WILSON CHRISTOPHER J

Form 4 May 18, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

Symbol

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

WILSON CHRISTOPHER J

		CI	CINCINNATI BELL INC [CBB]				(Check all applicable)				
(Last) (First) (Middle) 221 EAST FOURTH STREET			3. Date of Earliest Transaction (Month/Day/Year) 05/14/2010				Director 10% Owner X Officer (give title Other (specify below) VP, General Counsel				
CINCINN	(Street) ATI, OH 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) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deemed Execution Date any (Month/Day/Ye	Code	(A) or		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					(- /		100,000	I	By Trustee of Executive Deferred Compensation Plan		
Common Stock (1)	05/14/2010		M	11,352	A	\$ 1.39	154,705	D			
Common Stock (2)	05/14/2010		F	6,872	D	\$ 3.49	147,833	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)

$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amor Numl Share
Option to Buy $\frac{(3)}{}$	\$ 22.8438						01/01/2002	01/02/2011	Common Stock	7,2
Option to Buy $\frac{(3)}{}$	\$ 16.42						09/05/2002	09/05/2011	Common Stock	1,0
Option to Buy $\frac{(3)}{}$	\$ 9.645						12/04/2002	12/04/2011	Common Stock	7,4
Option to Buy $\frac{(3)}{}$	\$ 3.48						12/05/2003	12/05/2012	Common Stock	20,
Option to Buy $\frac{(3)}{}$	\$ 5.655						12/04/2004	12/04/2013	Common Stock	51,
Option to Buy $\frac{(3)}{}$	\$ 3.7						12/03/2004	12/03/2014	Common Stock	75,
Option to Buy $\frac{(3)}{}$	\$ 3.995						12/01/2005	12/01/2015	Common Stock	77,
Option to Buy $\frac{(3)}{}$	\$ 4.735						12/08/2007	12/08/2016	Common Stock	100
Option to Buy (4)	\$ 4.91						12/07/2008	12/07/2017	Common Stock	100
Option to Buy (4)	\$ 1.67						12/05/2009	12/05/2018	Common Stock	210
Option to Buy (4)	\$ 1.39						01/30/2010	01/30/2019	Common Stock	74,
Stock Appreciation Right (5)	\$ 1.39						01/30/2010	01/30/2019	Common Stock	126
Option to Buy (4)	\$ 2.91						01/29/2011	01/29/2020	Common Stock	206

Stock

Appreciation \$ 1.39 05/14/2010 M 11,352

11,352 01/30/2010 01/30/2019

Common Stock

11,

Right

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WILSON CHRISTOPHER J 221 EAST FOURTH STREET CINCINNATI, OH 45202

VP, General Counsel

Signatures

Reporting Person

Christopher J.

Wilson 05/18/2010

**Signature of 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 exercise of Stock Appreciation Right (SAR).
- (2) Surrender of common shares to pay exercise price and tax liability upon exercise of Stock Appreciation Right (SAR).
- (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.

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.

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