

CyrusOne Inc.
Form SC 13D/A
December 31, 2015

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

SCHEDULE 13D/A
Under the Securities Exchange Act of 1934

(Amendment No. 5)

CyrusOne Inc.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

23283R100

(CUSIP Number)

Christopher J. Wilson, Esq.
Vice President, General Counsel and Secretary
Cincinnati Bell Inc.
221 East Fourth Street
Cincinnati, Ohio 45202
(513) 397-9900

Copies to:

William V. Fogg, Esq.
Cravath, Swaine & Moore LLP
Worldwide Plaza
825 Eighth Avenue
New York, New York 10019
(212) 474-1000

(Name, Address and Telephone Number of Person Authorized to
Receive Notices and Communications)

December 31, 2015

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §§240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act.

CUSIP No. 23283R100

1 Names of Reporting Persons

CINCINNATI BELL INC.
 Check the Appropriate Box
 if a Member of a Group (See
 2 Instructions)
 (a)
 (b)
 SEC Use Only

3
 4 Source of Funds (See
 Instructions)

OO
 Check if Disclosure of Legal
 Proceedings Is Required
 Pursuant to Items 2(d) or
 5 2(e)

6 Citizenship or Place of
 Organization

OHIO
 Sole Voting Power
 7

Number of
 Shares Beneficially
 8 Owned By

Shared Voting Power
 6,886,835*
 Sole Dispositive Power

Each Reporting
 Person 9

With 10
 Shared Dispositive Power

6,886,835*
 Aggregate Amount
 Beneficially Owned by Each
 Reporting Person

11
 12 6,886,835*
 Check if the Aggregate
 Amount in Row (11)
 Excludes Certain Shares
 (See Instructions)

13 Percent of Class Represented
by Amount in Row (11)

9.5%

14 Type of Reporting Person
(See Instructions)

CO

* Consists of an aggregate of (i) 540,000 shares of common stock, par value \$0.01 per share ("Common Stock"), of CyrusOne Inc., a Maryland corporation, owned by Data Center Investments Holdco LLC, an indirect wholly owned subsidiary of Cincinnati Bell Inc. and (ii) 6,346,835 shares of Common Stock owned by Data Centers South Holdings LLC, an indirect wholly owned subsidiary of Cincinnati Bell Inc. Cincinnati Bell Inc. is the sole stockholder of Cincinnati Bell Technology Solutions Inc., which is the sole stockholder of Data Center Investments Inc., which is the sole member of Data Center Investments Holdco LLC. Data Center Investments Inc. is also the sole stockholder of Data Centers South Inc., which is the sole member of Data Centers South Holdings LLC. As a result, Cincinnati Bell Inc. exercises investment discretion and control over the shares of Common Stock referenced in clauses (i) and (ii) above.

CUSIP No. 23283R100

Names of Reporting Persons

1 CINCINNATI BELL
 TECHNOLOGY
 SOLUTIONS INC.
 Check the Appropriate Box
 if a Member of a Group (See
 2 Instructions)
 (a)
 (b)
 SEC Use Only
 3

4 Source of Funds (See
 Instructions)

 OO
 Check if Disclosure of Legal
 Proceedings Is Required
 Pursuant to Items 2(d) or
 5 2(e)

6 Citizenship or Place of
 Organization

 DELAWARE
 Sole Voting Power
 7

Number of
 Shares Beneficially
 Owned By Each
 Reporting Person
 9
 With
 10
 Shared Voting Power
 6,886,835*
 Sole Dispositive Power
 Shared Dispositive Power
 6,886,835*

11 Aggregate Amount
 Beneficially Owned by Each
 Reporting Person

12 6,886,835*
 Check if the Aggregate
 Amount in Row (11)
 Excludes Certain Shares
 (See Instructions)

13 Percent of Class Represented
by Amount in Row (11)

9.5%

14 Type of Reporting Person
(See Instructions)

CO

* Consists of an aggregate of (i) 540,000 shares of common stock, par value \$0.01 per share (“Common Stock”), of CyrusOne Inc., a Maryland corporation, owned by Data Center Investments Holdco LLC, an indirect wholly owned subsidiary of Cincinnati Bell Technology Solutions Inc. and (ii) 6,346,835 shares of Common Stock owned by Data Centers South Holdings LLC, an indirect wholly owned subsidiary of Cincinnati Bell Technology Solutions Inc. Cincinnati Bell Technology Solutions Inc. is the sole stockholder of Data Center Investments Inc., which is the sole member of Data Center Investments Holdco LLC. Data Center Investments Inc. is also the sole stockholder of Data Centers South Inc., which is the sole member of Data Centers South Holdings LLC. As a result, Cincinnati Bell Technology Solutions Inc. may be deemed to beneficially own the shares of Common Stock referenced in clauses (i) and (ii) above.

CUSIP No. 23283R100

Names of Reporting Persons

1 DATA CENTER
 INVESTMENTS INC.
 Check the Appropriate Box
 if a Member of a Group (See
 2 Instructions)
 (a)
 (b)
 SEC Use Only

3
 4 Source of Funds (See
 Instructions)

OO
 Check if Disclosure of Legal
 Proceedings Is Required
 Pursuant to Items 2(d) or
 5 2(e)

6 Citizenship or Place of
 Organization

DELAWARE
 Sole Voting Power

7
 Number of
 Shares Beneficially
 Owned By Each
 Reporting Person
 8
 9
 10
 11
 12

Number of Shares Beneficially Owned By Each Reporting Person	8	6,886,835*
With	9	Sole Dispositive Power
	10	Shared Dispositive Power
	11	6,886,835*
	12	Aggregate Amount Beneficially Owned by Each Reporting Person

6,886,835*
 Check if the Aggregate
 Amount in Row (11)
 Excludes Certain Shares
 (See Instructions)

13 Percent of Class Represented
by Amount in Row (11)

9.5%

14 Type of Reporting Person
(See Instructions)

CO

* Consists of an aggregate of (i) 540,000 shares of common stock, par value \$0.01 per share (“Common Stock”), of CyrusOne Inc., a Maryland corporation, owned by Data Center Investments Holdco LLC, a direct wholly owned subsidiary of Data Center Investments Inc. and (ii) 6,346,835 shares of Common Stock owned by Data Centers South Holdings LLC, an indirect wholly owned subsidiary of Data Center Investments Inc. Data Center Investments Inc. is the sole member of Data Center Investments Holdco LLC. Data Center Investments Inc. is also the sole stockholder of Data Centers South Inc., which is the sole member of Data Centers South Holdings LLC. As a result, Data Center Investments Inc. may be deemed to beneficially own the shares of Common Stock referenced in clauses (i) and (ii) above.

CUSIP No. 23283R100

Names of Reporting Persons

1 DATA CENTERS SOUTH
 INC.
 Check the Appropriate Box
 if a Member of a Group (See
 2 Instructions)
 (a)
 (b)
 SEC Use Only

3
 4 Source of Funds (See
 Instructions)

OO
 Check if Disclosure of Legal
 Proceedings Is Required
 Pursuant to Items 2(d) or
 5 2(e)

6 Citizenship or Place of
 Organization

DELAWARE
 Sole Voting Power

7
 Number of
 Shares Beneficially
 Owned By Each
 Reporting Person
 8
 9
 10
 11
 12

Number of Shares Beneficially Owned By Each Reporting Person With	Shared Voting Power	6,346,835*	Sole Dispositive Power
	Shared Dispositive Power	6,346,835*	Aggregate Amount Beneficially Owned by Each Reporting Person

6,346,835*
 Check if the Aggregate
 Amount in Row (11)
 Excludes Certain Shares
 (See Instructions)

13 Percent of Class Represented
by Amount in Row (11)

8.7%

14 Type of Reporting Person
(See Instructions)

CO

* Consists of an aggregate of 6,346,835 shares of common stock, par value \$0.01 per share ("Common Stock"), of CyrusOne Inc., a Maryland corporation, owned by Data Centers South Holdings LLC, a direct wholly owned subsidiary of Data Centers South Inc. As a result, Data Centers South Inc. may be deemed to beneficially own the shares of Common Stock referenced above.

CUSIP No. 23283R100

Names of Reporting Persons

1 DATA CENTER
 INVESTMENTS HOLDCO
 LLC
 Check the Appropriate Box
 if a Member of a Group (See
 2 Instructions)
 (a)
 (b)
 SEC Use Only

3
 4 Source of Funds (See
 Instructions)

OO
 Check if Disclosure of Legal
 Proceedings Is Required
 Pursuant to Items 2(d) or
 5 2(e)

6 Citizenship or Place of
 Organization

DELAWARE
 Sole Voting Power
 7

Number of
 Shares Beneficially
 Owned By Each
 Reporting Person
 8
 540,000*
 Sole Dispositive Power
 9
 With
 10
 540,000*
 Shared Dispositive Power

11 Aggregate Amount
 Beneficially Owned by Each
 Reporting Person

540,000*
 12 Check if the Aggregate
 Amount in Row (11)
 Excludes Certain Shares
 (See Instructions)

13 Percent of Class Represented
by Amount in Row (11)

0.7%

14 Type of Reporting Person
(See Instructions)

OO

* Consists of an aggregate of 540,000 shares of common stock, par value \$0.01 per share, of CyrusOne Inc., a Maryland corporation, owned by Data Center Investments Holdco LLC.

CUSIP No. 23283R100

Names of Reporting Persons

1 DATA CENTERS SOUTH
HOLDINGS LLC
Check the Appropriate Box
if a Member of a Group (See
2 Instructions)
(a)
(b)
SEC Use Only

3
4 Source of Funds (See
Instructions)

OO
Check if Disclosure of Legal
Proceedings Is Required
5 Pursuant to Items 2(d) or
2(e)

6 Citizenship or Place of
Organization

DELAWARE
Sole Voting Power

7
Number of
Shares Beneficially
Owned By Each
Reporting Person
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41
42
43
44
45
46
47
48
49
50
51
52
53
54
55
56
57
58
59
60
61
62
63
64
65
66
67
68
69
70
71
72
73
74
75
76
77
78
79
80
81
82
83
84
85
86
87
88
89
90
91
92
93
94
95
96
97
98
99
100
101
102
103
104
105
106
107
108
109
110
111
112
113
114
115
116
117
118
119
120
121
122
123
124
125
126
127
128
129
130
131
132
133
134
135
136
137
138
139
140
141
142
143
144
145
146
147
148
149
150
151
152
153
154
155
156
157
158
159
160
161
162
163
164
165
166
167
168
169
170
171
172
173
174
175
176
177
178
179
180
181
182
183
184
185
186
187
188
189
190
191
192
193
194
195
196
197
198
199
200
201
202
203
204
205
206
207
208
209
210
211
212
213
214
215
216
217
218
219
220
221
222
223
224
225
226
227
228
229
230
231
232
233
234
235
236
237
238
239
240
241
242
243
244
245
246
247
248
249
250
251
252
253
254
255
256
257
258
259
260
261
262
263
264
265
266
267
268
269
270
271
272
273
274
275
276
277
278
279
280
281
282
283
284
285
286
287
288
289
290
291
292
293
294
295
296
297
298
299
300
301
302
303
304
305
306
307
308
309
310
311
312
313
314
315
316
317
318
319
320
321
322
323
324
325
326
327
328
329
330
331
332
333
334
335
336
337
338
339
340
341
342
343
344
345
346
347
348
349
350
351
352
353
354
355
356
357
358
359
360
361
362
363
364
365
366
367
368
369
370
371
372
373
374
375
376
377
378
379
380
381
382
383
384
385
386
387
388
389
390
391
392
393
394
395
396
397
398
399
400
401
402
403
404
405
406
407
408
409
410
411
412
413
414
415
416
417
418
419
420
421
422
423
424
425
426
427
428
429
430
431
432
433
434
435
436
437
438
439
440
441
442
443
444
445
446
447
448
449
450
451
452
453
454
455
456
457
458
459
460
461
462
463
464
465
466
467
468
469
470
471
472
473
474
475
476
477
478
479
480
481
482
483
484
485
486
487
488
489
490
491
492
493
494
495
496
497
498
499
500
501
502
503
504
505
506
507
508
509
510
511
512
513
514
515
516
517
518
519
520
521
522
523
524
525
526
527
528
529
530
531
532
533
534
535
536
537
538
539
540
541
542
543
544
545
546
547
548
549
550
551
552
553
554
555
556
557
558
559
560
561
562
563
564
565
566
567
568
569
570
571
572
573
574
575
576
577
578
579
580
581
582
583
584
585
586
587
588
589
590
591
592
593
594
595
596
597
598
599
600
601
602
603
604
605
606
607
608
609
610
611
612
613
614
615
616
617
618
619
620
621
622
623
624
625
626
627
628
629
630
631
632
633
634
635
636
637
638
639
640
641
642
643
644
645
646
647
648
649
650
651
652
653
654
655
656
657
658
659
660
661
662
663
664
665
666
667
668
669
670
671
672
673
674
675
676
677
678
679
680
681
682
683
684
685
686
687
688
689
690
691
692
693
694
695
696
697
698
699
700
701
702
703
704
705
706
707
708
709
710
711
712
713
714
715
716
717
718
719
720
721
722
723
724
725
726
727
728
729
730
731
732
733
734
735
736
737
738
739
740
741
742
743
744
745
746
747
748
749
750
751
752
753
754
755
756
757
758
759
760
761
762
763
764
765
766
767
768
769
770
771
772
773
774
775
776
777
778
779
780
781
782
783
784
785
786
787
788
789
790
791
792
793
794
795
796
797
798
799
800
801
802
803
804
805
806
807
808
809
810
811
812
813
814
815
816
817
818
819
820
821
822
823
824
825
826
827
828
829
830
831
832
833
834
835
836
837
838
839
840
841
842
843
844
845
846
847
848
849
850
851
852
853
854
855
856
857
858
859
860
861
862
863
864
865
866
867
868
869
870
871
872
873
874
875
876
877
878
879
880
881
882
883
884
885
886
887
888
889
890
891
892
893
894
895
896
897
898
899
900
901
902
903
904
905
906
907
908
909
910
911
912
913
914
915
916
917
918
919
920
921
922
923
924
925
926
927
928
929
930
931
932
933
934
935
936
937
938
939
940
941
942
943
944
945
946
947
948
949
950
951
952
953
954
955
956
957
958
959
960
961
962
963
964
965
966
967
968
969
970
971
972
973
974
975
976
977
978
979
980
981
982
983
984
985
986
987
988
989
990
991
992
993
994
995
996
997
998
999
1000

13 Percent of Class Represented
by Amount in Row (11)

8.7%

14 Type of Reporting Person
(See Instructions)

OO

* Consists of an aggregate of 6,346,835 shares of common stock, par value \$0.01 per share, of CyrusOne Inc., a Maryland corporation, owned by Data Centers South Holdings LLC.

Explanatory Note

The purpose of this Amendment No. 5 (this “Amendment No. 5”) to the Schedule 13D filed with the U.S. Securities and Exchange Commission (the “SEC”) on February 28, 2014 (the “Original Schedule 13D”), as amended by Amendment No. 1 to the Original Schedule 13D filed with the SEC on June 25, 2014, Amendment No. 2 to the Original Schedule 13D filed with the SEC on April 9, 2015, Amendment No. 3 to the Original Schedule 13D filed with the SEC on July 2, 2015 and Amendment No. 4 to the Original Schedule 13D filed with the SEC on December 14, 2015, is to reflect a change in the percentage of common stock, par value \$0.01 per share (“Common Stock”) of CyrusOne, Inc., a Maryland corporation (the “Issuer”) beneficially owned by the Reporting Persons, (i) as a result of the redemption by Data Center South Holdings LLC (“DCSH”), an indirect wholly owned subsidiary of Cincinnati Bell Inc. (“CBI”), of an aggregate of 6,346,835 common units of limited partnership interest in CyrusOne LP, a Maryland limited partnership, in exchange for an equal number of shares of Common Stock (the “Redemption”) on December 31, 2015 and (ii) based on 72,592,741 shares of Common Stock outstanding (comprised of 66,245,906 shares of Common Stock outstanding as of September 30, 2015 and an aggregate of 6,346,835 shares of Common Stock issued in the Redemption on December 31, 2015). Except as set forth below, all Items of the Original Schedule 13D, as amended, remain unchanged. Capitalized terms used in this Amendment No. 5 and not otherwise defined shall have the respective meanings assigned to such terms in the Original Schedule 13D.

Item 5. Interest in Securities of the Issuer

Item 5 is hereby amended and restated as follows:

Cincinnati Bell Inc.

(a),(b) The information set forth in Rows 7 through 13 of the cover page hereto for CBI is incorporated herein by reference. Amounts include 6,886,835 shares of Common Stock beneficially owned by CBI. The percentage amount set forth in Row 13 on the cover page hereto for CBI is calculated based upon 72,592,741 shares of Common Stock outstanding (comprised of 66,245,906 shares of Common Stock outstanding as of September 30, 2015 and an aggregate of 6,346,835 shares of Common Stock issued in the Redemption on December 31, 2015).

(c) None.

(d) CBI, through its investment discretion and control over the shares of Common Stock owned by Data Center Investments Holdco LLC (“DCIH”) and DCSH, has the power to direct the receipt of dividends relating to, or the disposition of the proceeds of the sale of, all such shares of Common Stock.

(e) Not applicable.

Cincinnati Bell Technology Solutions Inc.

(a),(b) The information set forth in Rows 7 through 13 of the cover page hereto for Cincinnati Bell Technology Solutions Inc. (“CBTS”) is incorporated herein by reference. Amounts include 6,886,835 shares of Common Stock beneficially owned by CBTS. The percentage amount set forth in Row 13 on the cover page hereto for CBTS is calculated based upon 72,592,741 shares of Common Stock outstanding (comprised of 66,245,906 shares of Common Stock outstanding as of September 30, 2015 and an aggregate of 6,346,835 shares of Common Stock issued in the Redemption on December 31, 2015).

(c) None.

(d) CBI, through its investment discretion and control over the shares of Common Stock owned by DCIH and DCSH, has the power to direct the receipt of dividends relating to, or the disposition of the proceeds of the sale of, all such shares of Common Stock.

(e) Not applicable.

Data Center Investments Inc.

(a),(b) The information set forth in Rows 7 through 13 of the cover page hereto for Data Center Investments Inc. (“DCI”) is incorporated herein by reference. Amounts include 6,886,835 shares of Common Stock beneficially owned by DCI. The percentage amount set forth in Row 13 on the cover page hereto for DCI is calculated based upon 72,592,741 shares of Common Stock outstanding (comprised of 66,245,906 shares of Common Stock outstanding as of September 30, 2015 and an aggregate of 6,346,835 shares of Common Stock issued in the Redemption on December 31, 2015).

(c) None.

(d) CBI, through its investment discretion and control over the shares of Common Stock owned by DCIH and DCSH, has the power to direct the receipt of dividends relating to, or the disposition of the proceeds of the sale of, all such shares of Common Stock.

(e) Not applicable.

Data Centers South Inc.

(a),(b) The information set forth in Rows 7 through 13 of the cover page hereto for Data Centers South Inc. (“DCS”) is incorporated herein by reference. Amounts include 6,346,835 shares of Common Stock beneficially owned by DCS. The percentage amount set forth in Row 13 on the cover page hereto for DCS is calculated based upon 72,592,741 shares of Common Stock outstanding (comprised of 66,245,906 shares of Common Stock outstanding as of September 30, 2015 and an aggregate of 6,346,835 shares of Common Stock issued in the Redemption on December 31, 2015).

(c) None.

(d) CBI, through its investment discretion and control over the shares of Common Stock owned by DCSH, has the power to direct the receipt of dividends relating to, or the disposition of the proceeds of the sale of, all such shares of Common Stock.

(e) Not applicable.

DCIH

(a),(b) The information set forth in Rows 7 through 13 of the cover page hereto for DCIH is incorporated herein by reference. Amounts include 540,000 shares of Common Stock owned by DCIH. The percentage amount set forth in Row 13 on the cover page hereto for DCIH is calculated based upon 72,592,741 shares of Common Stock outstanding (comprised of 66,245,906 shares of Common Stock outstanding as of September 30, 2015 and an aggregate of 6,346,835 shares of Common Stock issued in the Redemption on December 31, 2015).

(c) None.

(d) CBI, through its investment discretion and control over the shares of Common Stock owned by DCIH, has the power to direct the receipt of dividends relating to, or the disposition of the proceeds of the sale of, all such shares of Common Stock.

(e) Not applicable.

DCSH

(a),(b) The information set forth in Rows 7 through 13 of the cover page hereto for DCSH is incorporated herein by reference. Amounts include 6,346,835 shares of Common Stock owned by DCSH. The percentage amount set forth in Row 13 on the cover page hereto for DCSH is calculated based upon 72,592,741 shares of Common Stock outstanding (comprised of 66,245,906 shares of Common Stock outstanding as of September 30, 2015 and an aggregate of 6,346,835 shares of Common Stock issued in the Redemption on December 31, 2015).

(c) None.

(d) CBI, through its investment discretion and control over the shares of Common Stock owned by DCSH, has the power to direct the receipt of dividends relating to, or the disposition of the proceeds of the sale of, all such shares of Common Stock.

(e) Not applicable.

Certain of the directors and executive officers named in Item 2 above acquired beneficial ownership of shares of Common Stock through the Issuer's directed share program established in connection with the IPO. To the Reporting Persons' knowledge, such shares represent less than 1% of the issued and outstanding shares of Common Stock in the aggregate and are not included in the percentages beneficially owned by the Reporting Persons. To the Reporting Persons' knowledge, the directors and executive officers named in Item 2 above have sole power to vote or to direct the vote, and to dispose or direct the disposition of, all of the shares of Common Stock that such directors and executive officers beneficially own.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: December 31, 2015

CINCINNATI BELL INC.

By: /s/ Christopher J. Wilson
Name: Christopher J. Wilson
Title: Vice President, General Counsel and Secretary

CINCINNATI BELL TECHNOLOGY SOLUTIONS INC.

By: /s/ Christopher J. Wilson
Name: Christopher J. Wilson
Title: Vice President, General Counsel and Secretary

DATA CENTER INVESTMENTS INC.

By: /s/ Christopher J. Wilson
Name: Christopher J. Wilson
Title: Vice President, General Counsel and Secretary

DATA CENTERS SOUTH INC.

By: /s/ Christopher J. Wilson
Name: Christopher J. Wilson
Title: Vice President, General Counsel and Secretary

DATA CENTER INVESTMENTS HOLDCO LLC

By: /s/ Christopher J. Wilson
Name: Christopher J. Wilson
Title: Vice President, General Counsel and Secretary

DATA CENTERS SOUTH HOLDINGS LLC

By: /s/ Christopher J. Wilson
Name: Christopher J. Wilson
Title: Vice President, General Counsel and Secretary