

CINCINNATI BELL INC  
Form 8-K  
September 13, 2016

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

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FORM 8-K

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CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report: September 13, 2016

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CINCINNATI BELL INC.  
(Exact Name of Registrant as Specified in its Charter)

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Ohio                                      001-8519      31-1056105  
(State or other jurisdiction (Commission (IRS Employer  
of incorporation)                      File Number) Identification No.)

221 East Fourth Street  
Cincinnati, OH 45202  
(Address of Principal Executive Office)

Registrant's telephone number, including area code: (513) 397-9900

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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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Item 8.01 Other Events

On September 13, 2016, Cincinnati Bell Inc. (the “Company”) issued a press release announcing the intention to offer \$425 million aggregate principal amount of its senior notes due 2024 (the “Notes”) in a private offering, subject to market and other conditions. The Notes will be guaranteed, jointly and severally, on a senior unsecured basis, by certain of the Company’s existing and future domestic subsidiaries. A copy of the press release is attached hereto as Exhibit 99.1.

The Notes and the related guarantees will not be registered under the Securities Act of 1933, as amended, or the securities laws of any state or other jurisdiction, and, unless so registered, may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.

On September 13, 2016, the Company issued a press release announcing the commencement of an offer to purchase for cash (the “Offer”) any and all of its outstanding 8.375% Senior Notes due 2020 (CUSIP No. 171871AN6). The Offer is being made upon the terms and conditions set forth in the Offer to Purchase dated September 13, 2016 (the “Offer to Purchase”), and in the related Letter of Transmittal and the related Notice of Guaranteed Delivery. The Offer will expire at 5:00 p.m. New York City time, on September 19, 2016, unless extended or earlier terminated as described in the Offer to Purchase. A copy of the press release is attached hereto as Exhibit 99.2.

This report does not constitute an offer to sell, or a solicitation of an offer to buy, any security. No offer, solicitation, or sale will be made in any jurisdiction in which such an offer, solicitation, or sale would be unlawful.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

| Exhibit No. | Description                            |
|-------------|--|
| 99.1        | Press Release dated September 13, 2016 |
| 99.2        | Press Release dated September 13, 2016 |

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SIGNATURES

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.

Date: September 13, 2016 By: /s/ Christopher J. Wilson  
Christopher J. Wilson  
Vice President, General Counsel and Secretary

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EXHIBIT INDEX

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