FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number:

Estimated average burden hours per response: 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

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1. Name and Address of Reporting Person* BRISKMAN LOUIS J							2. Issuer Name and Ticker or Trading Symbol CBS CORP [CBS, CBS.A]										5. Relationship of F (Check all applicab Director			rson(s) to Iss 10% Ov	
(Last) 51 WES	Last) (First) (Middle) 11 WEST 52ND STREET					3. Date of Earliest Transaction (Month/Day/Year) 03/06/2009										X Officer (give title Other (specify below) below) EVP and General Counsel					
(Street) NEW YORK NY 10019					4. 11	Line) X Form filed								filed by One	oint/Group Filing (Check Applicable ed by One Reporting Person ed by More than One Reporting						
(City)	((Zip)																		
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction 2. Deemed 3. 4. Securities Acquired (A) or 5. Amount of 6. Ownership 7. Natur															7. Nature						
Date (Month						ar) E	Execution Date, if any (Month/Day/Year)		, Tra	Transaction Code (Instr.		Disposed Of (D) (Instr. 3,				4 and Sec Bei Ow		urities neficially ned Following		n: Direct or Indirect nstr. 4)	of Indirect Beneficial Ownership
									Со	de \	,	Amount		(A) or (D)	Price	Tra		d tion(s) and 4)			(Instr. 4)
CBS Class B common stock 03/0						9			N	1		8,081		A	(1)	77	7,343		D	
CBS Class B common stock 03/06						/2009				7		3,54	0	D	\$3.	36	73	73,803		D	
CBS Class B common stock																	2,794				By 401(k)
CBS Class B common stock																2,7		7,784		I	By Hill's End Partners, L.P. ⁽²⁾
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																					
1. Title of Derivative Security (Instr. 3)	2. Conversio or Exercis Price of Derivative Security		3A. Deem Execution if any (Month/Da	Date,	4. Transaction Code (Instr. 8)		of		Expira	6. Date Exercisal Expiration Date (Month/Day/Year			Amo Sec Und Deri Sec	7. Title and Amount of Securities Juderlying Jerivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exerci	sable		xpiration ate	Title		Amount or Number of Shares						
Restricted Share Units ⁽³⁾	(4)	03/06/2009			М			8,081	(4)		(4)	com	ss B	8,081	\$0		3,231		D	

Explanation of Responses:

- 1. On March 6, 2009, the closing price of the CBS Class B common stock on the NYSE was \$3.36.
- 2. By Hill's End Partners, L.P., a family partnership. The Reporting Person disclaims beneficial ownership of the Class B common stock held by the partnership to the extent that he has no pecuniary interest.
- 3. Granted under the Issuer's long term incentive plan.
- 4. Approximately 42% of these Restricted Share Units (RSUs) will vest on each of March 6, 2008 and March 6, 2009 and approximately 8% of the RSU award will vest on each of March 6, 2010 and March 6, 2011. The RSUs are settled by delivery of a corresponding number of the Issuer's shares upon vesting.

Remarks:

/s/ Briskman, Louis J.

03/10/2009

** Signature of Reporting Person

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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