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Viacom Inc. Form 4 May 31, 200 FORM Check thi if no long subject to Section 1 Form 4 of Form 5 obligation may cont <i>See</i> Instru 1(b).	14 UNITED s box ger 6. r 5. r 5. r 5. r 5. r 5. r 5. r 5.	MENT O rsuant to S (a) of the	Was F CHAN	hington, GES IN I SECUR 6(a) of the ility Hold	D.C. 20 BENEFI ITIES Securit ling Com	549 [CIA] ies Ez ipany	L OW xchang Act o	COMMISSION NERSHIP OF ge Act of 1934, f 1935 or Sectic 40	OMB Number: Expires: Estimated burden hou response	urs per	
1. Name and Address of Reporting Person * 2. 1 GREENBERG ALAN C Sym			Symbol	2. Issuer Name and Ticker or Trading Symbol Viacom Inc. [VIA, VIAB]				5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 3.			3. Date of Earliest Transaction (Month/Day/Year) 05/26/2006					(Check all applicable) <u></u> Director <u></u> Officer (give title below) <u></u> Other (specify below)			
				nendment, Date Original Ionth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	e of 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Class B Common Stock	05/26/2006			M	Amount 1,239 (1)	(D) A	Price (<u>1)</u>	26,239	D		
Class B Common Stock	05/26/2006			А	9 <u>(2)</u>	А	<u>(2)</u>	26,248	D		

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

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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. Transacti Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Share Units (3)	<u>(1)</u>	05/26/2006		М	1,239	<u>(1)</u>	(1)	Class B Common Stock	1,239	(

Reporting Owners

Reporting Owner Name / Add	ress	Relationships						
	Director	10% Owner	Officer	Other				
GREENBERG ALAN C 1515 BROADWAY NEW YORK, NY 10036	Х							
Signatures								
/s/ Greenberg, Alan C.	05/31/2006							
<u>**</u> 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).

Shares of the Issuer's Class B common stock were issued to the Reporting Person on May 26, 2006 upon vesting of previously granted
(1) Restricted Share Units (RSUs). On May 26, 2006, the closing price of the Issuer's Class B common stock on the New York Stock Exchange was \$37.71 per share.

- (2) Represents shares of the Issuer's Class B common stock issued to the Reporting Person in respect of dividend equivalents accrued prior to vesting of the RSUs.
- (3) Granted under the Viacom Inc. 2006 RSU Plan for Outside Directors for no consideration.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.