

REDSTONE SUMNER M
Form 4
December 15, 2005

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

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) (First) (Middle)
1515 BROADWAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/14/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & CEO

NEW YORK, NY 10036

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)	
			Code	V	Amount or Price			
Class B common stock	12/14/2005		M		200,000	A	\$ 20 439,048	D
Class B common stock	12/14/2005		S ⁽¹⁾		1,700	D	\$ 34.54 437,348	D
Class B common stock	12/14/2005		S ⁽¹⁾		1,980	D	\$ 34.55 435,368	D
Class B common	12/14/2005		S ⁽¹⁾		2,700	D	\$ 34.56 432,668	D

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stock

Class B common stock	12/14/2005	<u>S⁽¹⁾</u>	1,800	D	\$ 34.58	430,868	D
Class B common stock	12/14/2005	<u>S⁽¹⁾</u>	5,200	D	\$ 34.59	425,668	D
Class B common stock	12/14/2005	<u>S⁽¹⁾</u>	5,800	D	\$ 34.6	419,868	D
Class B common stock	12/14/2005	<u>S⁽¹⁾</u>	1,600	D	\$ 34.61	418,268	D
Class B common stock	12/14/2005	<u>S⁽¹⁾</u>	4,500	D	\$ 34.62	413,768	D
Class B common stock	12/14/2005	<u>S⁽¹⁾</u>	6,900	D	\$ 34.63	406,868	D
Class B common stock	12/14/2005	<u>S⁽¹⁾</u>	6,700	D	\$ 34.64	400,168	D
Class B common stock	12/14/2005	<u>S⁽¹⁾</u>	3,500	D	\$ 34.65	396,668	D
Class B common stock	12/14/2005	<u>S⁽¹⁾</u>	1,300	D	\$ 34.66	395,368	D
Class B common stock	12/14/2005	<u>S⁽¹⁾</u>	2,100	D	\$ 34.67	393,268	D
Class B common stock	12/14/2005	<u>S⁽¹⁾</u>	1,800	D	\$ 34.68	391,468	D
Class B common stock	12/14/2005	<u>S⁽¹⁾</u>	8,600	D	\$ 34.69	382,868	D
Class B common stock	12/14/2005	<u>S⁽¹⁾</u>	5,200	D	\$ 34.7	377,668	D
Class B common stock	12/14/2005	<u>S⁽¹⁾</u>	3,300	D	\$ 34.71	374,368	D

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Class B common stock	12/14/2005	S ⁽¹⁾	5,600	D	\$ 34.72	368,768	D	
Class B common stock	12/14/2005	S ⁽¹⁾	7,500	D	\$ 34.73	361,268	D	
Class B common stock	12/14/2005	S ⁽¹⁾	4,800	D	\$ 34.74	356,468	D	
Class B common stock	12/14/2005	S ⁽¹⁾	3,600	D	\$ 34.75	352,868	D	
Class B common stock	12/14/2005	S ⁽¹⁾	2,600	D	\$ 34.76	350,268	D	
Class B common stock	12/14/2005	S ⁽¹⁾	1,900	D	\$ 34.77	348,368	D	
Class B common stock	12/14/2005	S ⁽¹⁾	600	D	\$ 34.78	347,768	D	
Class B common stock	12/14/2005	S ⁽¹⁾	600	D	\$ 34.79	347,168	D	
Class B common stock						265	I	By 401(k)
Class B common stock						80,782,541	I	By NAIRI, Inc. ⁽²⁾
Class B common stock						200	I	By Spouse

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