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## 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 CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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

			01 000		/counci		194119 7 101 01 11							
1. Name and Address of Reporting Person <sup>*</sup> Seligman Nicole				er Name <b>and</b> Ticke Om Inc. [ VIA			ymbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Senginan M</u>				L		-			X	Director	10% 0	Owner		
(Last) 1515 BROADV	(First) NAY	3. Date 01/31/	of Earliest Transad 2017	ction (M	onth/E	Day/Year)		Officer (give title below)	Other below	(specify /)				
,		4. If An	nendment, Date of	Original	Filed	(Month/Day/Ye		6. Individual or Joint/Group Filing (Check Applicable						
(Street)									Line)	Form filed by On	o Bonorting Por	son		
NEW YORK	NY							Form filed by One Reporting Person Form filed by More than One Reporting						
										Person	re than One Rep	oorting		
(City)	(State)	(Zip)												
		Table I - Non	-Derivative S	ecurities Acqu	uired,	Disp	oosed of, o	r Ben	eficially	Owned				
Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
				Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)			

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)		5. Number of Derivative Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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>(1)</sup>	(2)	01/31/2017		A		4,152		(2)	(2)	Class B Common Stock	4,152	(1)	4,152	D	

Explanation of Responses:

1. Granted under the Viacom Inc. 2011 RSU Plan for Outside Directors, as amended and restated as of January 1, 2016, and as further amended and restated as of October 31, 2016, for no consideration. 2. These Restricted Share Units will vest on January 31, 2018 and a corresponding number of Class B shares will be delivered on that date, unless the director has elected to defer receipt.

**Remarks:** 

/s/ Michael D. Fricklas,

02/02/2017

Attorney-in-Fact for Nicole Seligman

\*\* Signature of Reporting Person Date

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

\* 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.