Edgar Filing: Viacom Inc. - Form 4

Form 4											
July 05, 2006											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									PPROVAL 3235-0287		
Check this if no long subject to Section 10	er STATEN 6.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								v 31, 2005	
Form 5 obligation may conti	obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940										
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> Kraft Robert K			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
			Viacom Inc. [VIA, VIAB]				(Check all applicable)				
(Last) (First) (Middle) 1515 BROADWAY			3. Date of Earliest Transaction (Month/Day/Year) 07/01/2006				X_ Director10% Owner Officer (give titleOther (specify below)below)				
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)				al	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 						
NEW YORK	K, NY 10036						Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	Disposed (Instr. 3, 4	(A) or of (D) 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 o Indirect Beneficial Ownership (Instr. 4)		
Reminder: Repo	ort on a separate line	e for each cl	ass of sec		Amount						
Kenninger, Kept	At on a separate find		uss of sec		Perso inforr requi	ons who res nation con red to resp ays a curre	spond to the colle tained in this form ond unless the fo ently valid OMB co	n are not rm	SEC 1474 (9-02)		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivati
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities			(Instr. 5)

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	Derivative Security			Acqui (A) or Dispo of (D) (Instr. and 5)	sed 3, 4,				
			Code	V (A)	(D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class A Phantom Common Stock Units	<u>(1)</u>	07/01/2006	А	384	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	384	\$ 35.9
Class B Phantom Common Stock Units	<u>(1)</u>	07/01/2006	А	385	<u>(1)</u>	<u>(1)</u>	Class B Common Stock	385	\$ 35.8

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
Kraft Robert K 1515 BROADWAY NEW YORK, NY 10036	Х					
Signatures						
By: Michael D. Fricklas, Attorney-in-Fact	07/05/2006					
**Signature of Reporting Person		Da	ate			

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).

The Reporting Person has elected to defer payment of director retainer and meeting fees pursuant to the Viacom Inc. Deferred Compensation Plan for Outside Directors. Deferred amounts are deemed invested quarterly in a number of Phantom Common Stock Units

(1) equal to the number of shares of Class A and Class B Common Stock that such deferred amounts would have purchased on the day the amounts are deemed invested. Phantom Common Stock Units are paid out after the Director's retirement from the Board and are settled in cash.

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.