SEC Form 4

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FORM 4

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
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1. Name and Addres		rson*		Issuer Name and Tic BS CORP [CB				(Chec	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 51 WEST 52ND	(First)		Date of Earliest Trans /20/2007	saction ((Month	n/Day/Year)		Officer (give title below)		Owner (specify /)			
(Street) NEW YORK (City)	NY (State)	10019 (Zip)	4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)						 6. Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person 			
		Table I - N	on-Derivativ	e Securities Ac	quire	d, Di	isposed of,	, or Be	neficially	Owned			
1. Title of Security (Instr. 3) 2. Transacti Date (Month/Day				2A. Deemed Execution Date, if any (Month/Day/Year)	Execution Date, Transaction if any Code (Instr		4. Securities A Disposed Of (5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
				Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
CBS Class B common stock 03/20/2					М		159,180	A	\$15.737	1,123,636	D		
	,												

CD5 Class D collinoli stock	03/20/2007		135,100	1 1	φ13.737	1,123,030		
CBS Class B common stock	03/20/2007	S	1,200	D	\$30.71	1,122,436	D	
CBS Class B common stock	03/20/2007	S	3,500	D	\$30.7	1,118,936	D	
CBS Class B common stock	03/20/2007	S	2,200	D	\$30.69	1,116,736	D	
CBS Class B common stock	03/20/2007	S	2,100	D	\$30.68	1,114,636	D	
CBS Class B common stock	03/20/2007	S	10,100	D	\$30.67	1,104,536	D	
CBS Class B common stock	03/20/2007	S	13,400	D	\$30.66	1,091,136	D	
CBS Class B common stock	03/20/2007	S	28,500	D	\$30.65	1,062,636	D	
CBS Class B common stock	03/20/2007	S	13,100	D	\$30.64	1,049,536	D	
CBS Class B common stock	03/20/2007	S	21,500	D	\$30.63	1,028,036	D	
CBS Class B common stock	03/20/2007	S	35,704	D	\$30.62	992,332	D	
CBS Class B common stock	03/20/2007	S	16,396	D	\$30.61	975,936	D	
CBS Class B common stock	03/20/2007	S	33,223	D	\$30.6	942,713	D	
CBS Class B common stock	03/20/2007	S	39,800	D	\$30.59	902,913	D	
CBS Class B common stock	03/20/2007	S	34,800	D	\$30.58	868,113	D	
CBS Class B common stock	03/20/2007	S	27,700	D	\$30.57	840,413	D	
CBS Class B common stock	03/20/2007	S	17,300	D	\$30.56	823,113	D	
CBS Class B common stock	03/20/2007	S	22,200	D	\$30.55	800,913	D	
CBS Class B common stock	03/20/2007	S	18,200	D	\$30.54	782,713	D	
CBS Class B common stock	03/20/2007	S	7,700	D	\$30.53	775,013	D	
CBS Class B common stock	03/20/2007	S	1,600	D	\$30.5	773,413	D	
CBS Class B common stock	03/20/2007	S	7,500	D	\$30.49	765,913	D	
CBS Class B common stock	03/20/2007	S	1,800	D	\$30.47	764,113	D	
CBS Class B common stock	03/20/2007	М	200,343	A	\$17.5902	964,456	D	
CBS Class B common stock						616	I	By 401(k)
CBS Class B common stock			1			271	Ι	By IRA
CBS Class B common stock						8	I	By Reporting Person's children

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. Transaction Code (Instr. 8)		4. Securities A Disposed Of (5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)		
CBS Class B common stock								874	Ι	By Spouse		
CBS Class B common stock								735	I	By Spouse - 401(k) Plan		

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

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)	ution Date, Transaction Code (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)	9. Number of derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)			
Employee Stock Option (right to buy) ⁽¹⁾	\$15.737	03/20/2007		М			159,180	(2)	06/16/2007	CBS Class B common stock	159,180	\$0	0	D		
Employee Stock Option (right to buy) ⁽¹⁾	\$17.5902	03/20/2007		М			200,343	(2)	07/27/2007	CBS Class B common stock	200,343	\$0	0	D		

Explanation of Responses:

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

2. Current. Remarks:

<u>/s/ Moonves, Leslie</u>

<u>03/22/2007</u> 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.

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.