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(City)

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## 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).

(State)

(Zip)

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

n 16(a) of the Securities Eyels **.**... 6400

OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average burden										
hours per response.	05									

Form filed by More than One Reporting

Person

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* ABRAMS GEORGE S		2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Viacom Inc.</u> [ VIA, VIAB ]		ationship of Reporting Pe k all applicable) Director	rson(s) to Issuer 10% Owner	
(Last) (Fit 1515 BROADWAY	rst) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/01/2011	1	Officer (give title below)	Other (specify below)	
(Street) NEW YORK NY	Y 10036	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by 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. Transa Code ( 8)	ction				Securities Beneficially Owned Following	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	<ul> <li>Reported Transaction(s) (Instr. 3 and 4)</li> </ul>	(Instr. 4)

### 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. Transa Code ( 8)		of		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 A Phantom Common Stock Units	(1)	10/01/2011		А		78		(1)	(1)	Class A Common Stock	78	\$48.36	11,032	D	
Class B Phantom Common Stock Units	(1)	10/01/2011		A		97		(1)	(1)	Class B Common Stock	97	\$38.74	11,279	D	

Explanation of Responses:

1. Represents cash dividends and interest credited during the previous quarter on director compensation previously deferred pursuant to the former Viacom Inc. (now CBS Corporation) deferred compensation arrangement for directors. These amounts are deemed invested quarterly in a number of Phantom Common Stock Units equal to the number of shares of Class A and Class B Common Stock that such amounts, if invested as equally as possible in the Class A and Class B Common Stock, would have purchased on the day the amounts are deemed invested. Phantom Common Stock Units are paid out after the Director's retirement from the Board and are settled in cash.

**Remarks:** 

### /s/ Michael D. Fricklas,

Attorney-in-Fact for George S. 10/04/2011 <u>Abrams</u>

\*\* 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.

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.