

**UNITED STATES  
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): February 15, 2022**

**VIACOMCBS INC.**  
(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-09553**  
(Commission  
File Number)

**04-2949533**  
(IRS Employer  
IdentificationNumber)

**1515 Broadway**  
**New York, New York**  
(Address of principal executive offices)

**10036**  
(Zip Code)

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

**Not Applicable**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbols	Name of each exchange on which registered
Class A Common Stock, \$0.001 par value	VIACA	The Nasdaq Stock Market LLC
Class B Common Stock, \$0.001 par value	VIAC	The Nasdaq Stock Market LLC
5.75% Series A Mandatory Convertible Preferred Stock, \$0.001 par value	VIACP	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 2.02 Results of Operations and Financial Condition.**

On February 15, 2022, ViacomCBS Inc. (the “Company”) issued a press release announcing earnings for the fourth quarter and year ended December 31, 2021. A copy of the press release is furnished herewith as Exhibit 99.1 and is incorporated by reference herein.

The information furnished pursuant to this Item 2.02, including Exhibit 99.1, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities under that Section and shall not be deemed to be incorporated by reference into any filing under the Securities Act of 1933, as amended (the “Securities Act”), or the Exchange Act.

**Item 7.01 Regulation FD Disclosure.**

Beginning in 2022, primarily as a result of the Company’s increased strategic focus on its direct-to-consumer businesses, the Company made certain changes to how it manages its businesses and allocates resources that resulted in a change to its operating segments.

The Company is providing supplemental unaudited historical financial information under the new segment presentation for the years ended December 31, 2021 and 2020, and for each quarter of the year ended December 31, 2021. The Company did not operate under this new segment structure for any of these prior periods and will begin to report results under the new segment structure with its Quarterly Report on Form 10-Q for the three months ended March 31, 2022. This supplemental information, which is incorporated by reference herein, is being furnished as Exhibit 99.2 to allow investors an opportunity to review prior period performance on a comparable basis in advance of the Form 10-Q filing.

The information furnished pursuant to this Item 7.01, including Exhibit 99.2, shall not be deemed “filed” for purposes of Section 18 of the Exchange Act or otherwise subject to the liabilities under that Section and shall not be deemed to be incorporated by reference into any filing under the Securities Act or the Exchange Act.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit Number</b>	<b>Description of Exhibit</b>
99.1	<a href="#"><u>Press release of ViacomCBS Inc., dated February 15, 2022, announcing earnings for the fourth quarter and year ended December 31, 2021.</u></a>
99.2	<a href="#"><u>Supplemental unaudited historical financial information for the years ended December 31, 2021 and 2020, and for each quarter of the year ended December 31, 2021, recast under new segment presentation.</u></a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VIACOMCBS INC.

By: /s/ Christa A. D'Alimonte

Name: Christa A. D'Alimonte  
Title: Executive Vice President,  
General Counsel and Secretary

Date: February 15, 2022

EARNINGS PRESS RELEASE | February 15, 2022

# VIACOMCBS REPORTS Q4 AND FULL YEAR 2021 EARNINGS RESULTS

- Total Company Revenue Increased 16% Year-Over-Year in Q4, Reflecting Growth Across All Revenue Types
- Quarterly Global Streaming Revenue Grew 48% Year-Over-Year to \$1.3 Billion, Driven by Strength in Subscription and Advertising
  - Added a Record 9.4M Global Streaming Subscribers, Overwhelmingly Led By Paramount+, to Reach Over 56M Subscribers in the Quarter, and Achieved 84% Year-Over-Year Growth in Streaming Subscription Revenue
  - Fueled By a Diverse Global Content Offering, Subscriber Acquisition and Consumption on Paramount+ Accelerated - Driven By Original Scripted Dramas *1883* and *Mayor of Kingstown*; Family Friendly Films Such As *Clifford The Big Red Dog*; and Live Sports With The NFL ON CBS
  - Added 10M Pluto TV Global Monthly Active Users (MAUs) to Reach Over 64M and Grew Revenue by 45% Year-Over-Year
- Strengthened Financial Position by Generating \$2.3B of Net Proceeds From Non-Core Asset Dispositions
- The Company is Hosting Virtual Investor Event Today, Detailing the Momentum of Paramount+ and More

STATEMENT FROM

**BOB BAKISH**  
President & CEO

In the fourth quarter you saw the power of strategy and strength of execution across the company. Our success was evident across all lines of business, and spotlighted by streaming, where we achieved our best quarter ever in streaming subscription growth - more than doubling our subscriber additions from last quarter with a record 9.4M additions, expanding our total global streaming subscribers to over 56M. And, to top it off, we saw meaningful acceleration in our global Pluto TV MAUs, to reach over 64M and generate over \$1 billion in revenue in the year. This sets us up well for 2022, where I'm tremendously excited to continue to build on this powerful momentum - investing in global content, distribution, and market expansion - to further drive scale.

## Q4 AND FULL YEAR 2021 RESULTS\*

\$ IN MILLIONS, EXCEPT PER SHARE AMOUNTS

GAAP	Three Months Ended December 31			Twelve Months Ended December 31		
	2021	2020	B/(W)%	2021	2020	B/(W)%
Revenue	\$ 0,000	\$ 6,074	16 %	\$ 20,506	\$ 25,205	13 %
• Advertising**	2,634	2,600	1 %	9,267	8,333	11 %
• Affiliate**	2,110	2,067	2 %	8,394	8,023	5 %
• Streaming	1,315	888	48 %	4,193	2,561	64 %
• Theatrical	39	4	n/m	241	180	34 %
• Licensing and other	1,902	1,315	45 %	6,491	6,108	5 %
Operating income	\$ 2,664	\$ 1,003	146 %	\$ 6,297	\$ 4,139	52 %
Diluted EPS from continuing operations attributable to ViacomCBS	\$ 3.05	\$ 1.26	142 %	\$ 6.69	\$ 3.73	79 %
<b>Non-GAAP*</b>						
Adjusted OIBDA	\$ 557	\$ 1,103	(53)%	\$ 4,444	\$ 5,132	(13)%
Adjusted diluted EPS from continuing operations attributable to ViacomCBS	\$ .26	\$ 1.04	(75)%	\$ 3.40	\$ 4.20	(17)%

\* Non-GAAP measures are detailed in the Supplemental Disclosures at the end of this release.

\*\* During the fourth quarter of 2020, ViacomCBS entered into an agreement to sell Simon &amp; Schuster, which was previously reported as the Publishing segment. Simon &amp; Schuster has been presented as a discontinued operation in the company's consolidated financial statements for all periods.

\*\*\* Excludes streaming revenue.

n/m = not meaningful



# OVERVIEW OF Q4 REVENUE

## REVENUE BY TYPE

- Advertising revenue grew 1% year-over-year, reflecting improved pricing, partially offset by lower political advertising and lower linear impressions.
- Affiliate revenue increased 2% year-over-year, reflecting higher reverse compensation, expanded distribution and rate increases, partially offset by subscriber declines.
- Streaming revenue rose 48% year-over-year:
  - Streaming subscription revenue grew 84% year-over-year, reflecting strong subscriber growth from the company's streaming subscription services.
  - Streaming advertising revenue grew 26% year-over-year, driven by growth in advertising on Pluto TV and Paramount+.
- Theatrical revenue reflects the fourth quarter release of *Clifford The Big Red Dog*, and the third quarter release of *PAW Patrol: The Movie*, while the prior-year period was impacted by the closure or reduced capacity of movie theaters in response to Covid.
- Licensing and other revenue increased 45% year-over-year, reflecting a higher volume of licensing, including from the comparison against the impact in 2020 from Covid-related production shutdowns.

**TOTAL COMPANY REVENUE** **+16%** YOY

**STREAMING REVENUE** **+48%** YOY

**STREAMING SUBSCRIPTION REVENUE** **+84%** YOY

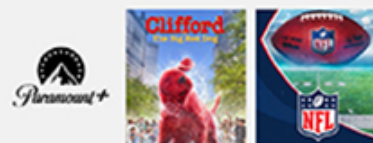
**STREAMING ADVERTISING REVENUE** **+26%** YOY

\$ IN MILLIONS	Three Months Ended December 31				Twelve Months Ended December 31			
	2021	2020	\$ B/(W)	%	2021	2020	\$ B/(W)	%
Advertising*	\$ 2,634	\$ 2,600	\$ 34	1%	\$ 9,267	\$ 8,333	\$ 934	11%
Affiliate*	2,110	2,067	43	2	8,394	8,023	371	5
Streaming	1,315	888	427	48	4,193	2,561	1,632	64
• Advertising	604	545	139	26	2,145	1,418	727	51
• Subscription	631	343	288	84	2,048	1,143	905	79
Theatrical	39	4	35	n/m	241	100	61	34
Licensing and other	1,902	1,315	587	45	6,491	6,108	303	5
<b>Total Revenue</b>	<b>\$ 8,000</b>	<b>\$ 6,874</b>	<b>\$ 1,126</b>	<b>16%</b>	<b>\$ 28,586</b>	<b>\$ 25,285</b>	<b>\$ 3,301</b>	<b>13%</b>

\*Excludes streaming revenue n/m - not meaningful

## GLOBAL STREAMING HIGHLIGHTS

- Global streaming subscribers rose to more than 56M, adding a record breaking 9.4M subscribers in the quarter.
  - Subscriber additions in the quarter were overwhelmingly led by Paramount+, with 7.3M additions, bringing Paramount+ total subscribers to 32.8M in the quarter.
    - Domestically, Paramount+ saw record subscriber sign-ups and engagement from a variety of content, including *Clifford The Big Red Dog*, *Mayor of Kingstown*, *1883*, *South Park: Post Covid*, live events and the NFL.
    - Internationally, Paramount+ had great momentum, reflecting strong global and local content, including local sports such as A-League in Australia.
  - SHOWTIME OTT also had a record quarter with sign-ups and engagement, benefiting from hit originals, including *Dexter: New Blood* and *Yellowjackets*.
  - SkyShowtime, the new streaming joint venture with ViacomCBS and Comcast, plans to launch in more than 20 European markets encompassing 90 million homes starting later this year.
- Pluto TV revenue grew 45% year-over-year to \$362M, as additions of 10M grew total MAUs to over 64M in the quarter.
  - During the quarter, Pluto TV launched in Italy, and announced a strategic partnership with Nordic Entertainment Group to bring Pluto TV to Sweden, Denmark, and Norway in 2022.



**GLOBAL STREAMING SUBSCRIBERS**

**56M+**  
**↑9.4M** 000

**pluto**

**GLOBAL MAUs**

**64M+**  
**↑10M** 000

**REVENUE**  
**+45%** YOY



# REPORTING SEGMENTS

TV  
ENTERTAINMENT

CABLE  
NETWORKS

FILMED  
ENTERTAINMENT

## TV ENTERTAINMENT

- In Q4, CBS had the top scripted broadcast drama with *NCIS*, the top comedy with *Young Sheldon*, and the top three new programs with *FBI: International*, *NCIS: Hawai'i* and *Ghosts*. Also, THE NFL ON CBS averaged over 18 million viewers, more than any prime-time television sports, entertainment, or news series on any network this season.
- Revenue grew 18% year-over-year, reflecting growth across all revenue streams.
  - Advertising revenue increased 2% year-over-year, primarily reflecting improved pricing and an increase in original programming, partially offset by lower political advertising.
  - Affiliate revenue grew 5% year-over-year, driven by growth in reverse compensation.
  - Streaming revenue rose 64% year-over-year, reflecting subscriber and advertising growth at Paramount+.
  - Licensing and other revenue increased 51% year-over-year, reflecting a higher volume of licensing, including from the comparison against the impact in 2020 from Covid-related production shutdowns.
- Adjusted OIBDA decreased 73% year-over-year, reflecting the company's increased investment in Paramount+.



- 📺 CBS ENTERTAINMENT
- 📺 CBS SPORTS
- 📺 CBS STUDIOS
- 📺 CBS NEWS AND STATIONS



**#1 NETWORK IN LATE NIGHT & DAYTIME**

**TOP SHOW IN LATE NIGHT**  
The Late Show with Stephen Colbert

**TOP 6 DAYTIME PROGRAMS**  
The Price is Right, I.L.J., The Young & the Restless, The Bold & the Beautiful, Let's Make a Deal 2

**TOP 2 DRAMAS**  
NCIS, FBI

**TOP 6 COMEDIES**  
Young Sheldon, Ghosts, The Neighborhood, The Neighborhood, United States of Al, @ Positive

**#1 NEWS PROGRAM**  
60 Minutes

**TOP 3 NEW PROGRAMS**  
FBI: International, NCIS: Hawai'i, Ghosts

Nielsen Media Research, Based on Live+3M P3+ Impressions



**THE NFL ON CBS**



**REGULAR SEASON 2021-2022**

THE NETWORK'S MOST-WATCHED REGULAR SEASON IN 5 YEARS, +9% YOY  
Average of 18.5M viewers

THE MOST-WATCHED REGULAR-SEASON GAME IN 3 YEARS ON ANY NETWORK  
Brayden & Co. Cowboys averaged 42.5M viewers

Nielsen Media Research, Based on Live+3M data



**IN THE QUARTER**

**18M+ VIEWERS**  
ON AVERAGE

More than any primetime sports, entertainment or news series on any network

\$ IN MILLIONS

	Three Months Ended December 31				Twelve Months Ended December 31			
	2021	2020	\$ B/(W)	%	2021	2020	\$ B/(W)	%
Revenue	\$ 3,607	\$ 3,112	\$ 575	10 %	\$ 12,931	\$ 10,700	\$ 2,231	21 %
• Advertising*	1,539	1,505	34	2	5,377	4,639	738	16
• Affiliate*	721	600	33	5	2,803	2,614	189	7
• Streaming	409	290	191	64	1,551	911	640	70
• Licensing and other	930	621	317	51	3,200	2,536	664	26
Expenses	3,540	2,563	(977)	(30)	11,840	8,043	(3,805)	(34)
Adjusted OIBDA	\$ 147	\$ 549	\$ (402)	(73)%	\$ 1,093	\$ 1,057	\$ (774)	(42)%

\*Excludes streaming revenue

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# REPORTING SEGMENTS (CONT.)

## CABLE NETWORKS

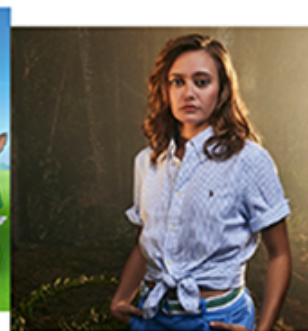
- In Q4, ViacomCBS maintained leadership as the #1 portfolio in share of viewing among key demos (P2+, P12-17, P18-34, P18-49, P25-54), and owned the #1 cable series with *Yellowstone* and the #1 cable series among K2-11 with *Paw Patrol*.
- Revenue increased 17% year-over-year, reflecting growth across all revenue streams.
  - Advertising revenue increased slightly year-over-year, as the benefits from improved pricing and the acquisition of Chilevisión were largely offset by lower linear impressions.
  - Affiliate revenue grew 1% year-over-year, reflecting higher revenues from expanded vMVPD distribution, rate increases, and pay-per-view boxing events, partially offset by subscriber declines.
  - Streaming revenue increased 40% year-over-year, largely fueled by advertising revenue growth from Pluto TV, as well as growth in subscribers for subscription streaming services.
  - Licensing and other revenue increased 87% year-over-year, primarily driven by a higher volume of licensing, led by the licensing of programming to Paramount+.
- Adjusted OIBDA decreased 34% year-over-year, reflecting an increased investment in international streaming services and an increase in original programming.



\$ IN MILLIONS

	Three Months Ended December 31				Twelve Months Ended December 31			
	2021	2020	\$ B/(W)	%	2021	2020	\$ B/(W)	%
Revenue	\$ 4,000	\$ 3,430	\$ 570	17%	\$ 14,200	\$ 12,509	\$ 1,611	13%
• Advertising*	1,101	1,099	2	—	3,907	3,721	106	5
• Affiliate*	1,309	1,379	10	1	5,591	5,409	102	3
• Streaming	026	590	236	40	2,642	1,650	992	60
• Licensing and other	692	370	322	87	2,060	1,809	251	14
Expenses	3,476	2,637	(839)	(32)	10,453	8,843	(1,610)	(18)
Adjusted OIBDA	\$ 522	\$ 801	\$ (269)	(34)%	\$ 3,747	\$ 3,746	\$ 1	—%

\*Excludes streaming revenue

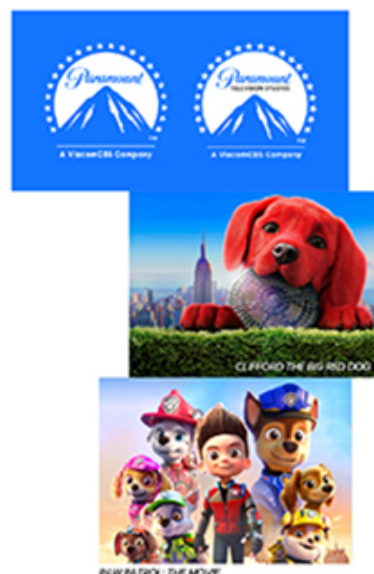


VIACOMCBS

# REPORTING SEGMENTS (CONT.)

## FILMED ENTERTAINMENT

- Revenue rose 61% year-over-year, driven by higher theatrical and licensing revenues.
  - Theatrical includes revenues from the fourth quarter release of *Clifford The Big Red Dog*, and the third quarter release of *PAW Patrol: The Movie*, while the prior-year period was impacted by the closure or reduced capacity of movie theaters in response to Covid.
  - Licensing and other revenue increased 54% year-over-year driven by a higher volume of licensing, including to our owned streaming services and from the comparison against the impact in 2020 from Covid-related production shutdowns.
- Adjusted OIBDA increased \$36 million year-over-year, reflecting higher profits from the licensing of our content, partially offset by higher distribution costs from the timing of theatrical releases.



\$ IN MILLIONS	Three Months Ended December 31				Twelve Months Ended December 31			
	2021	2020	\$ B/(W)	%	2021	2020	\$ B/(W)	%
Revenue	\$ 826	\$ 514	\$ 312	61%	\$ 3,070	\$ 2,562	\$ 508	20%
• Theatrical	39	4	35	n/m	241	100	61	34
• Licensing and other	707	510	277	54	2,029	2,302	447	19
Expenses	772	496	(276)	(56)	2,702	2,347	(355)	(15)
Adjusted OIBDA	\$ 54	\$ 10	\$ 36	200%	\$ 360	\$ 215	\$ 153	71%

n/m - not meaningful

## BALANCE SHEET & LIQUIDITY

- As of December 31, 2021, the company had \$6.3B of cash on its balance sheet and a committed \$3.5B revolving credit facility that remains undrawn.
- Strengthened financial position by generating \$2.3B of net proceeds from the sale of the CBS Studio Center and the Black Rock office building.

**\$6.3B**  
CASH ON  
BALANCE SHEET

**\$3.5B**  
UNDRAWN  
REVOLVING  
CREDIT FACILITY



## ABOUT VIACOMCBS

ViacomCBS (NASDAQ: VIAC; VIACA) is a leading global media and entertainment company that creates premium content and experiences for audiences worldwide. Driven by iconic consumer brands, its portfolio includes CBS, Showtime Networks, Paramount Pictures, Nickelodeon, MTV, Comedy Central, BET, Paramount+, Pluto TV and Simon & Schuster, among others. The company delivers the largest share of the U.S. television audience and boasts one of the industry's most important and extensive libraries of TV and film titles. In addition to offering innovative streaming services and digital video products, ViacomCBS provides powerful capabilities in production, distribution and advertising solutions.

For more information about ViacomCBS, please visit [www.viacomcbs.com](http://www.viacomcbs.com) and follow @ViacomCBS on social platforms.

VIAC-IR



### CAUTIONARY NOTE CONCERNING FORWARD-LOOKING STATEMENTS

This communication contains both historical and forward-looking statements, including statements related to our future results and performance. All statements that are not statements of historical fact are, or may be deemed to be, forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Similarly, statements that describe our objectives, plans or goals are or may be forward-looking statements. These forward-looking statements reflect our current expectations concerning future results and events; generally can be identified by the use of statements that include phrases such as "believe," "expect," "anticipate," "intend," "plan," "foresee," "likely," "will," "may," "could," "estimate" or other similar words or phrases; and involve known and unknown risks, uncertainties and other factors that are difficult to predict and which may cause our actual results, performance or achievements to be different from any future results, performance or achievements expressed or implied by these statements. These risks, uncertainties and other factors include, among others: risks related to our streaming initiatives; changes in consumer behavior, as well as evolving technologies, distribution platforms and packaging; the impact on our advertising revenues as a result of changes in consumer viewership, advertising market conditions and deficiencies in audience measurement; our ability to maintain attractive brands and our reputation, and to offer popular programming and other content; increased costs for content and other rights; competition for talent, content, audiences, subscribers, advertising and distribution; the potential for loss of carriage or other reduction in or the impact of negotiations for the distribution of our content; losses due to asset impairment charges for goodwill, intangible assets, FCC licenses and programming; risks related to our ongoing investments in new businesses, products, services and technologies, through acquisitions and other strategic initiatives; evolving business continuity, cybersecurity, privacy and data protection and similar risks; content infringement; the impact of Covid-19 and other pandemics and measures taken in response thereto; domestic and global political, economic and regulatory factors affecting our businesses generally; liabilities related to discontinued operations and former businesses; the loss of existing or inability to hire new key employees or secure creative talent; strikes and other union activity; potential conflicts of interest arising from our ownership structure with a controlling stockholder; and other factors described in our news releases and filings with the Securities and Exchange Commission, including but not limited to our most recent Annual Report on Form 10-K and reports on Form 10-Q and Form 8-K. There may be additional risks, uncertainties and factors that we do not currently view as material or that are not necessarily known. The forward-looking statements included in this communication are made only as of the date of this communication, and we do not undertake any obligation to publicly update any forward-looking statements to reflect subsequent events or circumstances.

# CONTACTS

## PRESS

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# VIACOMCBS

**VIACOMCBS INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
(Unaudited; in millions, except per share amounts)

	Three Months Ended		Twelve Months Ended	
	December 31,		December 31,	
	2021	2020	2021	2020
Revenues	\$ 8,000	\$ 6,874	\$ 28,586	\$ 25,285
Costs and expenses:				
Operating	5,452	4,213	17,744	14,992
Selling, general and administrative	1,991	1,516	6,398	5,320
Depreciation and amortization	101	99	390	430
Restructuring and other corporate matters	19	177	100	618
Total costs and expenses	7,563	6,005	24,632	21,360
Net gain on sales	2,227	214	2,343	214
Operating income	2,664	1,083	6,297	4,139
Interest expense	(241)	(268)	(986)	(1,031)
Interest income	16	21	53	60
Net gains from investments	—	174	47	206
Loss on extinguishment of debt	—	—	(128)	(126)
Other items, net	(22)	(27)	(77)	(101)
Earnings from continuing operations before income taxes and equity in earnings (loss) of investee companies	2,417	983	5,206	3,147
Provision for income taxes	(334)	(183)	(646)	(535)
Equity in earnings (loss) of investee companies, net of tax	(11)	2	(91)	(28)
Net earnings from continuing operations	2,072	802	4,469	2,584
Net earnings from discontinued operations, net of tax	36	27	162	117
Net earnings (ViacomCBS and noncontrolling interests)	2,108	829	4,631	2,701
Net earnings attributable to noncontrolling interests	(50)	(19)	(88)	(279)
Net earnings attributable to ViacomCBS	\$ 2,058	\$ 810	\$ 4,543	\$ 2,422
Amounts attributable to ViacomCBS:				
Net earnings from continuing operations	\$ 2,022	\$ 783	\$ 4,381	\$ 2,305
Net earnings from discontinued operations, net of tax	36	27	162	117
Net earnings attributable to ViacomCBS	\$ 2,058	\$ 810	\$ 4,543	\$ 2,422
Basic net earnings per common share attributable to ViacomCBS:				
Net earnings from continuing operations	\$ 3.10	\$ 1.27	\$ 6.77	\$ 3.74
Net earnings from discontinued operations	\$ .06	\$ .04	\$ .25	\$ .19
Net earnings	\$ 3.16	\$ 1.31	\$ 7.02	\$ 3.93
Diluted net earnings per common share attributable to ViacomCBS:				
Net earnings from continuing operations	\$ 3.05	\$ 1.26	\$ 6.69	\$ 3.73
Net earnings from discontinued operations	\$ .05	\$ .04	\$ .25	\$ .19
Net earnings	\$ 3.11	\$ 1.31	\$ 6.94	\$ 3.92
Weighted average number of common shares outstanding:				
Basic	647	617	641	616
Diluted	662	620	655	618

VIACOMCBS INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS  
(In millions, except per share amounts)

	At December 31,	
	2021	2020
<b>ASSETS</b>		
Current Assets:		
Cash and cash equivalents	\$ 6,267	\$ 2,984
Receivables, net	6,984	7,017
Programming and other inventory	1,504	1,757
Prepaid expenses and other current assets	1,176	1,391
Current assets of discontinued operations	745	630
Total current assets	16,676	13,779
Property and equipment, net	1,736	1,994
Programming and other inventory	13,358	10,363
Goodwill	16,584	16,612
Intangible assets, net	2,772	2,826
Operating lease assets	1,630	1,602
Deferred income tax assets, net	1,206	993
Other assets	3,824	3,657
Assets held for sale	19	28
Assets of discontinued operations	815	809
Total Assets	\$ 58,620	\$ 52,663
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Current Liabilities:		
Accounts payable	\$ 800	\$ 571
Accrued expenses	2,323	1,714
Participants' share and royalties payable	2,159	2,005
Accrued programming and production costs	1,342	1,141
Deferred revenues	1,091	978
Debt	11	16
Other current liabilities	1,182	1,391
Current liabilities of discontinued operations	571	480
Total current liabilities	9,479	8,296
Long-term debt	17,698	19,717
Participants' share and royalties payable	1,244	1,317
Pension and postretirement benefit obligations	1,946	2,098
Deferred income tax liabilities, net	1,063	778
Operating lease liabilities	1,598	1,583
Program rights obligations	404	243
Other liabilities	1,898	2,158
Liabilities of discontinued operations	213	220
Redeemable noncontrolling interest	107	197
Commitments and contingencies		
ViacomCBS stockholders' equity:		
5.75% Series A Mandatory Convertible Preferred Stock, par value \$0.001 per share; 25 shares authorized and 10 shares issued (2021)	—	—
Class A Common Stock, par value \$0.001 per share; 55 shares authorized; 41 (2021) and 52 (2020) shares issued	—	—
Class B Common Stock, par value \$0.001 per share; 5,000 shares authorized; 1,110 (2021) and 1,068 (2020) shares issued	1	1
Additional paid-in capital	32,918	29,785
Treasury stock, at cost; 503 (2021 and 2020) Class B Shares	(22,958)	(22,958)
Retained earnings	14,343	10,375
Accumulated other comprehensive loss	(1,902)	(1,832)
Total ViacomCBS stockholders' equity	22,402	15,371
Noncontrolling interests	568	685
Total Equity	22,970	16,056
Total Liabilities and Equity	\$ 58,620	\$ 52,663



**VIACOMCBS INC. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(In millions)

	Year Ended December 31,	
	2021	2020
<b>Operating Activities:</b>		
Net earnings (ViacomCBS and noncontrolling interests)	\$ 4,631	\$ 2,701
Less: Net earnings from discontinued operations, net of tax	162	117
Net earnings from continuing operations	4,469	2,584
Adjustments to reconcile net earnings from continuing operations to net cash flow provided by operating activities from continuing operations:		
Depreciation and amortization	390	430
Television programming and feature film cost amortization	13,352	11,045
Deferred tax provision	90	122
Stock-based compensation	192	274
Net gain on sales	(2,343)	(214)
Net gains from investments	(47)	(206)
Loss on extinguishment of debt	128	126
Equity in loss of investee companies, net of tax and distributions	96	34
Change in assets and liabilities		
Decrease (increase) in receivables	179	(68)
Increase in inventory and related program and participation liabilities, net	(16,584)	(12,170)
Increase in accounts payable and other liabilities	760	188
Decrease in pension and postretirement benefit obligations	(61)	(20)
Increase in income taxes	265	2
Other, net	(51)	88
Net cash flow provided by operating activities from continuing operations	835	2,215
Net cash flow provided by operating activities from discontinued operations	118	79
Net cash flow provided by operating activities	953	2,294
<b>Investing Activities:</b>		
Investments	(193)	(59)
Capital expenditures	(354)	(324)
Acquisitions, net of cash acquired	(54)	(147)
Proceeds from dispositions	3,028	593
Other investing activities	(25)	—
Net cash flow provided by investing activities from continuing operations	2,402	63
Net cash flow used for investing activities from discontinued operations	(7)	(7)
Net cash flow provided by investing activities	2,395	56
<b>Financing Activities:</b>		
Repayments of short-term debt borrowings, net	—	(706)
Proceeds from issuance of senior notes	—	4,375
Repayment of long-term debt	(2,230)	(2,901)
Dividends paid on preferred stock	(30)	—
Dividends paid on common stock	(617)	(600)
Proceeds from issuance of preferred stock	983	—
Proceeds from issuance of common stock	1,672	—
Purchase of Company common stock	—	(58)
Payment of payroll taxes in lieu of issuing shares for stock-based compensation	(110)	(93)
Proceeds from exercise of stock options	408	5
Payments to noncontrolling interests	(235)	(59)
Other financing activities	7	(53)
Net cash flow used for financing activities	(152)	(90)
Effect of exchange rate changes on cash and cash equivalents	(48)	25
Net increase in cash, cash equivalents and restricted cash	3,148	2,285
Cash, cash equivalents and restricted cash at beginning of year (includes \$135 (2021) and \$202 (2020) of restricted cash)	3,119	834
Cash, cash equivalents and restricted cash at end of year (includes \$135 (2020) of restricted cash)	\$ 6,267	\$ 3,119

**SUPPLEMENTAL DISCLOSURES REGARDING NON-GAAP FINANCIAL MEASURES**  
(Unaudited; in millions, except per share amounts)

Results for the three and twelve months ended December 31, 2021 and 2020 included certain items identified as affecting comparability. Adjusted operating income before depreciation and amortization ("Adjusted OIBDA"), adjusted earnings from continuing operations before income taxes, adjusted provision for income taxes, adjusted net earnings from continuing operations attributable to ViacomCBS, and adjusted diluted EPS from continuing operations (together, the "adjusted measures") exclude the impact of these items and are measures of performance not calculated in accordance with accounting principles generally accepted in the United States of America ("GAAP"). We use these measures to, among other things, evaluate our operating performance. These measures are among the primary measures used by management for planning and forecasting of future periods, and they are important indicators of our operational strength and business performance. In addition, we use Adjusted OIBDA to, among other things, value prospective acquisitions. We believe these measures are relevant and useful for investors because they allow investors to view performance in a manner similar to the method used by our management; provide a clearer perspective on our underlying performance; and make it easier for investors, analysts and peers to compare our operating performance to other companies in our industry and to compare our year-over-year results.

Because the adjusted measures are measures of performance not calculated in accordance with GAAP, they should not be considered in isolation of, or as a substitute for, operating income, earnings from continuing operations before income taxes, provision for income taxes, net earnings from continuing operations attributable to ViacomCBS or diluted EPS from continuing operations, as applicable, as indicators of operating performance. These measures, as we calculate them, may not be comparable to similarly titled measures employed by other companies.

The following tables reconcile the adjusted measures to their most directly comparable financial measures in accordance with GAAP.

	Three Months Ended December 31,		Twelve Months Ended December 31,	
	2021	2020	2021	2020
Operating income (GAAP)	\$ 2,664	\$ 1,083	\$ 6,297	\$ 4,139
Depreciation and amortization <sup>(a)</sup>	101	99	390	430
Restructuring and other corporate matters <sup>(b)</sup>	19	177	100	618
Programming charges <sup>(b)</sup>	—	38	—	159
Net gain on sales <sup>(b)</sup>	(2,227)	(214)	(2,343)	(214)
<b>Adjusted OIBDA (Non-GAAP)</b>	<b>\$ 557</b>	<b>\$ 1,183</b>	<b>\$ 4,444</b>	<b>\$ 5,132</b>

(a) The year ended December 31, 2020 includes an impairment charge for FCC licenses of \$25 million and accelerated depreciation of \$12 million for technology that was abandoned in connection with synergy plans related to the merger of Viacom Inc. with and into CBS Corporation (the "Merger").

(b) See notes on the following tables for additional information on items affecting comparability.

**SUPPLEMENTAL DISCLOSURES REGARDING NON-GAAP FINANCIAL MEASURES (Continued)**  
**(Unaudited; in millions, except per share amounts)**

	Three Months Ended December 31, 2021			
	Earnings from Continuing Operations Before Income Taxes	Provision for Income Taxes	Net Earnings from Continuing Operations Attributable to ViacomCBS	Diluted EPS from Continuing Operations
Reported (GAAP)	\$ 2,417	\$ (334)	\$ 2,022	\$ 3.05
Items affecting comparability:				
Restructuring and other corporate matters <sup>(a)</sup>	19	(5)	14	.02
Net gain on sales <sup>(b)</sup>	(2,227)	565	(1,662)	(2.51)
Discrete tax items <sup>(c)</sup>	—	(227)	(227)	(.34)
Impairment of equity-method investment, net of tax	—	—	34	.05
Impact of antidilution of Mandatory Convertible Preferred Stock <sup>(d)</sup>	—	—	—	(.01)
<b>Adjusted (Non-GAAP)</b>	<b>\$ 209</b>	<b>\$ (1)</b>	<b>\$ 181</b>	<b>\$ .26</b>

(a) Reflects severance costs associated with changes in management at certain of our businesses.

(b) Primarily reflects gains on the sales of CBS Studio Center and 51 West 52nd Street, an office tower that was formerly the headquarters of CBS ("51 West 52nd Street").

(c) Principally reflects the recognition of a capital loss associated with a change in the tax entity classification of a foreign subsidiary.

(d) The weighted average number of common shares outstanding used in the calculation of reported diluted EPS from continuing operations were 662 million and in the calculation of adjusted diluted EPS from continuing operations were 650 million. These amounts differ because adjusted diluted EPS excludes the effect of the assumed conversion of our Mandatory Convertible Preferred Stock into shares of common stock since the impact would have been antidilutive. As a result, in the calculation of adjusted diluted EPS, the weighted average number of diluted shares outstanding does not include the assumed issuance of shares upon conversion of preferred stock, and preferred stock dividends recorded during the three months ended December 31, 2021 of \$14 million are deducted from net earnings from continuing operations.

	Three Months Ended December 31, 2020			
	Earnings from Continuing Operations Before Income Taxes	Provision for Income Taxes	Net Earnings from Continuing Operations Attributable to ViacomCBS	Diluted EPS from Continuing Operations
Reported (GAAP)	\$ 983	\$ (183)	\$ 783	\$ 1.26
Items affecting comparability:				
Restructuring and other corporate matters <sup>(a)</sup>	177	(40)	137	.22
Programming charges <sup>(b)</sup>	38	(10)	28	.05
Gain on sales <sup>(c)</sup>	(214)	31	(183)	(.30)
Net gain from investments <sup>(d)</sup>	(174)	42	(132)	(.21)
Discrete tax items	—	12	12	.02
<b>Adjusted (Non-GAAP)</b>	<b>\$ 810</b>	<b>\$ (148)</b>	<b>\$ 645</b>	<b>\$ 1.04</b>

(a) Reflects severance, exit costs and other costs related to the Merger.

(b) Primarily related to the abandonment of certain incomplete programs resulting from production shutdowns related to the coronavirus pandemic ("COVID-19").

(c) Reflects a gain on the sale of CNET Media Group ("CMG").

(d) Primarily reflects an increase in the value of our investment in fuboTV, Inc. ("fuboTV"), which was sold in the fourth quarter of 2020.

**SUPPLEMENTAL DISCLOSURES REGARDING NON-GAAP FINANCIAL MEASURES (Continued)**  
**(Unaudited; in millions, except per share amounts)**

	Twelve Months Ended December 31, 2021			
	Earnings from Continuing Operations Before Income Taxes	Provision for Income Taxes	Net Earnings from Continuing Operations Attributable to ViacomCBS	Diluted EPS from Continuing Operations
Reported (GAAP)	\$ 5,206	\$ (646)	\$ 4,381	\$ 6.69
Items affecting comparability:				
Restructuring and other corporate matters <sup>(a)</sup>	100	(25)	75	.11
Net gain on sales <sup>(b)</sup>	(2,343)	592	(1,751)	(2.67)
Gains from investments <sup>(c)</sup>	(47)	11	(36)	(.05)
Loss on extinguishment of debt	128	(30)	98	.15
Pension settlement charge <sup>(d)</sup>	10	(2)	8	.01
Discrete tax items <sup>(e)</sup>	—	(517)	(517)	(.79)
Impairment of equity-method investment, net of tax	—	—	34	.05
Impact of antidilution of Mandatory Convertible Preferred Stock <sup>(f)</sup>	—	—	—	(.02)
Adjusted (Non-GAAP)	\$ 3,054	\$ (617)	\$ 2,292	3.48

(a) Reflects severance costs associated with changes in management at certain of our businesses and the impairment of lease assets in connection with cost transformation initiatives related to the Merger.

(b) Primarily reflects gains on the sales of CBS Studio Center, 51 West 52nd Street and a noncore trademark licensing operation.

(c) Primarily reflects a gain of \$37 million on the sale of an investment and a gain of \$9 million from an increase in the fair value of an investment that was sold during the third quarter of 2021.

(d) Reflects the accelerated recognition of a portion of the unamortized actuarial losses due to the volume of lump sum benefit payments in one of our pension plans.

(e) Primarily reflects a benefit of \$260 million to remeasure our United Kingdom ("U.K.") net deferred income tax asset as a result of the enactment of an increase in the U.K. corporate income tax rate from 19% to 25% beginning April 1, 2023, a benefit of \$229 million from the recognition of a capital loss associated with a change in the tax entity classification of a foreign subsidiary, as well as a net tax benefit in connection with the settlement of income tax audits.

(f) The weighted average number of common shares outstanding used in the calculation of reported diluted EPS from continuing operations were 655 million and in the calculation of adjusted diluted EPS from continuing operations were 646 million. These amounts differ because adjusted diluted EPS excludes the effect of the assumed conversion of our Mandatory Convertible Preferred Stock into shares of common stock since the impact would have been antidilutive. As a result, in the calculation of adjusted diluted EPS, the weighted average number of diluted shares outstanding does not include the assumed issuance of shares upon conversion of preferred stock, and preferred stock dividends recorded during the year ended December 31, 2021 of \$44 million are deducted from net earnings from continuing operations.



**SUPPLEMENTAL DISCLOSURES REGARDING NON-GAAP FINANCIAL MEASURES (Continued)**  
**(Unaudited; in millions, except per share amounts)**

	Twelve Months Ended December 31, 2020			
	Earnings from Continuing Operations Before Income Taxes	Provision for Income Taxes	Net Earnings from Continuing Operations Attributable to ViacomCBS	Diluted EPS from Continuing Operations
Reported (GAAP)	\$ 3,147	\$ (535)	\$ 2,305	\$ 3.73
Items affecting comparability:				
Restructuring and other corporate matters <sup>(a)</sup>	618	(133)	485	.79
Impairment charge <sup>(b)</sup>	25	(6)	19	.03
Depreciation of abandoned technology <sup>(c)</sup>	12	(3)	9	.01
Programming charges <sup>(d)</sup>	159	(39)	120	.20
Gain on sales <sup>(e)</sup>	(214)	31	(183)	(.30)
Net gains from investments <sup>(f)</sup>	(206)	50	(156)	(.25)
Loss on extinguishment of debt	126	(29)	97	.16
Discrete tax items <sup>(g)</sup>	—	(110)	(110)	(.18)
Impairment of equity-method investment, net of tax	—	—	9	.01
Adjusted (Non-GAAP)	\$ 3,667	\$ (774)	\$ 2,595	\$ 4.20

(a) Reflects severance, exit costs and other costs related to the Merger and a charge to write down property and equipment that was classified as held for sale.

(b) Reflects a charge to reduce the carrying values of FCC licenses in two markets to their fair values.

(c) Reflects accelerated depreciation for technology that was abandoned in connection with synergy plans related to the Merger.

(d) Primarily related to the abandonment of certain incomplete programs resulting from production shutdowns related to COVID-19.

(e) Reflects a gain on the sale of CMG.

(f) Primarily reflects an increase in the value of our investment in fuboTV, which was sold in the fourth quarter of 2020.

(g) Primarily reflects a benefit from the remeasurement of our U.K. net deferred income tax asset as a result of an increase in the U.K. corporate income tax rate from 17% to 19% enacted during the third quarter of 2020.

Beginning in 2022, primarily as a result of our increased strategic focus on our direct-to-consumer businesses, we made certain changes to how we manage our businesses and allocate resources that resulted in the changes described below. Prior period results have been recast to conform to these presentation changes. References to “ViacomCBS,” the “Company,” “we,” “us” and “our” refer to ViacomCBS Inc. and its consolidated subsidiaries, unless the context otherwise requires.

### **Management Structure Change**

Our management structure has been reorganized to focus on managing our business as the combination of three parts: a traditional media business, a portfolio of global direct-to-consumer streaming services, and a film studio. As a result, we realigned our operating segments, which through the fourth quarter of 2021 were *TV Entertainment*, *Cable Networks* and *Filmed Entertainment*, into the following three segments:

**TV Media** – Our *TV Media* segment consists of our domestic and international broadcast networks, including the CBS Television Network, Network 10, Channel 5 and Telefe; our premium and basic cable networks, including Showtime, BET, Nickelodeon, MTV, Comedy Central, Paramount Network, Smithsonian Channel, international extensions of these brands, and CBS Sports Network; our television production operations, including CBS Studios, Paramount Television Studios and CBS Media Ventures, which primarily produces or distributes first-run syndicated programming; and our owned broadcast television stations, CBS Stations.

**Direct-to-Consumer** – Our *Direct-to-Consumer* segment consists of our portfolio of pay, free and premium worldwide direct-to-consumer streaming services, including Paramount+, Pluto TV, Showtime Networks’ premium subscription streaming service (Showtime OTT), BET+ and Noggin.

**Filmed Entertainment** – Our *Filmed Entertainment* segment consists of Paramount Pictures, Paramount Players, Paramount Animation, the Nickelodeon Studio, and Miramax.

### **Revenue Disaggregation Categories**

In the first quarter of 2022, we began disaggregating our revenues into the following four categories: Advertising, Affiliate and Subscription, Theatrical, and Licensing and Other. Previously, our revenue disaggregation categories were Advertising, Affiliate, Streaming (consisting of streaming advertising and streaming subscription), Theatrical, and Licensing and Other. Under the new disaggregation, revenue earned from advertisements on and subscriptions to our direct-to-consumer streaming services is included in our *Direct-to-Consumer* segment within advertising revenues and subscription revenues, respectively. Advertising from digital video advertisements on our websites and in our video content on third-party platforms as well as premium subscriptions to access certain video content on our websites is included in our *TV Media* segment within advertising revenues and affiliate and subscription revenues, respectively.

### **Intercompany License Fees**

Concurrent with the change to our operating segments, we changed the way we record intersegment content licensing. Under our previous segment structure, management evaluated the results of our segments including intersegment content licensing at market value as if the sales were to third parties. Therefore, the licensor segment recorded intercompany license fee revenues and profits and the licensee segment recorded production costs in the amount of the license fee charged by the licensor, which generally reflected the cost to the Company plus a margin. The intercompany revenues and the margin embedded in the cost to the licensee were eliminated in consolidation.

Under our new segment structure, management evaluates the results of the segments using an allocation of the total cost of content (i.e. direct production costs, production overhead, participations and residuals) from the licensor segment to each licensee segment utilizing the content. As a result, content costs are allocated across the licensee segments based on the relative value of the distribution windows within each segment. The allocation is recorded by the licensor segment as a reduction of content cost and no intersegment revenues or profits are recorded.

The following tables present unaudited supplemental financial results for the years ended December 31, 2021 and 2020 and for each quarter of the year ended December 31, 2021, recast to reflect the above-mentioned presentation changes.

**TRENDING SCHEDULES**Summarized Reported Results  
(unaudited; in millions)

	<b>12 Months Ended</b>	<b>Quarter Ended</b>				<b>12 Months Ended</b>
	<u>12/31/20</u>	<u>3/31/21</u>	<u>6/30/21</u>	<u>9/30/21</u>	<u>12/31/21</u>	<u>12/31/21</u>
Advertising	\$ 9,751	\$3,109	\$2,599	\$2,386	\$3,318	\$ 11,412
Affiliate and subscription	9,166	2,463	2,588	2,650	2,741	10,442
Theatrical	180	1	134	67	39	241
Licensing and other	6,188	1,839	1,243	1,507	1,902	6,491
<b>Revenues</b>	<u>\$ 25,285</u>	<u>\$7,412</u>	<u>\$6,564</u>	<u>\$6,610</u>	<u>\$8,000</u>	<u>\$ 28,586</u>

**TRENDING SCHEDULES**

TV Media Financial Results

(unaudited; in millions)

	<b>12 Months Ended</b>	<b>Quarter Ended</b>				<b>12 Months Ended</b>
	<u>12/31/20</u>	<u>3/31/21</u>	<u>6/30/21</u>	<u>9/30/21</u>	<u>12/31/21</u>	<u>12/31/21</u>
Advertising	\$ 9,062	\$2,888	\$2,303	\$2,039	\$2,875	\$ 10,105
Affiliate and subscription	8,037	2,083	2,112	2,108	2,110	8,413
Licensing and other	4,021	1,022	804	1,073	1,317	4,216
<b>Revenues</b>	<u>\$ 21,120</u>	<u>\$5,993</u>	<u>\$5,219</u>	<u>\$5,220</u>	<u>\$6,302</u>	<u>\$ 22,734</u>
<b>Adjusted OIBDA</b>	<u>\$ 5,816</u>	<u>\$1,765</u>	<u>\$1,504</u>	<u>\$1,385</u>	<u>\$1,238</u>	<u>\$ 5,892</u>



**TRENDING SCHEDULES**Direct-to-Consumer Financial Results  
(unaudited; in millions)

	12 Months	Quarter Ended				12 Months
	Ended	3/31/21	6/30/21	9/30/21	12/31/21	Ended
	12/31/20					12/31/21
Advertising	\$ 686	\$ 218	\$ 291	\$ 348	\$ 441	\$ 1,298
Subscription	1,129	380	476	542	631	2,029
<b>Revenues</b>	<b>\$ 1,815</b>	<b>\$ 598</b>	<b>\$ 767</b>	<b>\$ 890</b>	<b>\$1,072</b>	<b>\$ 3,327</b>
<b>Adjusted OIBDA</b>	<b>\$ (171)</b>	<b>\$ (149)</b>	<b>\$ (143)</b>	<b>\$ (198)</b>	<b>\$ (502)</b>	<b>\$ (992)</b>

**TRENDING SCHEDULES**Filmed Entertainment Financial Results  
(unaudited; in millions)

	<b>12 Months Ended</b>	<b>Quarter Ended</b>				<b>12 Months Ended</b>
	<u>12/31/20</u>	<u>3/31/21</u>	<u>6/30/21</u>	<u>9/30/21</u>	<u>12/31/21</u>	<u>12/31/21</u>
Advertising	\$ 18	\$ 6	\$ 6	\$ 2	\$ 4	\$ 18
Theatrical	180	1	134	67	39	241
Licensing and other	2,272	853	463	461	651	2,428
<b>Revenues</b>	<u>\$ 2,470</u>	<u>\$ 860</u>	<u>\$ 603</u>	<u>\$ 530</u>	<u>\$ 694</u>	<u>\$ 2,687</u>
<b>Adjusted OIBDA</b>	<u>\$ 158</u>	<u>\$ 179</u>	<u>\$ 52</u>	<u>\$ (24)</u>	<u>\$ —</u>	<u>\$ 207</u>

**TRENDING SCHEDULES**

Reconciliation of Adjusted OIBDA (Non-GAAP)  
(unaudited; in millions)

	12 Months	Quarter Ended				12 Months
	Ended	3/31/21	6/30/21	9/30/21	12/31/21	Ended
	12/31/20				12/31/21	12/31/21
TV Media	\$ 5,816	\$1,765	\$1,504	\$1,385	\$1,238	\$ 5,892
Direct-to-Consumer	(171)	(149)	(143)	(198)	(502)	(992)
Filmed Entertainment	158	179	52	(24)	—	207
Corporate/Eliminations	(485)	(116)	(124)	(111)	(140)	(491)
Stock-based compensation	(186)	(52)	(49)	(32)	(39)	(172)
<b>Adjusted OIBDA</b>	<b>5,132</b>	<b>1,627</b>	<b>1,240</b>	<b>1,020</b>	<b>557</b>	<b>4,444</b>
Depreciation and amortization (1)	(430)	(99)	(95)	(95)	(101)	(390)
Restructuring and other corporate matters (2)	(618)	—	(35)	(46)	(19)	(100)
Programming charges (3)	(159)	—	—	—	—	—
Net gain on sales (4)	214	—	116	—	2,227	2,343
<b>Operating income</b>	<b>\$ 4,139</b>	<b>\$1,528</b>	<b>\$1,226</b>	<b>\$ 879</b>	<b>\$2,664</b>	<b>\$ 6,297</b>

- (1) For 2020, *Depreciation and amortization* includes an impairment charge of \$25 million to reduce the carrying value of intangible assets and accelerated depreciation of \$12 million for abandoned technology in connection with synergy plans related to the merger of Viacom Inc. with and into CBS Corporation.
- (2) Primarily reflects severance and exit costs relating to restructuring activities as well as costs associated with other corporate matters.
- (3) Charges primarily relate to the abandonment of certain incomplete programs resulting from production shutdowns relating to the coronavirus pandemic (COVID-19).
- (4) The fourth quarter of 2021 primarily reflects gains on the sales of CBS Studio Center and 51 West 52nd Street, an office tower that was formerly the headquarters of CBS. The second quarter of 2021 primarily reflects a gain on the sale of a noncore trademark licensing operation. 2020 reflects a gain on the sale of CNET Media Group.

**TRENDING SCHEDULES**

Direct-to-Consumer Streaming Subscribers and Monthly Active Users (1)  
(unaudited; in millions)

	12 Months	Quarter Ended				12 Months
	Ended	3/31/21	6/30/21	9/30/21	12/31/21	Ended
	12/31/20					12/31/21
<b>Paramount+ (Global)</b>						
Subscribers	11.7	16.5	21.4	25.5	32.8	32.8
Revenues	\$ 627	\$ 236	\$ 305	\$ 363	\$ 443	\$ 1,347
<b>Pluto TV (Global)</b>						
MAUs	43.1	49.5	52.3	54.4	64.4	64.4
Revenues	\$ 562	\$ 167	\$ 241	\$ 289	\$ 362	\$ 1,059
<b>Global Direct-to-Consumer Streaming Subscribers (2)</b>	29.9	35.9	42.4	46.7	56.1	56.1

- (1) Direct-to-consumer streaming subscribers include customers with access to our domestic or international direct-to-consumer services, either directly through our owned and operated apps and websites, or through third-party distributors. Our subscribers include paid subscriptions and those customers registered in a free trial, and subscribers are considered unique to each of our services, whether offered individually or as part of a bundle. The Monthly Active Users (“MAUs”) count reflects the number of unique devices interacting with the Pluto TV service in a calendar month, and for the periods above reflects the MAU count for the last month of the applicable period.
- (2) Includes subscribers for Paramount+, Showtime OTT and all other direct-to-consumer subscription streaming services.