## Edgar Filing: SALERNO FREDERIC V - Form 4

SALERNO Form 4 May 31, 200	FREDERIC V								
Image 51, 2003         FORM 4         UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549         Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).         Statement of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1940									PPROVAL 3235-0287 January 31, 2005 average urs per . 0.5
<ul> <li>(Print or Type Responses)</li> <li>1. Name and Address of Reporting Person <u>*</u></li> <li>SALERNO FREDERIC V</li> </ul>			2. Issuer Name <b>and</b> Ticker or Trading Symbol VIACOM INC [VIA, VIAB]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 1515 BROADWAY			<ul><li>3. Date of Earliest Transaction</li><li>(Month/Day/Year)</li><li>05/26/2005</li></ul>			X_ Director 10% Owner Officer (give title Other (specify below) below)			
NEW YOR		4. If Amendment, Date Original Filed(Month/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)	Tab	ole I - Non-J	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	ed Date, if	3. Transactic Code (Instr. 8)	4. Securi	ties (A) or of (D)	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
Reminder: Rep	port on a separate line	e for each cl	ass of sec	urities bene	Perso infor requi	ons who res nation con red to resp ays a curre	or indirectly. spond to the colle tained in this forn ond unless the fo ntly 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	8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	of Underlying	]
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	Securities	Ś
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired		(Instr. 3 and 4)	(

1

8 I S

(

	Derivative Security				(A) or Dispose (D) (Instr. 3 and 5)					
			С	Code N	/ (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Share Units (1)	\$ 0	05/26/2005		A	1,563		05/26/2006 <u>(2)</u>	(2)	Class B common stock	1,563

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
SALERNO FREDERIC V 1515 BROADWAY NEW YORK, NY 10036	Х							
Signatures								
By: /s/ Michael D. Fricklas,		05	5/31/200	5				

Attorney-in-Fact
<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).
- (1) Granted under the Viacom Inc. 2005 RSU Plan for Outside Directors.
- (2) The Restricted Share Units will vest May 26, 2006 and will be settled by delivery of a corresponding number of shares of the Issuer's Class B Common Stock upon vesting, unless the Reporting Person has elected to defer settlement.

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.