CINCINNATI BELL INC

Form 4

October 02, 2007

FORM 4

Form 5

obligations

may continue.

See Instruction

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

3235-0287

January 31,

2005

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Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to **SECURITIES** Section 16. Form 4 or

> 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 * MORRIS MICHAEL G			2. Issuer Name and Ticker or Trading Symbol CINCINNATI BELL INC [CBB]					5. Relationship of Reporting Person(s) to Issuer			
(Last) 221 EAST	(First) FOURTH STRE	(Middle)		/Day/Year)	Transaction			_X_ Director	e titleO below)	0% Owner	
(Street) CINCINNATI 45202			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tal	ble I - Non	-Derivative Se	ecuriti	es Acqı	uired, Disposed o	f, or Benefic	ially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemer Execution I any (Month/Day	Date, if	3. Transactic Code (Instr. 8)	4. Securities 2. owr Disposed 6 (Instr. 3, 4 an	of (D)	red (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficia Ownership (Instr. 4)	
Common Stock	10/01/2007			A	1,956.201	A	\$ 5.08	31,128.727	I	By Deferred Compensation Plan (1)	

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

number.

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information contained in this form are not

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

SEC 1474

(9-02)

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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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Dat (Month/Day/Y	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)	\$ 5.655					12/04/2003	12/04/2013	Common Stock	25,000	
Option to Buy (2)	\$ 4.245					04/23/2004	04/23/2014	Common Stock	9,000	
Option to Buy (2)	\$ 3.87					04/29/2005	04/29/2015	Common Stock	9,000	
Option to Buy (2)	\$ 4.195					04/28/2006	04/28/2016	Common Stock	9,000	
Option to Buy $\frac{(3)}{}$	\$ 5.31					05/03/2007	05/03/2017	Common Stock	9,000	
Phantom Shares (4)	<u>(5)</u>					<u>(6)</u>	<u>(6)</u>	Common Stock	6,000	
Phantom Shares (4)	<u>(5)</u>					<u>(6)</u>	<u>(6)</u>	Common Stock	6,000	
Phantom Shares (4)	<u>(5)</u>					<u>(6)</u>	(6)	Common Stock	6,000	

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner Paulie / Address	Director	10% Owner	Officer	Other			
MORRIS MICHAEL G 221 EAST FOURTH STREET CINCINNATI 45202	X						

Signatures

Christopher J. Wilson by Power of Attorney for Michael G.

Morris

**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).
- Under the terms of the Cincinnati Bell Inc. Deferred Compensation Plan for Outside Directors, which is a Rule 16b-3 Plan, reporting
- (1) person elected to defer a percentage of his annual retainer and/or meeting fees. These shares were acquired pursuant to the terms of the Deferred Compensation Plan for Outside 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) Phantom shares granted under the Cincinnati Bell Inc. Deferred Compensation Plan for Outside Directors, which is a Rule 16b-3 Plan.
- (5) One for one conversion.
- (6) Phantom shares are payable in cash following retirement or termination of the reporting person's employment/affiliation with the Company.

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.