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## 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).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL										
OMB Number: 3235-0										
Estimated average burden										
hours per response:	0.5									

	ss of Reporting Perso	n*	2. Issuer Name <b>and</b> Ticker or Trading Symbol CBS CORP [ CBS, CBS.A ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
REDSTONE SUMNER M				X	Director	Х	10% Owner		
(Last) 51 WEST 52NE	ast) (First) (Middle) 1 WEST 52ND STREET		3. Date of Earliest Transaction (Month/Day/Year) 01/16/2007	X	Officer (give title below) Chairman of	Other (specify below) Board			
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	ridual or Joint/Group F	iling (	Check Applicable		
NEW YORK	NY	10019		X	Form filed by One F	Report	ing Person		
(City)	(State)	(Zip)			Form filed by More Person	than C	One Reporting		

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)		4. Securities Disposed Of	Acquired (D) (Instr	(A) or . 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
CBS Class B common stock	01/16/2007		М		24,430	A	\$13.7424	648,061	D		
CBS Class B common stock	01/16/2007		S <sup>(1)</sup>		100	D	\$31.45	647,961	D		
CBS Class B common stock	01/16/2007		S <sup>(1)</sup>		400	D	\$31.46	647,561	D		
CBS Class B common stock	01/16/2007		<b>S</b> <sup>(1)</sup>		1,900	D	\$31.47	645,661	D		
CBS Class B common stock	01/16/2007		S <sup>(1)</sup>		2,373	D	\$31.48	643,288	D		
CBS Class B common stock	01/16/2007		S <sup>(1)</sup>		1,700	D	\$31.49	641,588	D		
CBS Class B common stock	01/16/2007		S <sup>(1)</sup>		3,200	D	\$31.5	638,388	D		
CBS Class B common stock	01/16/2007		S <sup>(1)</sup>		1,400	D	\$31.51	636,988	D		
CBS Class B common stock	01/16/2007		S <sup>(1)</sup>		1,400	D	\$31.52	635,588	D		
CBS Class B common stock	01/16/2007		S <sup>(1)</sup>		800	D	\$31.53	634,788	D		
CBS Class B common stock	01/16/2007		S <sup>(1)</sup>		600	D	\$31.54	634,188	D		
CBS Class B common stock	01/16/2007		S <sup>(1)</sup>		1,200	D	\$31.55	632,988	D		
CBS Class B common stock	01/16/2007		S <sup>(1)</sup>		700	D	\$31.56	632,288	D		
CBS Class B common stock	01/16/2007		S <sup>(1)</sup>		300	D	\$31.57	631,988	D		
CBS Class B common stock	01/16/2007		S <sup>(1)</sup>		400	D	\$31.58	631,588	D		
CBS Class B common stock	01/16/2007		S <sup>(1)</sup>		300	D	\$31.59	631,288	D		
CBS Class B common stock	01/16/2007		S <sup>(1)</sup>		100	D	\$31.61	631,188	D		
CBS Class B common stock	01/16/2007		S <sup>(1)</sup>		300	D	\$31.71	630,888	D		
CBS Class B common stock								117	I	By 401(k)	
CBS Class B common stock								39,809,527	I	By NAIRI, Inc. <sup>(2)</sup>	
CBS Class B common stock								100	Ι	By Spouse	

 
 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Disposed of (D) (Instr. 3, 4 and 5) And 5) And 4) And 4) A	1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr.	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 (Instr. 5)	Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownershi (Instr. 4)	t
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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	puts, calls, warrants, Code V FANu(10)er Transaction of Code (Instr. Derivative		Expiration Date Amour (Month/Day/Year) Securit Underl Derivat Securit					9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy) <sup>(3)</sup>	\$13.7424	01/16/2007	М			24,430	(4)	01/30/2007	CBS Class B common stock	24,430	\$0	97,724	D	

## Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 6, 2006. Pursuant to the plan, the reporting person will exercise options that would otherwise expire on 1/30/07 and sell only that number of shares necessary so that the proceeds of the sales will be sufficient to pay the exercise price, income taxes and other fees associated with the exercise of these stock options.

2. These securities are owned directly by NAIRI Inc., but may also be deemed to be beneficially owned by (1) NAIRI's parent corporation, National Amusements, Inc. (NAI), and (2) Sumner M. Redstone, who is the controlling stockholder of NAI.

3. Right to buy under Issuer's long term incentive plan.

4. Current.

**Remarks:** 

By: /s/ Angeline C. Straka,

Attorney-in-fact

01/17/2007

Date

\*\* Signature of Reporting Person

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

 $\ast$  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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