

Straka Angeline C
Form 3
January 10, 2006

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

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 Responses)

1. Name and Address of Reporting
Person *

Straka Angeline C

(Last) (First) (Middle)

51 WEST 52ND STREET

(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

12/31/2005

3. Issuer Name **and** Ticker or Trading Symbol
CBS CORP [CBS, CBS.A]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
SVP and Secretary

5. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

CBS Class B common stock

296

D

Straka

CBS Class B common stock

494

I

By 401(k)

Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Class B Phantom Common Stock Units	Â <u>(1)</u>	Â <u>(1)</u>	CBS Class B common stock	544	\$ <u>(1)</u>	D	Â
Employee Stock Option (right to buy) <u>(2)</u>	Â <u>(3)</u>	01/28/2007	CBS Class B common stock	34,957	\$ 13.4283	D	Â
Employee Stock option (right to buy) <u>(2)</u>	Â <u>(3)</u>	01/26/2008	CBS Class B common stock	55,267	\$ 21.5716	D	Â
Employee Stock Option (right to buy) <u>(2)</u>	Â <u>(3)</u>	01/26/2009	CBS Class B common stock	62,175	\$ 24.7362	D	Â
Employee Stock Option (right to buy) <u>(2)</u>	Â <u>(3)</u>	03/31/2009	CBS Class B common stock	965	\$ 28.9924	D	Â
Employee Stock Option (right to buy) <u>(2)</u>	Â <u>(3)</u>	01/25/2010	CBS Class B common stock	103,626	\$ 44.1875	D	Â
Employee Stock Option (right to buy) <u>(2)</u>	Â <u>(3)</u>	04/01/2010	CBS Class B common stock	851	\$ 41.0464	D	Â
Employee Stock Option (right to buy) <u>(2)</u>	Â <u>(3)</u>	01/31/2011	CBS Class B common stock	31,835	\$ 43.3473	D	Â
Employee Stock Option (right to buy) <u>(2)</u>	Â <u>(3)</u>	04/01/2011	CBS Class B common stock	1,106	\$ 33.8965	D	Â
Employee Stock Option (right to buy) <u>(2)</u>	Â <u>(3)</u>	01/30/2012	CBS Class B common stock	25,468	\$ 31.0184	D	Â
Employee Stock Option (right to buy) <u>(2)</u>	Â <u>(3)</u>	03/30/2012	CBS Class B	1,069	\$ 37.4067	D	Â

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Employee Stock Option (right to buy) <u>(2)</u>	Â <u>(4)</u>	01/26/2013	common stock CBS Class B common stock	22,285	\$ 29.3537	D	Â
Employee Stock Option (right to buy) <u>(2)</u>	Â <u>(3)</u>	01/29/2013	CBS Class B common stock	31,835	\$ 30.8849	D	Â
Employee Stock Option (right to buy) <u>(2)</u>	04/01/2006	03/28/2013	CBS Class B common stock	1,482	\$ 29.6913	D	Â
Employee Stock Option (right to buy) <u>(2)</u>	Â <u>(3)</u>	01/28/2014	CBS Class B common stock	31,835	\$ 31.7173	D	Â
Putative Debenture	Â <u>(5)</u>	Â <u>(5)</u>	CBS Class B common stock	1,685.65	\$ <u>(6)</u>	D	Â
Putative Debenture	Â <u>(5)</u>	Â <u>(5)</u>	CBS Class B common stock	4,466.04	\$ <u>(7)</u>	D	Â
Restricted Share Units	Â <u>(8)</u>	Â <u>(8)</u>	CBS Class B common stock	3,979	\$ <u>(8)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Straka Angeline C 51 WEST 52ND STREET NEW YORK, NY 10019	Â	Â	Â SVP and Secretary	Â

Signatures

/s/ Straka,
Angeline C. 01/10/2006

 Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- Phantom common stock units are payable in cash following the Reporting Person's retirement or other termination of service pursuant to the Issuer's Excess 401(k) Plan for Designated Senior Executives. Each CBS Corporation Class A Phantom common stock unit is the economic equivalent of one share of CBS Corporation Class A common stock and each CBS Corporation Class B Phantom common stock unit is the economic equivalent of one share of CBS Corporation Class B common stock.
- (1)
 - (2) Right to buy under Issuer's long term incentive plan.
 - (3) Current.
 - (4) These options vest in four equal annual installments beginning on January 26, 2006.
The Putative Debentures reflect deferral of an award under the Issuer's annual performance plan or long term incentive plan. Putative
 - (5) Debentures convert to shares (if in the money) and are paid in a lump sum or installments following termination of service. A tax-withholding feature is associated with the Putative Debentures.
 - (6) The conversion rate is 6.9084 shares per \$100 debenture.
 - (7) The conversion rate is 7.4434 shares per \$100 debenture.
 - (8) The Restricted Share Units will vest in four equal annual installments beginning on January 26, 2006 and will be 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.

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