

Griffith JoAnne Adams  
 Form 4  
 January 04, 2006

**FORM 4**

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

OMB APPROVAL

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**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 \*  
 Griffith JoAnne Adams

2. Issuer Name and Ticker or Trading Symbol  
 New Viacom Corp. [VIA, VIAB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 12/31/2005

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP, Human Resources

NEW YORK, NY 10036  
 (City) (State) (Zip)

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

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 Ownership (Instr. 4)
Class B Common Stock	12/31/2005		A	235 A	235	I	By 401(k)

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)**

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy) <sup>(2)</sup>	\$ 19.2356	01/03/2006		A	4,360	<sup>(3)</sup> 08/01/2007		Class B Common Stock	4,360
Employee Stock Option (Right to Buy) <sup>(2)</sup>	\$ 52.8979	01/03/2006		A	15,856	<sup>(3)</sup> 08/01/2009		Class B Common Stock	15,856
Employee Stock Option (Right to Buy) <sup>(2)</sup>	\$ 88.2945	01/03/2006		A	1,982	<sup>(3)</sup> 08/01/2010		Class B Common Stock	1,982
Employee Stock Option (Right to Buy) <sup>(2)</sup>	\$ 69.6265	01/03/2006		A	15,856	<sup>(3)</sup> 01/31/2011		Class B Common Stock	15,856
Employee Stock Option (Right to Buy) <sup>(2)</sup>	\$ 47.1493	01/03/2006		A	13,874	<sup>(5)</sup> 01/26/2013		Class B Common Stock	13,874
Employee Stock Option (Right to Buy) <sup>(2)</sup>	\$ 49.6089	01/03/2006		A	17,838	<sup>(3)</sup> 01/29/2013		Class B Common Stock	17,838
Employee Stock Option (Right to Buy) <sup>(2)</sup>	\$ 50.9459	01/03/2006		A	19,820	<sup>(3)</sup> 01/28/2014		Class B Common Stock	19,820
	\$ 49.8233	01/03/2006		A	17,838	<sup>(3)</sup> 01/30/2012			17,838

