

CINCINNATI BELL INC  
Form 8-K  
August 13, 2008

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934  
Date of Report: August 12, 2008  
CINCINNATI BELL INC.  
(Exact name of registrant as specified in its charter)**

Ohio	1-8519	31-1056105
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)
221 East Fourth Street Cincinnati, Ohio (Address of principal executive offices)		45202 (Zip Code)

Registrant's telephone number, including area code: (513) 397-9700

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Cincinnati Bell Inc.**

**Section 1 Registrant's Business and Operations**

**Item 1.01 Amendment of a Material Definitive Agreement.**

**Third Amendment to Credit Agreement**

On August 12, 2008, Cincinnati Bell Inc. (the Company) amended its Credit Agreement originally dated as of February 16th, 2005 among the Company, as Borrower, certain of its subsidiaries as more specifically set forth therein as Guarantors, the Lenders party thereto, Bank of America, N.A., as Administrative Agent and an L/C Issuer, and PNC Bank, National Association, as Swingline Lender and an L/C Issuer, (as previously amended, the Credit Agreement) pursuant to a Third Amendment to Credit Agreement dated as of August 12, 2008 among the Company, the Guarantors signatories thereto, the Lenders party thereto, Bank of America, N.A., Administrative Agent and Lender, and PNC Bank, National Association, as Swingline Lender and Lender (the Third Amendment). The Third Amendment amends various provisions within the Credit Agreement so that the Company may engage in up to \$75 million in sale-leaseback transactions with the Company's data center facilities. The Third Amendment also amends various provisions to permit a revolving equipment and inventory financing facility up to \$30 million, with a corresponding decrease in the Credit Agreement's permitted purchase money indebtedness basket from \$100 million to \$70 million.

A copy of the Third Amendment is attached to this Current Report as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 The Third Amendment to the Credit Agreement, dated as of August 12, 2008, among Cincinnati Bell Inc., as Borrower, the Guarantors signatories thereto, the Lenders party thereto, Bank of America, N.A., as Administrative Agent and Lender, and PNC Bank, National Association, as Swingline Lender and Lender.

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**Cincinnati Bell Inc.**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**CINCINNATI BELL INC.**

By: /s/ Christopher J. Wilson  
Christopher J. Wilson  
Vice President, General Counsel &  
Secretary

Date: August 13, 2008

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<b>Exhibit No.</b>	<b>Exhibit</b>
99.1	The Third Amendment to the Credit Agreement, dated as of August 12, 2008, among Cincinnati Bell Inc., as Borrower, the Guarantors signatories thereto, the Lenders party thereto, Bank of America, N.A., as Administrative Agent and Lender, and PNC Bank, National Association, as Swingline Lender and Lender.