FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
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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 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     MOONVES LESLIE				2. Issuer Name <b>and</b> Ticker or Trading Symbol CBS CORP [ CBS, CBS.A ]						Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner									
(Last) 51 WEST	(Fii	· ·	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 11/14/2013							X		er (give title v)	Other (specify below)			
(Street) NEW YC			.0019		4. 1	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person					
(City)	(St		Zip)	lon Doriva		tive Securities Acquired, Disposed of, or Benefi													
1. Title of Security (Instr. 3) 2. Tran		2. Transaction	saction		2A. Deemed Execution Date,	3. 4 Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and		d 5) 5. Ai Secu		Amount of curities neficially ned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership					
								Code	v	Amount	(A) or (D)	Price		Transa	action(s) 3 and 4)		(Instr. 4)		
CBS Class	s B commo	n stock		11/14/201	.3			G	V	33,240	D	\$0.0	000(1)	1,2	235,514	D			
CBS Class	s B commo	n stock		11/14/201	.3			S <sup>(2)</sup>		116,905	D	\$60.	468 <sup>(3)</sup>	3!	50,715	I	By 2010 Trust II		
CBS Class	s B commo	n stock		11/15/201	.3			S <sup>(2)</sup>		116,905	D	\$60.4	1802 <sup>(4)</sup>	2	33,810	I	By 2010 Trust II		
CBS Class	s B commo	n stock												4	4,353	I	By 2008 Trust II		
CBS Class	s B commo	n stock												:	1,896	I	By 401(k)		
CBS Class	s B commo	n stock												1!	54,792	I	By Family Trust B		
CBS Class B common stock													271	I	By IRA				
CBS Class	s B commo	n stock												:	1,976	I	By Spouse		
CBS Class B common stock												2,631		I	By Spouse - 401(k) Plan				
		Та	ble II							posed of, , convertib				vned					
			rans Code	ransaction of code (Instr. Derivative		Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		Deriv Secu (Inst		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)					
				c	Code	v	(A) (D)	Date Exerc	cisabl	Expiration e Date	Title	Amoun or Numbe of Shares	er						

## **Explanation of Responses:**

- 1. Bona fide gift by reporting person to a 501(c)(3) public charity for no consideration.
- 2. Sales by a family trust as part of reporting person's ongoing family estate planning.
- 3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$59.96 to \$61.07, 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.
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$60.235 to \$60.76, 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.

/s/ Leslie Moonves

11/15/2013

- $^{\star}$  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.