

CINCINNATI BELL INC  
Form 4  
January 04, 2007

**FORM 4**

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

OMB APPROVAL

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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 \*  
**SHARROCK DAVID B**

(Last) (First) (Middle)

221 EAST FOURTH STREET

(Street)

CINCINNATI, OH 45202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**CINCINNATI BELL INC [CBB]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**01/03/2007**

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 Ownership (Instr. 4)
Common Stock				(A) or (D) Price	6,802	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)**

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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)	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 Securities (Instr. 3 and 4)	8. D S (	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Buy <sup>(4)</sup>	\$ 5.228					04/17/1995 04/17/2005	Common Stock	4,000	
Option to Buy <sup>(4)</sup>	\$ 10.347					04/22/1996 04/22/2006	Common Stock	4,000	
Option to Buy <sup>(4)</sup>	\$ 11.65					04/28/1997 04/28/2007	Common Stock	4,000	
Option to Buy <sup>(4)</sup>	\$ 16.125					04/27/1998 04/27/2008	Common Stock	4,000	
Option to Buy <sup>(4)</sup>	\$ 22.4375					04/26/1999 04/26/2009	Common Stock	9,000	
Option to Buy <sup>(4)</sup>	\$ 29.0938					04/19/2000 04/19/2010	Common Stock	9,000	
Option to Buy <sup>(5)</sup>	\$ 22.8438					01/02/2001 01/02/2011	Common Stock	3,250	
Option to Buy <sup>(4)</sup>	\$ 24.915					04/30/2001 04/30/2011	Common Stock	9,000	
Option to Buy <sup>(4)</sup>	\$ 6.69					04/29/2002 04/29/2012	Common Stock	9,000	
Option to Buy <sup>(4)</sup>	\$ 4.51					04/29/2003 04/29/2013	Common Stock	9,000	
Option to Buy <sup>(4)</sup>	\$ 4.245					04/23/2004 04/23/2014	Common Stock	9,000	
Option to Buy <sup>(4)</sup>	\$ 3.87					04/29/2005 04/29/2015	Common Stock	9,000	
Option to Buy <sup>(4)</sup>	\$ 4.195					04/28/2006 04/28/2016	Common Stock	9,000	
Phantom Shares <sup>(1)</sup>	<sup>(2)</sup>					<sup>(3)</sup> <sup>(3)</sup>	Common Stock	6,000	
Phantom Shares <sup>(1)</sup>	<sup>(2)</sup>					<sup>(3)</sup> <sup>(3)</sup>	Common Stock	6,000	
	<sup>(2)</sup>	01/03/2007		A	6,000	<sup>(3)</sup> <sup>(3)</sup>		6,000	

Phantom  
Shares <sup>(1)</sup>Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHARROCK DAVID B 221 EAST FOURTH STREET CINCINNATI, OH 45202			X	

## Signatures

Christopher J. Wilson, Attorney-in-fact for David B.  
Sharrock

01/04/2007

\_\_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) Phantom shares granted under the Cincinnati Bell Inc. Deferred Compensation Plan for Outside Directors, which is a Rule 16b-3 Plan.
- (2) One for one conversion.
- (3) Phantom shares are payable in cash following retirement or termination of the reporting person's employment/affiliation with the Company.
- (4) Option shares granted under the 1997 Stock Option Plan for Non-Employee Directors which is a Rule 16b-3 Plan.  
Option shares granted under the 1997 Stock Option Plan for Non-Employee Directors which is a Rule 16b-3 Plan. Under the terms of the
- (5) 1997 Stock Option Plan for Non-Employee Directors which is a Rule 16b-3 Plan, reporting person elected to defer a percentage of his annual retainer fee and per meeting fees in exchange for options.
- (6) Phantom shares are valued at the fair market value of the Issuer's common stock price on the date of grant.

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.