SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule 13D

Under the Securities Exchange Act of 1934
(Amendment No.1)*

CONVERGYS CORPORATION

(Name of Issuer)

Common Stock
(Title of Class of Securities)

212485106
(CUSIP Number)

Donald J. Wuebbling, Esq.
400 Broadway
Cincinnati, OH 45202
(513) 629-1469
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

February 1, 2001
(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 which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box [_].

Note: See Rule 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 (however, see the Notes).

(Continued on following page(s)

Powered By EDGAR Online 2002. EDGAR Online, Inc.

Powered By EDGAR Online 2002. EDGAR Online, Inc.

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

WASLIC COMPANY II (Waslic) IRS Employer Identification No. 52-1549279

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [X] (b) [_]

3 SEC USE ONLY

4 SOURCE OF FUNDS*

Sale of shares; not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E) [_]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Waslic is a Delaware corporation

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER Waslic - 5,765,278
	8	SHARED VOTING POWER None
	9	SOLE DISPOSITIVE POWER Waslic - 5,765,278
	10	SHARED DISPOSITIVE POWER None

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,242,792 (as a group)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* [_]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

4.69%

14 TYPE OF REPORTING PERSON*

CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

Powered By EDGAR Online ©2002 EDGAR Online, Inc.

Powered By EDGAR Online 2002. EDGAR Online, Inc.

Powered By EDGAR Online 2002. EDGAR Online, Inc.

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

THE WESTERN AND SOUTHERN LIFE INSURANCE COMPANY
(Western-Southern) IRS
Employer Identification No. 31-0487145

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [X] (b) [_]

3 SEC USE ONLY

4 SOURCE OF FUNDS*

Sale of shares; not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E) [_]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

The Western and Southern Life Insurance Company is an Ohio stock life insurance company.

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER Western-Southern - 1,477,514. See Item 5.
	8	SHARED VOTING POWER None
	9	SOLE DISPOSITIVE POWER Western-Southern - 1,477,514. See Item 5.
	10	SHARED DISPOSITIVE POWER None

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,242,792 (as

Powered By EDGAR Online 2002, EDGAR Online, Inc.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* [_]

Powered By EDGAR Online 2002. EDGAR Online, Inc.

Powered By EDGAR Online 2002. EDGAR Online, Inc.

Item 1. Security and Issuer

Item 1 is supplemented and amended to read in its entirety as follows:

This amendment to Schedule 13D relates to the Common Stock without par value ("Convergys Common Stock"), of Convergys Corporation, an Ohio corporation, (the "Issuer"). The address of the principal executive offices of the Issuer is 201 E. Fourth Street, Cincinnati, Ohio 45201.

Item 2. Identity and Background

Item 2 is supplemented and amended to read in its entirety as follows:

(a), (b) and (c) This statement is being filed by Waslic Company II, a Delaware corporation ("Waslic"), the principal business and offices of which are located at 802 West Street, Wilmington, Delaware 19801 and, by The Western and Southern Life Insurance Company ("Western-Southern"), an Ohio stock life insurance company, the principal business and offices of which are located at 400 Broadway, Cincinnati, Ohio 45202. Waslic is a wholly owned investment company subsidiary of Western-Southern. Western-Southern operates as a life insurance company and is licensed as such in 43 states and the District of Columbia. Funds to make new investments are obtained from revenues. Any further references to Western-Southern in this Schedule 13D will include Waslic unless the context indicates otherwise.

A list of the names, including business addresses and present principal occupation of the directors and executive officers of Western-Southern is attached hereto as Exhibit A.

(d) During the last five years Western-Southern has not been, and to the best knowledge of Western-Southern none of the persons whose names are set forth in Exhibit A have been, convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

(e) During the last five years Western-Southern has not been, and to the best knowledge of Western-Southern none of the persons whose names are set forth in Exhibit A were, a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Powered By EDGAR Online 2002. EDGAR Online, Inc.

(f) To the best knowledge of Western-Southern, all of the persons whose

Powered By EDGAR Online 2002. EDGAR Online, Inc.

Powered By EDGAR Online 2002. EDGAR Online, Inc.

Item 5. Interest in Securities of the Issuer

Item 5 is supplemented and amended to read in its entirety as follows:

(a) Western-Southern and Waslic beneficially own in the aggregate 7,242,792 shares of Convergys Common Stock. This position represents 4.69% of all of the Convergys Common Stock outstanding.

(b) Western-Southern has sole power to vote or to direct the vote and sole power to dispose of or direct the disposition of an aggregate of 7,242,792 shares of Convergys Common Stock, consisting of 5,765,278 shares beneficially owned by Waslic and 1,477,514 shares beneficially owned by Western-Southern (which amount also includes 285,714 shares held by Western-Southern Foundation, Inc. ("W-S Foundation"), which is controlled by Western-Southern and is organized exclusively for charitable, religious, educational, and scientific purposes, including, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and 3,800 shares held on behalf of third parties by Fort Washington Investment Advisors, Inc., an affiliated investment adviser that provides services to Western-Southern, W-S Foundation and certain other affiliated companies, as well as third party institutional and individual clients).

(c) No shares of Convergys Common Stock have been purchased or otherwise acquired by Western-Southern during the past 60 days, other than as described herein.

(d) Not applicable.

(e) Western-Southern and Waslic ceased to beneficially own in the aggregate 5% or more of the outstanding Convergys Common Stock on February 1, 2001.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

Item 6 is supplemented and amended to read in its entirety as follows:

Western-Southern has no contracts, arrangements, understandings or relationships (legal or otherwise) among the persons named in Item 2 and between such persons and any person with respect to any securities of the Issuer, including but not limited to transfer or voting of any of the securities, finder's fees, joint loan or option arrangements, puts or calls, guaranties of profits, division of profits or loss, or the giving or withholding of proxies

Powered By EDGAR Online 2002 EDGAR Online, Inc.

Powered By EDGAR Online 2002. EDGAR Online, Inc.

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.

February 6, 2001

THE WESTERN AND SOUTHERN LIFE INSURANCE COMPANY

By:

William F. Ledwin, Senior Vice President
and Chief Investment Officer

WASLIC COMPANY II

By:

Daniel F. Lindley, President

Powered By EDGAR Online 2002. EDGAR Online, Inc.

Exhibit A

The following table sets forth information concerning the directors of Western-Southern:

Name	Principal Occupation	Business Address
John F. Barrett	President and Chief Executive Officer, Western-Southern	*
Donald A. Bliss	Formerly Chief Executive Officer, Northwestern Bell and Vice President, U.S. West Communications	10892 E. Fanfol Lane Scottsdale, Arizona 85259
James N. Clark	Secretary, Western-Southern	*
Dr. Lawrence C. Hawkins	Owner, The LCH Resource	3909 Reading Road Cincinnati, Ohio 45229
Rev. James E. Hoff, S.J.	President, Xavier University	3800 Victory Parkway Cincinnati, Ohio 45207
Dr. J. Harold Kotte	Formerly President, Cardiology Associates of Cincinnati	*
Carl A. Kroch	Formerly Chairman, Kroch-Brentano Bookstores, Inc.	203 N. LaSalle Street, Suite 2128 Chicago, Illinois 60601
Eugene P. Ruehlmann	Attorney, law firm of Vorys, Sater, Seymour and Pease	Suite 2100, Atrium Two 221 E. 4th Street Cincinnati, Ohio 45202
George H. Walker III	Chairman of the Board, Stifel Financial Corp.	500 N. Broadway St. Louis, IL 63102
Thomas L. Williams	President, North American Properties	212 E. Third Street Suite 300 Cincinnati, Ohio 45202
William J. Williams	Chairman of the Board, Western-Southern	*

*Business address is 400 Broadway, Cincinnati, Ohio 45202.

Powered By EDGAR Online 2002. EDGAR Online, Inc.

The following table sets forth information concerning executive officers of Western-Southern.

Name	Principal Occupation	Business Address
John F. Barrett	President and Chief Executive Officer	*
James N. Clark	Secretary	*
Bryan C. Dunn	Senior Vice President and Chief Marketing Officer	*
Clint D. Gibler	Senior Vice President Technology	*
Noreen J. Hayes	Senior Vice President	*
Carroll R. Hutchinson	Senior Vice President	*
William F. Ledwin	Senior Vice President and Chief Investment Officer, and President of Fort Washington Investment Advisors, Inc.	*
Jill T. McGruder	Senior Vice President	*
J. J. Miller	Senior Vice President	*
Nora E. Moushey	Senior Vice President and Chief Actuary	*
James M. Teeters	Senior Vice President	*
Robert L. Walker	Senior Vice President and Chief Financial Officer	*
William J. Williams	Chairman of the Board	*
Donald J. Wuebbling	Senior Vice President and General Counsel	*

*Business address is 400 Broadway, Cincinnati, Ohio 45202.

Powered By EDGAR Online 2002. EDGAR Online, Inc.

The following table sets forth information concerning the directors of Waslic Company II:

Name	Principal Occupation	Business Address
Wilson J. C. Braun, Jr.	President, J.P. Morgan Trust Company of Delaware	500 Stanton Christiana Road Newark, Delaware 19713
William F. Ledwin	Senior Vice President and Chief Investment Officer, Western-Southern, and President of Fort Washington Investment Advisors, Inc.	400 Broadway Cincinnati, Ohio 45202
Daniel F. Lindley	Senior Vice President and Trust Counsel, U.S. Trust	1300 Market Street, Suite 605 Wilmington, Delaware 19899
Donald J. Wuebbling	Senior Vice President and General Counsel, Western-Southern	400 Broadway Cincinnati, Ohio 45202

The following table sets forth information concerning executive officers of Waslic Company II.

Name	Principal Occupation	Business Address
Daniel F. Lindley President and Secretary	Senior Vice President and Trust Counsel, U.S. Trust	1300 Market Street, Suite 605 Wilmington, Delaware 19899
Wilson J. C. Braun, Jr. Vice President and Treasurer	President, J.P. Morgan Trust Company of Delaware	500 Stanton Christiana Road Newark, Delaware 19713
Janet Young Vice President and Assistant Secretary	Associate, Morgan Guaranty Trust Company	500 Stanton Christiana Road Newark, Delaware 19713
Terence Connelly Vice President and Assistant Secretary	Associate, Morgan Guaranty Trust Company	500 Stanton Christiana Road Newark, Delaware 19713
Patricia Genzel Vice President	Accountant, Belfint, Lyons & Shuman	200 West Ninth Street Plaza Wilmington, Delaware 19899
Christine P. Schiltz Vice President	Attorney, Reed & Smith, L.L.P.	1201 Market Street, Suite 1500 Wilmington, Delaware 19801-0195

Powered By EDGAR Online 2002. EDGAR Online, Inc.

End of Filing

Powered By EDGAR Online 2002. EDGAR Online, Inc.