

# **PARAMOUNT GLOBAL**

**Reported by**

## **JONES RICHARD M**

### **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 02/20/20 for the Period Ending 02/18/20

Address     1515 BROADWAY  
               NEW YORK, NY, 10036

Telephone    2122586000

               CIK 0000813828

SIC Code     4833 - Television Broadcasting Stations

Industry     Broadcasting

Sector       Consumer Cyclicals

Fiscal Year   12/31

# FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

1. Name and Address of Reporting Person <sup>*</sup> <b>Jones Richard M</b> (Last) (First) (Middle) <b>1515 BROADWAY</b> (Street) <b>NEW YORK, NY 10036</b> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <b>ViacomCBS Inc. [ VIACA,VIAC ]</b>				5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>EVP, General Tax Counsel</b>					
			3. Date of Earliest Transaction (MM/DD/YYYY) <b>2/18/2020</b>				4. If Amendment, Date Original Filed (MM/DD/YYYY)				6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 B common stock	2/18/2020		M		2503.0000	A	\$0 (1)			106724.0000 (2)	D	
Class B common stock	2/18/2020		F		851.0000 (3)	D	\$35.1000			105873.0000	D	
Class B common stock										1876.0000	I	By 401(k)

**Table II - Derivative Securities 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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Code	V	(A)	(D)				
Restricted Share Units (4)	(1)	2/18/2020		M	2503.0000	2/18/2018 (1)	(1)	Class B common stock	2503.0000	(4)	0.0000	D	

#### Explanation of Responses:

- These shares were issued on February 18, 2020 upon vesting of the fourth of four equal annual installments of Restricted Share Units ("RSUs") that were initially granted on February 20, 2016. On the date of vesting, the closing price of the Class B Common Stock on The NASDAQ Global Select Market was \$35.10 per share.
- Includes shares acquired periodically pursuant to a dividend reinvestment program meeting the requirements of Rule 16a-11.
- These shares were withheld by ViacomCBS to satisfy tax liability incident to the vesting of, and delivery of shares underlying, the RSUs, and were not actually sold or otherwise disposed of in an open-market transaction.
- Granted under the Issuer's long term incentive plan, for no consideration.

#### Reporting Owners

Reporting Owner Name / Address		Relationships			
Reporting Owner Name / Address	Director	10% Owner	Officer	Other	
<b>Jones Richard M</b> <b>1515 BROADWAY</b> <b>NEW YORK, NY 10036</b>			<b>EVP, General Tax Counsel</b>		

#### Signatures

/s/ Christa A. D'Alimonte, Attorney-in-Fact for Richard M. Jones

2/20/2020

\*\*Signature of Reporting Person

Date

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

\* 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.

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