

ROSS BRIAN A  
Form 4  
June 15, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ROSS BRIAN A

(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)  
06/11/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
Chief Operating Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D) Price  |   |  |                                   |
| Common Stock                    |                                      |  |                                |   | 727.692   | I  | By 401k Plan                      |
| Common Stock                    |                                      |  |                                |   | 2,000   | I  | By IRA                            |
| Common Stock                    |                                      |  |                                |   | 1,758   | I  | By Children                       |
| Common Stock                    | 06/11/2010                           |  | G V                            | 6,000 D \$ 0  | 402,536   | D  |                                   |
| Common Stock                    | 06/11/2010                           |  | G V                            | 3,500 D \$ 0  | 399,036   | D  |                                   |

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|              |            |   |   |        |   |         |         |   |
|--------------|------------|---|---|--------|---|---------|---------|---|
| Common Stock | 06/11/2010 | G | V | 850    | D | \$ 0    | 398,186 | D |
| Common Stock | 06/11/2010 | S |   | 25,000 | D | \$ 3.22 | 373,186 | D |
| Common Stock | 06/11/2010 | S |   | 25,000 | D | \$ 3.23 | 348,186 | D |
| Common Stock | 06/11/2010 | M |   | 20,000 | A | \$ 1.67 | 368,186 | D |
| Common Stock | 06/11/2010 | S |   | 20,000 | D | \$ 3.22 | 348,186 | D |

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

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SEC 1474  
(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) | 8. An        |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        |
| Option to Buy <sup>(1)</sup>               | \$ 22.8438   |                                      |  |                                |   | 01/03/2002   | 01/03/2011  | Common Stock |
| Option to Buy                              | \$ 16.425  |                                      |  |                                |   | 09/05/2002   | 09/05/2011  | Common Stock |
| Option to Buy                              | \$ 9.645   |                                      |  |                                |   | 12/04/2002   | 12/04/2011  | Common Stock |
| Option to Buy                              | \$ 3.48  |                                      |  |                                |   | 12/05/2003   | 12/05/2012  | Common Stock |
| Option to Buy                              | \$ 5.655   |                                      |  |                                |   | 12/04/2004   | 12/04/2013  | Common Stock |
| Option to Buy                              | \$ 5.57  |                                      |  |                                |   | 01/29/2005   | 01/29/2014  | Common Stock |
| Option to Buy                              | \$ 3.7   |                                      |  |                                |   | 12/03/2005   | 12/03/2014  | Common Stock |
|  | \$ 3.995   |                                      |  |                                |   | 12/01/2005   | 12/01/2015  |              |

|   |          |            |  |   |        |                           |            |              |   |
|---|----------|------------|--|---|--------|---------------------------|------------|--------------|---|
| Option to Buy                           |          |            |  |   |        |                           |            | Common Stock |   |
| Option to Buy                           | \$ 4.735 |            |  |   |        | 12/08/2007                | 12/08/2016 | Common Stock | 2 |
| Option to Buy <sup>(1)</sup>            | \$ 4.91  |            |  |   |        | 12/07/2008                | 12/07/2017 | Common Stock | 2 |
| Option to Buy <sup>(1)</sup>            | \$ 1.67  |            |  |   |        | 12/05/2009                | 12/05/2018 | Common Stock | 3 |
| Option to Buy <sup>(1)</sup>            | \$ 1.39  |            |  |   |        | 01/30/2010                | 01/30/2019 | Common Stock | 6 |
| Stock Appreciation Right <sup>(2)</sup> | \$ 1.39  |            |  |   |        | 01/30/2010                | 01/30/2019 | Common Stock | 1 |
| Option to Buy <sup>(1)</sup>            | \$ 2.91  |            |  |   |        | 01/29/2011                | 01/29/2020 | Common Stock | 6 |
| Option to Buy                           | \$ 1.67  | 06/11/2010 |  | M | 20,000 | 12/05/2009 <sup>(3)</sup> | 12/05/2018 | Common Stock | 2 |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| ROSS BRIAN A<br>221 EAST FOURTH STREET<br>CINCINNATI 45202 |               |           | Chief Operating Officer |       |

## Signatures

Christopher J. Wilson, Attorney-in-Fact for Brian A. Ross 06/15/2010

        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).

(1) Option shares granted under the Cincinnati Bell Inc. 2007 Long Term Incentive Plan which is a Rule 16b-3 Plan.

(2) Stock Appreciation Right (SAR) granted under the Cincinnati Bell Inc. 2007 Long Term Incentive Plan which is a Rule 16b-3 Plan.

(3) 28% of these options became exercisable on December 5, 2009. Thereafter, the options continued to vest at the rate of 3% per month on the 5th day of each month.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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