## Edgar Filing: Jones Richard M - Form 4

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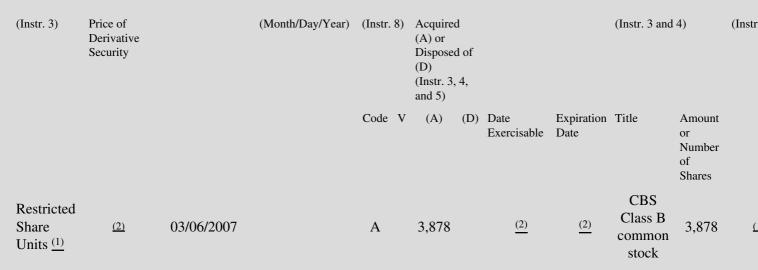
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Form 4									
March 08, 2007								OMB A	PPROVAL
FORM 4	UNITED	STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						-	3235-0287
if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	STATEM Filed pur Section 17(	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF							January 31, 2005 average irs per . 0.5
(Print or Type Respo	nses)								
1. Name and Address of Reporting Person <u>*</u> Jones Richard M			2. Issuer Name <b>and</b> Ticker or Trading Symbol CBS CORP [CBS, CBS.A]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) (First) (Middle) 51 WEST 52ND STREET			<ul><li>3. Date of Earliest Transaction</li><li>(Month/Day/Year)</li><li>03/06/2007</li></ul>			Director 10% Owner X Officer (give title Other (specify below) below) SVP, General Tax Counsel			
NEW YORK, N		4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting Person</li> </ul>				
(City)	(State)	(Zip)	Tab	le I - Non-J	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned
	ansaction Date hth/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	Code (Instr. 8)	4. Securit mAcquired Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	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)
					Amount	(D) Price	. ,		
Reminder: Report or	n a separate line	for each cl	ass of sec	urities bene	Perso inforn requir	ns who rest nation cont red to resp ays a curre	or indirectly. spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount	8. Pri
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	of Underlying	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	Securities	Secur

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## **Reporting Owners**

Reporting Owner Name / Address	dress						
FoBo	Director	10% Owner	Officer	Other			
Jones Richard M 51 WEST 52ND STREET NEW YORK, NY 10019			SVP, General Tax Counsel				
Signatures							
/s/ Jones,	00010007						

Richard M. 03/08/2007

<u>\*\*</u>Signature of Reporting Person Date

## **Explanation of Responses:**

\* 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).

(1) Granted under the Issuer's long term incentive plan.

(2) The Restricted Share Units vest in four equal annual installments beginning on March 6, 2008 and are settled by delivery of a corresponding number of the Issuer's shares upon vesting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.