## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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l	OMB APF	PROVAL
	OMB Number:	3235-0287

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

Estimated average burden 0.5 hours per response:

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*  DAUMAN PHILIPPE P			2. Issuer Name <b>and</b> Ticker or Trading Symbol  Viacom Inc. [VIA, VIAB]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
DAUMAN E	PHILIPPE	<u>r</u>	[ ,, , ]	X	Director	10% Owner				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X	Officer (give title below)	Other (specify below)				
1515 BROADWAY			11/24/2014		President and CEO					
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	vidual or Joint/Group Fili	ng (Check Applicable				
NEW YORK	NY	10036		X	Form filed by One Re					
(City)	(State)	(Zip)			Form filed by More th Person	an One Reporting				
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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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(	
Class B Common Stock	11/24/2014		M		1,954	A	\$47.0988	1,477,178	D		
Class B Common Stock	11/24/2014		M		298,046	A	\$43.86	1,775,224	D		
Class B Common Stock	11/24/2014		S		300,000	D	\$74.3331 <sup>(1)</sup>	1,475,224	D		
Class B Common Stock	11/25/2014		M		193,354	A	\$43.86	1,668,578	D		
Class B Common Stock	11/25/2014		M		3,171	A	\$41.48	1,671,749	D		
Class B Common Stock	11/25/2014		S		499,255	D	\$74.9336 <sup>(2)</sup>	1,172,494	D		
Class B Common Stock								947	I	By 401(k)	

# 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)		Deri Sec Acq or D of (I	umber of vative urities uired (A) isposed D) (Instr. 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	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		Transaction(s) (Instr. 4)		
Director Stock Option (Right to Buy) <sup>(3)</sup>	\$47.0988	11/24/2014		M			1,954	(4)	01/31/2015	Class B Common Stock	1,954	(3)	0	D	
Employee Stock Option (Right to Buy) <sup>(5)</sup>	\$43.86	11/24/2014		М			298,046	(4)	05/29/2015	Class B Common Stock	298,046	(5)	193,354	D	
Employee Stock Option (Right to Buy) <sup>(5)</sup>	\$43.86	11/25/2014		М			193,354	(4)	05/29/2015	Class B Common Stock	193,354	(5)	0	D	
Director Stock Option (Right to Buy) <sup>(3)</sup>	\$41.48	11/25/2014		М			3,171	(4)	01/31/2016	Class B Common Stock	3,171	(3)	0	D	

#### **Explanation of Responses:**

- 1. The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$73.95 to \$74.57, inclusive. The Reporting Person undertakes to provide to the staff of the Securities and Exchange Commission, the Issuer or a stockholder of the Issuer, upon request, full information regarding the number of shares sold at each separate price.
- 2. The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$74.51 to \$75.12, inclusive. The Reporting Person undertakes to provide to the staff of the Securities and Exchange Commission, the Issuer or a stockholder of the Issuer, upon request, full information regarding the number of shares sold at each separate price.
- 3. Granted under the Viacom Inc. 2006 Stock Option Plan for Outside Directors for no consideration.
- 4. Current.
- 5. Granted under the Viacom Inc. 2006 Long-Term Management Incentive Plan, as amended and restated as of April 12, 2007, for no consideration.

#### Remarks:

**Dauman** 

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.