FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden
hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* MOONVES LESLIE						2. Issuer Name and Ticker or Trading Symbol CBS CORP [CBS, CBS.A]							all applica Director	10% Owner		Owner		
(Last) (First) (Middle) 51 WEST 52ND STREET						3. Date of Earliest Transaction (Month/Day/Year) 07/08/2015							below)	give title President	Other (specify below)			
(Street) NEW YORK NY 10019						4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting					
(City)	(S	State)				Person												
		Та	ble I - N	lon-Deri	vativ	e Securities A	cquire	ed, D	isposed o	f, or B	enefic	ially (Owned					
1. Title of Security (Instr. 3) 2. Tra Date (Mon					tion y/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			Benefic		s ally following	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		Transaction(s) (Instr. 3 and 4)			, ,			
CBS Class B common stock			07/08/2015			M		255,000 A \$2		\$23	\$23.19 611,		,935	D				
CBS Class B common stock 07/					2015		S ⁽¹⁾		100	D	\$55	5.08	611,	,835	D			
CBS Clas	s B commo	on stock		07/08/2	2015		S ⁽¹⁾		254,900	D	\$54.4474 ⁽²⁾		356	,935	D			
CBS Class B common stock													2,0	064	I	By 401(k)		
CBS Class B common stock													154,792		I	By Family Trust B		
CBS Class B common stock													101,611		I	By Family Trust H		
CBS Class B common stock													21,566		I	By Family Trust I		
CBS Class B common stock													39,	753	I	By Family Trust M		
CBS Class B common stock													5,4	140	I	By Family Trust N		
CBS Class B common stock													700,000		I	By Family Trust O		
CBS Class B common stock													300,000		I	By Family Trust P		
CBS Class B common stock													27	71	I	By IRA		
CBS Class B common stock													1,976		I	By Spouse		
CBS Class B common stock													2,664		I	By Spouse - 401(k) Plan		
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. Conversion or Exercise Price of Derivative Security	Driversion Exercise (Month/Day/Year) 3. Transaction Date Execution Date, (Month/Day/Year) (Month/Day/Year) 8.		4. Transac Code (li 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)			8. Price of Derivative Security Security Security Beneficial Owned Following Reported Transactic (Instr. 4)		Ownersh Form: Direct (D or Indirect (I) (Instr.	Beneficial Ownership tt (Instr. 4)			

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	-3. Transaction Date (Month/Day/Year)	Transaction Derivative Code (Instr. Securities					Date is able and ate	101 -			9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
										Amount		(Instr. 4)		
Employee			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Titla	Number of Shares				
Option (right to buy) ⁽³⁾	\$23.19	07/08/2015	М			255,000	(4)	03/01/2019	Class B common stock	255,000	\$0.0000	255,000	D	

Explanation of Responses:

- 1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan previously adopted by the reporting person.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$54.08 to \$55.03, inclusive. The reporting person undertakes to provide upon request by the staff of the U.S. Securities and Exchange Commission, the Issuer or any security holder of the Issuer, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 3. Right to buy under Issuer's long term incentive plan.
- 4. Current.

<u>/s/ Leslie Moonves</u> <u>07/10/2015</u>

** 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.