

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

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934
(Amendment No. 19)

CBS Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

124845 10 8

(CUSIP Number)

Barry Hirsch, Senior Vice President and Secretary
Loews Corporation
667 Madison Avenue, New York, New York 10021 (212) 545-2920

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

December 29, 1994

(Date of Event which Required Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box ____.

Check the following box if a fee is being paid with the statement ____.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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SCHEDULE 13D/A

CUSIP No. 124845 10 8

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

LOEWS CORPORATION
IRS Identification No. 13-2646102

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)/ /
N/A (b)/ /

3 SEC USE ONLY

4 SOURCE OF FUNDS WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e) N/A / /

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF 7 SOLE VOTING POWER
SHARES 10,987,285
BENEFICIALLY
OWNED BY 8 SHARED VOTING POWER
EACH 0
REPORTING
PERSON 9 SOLE DISPOSITIVE POWER
WITH 10,987,285

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
10,987,285

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES / /

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
17.92%

14 TYPE OF REPORTING PERSON*
HC

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AMENDMENT NO. 19

to

SCHEDULE 13D

relating to CBS Inc.

This Amendment No. 19 to Schedule 13D, as amended, filed by Loews Corporation, a Delaware corporation, ("Loews"), relates to the Common Stock, \$2.50 par value per share (the "Shares"), of CBS Inc., a New York corporation (the "Issuer"), and is being filed pursuant to Rule 13d-2 under the Securities Exchange Act of 1934, as amended. All of the Shares referred to herein as beneficially owned by Loews are owned by L.T. Holding Corp. a wholly-owned subsidiary of Loews ("Loews Holdings").

Item 4. Purpose of Transaction

Item 4 is hereby supplemented as follows:

On December 29, 1994 Loews filed a Notification and Report Form under the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended, (the "HSR Act") with the Federal Trade Commission and the Antitrust Division of the Department of Justice in which Loews stated its intention to acquire from time to time in the open market or otherwise, subject to market conditions and other factors considered relevant by Loews, voting securities of the Issuer which, when added to the Shares presently held by Loews, would exceed 15% but not exceed 25% of such securities outstanding.

Under the HSR Act, Loews may not acquire any Shares until expiration or termination of the applicable waiting period with respect to Loews's Notification and Report Form. In addition, pursuant to the HSR Act, Loews may not acquire additional voting securities of the Issuer if, after any such acquisition, it would hold 25% or more of such outstanding voting securities except upon filing of another Notification and Report Form and expiration or termination of the applicable waiting period for that filing.

In 1985 Loews had filed a Notification and Report Form under the HSR Act in relation to the purchase of Shares by it in excess of 15%, but not in excess of 25%, of such securities outstanding. In accordance with the HSR Act, the period within which Loews could make such purchases without the filing of an additional Notification and Report Form expired in 1990.

Loews last sold Shares on August 22, 1994 pursuant to the Issuer's July 25, 1994 Offer to Purchase Shares at \$65 per Share (after giving effect to the 5 for 1 Share split declared on

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September 14, 1994). In view of the "short-swing" profit recapture provisions of Section 16(b) of the Securities Exchange Act of 1934, as amended, Loews does not intend to purchase any Shares at a price lower than \$65 per Share prior to February 21, 1995.

SIGNATURE

The undersigned certifies that after reasonable inquiry and to the best of its knowledge and belief, the information set

forth in this Statement is true, complete and correct.

LOEWS CORPORATION

(Registrant)

By: /s/ Gary W. Garson

Gary W. Garson
Vice President and
Assistant Secretary

Dated: December 29, 1994

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