FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	JVAL				
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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

						,	,			Company Act							
														ck all applic	cable)	,	
st) (First) (Middle) WEST 52ND STREET					3. Date of Earliest Transaction (Month/Day/Year) 08/13/2013									Officer below)	(give title	below)	
ORK N	Y	10019)	4.1	Line) X Form filed by One Repo						e Reporting F	erson					
(Si	tate)	(Zip)												Form filed by More than One Reporting Person			
	Tab	le I -	Non-Deri	vativ	e Sec	urit	ies A	cquir	ed, [Disposed (of, or E	3enef	cially	Owned	l		
Security (Inst	tr. 3)		Date	- 1	Execu if any	tion D	ate,			4. Securities Disposed Of	Acquired (D) (Instr	I (A) or . 3, 4 an	d 5)	Securitie Beneficia Owned F	5. Amount of Securities Form: Direct Beneficially Owned Following (I) (Instr. 4)		
								Code	v	Amount	(A) or (D)	Price		Transact	ion(s)		(Instr. 4)
ss B commo	n stock		08/13/2	013				M		9,683	A	\$	5.2	87,	853	D	
ss B commo	n stock		08/13/2	013				S ⁽¹⁾		9,683	D	\$53.5	702(2)	78,	170	D	
ss B commo	n stock													4,8	391	I	By 401(k)
ss B commo	on stock													1.4	598	I	By Custodia For Child
ss B commo	on stock													21,	281	I	By Family Trust # 2
ss B commo	on stock													21,	352	I	By Family Trust #1
ss B commo	on stock													19,	867	I	Family Trust #3
	7	Table												Owned			
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execu	eemed ution Date,	4. Transa	action	5. No of Deri Seco Acq (A) of Disp of (I (Inst	umber vative urities uired or oosed O) tr. 3, 4	6. Dat	te Exer	rcisable and Date	7. Title Amou Secur Under Deriva Secur	e and nt of ities lying ative ity (Insti		Derivative Security	derivative Securitie Beneficia Owned Following Reported	e Owne s Form: Direct or Ind g (I) (Ins	(D) Benefic Owners irect (Instr. 4
				Code	v	(A)	(D)	Date Exerc	cisable		Title	or Nur of	nber				
\$5.2	08/13/2013			M			9,683	02/24	/2010 ⁽	4) 02/24/2017	, Class comm	B 9,0	583	\$0.0000	79,36	66 I	,
	Sio Antho (Fi T 52ND ST DRK N (Si Security (Inst SS B commo SS	Tab Security (Instr. 3) Tab Security (Instr. 3) SS B common stock SS B common stock	(First) (Middle T 52ND STREET ORK NY 10019 (State) (Zip) Table I - Security (Instr. 3) SS B common stock	(First) (Middle) (First) (Middle) (First) (Middle) (State) (Zip) Table I - Non-Derivative Security (Instr. 3) (State) (Zip) Table I - Non-Derivative Security (Instr. 3) (State) (Zip) (State) (Zip) (Annual Security (Instr. 3) (State) (Zip) (Annual Security (Instr. 3) (Annual Security (Instr. 3)	(First) (Middle) (First) (Middle) (First) (Middle) (State) (Zip) Table I - Non-Derivative (Month/Day/Year) Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Set B common stock Set B common stock Table II - Derivative (e.g., puts, price of Date (Month/Day/Year) 2. Table II - Derivative (e.g., puts, fi ary (Month/Day/Year) (Month/Day/Year) A. Deemed Execution Date (Month/Day/Year) (Month/Day/Year) (City) Table II - Derivative (e.g., puts, fi ary (Month/Day/Year) (Code	(First) (Middle) (First) (Middle) (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Security (Month/Day/Year) 2. Conversion or Exercise Price of Date (Month/Day/Year) (Month/Day/Year) 2. Code (Instr. 3) Code (Instr. 3)	(First) (Middle) (First) (Middle) (State) (Zip) Table I - Non-Derivative Securition Date (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Security (Instr. 3) 2. 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Cincert and application Content Content	CBS CORP CBS, CBS.A CBS.	Case Common stock Common stock

- 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 \$53.16 to \$53.81, 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. These options vest in four equal annual installments beginning on February 24, 2010.

/s/ Anthony G. Ambrosio

08/14/2013

** 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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