

CASSIDY JOHN F  
Form 4  
February 04, 2013

**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 \*  
CASSIDY JOHN F

(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)  
01/31/2013

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					48,681.062	I	By 401k Plan
Common Stock <sup>(1)</sup>	01/31/2013		A	149,265	\$ 4.75	A	
Common Stock <sup>(2)</sup>	01/31/2013		F	70,976	\$ 4.75	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)

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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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Am Num Sha
Option to Buy <sup>(3)</sup>	\$ 5.655					12/04/2004 12/04/2013	Common Stock 80
Option to Buy <sup>(3)</sup>	\$ 3.7					12/03/2005 12/03/2014	Common Stock 66
Option to Buy <sup>(3)</sup>	\$ 3.995					12/01/2005 12/01/2015	Common Stock 42
Option to Buy <sup>(3)</sup>	\$ 3.49					01/27/2007 01/27/2016	Common Stock 85
Option to Buy <sup>(3)</sup>	\$ 4.735					12/08/2007 12/08/2016	Common Stock 57
Option to Buy <sup>(4)</sup>	\$ 4.91					12/07/2008 12/07/2017	Common Stock 55
Option to Buy <sup>(4)</sup>	\$ 1.67					12/05/2009 12/05/2018	Common Stock 68
Option to Buy <sup>(4)</sup>	\$ 2.91					01/29/2011 01/29/2020	Common Stock 30
Stock Appreciation Right <sup>(5)</sup>	\$ 2.91					01/29/2011 01/29/2020	Common Stock 30
Stock Appreciation Right <sup>(5)</sup>	\$ 2.85					01/28/2012 01/28/2021	Common Stock 78
Option to Buy <sup>(4)</sup>	\$ 3.4	01/31/2013		A	329,545	01/31/2013 01/27/2022	Common Stock 32

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CASSIDY JOHN F 221 EAST FOURTH STREET CINCINNATI 45202	X			

## Signatures

Christopher J. Wilson by Power of Attorney for John F.  
Cassidy

02/04/2013

\_\_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) Common shares issued upon vesting of performance units granted under the Cincinnati Bell Inc. 2007 Long Term Incentive Plan, which is a Rule 16b-3 plan.
  - (2) Surrender of common shares to cover tax liabilities upon vesting of performance units.
  - (3) Option shares granted under the Cincinnati Bell Inc. 1997 Long Term Incentive Plan which is a Rule 16b-3 Plan.
  - (4) Option shares granted under the Cincinnati Bell Inc. 2007 Long Term Incentive Plan which is a Rule 16b-3 Plan.
  - (5) Stock Appreciation Right (SAR) granted under the Cincinnati Bell Inc. 2007 Long Term Incentive Plan which is a Rule 16b-3 Plan.
- On January 27, 2012, the reporting person was granted an option to purchase 659,091 shares of common stock. The option vests in three
- (6) annual installments based on the Company's satisfaction of certain performance criteria for each of the fiscal years ending December 31, 2012, 2013 and 2014. The performance criteria for 2012 were met, resulting in vesting of the option as to 329,545 shares.

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.