

Edgar Filing: VIACOM INC - Form 8-K

VIACOM INC
Form 8-K
June 14, 2005

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 14, 2005

VIACOM INC.
(Exact name of registrant as specified in its charter)

| | | |
|---------------------------------------------------------------|------------------------------------------|-------------------------------------------------------|
| Delaware (State or other jurisdiction of incorporation) | 001-09553 (Commission File Number) | 04-2949533 (IRS Employer Identification Number) |
|---------------------------------------------------------------|------------------------------------------|-------------------------------------------------------|

| | |
|-------------------------------------------------------------------------|---------------------|
| 1515 Broadway, New York, NY (Address of principal executive offices) | 10036 (Zip Code) |
|-------------------------------------------------------------------------|---------------------|

(212) 258-6000
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2.):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Section 7 - Regulation FD

Item 7.01 Regulation FD Disclosure.

On June 14, 2005, Viacom Inc. (the "Company") announced that its Board of Directors approved a spin-off to Company stockholders. In addition, the Company announced that its Board of Directors has named Shari Redstone to the

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newly created position of Non-Executive Vice Chairman of the Company's Board of Directors and has appointed Frederic V. Salerno to the newly created position of Lead Independent Director.

A copy of the press release dated June 14, 2005 is furnished herewith as Exhibit 99 and is incorporated by reference herein in its entirety.

Section 9 - Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits.

- (c) Exhibits. The following Exhibit is furnished as part of this Report on Form 8-K:

| Exhibit Number ----- | Description of Exhibit ----- |
|-------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 99 | Press release of the Company, dated June 14, 2005, announcing that its Board of Directors approved a spin-off to Company stockholders, named Shari Redstone to the newly created position of Non-Executive Vice Chairman of the Company's Board of Directors and appointed Frederic V. Salerno to the newly created position of Lead Independent Director. |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VIACOM INC.
(Registrant)

By: /S/ Michael D. Fricklas

Name: Michael D. Fricklas
Title: Executive Vice President,
General Counsel and Secretary

Date: June 14, 2005

Exhibit Index

Exhibit Number Description of Exhibit

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99 Press release of the Company, dated June 14, 2005, announcing that its Board of Directors approved a spin-off to Company stockholders, named Shari Redstone to the newly created position of Non-Executive Vice Chairman of the Company's Board of Directors and appointed Frederic V. Salerno to the newly created position of Lead Independent Director.