FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF 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

1. Name and Address of Reporting Person* MOONVES LESLIE						CBS CORP [CBS, CBS.A]							(Check all applicable) X Director 10% Owner					/ner	
(Last) (First) (Middle) 51 WEST 52ND STREET						3. Date of Earliest Transaction (Month/Day/Year) 10/11/2017								below)	Officer (give title below) Other (special below) Chairman, President & CEO			pecify	
(Street) NEW YORK NY 10019						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting					
(City)	(State)	(Zip)											Person					
		Та	ıble I - I	Non-Deri	vativ	e Sec	urities A	cquire	ed, D	isposed o			cially (Owned					
1. Title of	2. Transac Date (Month/Da		Execu	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of	Acquired (D) (Instr.	(A) or . 3, 4 and	d 5)	5. Amou Securitie Benefici Owned F	rities ficially ed Following	6. Owners Form: Dire (D) or Indi (I) (Instr. 4	rect li lirect E 4) C	7. Nature of ndirect Beneficial Ownership				
					Code V		Amount (A) or (D)		Price		Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)				
CBS Clas	s B comm	on stock	10/11/2017				М		150,000	A	\$3	4.06	1,182,652		D				
CBS Clas	s B comm	on stock		10/11/2017				S ⁽¹⁾		150,000	D	\$56.	687(2)	37 ⁽²⁾ 1,032,6		D			
CBS Clas	s B comm	on stock		10/11/2017				S ⁽³⁾		14,000	D	\$56.6	5885 ⁽⁴⁾	28,924		I		By 2010 Trust II	
CBS Clas	ss B comm	on stock												2,	116	I		By 401(k)	
CBS Clas	ss B comm	on stock												227	7,587	I	:	By Family Trust Q	
CBS Clas	ss B comm	on stock												65,	,715	I	:	By Family Trust R	
CBS Clas	s B comm	on stock												272	,616	I	:	By Family Trust S	
CBS Class B common stock														180	,415	I	:	By Family Trust T	
CBS Class B common stock														189	,324	I		By Family Trust U	
CBS Class B common stock														2	71	I		By IRA	
CBS Class B common stock														1,976		I		By Spouse	
CBS Class B common stock														2,731		I		By Spouse - 401(k) Plan	
			Table							sposed of,				wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	ion Date Execution if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)		Deemed 4. Transac Code (I 8)		tion str.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Dat		rcisable and Date	7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		unt 8. Pr Deri	Derivative Security (Instr. 5) Benefici Owned Followin Reporter	Following Reported	Owners Form: Direct (I or Indirect (I) (Instr	m: ect (D) ndirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
						v	(A) (D)	Date Exerc	isable	Expiration Date	Title	Amor or Numl of Sh	ber		Transactio (Instr. 4)				

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)	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 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) ⁽⁵⁾	\$34.06	10/11/2017		M			150,000	10/18/2013	10/18/2020	CBS Class B common stock	150,000	\$0.0000	290,305	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 \$56.37 to \$57.28, 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. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan previously adopted by The Moonves 2010 Family Trust II.
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$56.41 to \$57.00, 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.
- 5. Right to buy under Issuer's long term incentive plan.

<u>/s/ Leslie Moonves</u> <u>10/13/2017</u>

** 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.