

BYRNES BRUCE L

Form 4

August 02, 2011

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BYRNES BRUCE L

(Last) (First) (Middle)

221 EAST FOURTH STREET

(Street)

CINCINNATI 45202

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CINCINNATI BELL INC [CBB]

3. Date of Earliest Transaction
(Month/Day/Year)
07/29/2011

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Beneficial Ownership (Instr. 4)
Common Stock					66,222.071	I	By Deferred Compensation Plan
Common Stock	07/29/2011		J ⁽¹⁾	2,270 D	38,519	D	

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

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information contained in this form are not
required to respond unless the form
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SEC 1474
(9-02)

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

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. Transaction Code (Instr. 8)	5. Number of 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)		8. Pr Deriv Secur (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option to Buy <u>(2)</u>	\$ 5.53					08/01/2003	08/01/2013	Common Stock	25,000	
Option to Buy <u>(2)</u>	\$ 4.245					04/23/2004	04/23/2014	Common Stock	9,000	
Option to Buy <u>(2)</u>	\$ 3.87					04/29/2005	04/29/2015	Common Stock	9,000	
Option to Buy <u>(2)</u>	\$ 4.195					04/28/2006	04/28/2016	Common Stock	9,000	
Option to Buy <u>(3)</u>	\$ 5.31					05/03/2007	05/03/2017	Common Stock	9,000	
Phantom Shares	<u>(4)</u>					<u>(5)</u>	<u>(5)</u>	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>	<u>(5)</u>	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>	<u>(5)</u>	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>	<u>(5)</u>	Common Stock	6,000	

Reporting Owners

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

BYRNES BRUCE L
221 EAST FOURTH STREET X
CINCINNATI 45202

Signatures

Christopher J. Wilson by Power of Attorney for Bruce L.
Byrnes

08/02/2011

____Signature of Reporting Person

Date

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).

On May 3, 2011, each of the Company's non-employee directors was granted 12,110 restricted shares under the 2007 Stock Option Plan for Non-Employee Directors. It was subsequently determined that the number of full value shares available to be granted under the

 - (1) above-referenced plan was insufficient to grant that number of shares to each non-employee director. Accordingly, the Company's board of directors determined that each non-employee director would rescind 2,270 of the previously granted shares to stay within plan limits for full value shares.
 - (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 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.