Edgar Filing: ABRAMS GEORGE S - Form 4

ABRAMS (Form 4 July 06, 201											
FORM	ЛЛ								PPROVAL		
	UNITED	Washington, D.C. 20549							3235-0287		
Check the check	nger						Expires:	January 31, 2005			
subject Section Form 4	to SIAIE N 16.	AENT O	WNERSHIP OF	Estimated a burden hou response	average Irs per						
Form 5 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 1(b).											
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> ABRAMS GEORGE S			Symbol	er Name an o		-	5. Relationship of Reporting Person(s) to Issuer				
			Viacon	n Inc. [VI	A, VIAB]	(Check all applicable)				
(Last)	(Last) (First) (Middle)			of Earliest T	ransaction						
1515 BRO		(Month/) 07/01/2	Day/Year) 2010			X_ Director10% Owner Officer (give titleOther (specify below)below)					
	4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person						
NEW YOR	RK, NY 10036						Form filed by Person	More than One Ro	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	or (D) Price	(Instr. 3 and 4)				
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.				
					inforn requii	nation cont red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	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.	6. Date Exercisable and	7. Title and Amount of	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	Mumber	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative			(Instr. 5)

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	Derivative Security				Secur Acqu (A) o Dispo of (D (Instr 4, and	or oosed D) r. 3,					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class A Phantom Common Stock Units	<u>(1)</u>	07/01/2010	A		14		<u>(1)</u>	<u>(1)</u>	Class A Common Stock	14	\$ 35.45
Class B Phantom Common Stock Units	<u>(1)</u>	07/01/2010	A		16		<u>(1)</u>	<u>(1)</u>	Class B Common Stock	16	\$ 30.76

Reporting Owners

Reporting Owner Name / AddressRelationshipsDirector10% OwnerOfficerOtherABRAMS GEORGE S
1515 BROADWAYXVVVNEW YORK, NY 10036XVVVVSignaturesVVVVV

/s/ Michael D. Fricklas, Attorney-in-Fact for George S. Abrams

**Signature of Reporting Person

07/06/2010

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).

Represents cash dividends and interest credited during the previous quarter on director compensation previously deferred pursuant to the former Viacom Inc. (now CBS Corporation) deferred compensation arrangement for directors. These amounts are deemed invested

(1) quarterly in a number of Phantom Common Stock Units equal to the number of shares of Class A and Class B Common Stock that such amounts, if invested as equally as possible in the Class A and Class B Common Stock, would have purchased on the day the amounts are deemed invested. Phantom Common Stock Units are paid out after the Director's retirement from the Board and are settled in cash.

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.