

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Ambrosio Anthony G</u>  (Last) (First) (Middle) 51 WEST 52ND STREET  (Street) NEW YORK NY 10019  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CBS CORP [ CBS, CBS.A ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Sr.EVP Chief Admin & HR Ofcr
	3. Date of Earliest Transaction (Month/Day/Year) 10/31/2018	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

**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 Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
CBS Class B common stock	10/31/2018		M		5,450	A	\$29.44	74,703	D	
CBS Class B common stock	10/31/2018		M		400	A	\$23.19	75,103	D	
CBS Class B common stock	10/31/2018		s <sup>(1)</sup>		5,850	D	\$57.6664 <sup>(2)</sup>	69,253	D	
CBS Class B common stock	11/01/2018		M		2,100	A	\$29.44	71,353	D	
CBS Class B common stock	11/01/2018		M		134	A	\$23.19	71,487	D	
CBS Class B common stock	11/01/2018		s <sup>(1)</sup>		2,234	D	\$58.1591 <sup>(3)</sup>	69,253	D	
CBS Class B common stock								5,603	I	By 401(k)
CBS Class B common stock								12,863	I	By Family Trust # 18
CBS Class B common stock								8,513	I	By Family Trust #15
CBS Class B common stock								7,744	I	By Family Trust #16
CBS Class B common stock								15,246	I	By Family Trust #17
CBS Class B common stock								50,000	I	By Family Trust #19
CBS Class B common stock								18,029	I	By Family Trust A
CBS Class B common stock								18,829	I	By Family Trust B

**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)	2A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
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)	Code	V	Disposed of (D) (Instr. 3, 4 and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Employee Stock Option (right to buy) <sup>(4)</sup>	\$29.44	10/31/2018		M		5,450	02/23/2013 <sup>(5)</sup>	02/23/2020	CBS Class B common stock	5,450	\$0.0000	62,500	D	
Employee Stock Option (right to buy) <sup>(4)</sup>	\$23.19	10/31/2018		M		400	03/01/2012 <sup>(6)</sup>	03/01/2019	CBS Class B common stock	400	\$0.0000	134	D	
Employee Stock Option (right to buy) <sup>(4)</sup>	\$29.44	11/01/2018		M		2,100	02/23/2013 <sup>(5)</sup>	02/23/2020	CBS Class B common stock	2,100	\$0.0000	60,400	D	
Employee Stock Option (right to buy) <sup>(4)</sup>	\$23.19	11/01/2018		M		134	03/01/2012 <sup>(6)</sup>	03/01/2019	CBS Class B common stock	134	\$0.0000	0.0000	D	

**Explanation of Responses:**

- The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan previously adopted by the reporting person.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$57.50 to \$57.93, 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.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$57.50 to \$58.97, 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.
- Right to buy under Issuer's long term incentive plan.
- Current. This option vested in four equal annual installments beginning on February 23, 2013.
- Current. This option vested in four equal annual installments beginning on March 1, 2012.

/s/ Anthony G. Ambrosio                      11/02/2018

\*\* 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.**