FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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| Vashington, | D.C. | 20549 |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | | |
| Estimated average burden | | | | | | | | | | |
| hours per response | e: 0.5 | | | | | | | | | |

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

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 an PHILL | 9a. D | 2. Issuer Name and Ticker or Trading Symbol Paramount Global [PARAA,PARA] 3. Date of Earliest Transaction (Month/Day/Year) | | | | | | | | X Director Officer | or (give title | | 10% Ov Other (s | vner | | | | |
|--|---|---|---------|----------------------------------|---|--|---|-----|--|--------------------|---------------------------------------|---|--|--|--|----|--|---|
| (Last) (First) (Middle) 1515 BROADWAY | | | | | | 04/01/2023 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | below) below) 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| (Street) NEW YORK NY 10036 | | | | | | | | | | | Form | Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| (City) | | Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | | | | | | | | | | | |
| | | Tabl | e I - N | on-Deriv | | | | | | | sposed o | | | | d | | | |
| 1. Title of Security (Instr. 3) 2. Transacti Date (Month/Day) | | | tion | on 2A. Deemed Execution Date, | | | 3. 4. Securities Acqu Transaction Code (Instr. 8) 4. Securities Acqu | | s Acquired | i (A) or | 5. Amo Securit Benefic Owned | 5. Amount of Securities I Beneficially Owned Following | | n: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | | | | | Code | v | Amount | (A) or (D) | Price | | orted saction(s) tr. 3 and 4) | | | (Instr. 4) |
| Class B common stock 04/01/20 | | | | | | :3 | | Α | | 553(1) | Α | \$0.0000 | 87,228 | | | D | | |
| | | Ta | able II | | | | | | | | posed of converti | | | y Owned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | if any | | 4. Transaction Code (Instr. 8) | | | | 6. Date Exerc Expiration Da (Month/Day/Y | | isable and | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | ly | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership t (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Date Exercis | sable | Expiration Date | Title | Amount or Number of Shares | | | | | |
| Phantom Class A Common Stock Units | (2) | 04/01/2023 | | | A | | 588 | | (2) |) | (2) | Class A common stock | 588 | \$25.84 | 3,221 | | D | |
| Phantom Class B Common Stock | (2) | 04/01/2023 | | | A | | 682 | | (2) |) | (2) | Class B common | 682 | \$22.31 | 3,640 | | D | |

Explanation of Responses:

- 1. Represents the regular quarterly crediting of vested Restricted Share Units with a fair market value equal to the amount of cash dividends in such quarter attributable to previously vested Restricted Share Units. On March 31, 2023, the last business day preceding April 1, 2023, the closing price of the Issuer's Class B common stock on The NASDAQ Global Select Market was \$22.31 per share.
- 2. Reporting Person has elected to defer payment of Board/Committee fees, as applicable, pursuant to the Issuer's deferred compensation arrangement for directors. Deferred amounts (as well as any cash dividends credited to the account during the previous quarter) are deemed invested at the beginning of each calendar quarter into Phantom Class A Common Stock Units and Phantom Class B Common Stock Units based on the closing market price of the Issuer's Class A Common Stock and Class B Common Stock, as applicable, on the day of the deemed investment, or, if that day is not a business day, on the last preceding business day. The cash value of the Phantom Common Stock Units is paid out after the Reporting Person's retirement from the Board.

/s/ Christa A. D'Alimonte. Attorney-in-Fact for Charles E. 04/04/2023 Phillips, Jr.

** 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.

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 Number.