FORM 4

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

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

1. Name and Address of Reporting Person* MOONVES LESLIE (Last) (First) (Middle) 51 WEST 52ND STREET (Street) NEW YORK NY 10019 2. Issuer Name and Ticker or Trading Symbol CBS CORP [CBS, CBS.A] 2. Issuer Name and Ticker or Trading Symbol CBS CORP [CBS, CBS.A] (Check all applicable) X Director 10% Owner X Officer (give title below) President & CEO 4. If Amendment, Date of Original Filed (Month/Day/Year) City) (State) (Zip) (Street) NEW YORK NY 10019	Instruction 1(b).	onunde. See	Filed pursuant to Section 16(a) of the Securities Exchange Act of 19 or Section 30(h) of the Investment Company Act of 1940	934	nours per r	son(s) to Issuer 10% Owner Other (specify below) CEO	
(Street) NEW YORK NY 10019 Torm filed by One Reporting Person Form filed by More than One Reporting Person Person	MOONVES I	(First)	3. Date of Earliest Transaction (Month/Day/Year)	(Check all app X Direct	olicable) ctor er (give title w)	10% Owner Other (specify below)	
	NEW YORK		 4. If Amendment, Date of Original Filed (Month/Day/Year)	Line) X Form	in filed by One Rep In filed by More tha	porting Person	

51 WEST 52ND STREET	02/22/2015					President & CEO						
(Street) NEW YORK NY 10 (City) (State) (Zi	019	4. If Amendment, Date	of Origin	nal File	ed (Month/Day	Line)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
Table	I - Non-Deriva	tive Securities Ac	cauire	d. D	isposed of	f. or Be	eneficially	Owned				
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Y	n 2A. Deemed Execution Date,	3. Transa Code (8)	ection	4. Securities	Acquired	(A) or	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature o Indirect Beneficial Ownership (Instr. 4)		
			Code	v	Amount (A) or (D) Pri		Price	Transaction(s) (Instr. 3 and 4)		(111511.4)		
CBS Class B common stock	02/22/202	15	М		50,951	A	\$0.0000(1	73,751	I	By Family Trust F		
CBS Class B common stock	02/22/202	15	F		28,722	D	\$59.5	45,029	I	By Family Trust F		
CBS Class B common stock								1,338,498	D			
CBS Class B common stock								4,353	I	By 2008 Trust II		
CBS Class B common stock								233,810	I	By 2010 Trust II		
CBS Class B common stock								2,062	I	By 401(k)		
CBS Class B common stock								154,792	I	By Family Trust B		
CBS Class B common stock								29,134	I	By Family Trust E		
CBS Class B common stock								51,800	I	By Family Trust G		
CBS Class B common stock								101,483	I	By Family Trust H		
CBS Class B common stock								21,538	I	By Family Trust I		
CBS Class B common stock								39,684	I	By Family Trust M		
CBS Class B common stock								12,135	I	By Family Trust N		
CBS Class B common stock								271	I	By IRA		
CBS Class B common stock								1,976	I	By Spouse		

		Tab	ole I - N	lon-Der	ivativ	e Se	curit	ties Ac	quire	d, Di	sposed of	f, or Be	neficiall	y Owned					
1. Title of Security (Instr. 3)				(Instr. 3) 2. Transaction Date (Month/Day/Year)			Execution Date,		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 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 2,662 I SI											By Spouse - 401(k) Plan								
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deel Execution if any (Month/I	med	e, Transaction of Code (Instr. 8) Sec. (A) Dis					Exerci	sable and te	7. Title a Amount Securitie Underlyi Derivativ Security and 4)	nd of es ng re	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares						
Restricted Share Units ⁽²⁾	\$0.0000 ⁽³⁾	02/22/2015			М			50,951	02/23/2	2014 ⁽³⁾	(3)	CBS Class B common	50,951	\$0.0000 ⁽²⁾	0.0000)	I	By Family Trust F	

Explanation of Responses:

Units⁽²⁾

- 1. On February 20, 2015, the last preceding business day, the closing price of the CBS Class B common stock on the NYSE was \$59.50.
- 2. Granted under the Issuer's long term incentive plan.
- 3. These Restricted Share Units vest in two equal installments on February 23, 2014 and February 22, 2015 and are settled by delivery of a corresponding number of the Issuer's shares upon vesting.

/s/ Leslie Moonves

stock

02/23/2015

Date

** 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.

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.