

Viacom Inc.  
Form 4  
March 26, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 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**

(Last) (First) (Middle)  
**1515 BROADWAY**  
  
(Street)

**NEW YORK, NY 10036**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**Viacom Inc. [VIA, VIAB]**

3. Date of Earliest Transaction (Month/Day/Year)  
**03/24/2015**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Chairman of the Board**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting 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)	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	(A) or (D)	Price
Class A Common Stock	03/24/2015		C		189,200	D	<u>1</u> 25,712,771
Class A Common Stock						I	14,329,561
Class A Common Stock					40	D	
Class B Common	03/24/2015		C		189,200	A	<u>1</u> 189,200

Stock

Class B

Common 03/24/2015 G V 189,200 D (4) 0 I By NAI (2)  
 Stock

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

**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 control number.** 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 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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
REDSTONE SUMNER M 1515 BROADWAY NEW YORK, NY 10036	X	X	Chairman of the Board	
NATIONAL AMUSEMENTS INC /MD/ 846 UNIVERSITY AVENUE NORWOOD, MA 02062-2631	X	X		

## Signatures

/s/ Michael D. Fricklas, Attorney-in-Fact for Sumner M. Redstone 03/26/2015

\_\_Signature of Reporting Person Date

/s/ Tad Jankowski, Vice President 03/26/2015

\_\_Signature of Reporting Person 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) Shares of Class A Common Stock were converted to shares of Class B Common Stock on a one-to-one basis for no consideration pursuant to the terms of the Class A Common Stock under the Issuer's Amended and Restated Certificate of Incorporation.
- (2) These securities are owned directly by National Amusements, Inc. ("NAI"), and may also be deemed to be beneficially owned by Sumner M. Redstone, who is the controlling stockholder of NAI.
- (3) These securities are owned directly by NAI Entertainment Holdings LLC ("NAI EH"), a wholly-owned subsidiary of NAI, and may also be deemed to be beneficially owned by NAI and Sumner M. Redstone, who is the controlling stockholder of NAI.
- (4) Bona fide gifts by NAI to charitable foundations for no consideration.

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. >179,720 170,499 Multi-family residential 475,526 452,663 Commercial real estate 263,149 257,054 Co-operative apartments 4,823 5,205 Construction 13,355 17,827 Small Business Administration 4,952 4,301 Commercial business and other 3,766 4,185 Net unamortized premiums and unearned loan fees 1,349 1,463 Allowance for loan losses (6,589) (6,581)

Net loans 1,184,293 1,169,560

Interest and dividends receivable 8,592 8,409 Real estate owned, net -- -- Bank premises and equipment, net 5,374 5,389 Federal Home Loan Bank of New York stock 22,463 22,213 Goodwill 3,905 3,905 Other assets 36,815 36,879

Total assets \$ 1,737,281 \$ 1,652,958

### LIABILITIES

Due to depositors: Non-interest bearing \$ 41,029 \$ 35,287 Interest bearing: Certificate of deposit accounts 557,818 543,330 Passbook savings accounts 214,077 213,572 Money market accounts 214,782 170,029 NOW accounts 39,434 39,795

Total interest-bearing deposits 1,026,111 966,726

Mortgagors' escrow deposits 16,099 9,812 Borrowed funds 493,159 493,164 Other liabilities 25,258 16,583

Total liabilities 1,601,656 \$ 1,521,572

**STOCKHOLDERS' EQUITY**

Preferred stock (\$0.01 par value; 5,000,000 shares authorized) -- -- Common stock (\$0.01 par value; 40,000,000 shares authorized; 13,852,063 issued; 12,599,923 and 12,598,343 shares

outstanding at March 31, 2003 and December 31, 2002, respectively) 139 139 Additional paid-in capital 47,453 47,208 Treasury stock (1,252,140 and 1,253,720 shares at March 31, 2003 and December 31, 2002, respectively) (21,709) (21,733) Unearned compensation (7,473) (7,825) Retained earnings 112,908 109,208 Accumulated other comprehensive income, net of taxes 4,307 4,389

Total stockholders' equity 135,625 131,386

Total liabilities and stockholders' equity \$ 1,737,281 \$ 1,652,958

*more*

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**FLUSHING FINANCIAL CORPORATION and SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF INCOME**

*(Dollars in Thousands Except Per Share Data)*

*(Unaudited)*

**For the Three Months  
Ended March 31,**

2003	2002
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**Interest and dividend income**

Explanation of Responses:

	<b>For the Three Months</b>	
Interest and fees on loans	\$ 23,234	\$ 21,801
Interest and dividends on securities:		
Interest	4,091	4,096
Dividends	34	36
Other interest income	85	180
	<hr/>	<hr/>
Total interest and dividend income	27,444	26,113
	<hr/>	<hr/>
<b><u>Interest expense</u></b>		
Deposits	6,936	6,863
Other interest expense	6,271	6,839
	<hr/>	<hr/>
Total interest expense	13,207	13,702
	<hr/>	<hr/>
<b>Net interest income</b>	14,237	12,411
Provision for loan losses	--	--
	<hr/>	<hr/>
<b>Net interest income after     Provision for loan losses</b>	14,237	12,411
	<hr/>	<hr/>
<b><u>Non-interest income</u></b>		
Other fee income	822	699
Net gain (loss) on sales of securities and loans	46	20
Other income	737	667
	<hr/>	<hr/>
Total non-interest income	1,605	1,386
	<hr/>	<hr/>
<b><u>Non-interest expense</u></b>		
Salaries and employee benefits	3,827	3,429
Occupancy and equipment	667	655
Professional services	691	696
Data processing	410	373
Depreciation and amortization	256	257
Other operating expenses	1,398	1,091
	<hr/>	<hr/>
Total non-interest expense	7,249	6,501
	<hr/>	<hr/>
<b>Income before income taxes</b>	8,593	7,296
	<hr/>	<hr/>
<b><u>Provision for income taxes</u></b>		
Federal	2,572	2,263
State and local	721	495
	<hr/>	<hr/>
Total taxes	3,293	2,758
	<hr/>	<hr/>
<b>Net income</b>	\$ 5,300	\$ 4,538
	<hr/>	<hr/>
Basic earnings per share	\$ 0.47	\$ 0.38

Diluted earnings per share		<b>For the Three Months</b>	
		\$ 0.45	\$ 0.36
	<i>more</i>		

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**FLUSHING FINANCIAL CORPORATION and SUBSIDIARIES**  
**SELECTED CONSOLIDATED FINANCIAL DATA**  
*(Dollars in Thousands Except Per Share Data)*  
*(Unaudited)*

	<b>At or For the Three Months Ended March 31,</b>	
	<b>2003</b>	<b>2002</b>
<b><u>Per Share Data</u></b>		
Basic earnings per share	\$0.47	\$0.38
Diluted earnings per share	\$0.45	\$0.36
Average number of shares outstanding for:		
Basic earnings per share computation	11,194,345	11,969,728
Diluted earnings per share computation	11,666,629	12,540,568
Book value per share (based on 12,599,923 and 13,098,196 shares outstanding at March 31, 2003 and 2002, respectively)	\$10.76	\$9.90
<b><u>Average Balances</u></b>		
Total loans, net	\$ 1,176,446	\$ 1,075,417
Total interest-earning assets	1,582,216	1,423,508
Total assets	1,693,073	1,513,709
Total due to depositors	991,548	808,998
Total interest-bearing liabilities	1,495,682	1,336,834
Stockholders' equity	131,303	131,971
<b><u>Performance Ratios (1)</u></b>		
Return on average assets	1.25%	1.20%
Return on average equity	16.15	13.75
Yield on average interest-earning assets	6.94	7.34
Cost of average interest-bearing liabilities	3.53	4.10
Interest rate spread during period	3.41	3.24
Net interest margin	3.60	3.49
Non-interest expense to average assets	1.71	1.72
Efficiency ratio	45.68	47.14
Average interest-earning assets to average Interest-bearing liabilities	1.06x	1.06x

(1) Ratios for the quarters ended March 31, 2003 and 2002 are presented on an annualized basis.

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**FLUSHING FINANCIAL CORPORATION and SUBSIDIARIES  
SELECTED CONSOLIDATED FINANCIAL DATA***(Dollars in Thousands)**(Unaudited)*

	<u>March 31, 2003</u>	<u>December 31, 2002</u>
<b><u>Selected Financial Ratios and Other Data</u></b>		
Regulatory capital ratios (for Flushing Savings Bank only):		
Tangible capital (minimum requirement = 1.5%)	7.66%	7.74%
Leverage and core capital (minimum requirement = 3%)	7.66	7.74
Total risk-based capital (minimum requirement = 8%)	14.41	14.27
Capital ratios:		
Average equity to average assets	7.76%	8.22%
Equity to total assets	7.81	7.95
Asset quality:		
Non-performing loans	\$1,316	\$3,592
Non-performing investment securities	700	700
Non-performing assets	2,016	4,292
Net (recoveries) charge-offs	(8)	4
Asset Quality Ratios:		
Non-performing loans to gross loans	0.11%	0.31%
Non-performing assets to total assets	0.12	0.26
Allowance for loan losses to gross loans	0.55	0.56
Allowance for loan losses to total non-performing assets	326.91	153.34
Allowance for loan losses to total non-performing loans	500.85	183.23
Full-service customer facilities	10	10

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**FLUSHING FINANCIAL CORPORATION and SUBSIDIARIES  
NET INTEREST MARGIN***(Dollars in Thousands)**(Unaudited)*

Explanation of Responses:

## For the Three Months Ended March 31,

	2003			2002		
	Average Balance	Interest	Yield/ Cost	Average Balance	Interest	Yield/ Cost
<b>Assets</b>						
Interest-earning assets:						
Mortgage loans, net	\$ 1,167,631	\$ 23,090	7.91%	\$ 1,069,122	\$ 21,692	8.12%
Other loans, net	8,815	144	6.53	6,295	109	6.93
Total loans, net	1,176,446	23,234	7.90	1,075,417	21,801	8.11
Mortgage-backed securities	332,239	3,766	4.53	237,049	3,435	5.80
Other securities	42,395	359	3.39	66,831	697	4.17
Total securities	374,634	4,125	4.40	303,880	4,132	5.44
Interest-earning deposits and federal funds sold	31,136	85	1.09	44,211	180	1.63
Total interest-earning assets	1,582,216	27,444	6.94	1,423,508	26,113	7.34
Other assets	110,857			90,201		
Total assets	\$ 1,693,073			\$ 1,513,709		
<b>Liabilities and Equity</b>						
Interest-bearing liabilities:						
Deposits:						
Passbook accounts	\$ 214,143	526	0.98	\$ 199,939	850	1.70
NOW accounts	39,205	73	0.74	33,655	83	0.99
Money market accounts	186,479	1,070	2.30	100,920	592	2.35
Certificate of deposit accounts	551,721	5,244	3.80	474,484	5,320	4.48
Total due to depositors	991,548	6,913	2.79	808,998	6,845	3.38
Mortgagors' escrow accounts	12,251	23	0.75	12,959	18	0.56
Total deposits	1,003,799	6,936	2.76	821,957	6,863	3.34
Borrowed funds	491,883	6,271	5.10	514,877	6,839	5.31
Total interest-bearing liabilities	1,495,682	13,207	3.53	1,336,834	13,702	4.10



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For the Three Months Ended March 31,

Non-interest bearing deposits	33,607		27,682	
Other liabilities	32,481		17,222	
<b>Total liabilities</b>	<b>1,561,770</b>		<b>1,381,738</b>	
Equity	131,303		131,971	
<b>Total liabilities and equity</b>	<b>\$ 1,693,073</b>		<b>\$ 1,513,709</b>	
Net interest income/net interest rate spread	\$ 14,237	3.41%	\$ 12,411	3.24%
Net interest-earning assets/ net interest margin	\$ 86,534	3.60%	\$ 86,674	3.49%
Ratio of interest-earning assets to interest-bearing liabilities		1.06x		1.06x
	###			