

REDSTONE SUMNER M
Form 5
November 15, 2010

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
REDSTONE SUMNER M

2. Issuer Name and Ticker or Trading Symbol
Viacom Inc. [VIA, VIAB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

Chairman of the Board

1515 BROADWAY

(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
09/30/2010

6. Individual or Joint/Group Reporting

(check applicable line)

NEW YORK, NY 10036

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | (A) or (D) | Amount or Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-----------------|--|--|-----------------------------------|
| Class B Common Stock | 05/27/2010 | Â | G | 2,187 | D | \$ (1) | 305,321 | D | Â |
| Class B Common Stock | 06/01/2010 | Â | G | 14,162 | D | \$ (1) | 291,159 | D | Â |
| Class B Common Stock | 06/02/2010 | Â | G | 762 | D | \$ (1) | 290,397 | D | Â |

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| | | | | | | | | | |
|----------------------------|------------|---|---|--------|---|---------------|---------|---|---|
| Class B Common Stock | 06/03/2010 | Â | G | 773 | D | \$ <u>(1)</u> | 289,624 | D | Â |
| Class B Common Stock | 06/07/2010 | Â | G | 1,520 | D | \$ <u>(1)</u> | 288,104 | D | Â |
| Class B Common Stock | 06/08/2010 | Â | G | 1,461 | D | \$ <u>(1)</u> | 286,643 | D | Â |
| Class B Common Stock | 06/09/2010 | Â | G | 3,393 | D | \$ <u>(1)</u> | 283,250 | D | Â |
| Class B Common Stock | 06/10/2010 | Â | G | 4,210 | D | \$ <u>(1)</u> | 279,040 | D | Â |
| Class B Common Stock | 06/21/2010 | Â | G | 1,684 | D | \$ <u>(1)</u> | 277,356 | D | Â |
| Class B Common Stock | 06/22/2010 | Â | G | 1,123 | D | \$ <u>(1)</u> | 276,233 | D | Â |
| Class B Common Stock | 06/25/2010 | Â | G | 6,599 | D | \$ <u>(1)</u> | 269,634 | D | Â |
| Class B Common Stock | 07/01/2010 | Â | G | 3,091 | D | \$ <u>(1)</u> | 266,543 | D | Â |
| Class B Common Stock | 07/02/2010 | Â | G | 975 | D | \$ <u>(1)</u> | 265,568 | D | Â |
| Class B Common Stock | 07/06/2010 | Â | G | 4,811 | D | \$ <u>(1)</u> | 260,757 | D | Â |
| Class B Common Stock | 07/07/2010 | Â | G | 3,063 | D | \$ <u>(1)</u> | 257,694 | D | Â |
| Class B Common Stock | 07/09/2010 | Â | G | 42,436 | D | \$ <u>(1)</u> | 215,258 | D | Â |
| Class B Common Stock | 07/13/2010 | Â | G | 16,448 | D | \$ <u>(1)</u> | 198,810 | D | Â |
| Class B Common | 07/14/2010 | Â | G | 1,931 | D | \$ <u>(1)</u> | 196,879 | D | Â |

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| | | | | | | | | | | |
|----------------------------|------------|---|---|--------|---|---------------|---------|---|---|--|
| Stock | | | | | | | | | | |
| Class B Common Stock | 08/06/2010 | Â | G | 33,225 | D | \$ <u>(1)</u> | 163,654 | D | Â | |
| Class B Common Stock | 08/09/2010 | Â | G | 31,188 | D | \$ <u>(1)</u> | 132,466 | D | Â | |
| Class B Common Stock | 08/10/2010 | Â | G | 14,724 | D | \$ <u>(1)</u> | 117,742 | D | Â | |
| Class B Common Stock | 08/12/2010 | Â | G | 90,398 | D | \$ <u>(1)</u> | 27,344 | D | Â | |
| Class B Common Stock | 08/13/2010 | Â | G | 3,100 | D | \$ <u>(1)</u> | 24,244 | D | Â | |
| Class B Common Stock | 08/16/2010 | Â | G | 2,605 | D | \$ <u>(1)</u> | 21,639 | D | Â | |
| Class B Common Stock | 08/19/2010 | Â | G | 3,283 | D | \$ <u>(1)</u> | 18,356 | D | Â | |
| Class B Common Stock | 08/23/2010 | Â | G | 3,177 | D | \$ <u>(1)</u> | 15,179 | D | Â | |
| Class B Common Stock | 08/24/2010 | Â | G | 3,216 | D | \$ <u>(1)</u> | 11,963 | D | Â | |
| Class B Common Stock | 08/26/2010 | Â | G | 2,734 | D | \$ <u>(1)</u> | 9,229 | D | Â | |
| Class B Common Stock | 09/09/2010 | Â | G | 1,843 | D | \$ <u>(1)</u> | 7,386 | D | Â | |

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

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(9-02)

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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security (Instr. 5) | 9. of D Se |
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|------------|
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|------------|

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| Derivative Security | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | (Instr. 3 and 4) | | Title | Amount or Number of Shares |
|---------------------|---|-----|------------------|-----------------|-------|----------------------------|
| | (A) | (D) | Date Exercisable | Expiration Date | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-----------------------|
| | Director | 10% Owner | Officer | Other |
| REDSTONE SUMNER M 1515 BROADWAY NEW YORK, NY 10036 | X | X | X | Chairman of the Board |

Signatures

/s/ Michael D. Fricklas, Attorney-in-Fact for Sumner M. Redstone 11/15/2010

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Bona fide gift(s) by the Reporting Person for no consideration.

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