
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, DC 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): **November 16, 2007**

CBS CORPORATION

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	001-09553 (Commission File Number)	04-2949533 (IRS Employer Identification Number)
	51 West 52nd Street, New York, New York (Address of principal executive offices)	10019 (zip code)

Registrant's telephone number, including area code: **(212) 975-4321**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.04 Temporary Suspension of Trading Under Registrant's Employee Benefit Plans.

On November 16, 2007, the Registrant sent a notice (the "Notice") to its directors and executive officers informing them that, in order to implement a transition to a new recordkeeper for the CBS 401(k) Plan (the "Plan"), Plan participants will be unable to direct or diversify the investments in their Plan accounts, including in the Company Stock Funds, or obtain loans or distributions from the Plan, during the period beginning on December 17, 2007 at 4 pm (Eastern Time) and ending the week of January 7, 2008 (the "Blackout Period").

The Notice also states that, pursuant to Section 306 of the Sarbanes-Oxley Act of 2002, the Registrant's directors and executive officers will be prohibited from directly or indirectly purchasing, selling or otherwise acquiring or transferring shares of the Registrant's Class A and Class B common stock during the Blackout Period. A copy of the Notice is being filed as Exhibit 99 to this Form 8-K and is incorporated herein by reference in its entirety.

Questions concerning the Blackout Period can be addressed to Mercer at 1-866-288-3248 (through January 11, 2008), CBS & YOU Benefits Center at 1-800-581-4222 (commencing January 2, 2008) and by mail to CBS & YOU Benefits Center, Attn: CBS 401(k) Plan - 651500, P.O. Box 9740, Providence, RI 02940-9740.

Also, on November 16, 2007, the Registrant received the notice required by section 101(i)(2)(E) of the Employee Retirement Income Security Act of 1974, as amended.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

**Exhibit
Number**

Description of Exhibit

99 Notice to Directors and Executive Officers of CBS Corporation, dated
November 16, 2007.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CBS CORPORATION
(Registrant)

By: /s/ Louis J. Briskman
Name: Louis J. Briskman
Title: Executive Vice President and General
Counsel

Date: November 16, 2007

Exhibit Index

**Exhibit
Number**

Description of Exhibit

99 Notice to Directors and Executive Officers of CBS Corporation, dated November 16, 2007.

**NOTICE TO DIRECTORS AND EXECUTIVE OFFICERS OF
CBS CORPORATION**

**Restrictions on Trading CBS Corporation Class A and Class B Common Stock
During CBS 401(k) Plan Blackout Period**

The Company has determined to change the recordkeeper for the CBS 401(k) Plan (the "Plan"), effective January 1, 2008. In order to implement this transition, Plan activity will be restricted such that Plan participants will not be able to direct or diversify the investments in their Plan accounts, including in the CBS Class A Company Stock Fund and CBS Class B Company Stock Fund, or obtain loans or distributions from the Plan for a specified period of time (the "Blackout Period"). During the Blackout Period, the Company's directors and executive officers will be subject to trading restrictions, as described below, pursuant to Section 306 of the Sarbanes-Oxley Act of 2002 and the SEC's Regulation Blackout Trading Restriction.

Blackout Period

The Blackout Period will begin at 4:00 pm (Eastern Time) on December 17, 2007 and is expected to end the week of January 7, 2008. You will receive another notice as soon as the Blackout Period ends.

Trading Restrictions

During the Blackout Period, you will be prohibited from directly or indirectly purchasing, selling or otherwise acquiring or transferring shares of the Company's Class A and Class B common stock or certain derivative securities, such as stock options, if you acquired such shares or derivative securities in connection with your service or employment as a director or executive officer. In this regard, any Company security you sell or otherwise transfer is automatically treated as acquired in connection with your service as director or executive officer unless you establish that the security was acquired from another source in accordance with rules established by the SEC. Please note that these trading prohibitions also apply to Company securities held by immediate family members living with you, or held in trust, or by controlled partnerships or corporations. This notice is in addition to the restrictions on trading activity under the Company's insider trading policy.

Questions

If you have any questions concerning transactions in the Company's Class A or Class B common stock, this notice or the Blackout Period, including whether the Blackout Period has started or ended, please contact Mercer at 1-866-288-3248 (through January 11, 2008), CBS & YOU Benefits Center at 1-800-581-4222 (commencing January 2, 2008) and by mail to CBS & YOU Benefits Center, Attn: CBS 401(k) Plan – 651500, P.O. Box 9740, Providence, RI 02940-9740.

November 16, 2007