

CINCINNATI BELL INC
Form DEFA14A
June 17, 2016

SCHEDULE 14A
(RULE 14a-101)
INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION
PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE SECURITIES
EXCHANGE ACT OF 1934

Filed by the Registrant ☒ Filed by a Party other than the Registrant ☐

Check the appropriate box:

- ☐ Preliminary Proxy Statement
 - ☐ Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
 - ☐ Definitive Proxy Statement
 - ☒ Definitive Additional Materials
 - ☐ Soliciting Material Pursuant to Section 240.14a-11c or Section 240.14a-12
- Cincinnati Bell Inc.
(Name of Registrant as Specified In Its Charter)
(Name of Person(s) Filing Proxy Statement if other than the Registrant)
Payment of Filing Fee (Check the appropriate box):
☒ No fee required.
☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- (1) Title of each class of securities to which transaction applies:
- (2) Aggregate number of securities to which transaction applies:
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
- (4) Proposed maximum aggregate value of transaction:
- (5) Total fee paid:

☐ Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:
 - (2) Form, Schedule or Registration Statement No.:
 - (3) Filing Party:
 - (4) Date Filed:
-

*** Exercise Your Right to Vote ***

Important Notice Regarding the Availability of Proxy Materials for the
Special Meeting of Shareholders to Be Held on August 2, 2016.

Meeting Information

CINCINNATI BELL INC.

Meeting Type: Special
Meeting
For holders as of: June 6,
2016
Date: August 2, Time: 9:30
2016 AM EDT
Location: Cincinnati
Bell Inc.
Corporate
Headquarters
221 East
Fourth Street,
7th Floor
Cincinnati,
Ohio
45202

You are receiving this
communication because you
hold shares in the company
named above.

CINCINNATI BELL INC.
ATTN: CHRISTOPHER J.
WILSON
221 EAST FOURTH
STREET, 103-1090
CINCINNATI, OH
45202-2301

This is not a ballot. You
cannot use this notice to vote
these shares. This
communication presents only
an overview of the more
complete proxy materials that
are available to you on the
Internet. You may view the
proxy materials online at
www.proxyvote.com or easily
request a paper copy (see
reverse side).

We encourage you to access
and review all of the
important information
contained in the proxy
materials before voting.

See the reverse side of this
notice to obtain proxy
materials and voting
instructions.

- Before You Vote -

How to Access the Proxy Materials

Proxy Materials Available to VIEW or
RECEIVE:

PROXY

STATEMENT

How to View Online:

Have the information that is printed in the
box marked by the arrow à XXXX XXXX
XXXX XXXX (located on the following
page) and visit: www.proxyvote.com.

How to Request and Receive a PAPER
or E-MAIL Copy:

If you want to receive a paper or e-mail
copy of these documents, you must request
one. There is NO charge for requesting a
copy. Please choose one of the following
methods to make your request:

1) BY INTERNET:

www.proxyvote.com

2) BY

TELEPHONE: 1-800-579-1639

3) BY E-MAIL*:

sendmaterial@proxyvote.com

* If requesting materials by e-mail, please
send a blank e-mail with the information
that is printed in the box marked by the
arrow à XXXX XXXX XXXX XXXX
(located on the following page) in the
subject line.

Requests, instructions and other inquiries
sent to this email address will NOT be
forwarded to your investment advisor.
Please make the request as instructed above
on or before July 19, 2016 to facilitate
timely delivery.

- How To Vote -

Please Choose One of the Following Voting Methods

Vote In Person:

Many shareholder
meetings have
attendance
requirements
including, but not
limited to, the

possession of an
attendance ticket
issued by the entity
holding the meeting.

Please check the
meeting materials
for any special
requirements for
meeting attendance.

At the meeting, you
will need to request
a ballot to vote these
shares.

Vote By Internet: To
vote now by
Internet, go to
www.proxyvote.com.

Have the
information that is
printed in the box
marked by the arrow
à XXXX XXXX
XXXX XXXX

(located on the
following page)
available and follow
the instructions.

Vote By Mail: You
can vote by mail by
requesting a paper
copy of the
materials, which will
include a proxy card.

Voting Items

The Board of Directors
Recommends that you
vote FOR Proposals 1
and 2.

1. To authorize the Board of Directors to effect, in its discretion, a reverse stock split of the outstanding and treasury Common Shares of Cincinnati Bell, at a reverse stock split ratio of 1-for-5.
2. To approve a corresponding amendment to the Company's Amended and Restated Articles of Incorporation to effect the reverse stock split and to reduce proportionately the total number of Common Shares that Cincinnati Bell Inc. is authorized to issue, subject to the Board of Directors' authority to abandon such amendment.

NOTE: Such other
business as may
properly come
before the
meeting or any
adjournment or
postponement
thereof.