

WILSON CHRISTOPHER J
 Form 4
 February 27, 2012

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WILSON CHRISTOPHER J

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 221 EAST FOURTH STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/24/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP, General Counsel

CINCINNATI, OH 45202

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

(City) (State) (Zip)

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)
				(A) or (D) Code V Amount (D) Price			
Common Stock					100,000	I	By Trustee of Executive Deferred Compensation Plan
Common Stock	02/24/2012		M	18,607 A \$ 3.48	335,947	D	
Common Stock	02/24/2012		S	18,607 D \$ 3.83	317,340	D	
Common Stock	02/24/2012		M	1,393 A \$ 3.48	318,733	D	

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Common Stock 02/24/2012 S 1,393 D \$ 3.77 317,340 D

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

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(9-02)

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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number of Shares
Option to Buy <u>(1)</u>	\$ 5.655					12/04/2004 12/04/2013	Common Stock 51,
Option to Buy <u>(1)</u>	\$ 3.7					12/03/2004 12/03/2014	Common Stock 75,
Option to Buy <u>(1)</u>	\$ 3.995					12/01/2005 12/01/2015	Common Stock 77,
Option to Buy <u>(1)</u>	\$ 4.735					12/08/2007 12/08/2016	Common Stock 100
Option to Buy <u>(2)</u>	\$ 4.91					12/07/2008 12/07/2017	Common Stock 100
Common Stock <u>(2)</u>	\$ 1.39					01/30/2010 01/30/2019	Common Stock 50,
Option to Buy <u>(2)</u>	\$ 2.91					01/29/2011 01/29/2020	Common Stock 206
Stock Appreciation Right <u>(3)</u>	\$ 2.54					12/07/2011 12/07/2020	Common Stock 176
Option to Buy <u>(1)</u>	\$ 3.48	02/24/2012		M	18,607	12/05/2003 12/05/2012	Common Stock 18,
Option to Buy <u>(1)</u>	\$ 3.48	02/24/2012		M	1,393	12/05/2003 12/05/2012	Common Stock 1,3

