

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

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934
(Amendment No. 21)

--

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)

August 1, 1995

(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*

N/A

(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

7 SOLE VOTING POWER

NUMBER OF
SHARES

10,987,285

BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY

0

EACH

REPORTING 9 SOLE DISPOSITIVE POWER

PERSON	10,987,285
WITH	

	10 SHARED DISPOSITIVE POWER
	0

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)
	17.0%

14	TYPE OF REPORTING PERSON*
	HC

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This Amendment No. 21 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 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

On August 1, 1995 Loews Holdings entered into an agreement (the "Voting Agreement") (incorporated herein by reference to Exhibit 99.01 filed herewith) with Westinghouse Electric Corporation ("WEC") pursuant to which Loews Holdings agreed to vote all Shares of Common Stock of the Issuer held of record or beneficially owned by it in favor of the proposed merger ("Merger") of a subsidiary of WEC (the "Subsidiary") into the Issuer pursuant to the Agreement and Plan of Merger dated August 1, 1995 (the "Merger Agreement") between WEC, the Subsidiary and the Issuer (or if WEC exercises its right under the Merger Agreement to commence a cash tender offer for the Issuer's Shares, to tender its Shares pursuant thereto). The Voting Agreement provides that if the Merger Agreement is terminated or if the Board of Directors of the Issuer withdraws its recommendation of the Merger Agreement and the Merger, Loews Holdings will have no further obligations under the Voting Agreement.

Item 7. Material To Be Filed as Exhibits

Exhibit 99.01 - Voting Agreement dated August 1, 1995 between L.T. Holding Corp. and Westinghouse Electric Corporation.

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)

Dated: August 3, 1995

By: /s/ Guy A. Kwan

Guy A. Kwan
Controller

L.T. HOLDING CORP.
 1013 CENTRE ROAD
 SUITE 350
 WILMINGTON, DELAWARE 19805

August 1, 1995

Westinghouse Electric Corporation
 11 Stanwix Street
 Pittsburgh, PA 15222

Gentlemen:

As an inducement and a condition to your execution of the Agreement and Plan of Merger (the "Merger Agreement"), of even date herewith, among Westinghouse Electric Corporation, a Pennsylvania corporation ("Parent"), Group W Acquisition Corp., a New York corporation and an indirect wholly-owned subsidiary of Parent ("Sub"), and CBS Inc., a New York corporation (the "Company"), under which Sub will be merged (the "Merger") with and into the Company, L.T. Holding Corp., a Delaware corporation ("Shareholder") hereby agrees, subject to the last paragraph hereof, as follows:

1. Shareholder shall vote, and cause to be voted, all shares of common stock of the Company (the "Company Shares") set forth opposite Shareholder's name on Schedule A hereto and all other Company Shares held of record or beneficially owned by Shareholder, whether issued, or hereafter acquired (collectively, the "Shares") in favor of the Merger. Moreover, in the event Parent elects to exercise its rights under the Merger Agreement to commence a cash tender offer (the "Tender Offer") for the Company Shares, Shareholder shall tender all Shares in the Tender Offer and shall not withdraw any of the Shares tendered pursuant to the Tender Offer.

2. Shareholder shall not (a) sell, transfer, pledge, encumber, assign or otherwise dispose of, or enter into any contract, option or other agreement or understanding with respect to the sale, transfer, pledge, encumbrance, assignment or other disposition of, any Shares (including, without limitation, exercising any registration rights of Shareholder with respect to the Shares) or (b) grant any proxies, deposit any Shares into a voting trust or enter into a voting agreement with respect to any Shares.

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Notwithstanding anything to the contrary contained herein, if the Merger Agreement is terminated or if the Board of Directors of the Company withdraws its recommendation of the Merger Agreement and the Merger, Shareholder will have no further obligations under this letter agreement.

Very truly yours,

L.T. HOLDING CORP.

By: /s/ Daniel R. Butler

 Name: Daniel R. Butler
 Title: Secretary

Accepted and Agreed to this
 2nd day of August, 1995.

WESTINGHOUSE ELECTRIC CORPORATION

By: /s/ Michael Jordan

Name: Michael Jordan
Title:

SCHEDULE A

Name and Address of Shareholder -----	Number of Shares -----
L.T. Holding Corp. 1013 Centre Road Suite 350 Wilmington, DE 19805	10,987,285