Edgar Filing: BRISKMAN LOUIS J - Form 4

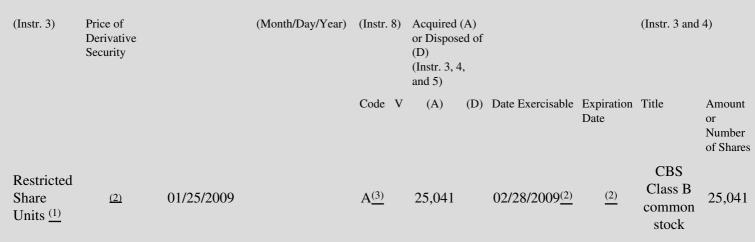
BRISKMA	N LOUIS J									
Form 4										
January 27	, 2009									
FOR	M 4				NGE			MB A	PPROVA	۱L
	Washington, D.C. 20549					N OMB		3235-	0287	
Check if no lo	this box						Expir	'es:	Januar	
subject Sectior	to SIAIEN	MENT OF CHA	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES				F Estin	Estimated average burden hours per		2005
	Form 4 or						onse	•	0.5	
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940										
(Print or Type	e Responses)									
1. Name and BRISKM	Symbo	2. Issuer Name and Ticker or Trading Symbol CBS CORP [CBS, CBS.A]			5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) ((Check all applicable)					
51 WEST	(Month	(Month/Day/Year) 01/25/2009			Director 10% Owner Officer (give title Other (specify below) below) below) EVP and General Counsel					
		4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line)					
NEW YO	RK, NY 10019					_X_ Form filed b Form filed by Person				
(City)	(State)	(Zip) Ta	ble I - Non-	Derivative Secur	ities A.c	auired Disposed	of or Rei	neficia	lly Owner	A
1.Title of									-	
Security	2. Transaction Date (Month/Day/Year)	Execution Date, if	3. Transactio	4. Securities onAcquired (A) or		5. Amount of Securities	6. Owner Form: Di		7. Nature Indirect	01
(Instr. 3)	× , , , , , , , , , , , , , , , , , , ,	any	Code	Disposed of (D)) .	Beneficially	(D) or In		Beneficia	
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5		Owned Fallowing	(I) (Instr. 4)		Ownershi	ip
						Following Reported	(Instr. 4)		(Instr. 4)	
				(A) or		Transaction(s)				
			Code V		Price	(Instr. 3 and 4)				
Reminder: R	eport on a separate line	e for each class of se	curities bene	eficially owned dir	rectly or	indirectly.				
	-port on a separate int			Persons wh information required to	ho resp n conta respoi	oond to the collo ined in this form nd unless the fo	m are not orm		SEC 1474 (9-02)	
				displays a o	current	ly valid OMB co	ontrol			

 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 of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	of Underlying
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	Securities

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Reporting Owners

Reporting Owner Name / Address			Relationships		
	Director	10% Owner	Officer	Other	
BRISKMAN LOUIS J 51 WEST 52ND STREET NEW YORK, NY 10019			EVP and General Counsel		
Signatures					

/s/ Briskman, 01/27/2009 Louis J.

**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.
- Approximately 42% of these Restricted Share Units (RSUs) will vest on each of February 28, 2009 and February 28, 2010 and (2) approximately 8% of the RSU award will vest on each of February 28, 2011 and February 28, 2012. The RSUs are settled by delivery of a corresponding number of the Issuer's shares upon vesting.
- (3) On January 25, 2009, the performance target associated with these RSUs was certified as having been achieved.

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.