CINCINNATI BELL INC

Form 4

January 06, 2010

FORM 4

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

OMB Number:

response...

3235-0287 January 31,

0.5

Check this box if no longer

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average burden hours per

OMB APPROVAL

Form 5 obligations

may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SHUMATE ALEX

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

CINCINNATI BELL INC [CBB]

(Check all applicable)

(Last)

(City)

(Instr. 3)

(First)

(Street)

(State)

221 EAST FOURTH STREET

(Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year)

Filed(Month/Day/Year)

X_ Director 10% Owner Officer (give title Other (specify

01/04/2010

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

D

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

below)

CINCINNATI, OH 45202

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

Code V Amount (D)

5. Amount of Securities Beneficially (D) or Owned Following (Instr. 4)

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Indirect (I) Ownership (Instr. 4)

(A) or

Price

Reported Transaction(s) (Instr. 3 and 4)

Common Stock (1)

20,097

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transacti Code (Instr. 8) | 5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|---------------------------------------|-------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------|---------------------------------------------------------------|-------------------------------------|
| | | | | Code V | (A) (D |) Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Option to Buy (2) | \$ 4.605 | | | | | 07/25/2005 | 07/25/2015 | Common Stock | 25,000 |
| Option to Buy (2) | \$ 4.195 | | | | | 04/28/2006 | 04/28/2016 | Common Stock | 9,000 |
| Option to Buy (3) | \$ 5.31 | | | | | 05/03/2007 | 05/03/2017 | Common Stock | 9,000 |
| Phantom Shares | <u>(4)</u> | | | | | <u>(5)</u> | (5) | Common Stock | 6,000 |
| Phantom Shares | <u>(4)</u> | | | | | <u>(5)</u> | <u>(5)</u> | Common Stock | 6,000 |
| Phantom Shares | <u>(4)</u> | | | | | <u>(5)</u> | (5) | Common Stock | 6,000 |
| Phantom Shares | <u>(4)</u> | | | | | <u>(5)</u> | <u>(5)</u> | Common Stock | 6,000 |
| Phantom Shares | <u>(4)</u> | 01/04/2010 | | A | 6,000 | <u>(5)</u> | <u>(5)</u> | Common Stock | 6,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|----------------------------------------------------------------|---------------|-----------|---------|-------|--|--|
| 1 8 | Director | 10% Owner | Officer | Other | | |
| SHUMATE ALEX 221 EAST FOURTH STREET CINCINNATI, OH 45202 | X | | | | | |

Signatures

| Christopher J. Wilson, Attorney-in-fact for Alex | |
|--------------------------------------------------|------------|
| Shumate | 01/06/2010 |
| **Signature of Reporting Person | Date |

Reporting Owners 2

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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) Restricted share grant under the Cincinnati Bell Inc. 2007 Stock Option Plan for Non-Employee Directors.
- (2) Option shares granted under the 1997 Stock Option Plan for Non-Employee Directors which is a Rule 16b-3 Plan.
- (3) Option shares granted under the 2007 Stock Option Plan for Non-Employee Directors which is a Rule 16b-3 Plan.
- (4) One for one conversion.
- (5) Phantom shares are payable in cash following retirement or termination of the reporting person's affiliation with the Company.
- (6) Phantom Shares are valued at the fair market value of the Issuer's common stock on the date of grant.

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.