FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

wasnington,	D.C. 20549

OMB APPROVAL	

Form: Direct

Indirect

OMB Number:	3235-0287
Estimated average bu	urden
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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 5. Relationship of Reporting Person(s) to Issuer 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person (Check all applicable) Viacom Inc. [VIA, VIAB] **REDSTONE SUMNER M** X Director 10% Owner Officer (give title Other (specify X 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Last) (First) (Middle) 07/16/2014 1515 BROADWAY Chairman of the Board 6. Individual or Joint/Group Filing (Check Applicable 4. If Amendment, Date of Original Filed (Month/Day/Year) (Street) Line) **NEW YORK** NY 10036 Form filed by One Reporting Person Form filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature of

	(Month/Day/Year)	h/Day/Year) if any Code (Instr. (Month/Day/Year) 8)		D) (IIISU.	3, 4 and 3)	Beneficially Owned Following Reported	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(msu. 4)
Class B Common Stock	07/16/2014		M		66,750	A	\$37.55	66,750	D	
Class B Common Stock	07/16/2014		D ⁽¹⁾		66,750	D	\$87.37	0	D	
								_		

Execution Date.

Transaction

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 Deri Secu Acq (A) o Disp of (E	vative urities uired or oosed o) (Instr. and 5)			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				
Stock Option Equivalents ⁽¹⁾	\$37.55	07/16/2014		M			66,750	(2)	09/27/2014	Class B Common Stock	66,750	(1)	333,640	D	

Explanation of Responses:

I. In accordance with the Reporting Person's employment agreement with the Issuer, on September 27, 2006, the Reporting Person's deferred compensation account balance with the Issuer was converted into Stock Option Equivalents ("SOEs") that expire on September 27, 2014. Each SOE corresponds to one share of the Issuer's Class B Common Stock and, when notionally exercised, results in a credit in the Reporting Person's deferred compensation account equal to the difference between the closing price of the Class B Common Stock on The NASDAQ Global Select Market on the date of exercise and the exercise price of the SOEs. The notional exercise reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on May 16, 2014.

Remarks:

/s/ Michael D. Fricklas Attorney-in-Fact for Sumner M. 07/18/2014 Redstone

Securities

** 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.

^{2.} Current.