WILSON CHRISTOPHER J

Form 4

November 15, 2011

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

OMB Number:

5. Relationship of Reporting Person(s) to

3235-0287

0.5

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

OMB APPROVAL

Section 16.

Estimated average burden hours per response...

Form 4 or Form 5 obligations may continue.

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

Issuer

237,033

D

See Instruction

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 *

11/11/2011

Stock (2)

WILSON CHRISTOPHER J

	CINCINNATI BELL INC [CBB]					BB]	(Check all applicable)				
(Last) 221 EAST	(Month	3. Date of Earliest Transaction (Month/Day/Year) 11/11/2011				Director 10% Owner Selective 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)	(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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price			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)	11/11/2011		A	22,705	A	\$ 1.39	251,338	D			
Common	11/11/2011		F	14 305	D	\$	237 033	D			

14,305 D

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

F

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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)

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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) 3A. Deemed Code Code Code Securities (Instr. 8) Code Or Disposed (D) (Instr. 3, 4, and 5)		rative rities ired (A) sposed of . 3, 4,	6. Date Exercise Expiration Date (Month/Day/Y	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 $\frac{(3)}{}$	\$ 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 Right (6)	\$ 2.54						12/07/2011	12/07/2020	Common Stock	176
	\$ 1.39	11/11/2011		M		22,705	01/30/2010	01/30/2019		22,

Stock Common Appreciation Stock Right (5)

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

Christopher J.

Wilson 11/15/2011

**Signature of Date
Reporting Person

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) 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 exercise price and tax liabilities upon exercise of 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-settled Stock Appreciation Right (SAR) granted under the Cincinnati Bell Inc. 2007 Long Term Incentive Plan which is a Rule 16b-3 Plan.
- (6) Cash-settled Stock Appreciation Right (SAR) granted under the Cincinnati Bell Inc. 2007 Long Term Incentive Plan which is a Rule 16b-3 Plan.

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