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	STATEMENT OF CHA
obligations may continue. See Instruction 1(b).	Filed pursuant to Section

F CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

Ambrosio Anthony G													(Check all applicable) Director Officer (give title Other (specify					
(Last) 51 WES	(Fi Γ 52ND ST		3. Date of Earliest Transaction (Month/Day/Year) 09/27/2016								X Officer (give title Other (specify below) Sr.EVP Chief Admin & HR Ofcr							
(Street) NEW YO	ORK N	Y	10019	4. If A									. Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting					
(City)	(Si	tate)	(Zip)						Person									
		Tab	le I - Non-Deri	vative	Securities	Acqu	ired,	Disposed	l of, o	r Benefic	ial	ly Owned						
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Y	ear) Exe	2A. Deemed Execution Date, if any (Month/Day/Year)		action (Instr.	4. Securities Disposed Of	d (A) or r. 3, 4 and 5)	5. Amoun Securities Beneficia Owned Fo		ly	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	irect Ind direct Be 4) Ov	Nature of lirect neficial nership str. 4)				
						Code	v	Amount	(A) or (D)	Price		Transaction (Instr. 3 and				,		
CBS Clas	ss B commo	on stock	09/27/202	16		M		15,120	A	\$13.43	}	15,12	20	D				
CBS Clas	ss B commo	on stock	09/27/202	16		S ⁽¹⁾		15,120	D	\$52.0236	5 (2)	0.000	00	D				
CBS Clas	ss B commo	on stock										5,35	1	I	B	7 401(k)		
CBS Clas	ss B commo	on stock										1.459	98	I		r Stodian or Child		
CBS Clas	ss B commo	n stock										15,07	71	I		Family ust #9		
CBS Clas	ss B commo	n stock										22,635	5 ⁽³⁾	I		Family ust # 14		
CBS Clas	ss B commo	on stock										11,11	.5	I		Family ust #10		
CBS Clas	ss B commo	n stock										16,25	51	I		Family ust #11		
CBS Clas	ss B commo	on stock										17,80)1	I		Family ust #12		
CBS Clas	ss B commo	on stock										18,00)5	I		Family ust #13		
CBS Clas	ss B commo	on stock										16,99	95	I		7 Family ust #7		
CBS Clas	ss B commo	on stock										27,365 ⁽³⁾				7 Family ust #8		
CBS Clas	BS Class B common stock											13,927				7 Family ust A		
CBS Class B common stock										13,927				/ Family ust B				
CBS Class B common stock											15,405		I	By Fa #6	milyTrust			
		7	Table II - Deriva		ecurities A alls, warra							Owned						
1. Title of 2. 3. Transaction Date Execution Date, To Exercise (Month/Day/Year) if any				4. Transact	5. Number ransaction of ode (Instr. Derivative		f G. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5) Benef Owne Follow Repor		ities Form: icially Direct (d or Indir ving () (Insti		Beneficial Ownership (Instr. 4)		

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction	Table II - Deriv (e.g., 3A. Deemed Execution Date, if any (Month/Day/Year)		calls v	6A)N of Deri Sec Acq (A) 0 Disp of (I	u(61)er vative urities uired	uired, Dis , options, - Bate ExPetis Eleter - Expiration D: (Month/Day/\)	CONVERTINE Expiration Statute and te		intings) of oShares of s ng	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10Ownership-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) ⁽⁴⁾	\$13.43	09/27/2016		М			15,120	(5)	03/01/2018	CBS Class B common stock	15,120	\$0.0000	105,847	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 \$52.045, 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. Since the reporting person's last ownership report, shares of CBS Class B common stock were transferred from Family Trust #8 to the reporting person and from the reporting person to Family Trust #14.
- 4. Right to buy under Issuer's long term incentive plan.
- 5. Current.

/s/ Anthony G. Ambrosio 09/28/2016

** 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.