### Edgar Filing: Viacom Inc. - Form 4

Viacom Ind Form 4	2.							
May 20, 20	016							
FOR	ЛД					OMB A	PPROVAL	
	UNITED			AND EXCHANG , D.C. 20549	E COMMISSION	OMB Number:	3235-0287	
if no lo subject Sectior Form 4 Form 5 obligat may co <i>See</i> Ins	to 16. or Filed pur ions Section 17(	AENT OF CHA rsuant to Section (a) of the Public V 30(h) of the J	NGES IN SECUI 16(a) of th Utility Hol	Expires:January 31, 2005Estimated average burden hours per response0.5				
1(b).								
(Print or Type	e Responses)							
1. Name and Gill Chare	Symbol		d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
		m Inc. [VI		(Check all applicable)				
(Last) 1515 BRC		of Earliest T /Day/Year) 2016	ransaction	Director 10% Owner X Officer (give title Other (specify below) below) SVP, Controller				
		nendment, D	-	6. Individual or Joint/Group Filing(Check				
NEW YO	RK, NY 10036	Filed(M	onth/Day/Yea	r)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip) Ta	ble I - Non-J	Derivative Securities	Acquired, Disposed of	, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price		5. Amount of 6 Securities F Beneficially (I Owned (I Following (I Reported Transaction(s) (Instr. 3 and 4)	. Ownership orm: Direct D) or Indirect	7. Nature of Indirect	
Reminder R	eport on a separate line	for each class of se	curities bene	ficially owned directly	y or indirectly			
Kennider: K	eport on a separate line	FIOR CACH CLASS OF SE	curries bene	Persons who r information co required to res	espond to the collect ntained in this form a pond unless the form ently valid OMB con	are not n	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	6. 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		Acquired ( or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy) (1)	\$ 38.86	05/18/2016		А		15,029		<u>(2)</u>	05/18/2024	Class B Common Stock	15,029
Restricted Share Units <u>(1)</u>	<u>(3)</u>	05/18/2016		А		5,018		(3)	(3)	Class B Common Stock	5,018

## **Reporting Owners**

Reporting Owner Name / Address		Rela						
	Director	10% Owner	Officer	Other				
Gill Charest Katherine 1515 BROADWAY NEW YORK, NY 10036			SVP, Controller					
Signatures								
/s/ Michael D. Fricklas, Attorn Gill-Charest	ne	05/20/2016						
<u>**</u> Signature of F	Reporting Pers	son		Date				
<b>Explanation of Re</b>	enon	666.						

### 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) Granted under the Viacom Inc. 2016 Long-Term Management Incentive Plan for no consideration.
- (2) These Stock Options will vest in four equal annual installments beginning on May 18, 2017.

These Restricted Share Units ("RSUs") will vest in four equal annual installments beginning on May 18, 2017 and a corresponding(3) number of Class B shares, net of any shares withheld by Viacom to satisfy tax liability incident to the vesting of the RSUs, will be delivered on each vest date.

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.