. -----	Description -----	Page -----
Exhibit 99	Press release by Viacom Inc. dated March 10, 1994.	5

BLOCKBUSTER COMPLETES \$1.25 BILLION INVESTMENT IN VIACOM

New York, New York, March 10, 1994 -- Pursuant to the terms of their subscription agreement, Viacom Inc. (ASE: VIA and VIAB) and Blockbuster Entertainment Corporation (NYSE: BV) announced today that Blockbuster has purchased approximately 23 million shares of Viacom Class B Common Stock for a total consideration of \$1.25 billion.

The merger of Viacom and Blockbuster is expected to be submitted to shareholders for approval in late April or early May.

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Contact:	Viacom Inc.	Blockbuster Entertainment Corp.
	Raymond A. Boyce	Wally Knief
	212/258-6530	305/832-3250
	Edelman	
	Scott Tagliarino	
	212/704-8261	