Viacom Inc. Form 4 July 24, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

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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(b).

(Print or Type Responses)

See Instruction

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)		
(Last)	(Last) (First) (Middle)		3. Date of Earliest Transaction	(Check an approacte)		
			(Month/Day/Year)	X DirectorX 10% Owner		
1515 BROADWAY			07/20/2007	X Officer (give title Other (specify below) Chairman of the Board		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
NEW YORK	X NY 10036		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
	_,			Person		

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	e Secu	rities Acquir	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	omr Dispos (Instr. 3,	sed of		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	07/20/2007		M	32,175	` ′	\$ 19.2356	464,700	D	
Class B Common Stock	07/20/2007		S <u>(1)</u>	200	D	\$ 41.2	464,500	D	
Class B Common Stock	07/20/2007		S <u>(1)</u>	200	D	\$ 41.21	464,300	D	
Class B Common	07/20/2007		S(1)	8	D	\$ 41.22	464,292	D	

Stock							
Class B Common Stock	07/20/2007	S <u>(1)</u>	500	D	\$ 41.23	463,792	D
Class B Common Stock	07/20/2007	S <u>(1)</u>	100	D	\$ 41.24	463,692	D
Class B Common Stock	07/20/2007	S <u>(1)</u>	300	D	\$ 41.25	463,392	D
Class B Common Stock	07/20/2007	S <u>(1)</u>	400	D	\$ 41.26	462,992	D
Class B Common Stock	07/20/2007	S <u>(1)</u>	100	D	\$ 41.27	462,892	D
Class B Common Stock	07/20/2007	S <u>(1)</u>	1,057	D	\$ 41.28	461,835	D
Class B Common Stock	07/20/2007	S <u>(1)</u>	200	D	\$ 41.29	461,635	D
Class B Common Stock	07/20/2007	S <u>(1)</u>	400	D	\$ 41.3	461,235	D
Class B Common Stock	07/20/2007	S <u>(1)</u>	1,200	D	\$ 41.31	460,035	D
Class B Common Stock	07/20/2007	S <u>(1)</u>	600	D	\$ 41.32	459,435	D
Class B Common Stock	07/20/2007	S <u>(1)</u>	900	D	\$ 41.33	458,535	D
Class B Common Stock	07/20/2007	S <u>(1)</u>	800	D	\$ 41.34	457,735	D
Class B Common Stock	07/20/2007	S <u>(1)</u>	600	D	\$ 41.35	457,135	D
Class B Common Stock	07/20/2007	S <u>(1)</u>	600	D	\$ 41.36	456,535	D

Class B Common Stock	07/20/2007	S(1)	637	D	\$ 41.37	455,898	D	
Class B Common Stock	07/20/2007	S(1)	300	D	\$ 41.38	455,598	D	
Class B Common Stock	07/20/2007	S(1)	500	D	\$ 41.39	455,098	D	
Class B Common Stock	07/20/2007	S <u>(1)</u>	100	D	\$ 41.4	454,998	D	
Class B Common Stock	07/20/2007	<u>S(1)</u>	600	D	\$ 41.42	454,398	D	
Class B Common Stock	07/20/2007	S(1)	300	D	\$ 41.43	454,098	D	
Class B Common Stock	07/20/2007	S(1)	100	D	\$ 41.44	453,998	D	
Class B Common Stock	07/20/2007	S(1)	200	D	\$ 41.45	453,798	D	
Class B Common Stock	07/20/2007	S(1)	200	D	\$ 41.47	453,598	D	
Class B Common Stock						30,862,249	I	By NAIRI, Inc. (2)
Class B Common Stock						100	I	By Spouse

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

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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 of	Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	or D (D)	uired (A) isposed of r. 3, 4,				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy) (3)	\$ 19.2356	07/20/2007		M			32,175	<u>(4)</u>	08/01/2007	Class B Common Stock	32,175

Reporting Owners

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

Signatures

By: Michael D. Fricklas, Attorney-in-Fact 07/24/2007

**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).
 - The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 11, 2007.
- (1) Pursuant to the plan, the reporting person will exercise options that would otherwise expire on August 1, 2007 and sell only that number of shares necessary so that the proceeds of the sales will be sufficient to pay the exercise price, withholding taxes and any other fees associated with the exercise of these stock options.
- These securities are owned directly by NAIRI, Inc. (NAIRI), but may also be deemed to be beneficially owned by (1) NAIRI's parent corporation, National Amusements, Inc. (NAI) and (2) Sumner M. Redstone, who is the controlling stockholder of NAI.
- (3) Right to buy under the Viacom Inc. 2006 Long-Term Management Incentive Plan.
- (4) Current.

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