## Edgar Filing: Viacom Inc. - Form 4

Viacom Inc. Form 4											
May 20, 2016											
FORM	Δ								PPROVAL		
	UNITED	STATES		RITIES An ashington			E COMMISSION	OMB Number:	3235-0287		
Check this if no longer subject to Section 16. Form 4 or Form 5 obligations may contin <i>See</i> Instruct 1(b).	Filed pur Section 17(	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 Re	sponses)										
1. Name and Address of Reporting Person <u>*</u> Mills Scott			Symbol	er Name <b>an</b> n Inc. [VI		-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (I	Middle)	3. Date of	of Earliest T	Transaction		(check an applicable)				
1515 BROADWAY			(Month/Day/Year) 05/18/2016				Director 10% Owner X Officer (give title Other (specify below) below) EVP and CAO				
				4. If Amendment, Date Original Filed(Month/Day/Year)			<ul><li>6. Individual or Joint/Group Filing(Check</li><li>Applicable Line)</li><li>_X_ Form filed by One Reporting Person</li></ul>				
NEW YORK,	, NY 10036						Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	e Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned		
	Transaction Date Aonth/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed	(A) or l of (D) 4 and 5) (A) or	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Repor	t on a separate line	for each cl	ass of sec	urities bene	ficially ou	ned directly	or indirectly				
					Perso infor requi	ons who res nation con red to resp ays a curre	spond to the collect tained in this form ond unless the for ntly valid OMB co	are not m	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)	Í I (	Acquired (A Disposed of (Instr. 3, 4, 5)	f(D)				
				Code V	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (Right to Buy) (1)	\$ 38.86	05/18/2016		A		104,046		(2)	05/18/2024	Class B Common Stock	104,04
Restricted Share Units (1)	<u>(3)</u>	05/18/2016		А		34,740		(3)	(3)	Class B Common Stock	34,74(

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
Mills Scott 1515 BROADWAY NEW YORK, NY 10036			EVP and CAO					
Signatures								
/s/ Michael D. Fricklas, Attorn Mills	05/20/2016							
<u>**</u> Signature of Reporting	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. 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.