FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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#### 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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  MAY THOMAS J						2. Issuer Name and Ticker or Trading Symbol Viacom Inc. [ VIA, VIAB ]								Relationship neck all appli X Direct	cable)	•			
(Last) (First) (Middle) 1515 BROADWAY					3. Date of Earliest Transaction (Month/Day/Year) 01/31/2019										Officer (give title below)		Other (s below)	specify	
(Street) NEW YORK NY 10036					4.	If Ame	endment	, Date of	f Original	Filed	(Month/Da	Lin	i. Individual or Joint/Group Filing (Check Applicable ine)  X Form filed by One Reporting Person  Form filed by More than One Reporting  Person						
(City) (State) (Zip)																			
Date					saction	action 2A. Deem Execution Day/Year) if any		. Deemed ecution Date,		3. 4. Transaction Di Code (Instr. 5)		ies Acquir		5. Amount of Securities Beneficially Owned Follow		Form (D) or	: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) o	r Price	Reporte Transac (Instr. 3	tion(s)			(Instr. 4)	
Class B C	Common Sto	ock	31/201	019		M		5,236(	236 <sup>(1)</sup> A		9,	9,568		D					
Class B C	31/201	2019		A		142 <sup>(2)</sup> A		(2)	9,	9,710		D							
			Table II -								osed of, onvertib			Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	Date,	4. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercis Expiration Date (Month/Day/Yea		е	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti	e s Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)		Date Exercisa		Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	ion(s)			
Restricted Share Units <sup>(3)</sup>	(4)	01/31/2019			A		5,948		(4)		(4)	Class B Common Stock	5,948	(3)	5,948	3	D		
Restricted Share	(1)	01/31/2019			M			5,236	(1)		(1)	Class B Common	5,236	(3)	0		D		

## Explanation of Responses:

- 1. These shares represent Restricted Share Units ("RSUs") that were granted on January 31, 2018 and that vested on January 31, 2019, but which have not been received because the director elected to defer receipt. On the date of vesting, the closing price of the Class B Common Stock on The NASDAQ Global Select Market was \$29.42 per share.
- 2. These shares reflect dividend equivalents that accrued on the RSUs prior to vesting and that were reinvested in Class B common stock upon vesting, but which have not been received because the director elected to defer receipt.
- 3. 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.
- 4. These RSUs will vest on January 31, 2020 and a corresponding number of Class B shares will be delivered on that date, unless the director has elected to defer receipt.

# Remarks:

/s/ Christa A. D'Alimonte, Attorney-in-Fact for Thomas J. 02/04/2019 May

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.