$\square$ 

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subj	ect to
Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(b).	

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average bur	den							
hours per response:	0.5							

		n*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Viacom Inc.</u> [VIA, VIAB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>SALERIO FREDERIC V</u>					Director	10% Owner			
(Last) 1515 BROADW	(First) AY	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/31/2017		Officer (give title below)	Other (specify below)			
			4. If Amendment, Date of Original Filed (Month/Day/Year)						
(Street) NEW YORK	NY	10036		Line) X	Form filed by One Report Form filed by More than C	0			
(City)	(State)	(Zip)			Person				

## 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)	Transaction Dispo Code (Instr. 5)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Class B Common Stock	01/31/2017		М		3,834 <sup>(1)</sup>	A	(1)	27,396	D	
Class B Common Stock	01/31/2017		Α		109(2)	A	(2)	27,505	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of Deri Sec Acq (A) o Disp of (E (Inst	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		te Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Share Units <sup>(3)</sup>	(1)	01/31/2017		М			3,834	(1)	(1)	Class B Common Stock	3,834	(3)	0	D	

Explanation of Responses:

1. These shares were issued on January 31, 2017 upon the vesting of Restricted Share Units ("RSUs") that were granted on January 31, 2016. On the date of vesting, the closing price of the Class B Common Stock on The NASDAQ Global Select Market was \$42.14 per share.

2. These shares were issued in respect of dividend equivalents that accrued on the RSUs prior to vesting and that were reinvested in Class B common stock upon vesting.

3. Granted under the Viacom Inc. 2011 RSU Plan for Outside Directors, as amended and restated as of January 1, 2016, for no consideration.

**Remarks:** 

## <u>/s/ Michael D. Fricklas,</u> Attorney-in-Fact for Frederic

V. Salerno

02/02/2017

\*\* Signature of Reporting Person Date

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

 $\ast$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.