

Valentine Andre S
 Form 3
 December 09, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Valentine Andre S | | (Month/Day/Year) | CONVERGYS CORP [CVG] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 201 E. 4TH STREET | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP, Finance and Controller | |
| CINCINNATI, OH 45202 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Shares | 13,600 | D | Â |
| Common Shares | 2,667.994 | I | By 401(k) Plan ⁽¹⁾ |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------|---------------------------|---------------------------|---------------|----------------------------|-------------------|---------------------------------------|---|
| Phantom Share | Â ⁽²⁾ | Â ⁽³⁾ | Common Shares | 1,179.418 | \$ ⁽⁴⁾ | D | Â |
| Employee Stock Option | 01/03/2001 ⁽⁵⁾ | 01/03/2010 ⁽⁶⁾ | Common Shares | 3,625 | \$ 29.352 | D | Â |
| Employee Stock Option | 01/03/2002 ⁽⁵⁾ | 01/03/2010 ⁽⁶⁾ | Common Shares | 3,625 | \$ 29.352 | D | Â |
| Employee Stock Option | 01/03/2003 ⁽⁵⁾ | 01/03/2010 ⁽⁶⁾ | Common Shares | 7,250 | \$ 29.352 | D | Â |
| Employee Stock Option | 01/02/2002 ⁽⁵⁾ | 01/02/2011 ⁽⁶⁾ | Common Shares | 5,500 | \$ 43.625 | D | Â |
| Employee Stock Option | 01/02/2003 ⁽⁵⁾ | 01/02/2011 ⁽⁶⁾ | Common Shares | 5,500 | \$ 43.625 | D | Â |
| Employee Stock Option | 01/02/2004 ⁽⁵⁾ | 01/02/2011 ⁽⁶⁾ | Common Shares | 11,000 | \$ 43.625 | D | Â |
| Employee Stock Option | 01/02/2003 ⁽⁵⁾ | 01/02/2012 ⁽⁶⁾ | Common Shares | 5,250 | \$ 36.67 | D | Â |
| Employee Stock Option | 01/02/2004 ⁽⁵⁾ | 01/02/2012 ⁽⁶⁾ | Common Shares | 5,250 | \$ 36.67 | D | Â |
| Employee Stock Option | 01/02/2005 ⁽⁵⁾ | 01/02/2012 ⁽⁶⁾ | Common Shares | 10,500 | \$ 36.67 | D | Â |
| Employee Stock Option | 01/31/2004 ⁽⁵⁾ | 01/31/2013 ⁽⁶⁾ | Common Shares | 829 | \$ 12.55 | D | Â |
| Employee Stock Option | 01/31/2005 ⁽⁵⁾ | 01/31/2013 ⁽⁶⁾ | Common Shares | 829 | \$ 12.55 | D | Â |
| Employee Stock Option | 01/31/2006 ⁽⁵⁾ | 01/31/2013 ⁽⁶⁾ | Common Shares | 1,659 | \$ 12.55 | D | Â |
| Employee Stock Option | 02/25/2004 ⁽⁵⁾ | 02/25/2013 ⁽⁶⁾ | Common Shares | 4,000 | \$ 11.55 | D | Â |
| Employee Stock Option | 02/25/2005 ⁽⁵⁾ | 02/25/2013 ⁽⁶⁾ | Common Shares | 4,000 | \$ 11.55 | D | Â |
| Employee Stock Option | 02/25/2006 ⁽⁵⁾ | 02/25/2013 ⁽⁶⁾ | Common Shares | 8,000 | \$ 11.55 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| | Â | Â | Â SVP, Finance and Controller | Â |

Valentine Andre S
201 E. 4TH STREET
CINCINNATI, OH 45202

Signatures

/s/ Andre S.
Valentine

12/09/2009

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) This number represents the reporting person's shares held in the company's 401(k) plan as of December 7, 2009.
- (2) Immediate.
- (3) Phantom shares are payable in cash following the termination of the reporting person's employment with Convergys.
- (4) Security converts to common stock on a one-for-one basis.
- (5) Option shares granted on various dates under the Convergys 1998 Long Term Incentive Plan, which is a Rule 16b-3 Plan.
- (6) Right to buy.

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.