### SEC Form 4

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# FORM 4

UNITED STATES S	ECURITIES AND	EXCHANGE	COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

CBS Class B common stock

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

180,415

189,324

271

1,976

2,725

Family

Trust T By

Family Trust U

By IRA

Spouse By Spouse -

401(k) Plan

By

Ι

Ι

Ι

Ι

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Instruction 1(b).		Filed purs or	suant to Section 16( Section 30(h) of the	(a) of th e Invest	e Sec tment	urities Exchan Company Act	ge Act of of 1940	f 1934			pp		
1. Name and Address of Reporting Pe MOONVES LESLIE	rson*		2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>CBS CORP</u> [ CBS, CBS.A ]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner			
(Last) (First) 51 WEST 52ND STREET	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 08/22/2017							Officer (give title below) Chairman, Pro	below	Other (specify below) ent & CEO	
(Street) NEW YORK NY (City) (State)	10019 (Zip)	4. 11	4. If Amendment, Date of Original Filed (Month/Day/Year)							vidual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person			
	Table I - Non	n-Derivativo	e Securities A	cquire	ed, D	isposed o	f, or B	enefici	ially C	Dwned			
1. Title of Security (Instr. 3)	Dat	Transaction te onth/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) or Transaction Code (Instr. 8)					5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
					v	Amount (A) or Price		Price		Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
CBS Class B common stock	0	8/22/2017		М		150,000	A	\$29	.44	1,182,652	D		
CBS Class B common stock	0	8/22/2017		<b>S</b> <sup>(1)</sup>		4,600	D	\$65.90	035 <sup>(2)</sup>	1,178,052	D		
CBS Class B common stock	0	8/22/2017		S <sup>(1)</sup>		145,400	D	\$65.50	021 <sup>(3)</sup>	1,032,652	D		
CBS Class B common stock	0	8/22/2017		S <sup>(4)</sup>		300	D	\$65	.91	112,624	I	By 2010 Trust II	
CBS Class B common stock		8/22/2017		S <sup>(4)</sup>		13,700	D	\$65 <b>.</b> 53	141 <sup>(5)</sup>	98,924	I	By 2010 Trust II	
CBS Class B common stock										2,111	I	By 401(k)	
CBS Class B common stock										227,587	Ι	By Family Trust Q	
CBS Class B common stock										65,715	I	By Family Trust R	
CBS Class B common stock										272,616	I	By Family Trust S	
												Bv	

#### 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)	Transaction Code (Instr.	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)
									Transaction(s) (Instr. 4)		

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	<del>3. Transaction</del> Date (Month/Day/Year)	(e.g. <del>3A. Deemed</del> Execution Date, if any		, call	S, W (A) 5. N Deri Sec Acq or D of (I	arrants (D)	, <b>_Q</b> ptions, Exercisable	kercisable and 7. Title and Amount n Date of Securities				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				Code	v		(D)	Date Exercisable	Expiration Date	Title	Amount or <del>Number</del> of Shares				
Stock Option (right to buy) <sup>(6)</sup>	\$29.44	08/22/2017		M	v	(A)	150,000	(7)	02/23/2020	Ti+IA CBS Class B common stock	150,000	\$0.0000	250,000	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 \$65.88 to \$65.94 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 price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$64.88 to \$65.875 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 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.

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$64.91 to \$65.90 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.

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

7. Current.

/s/ Leslie Moonves

08/24/2017

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.