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CONVERGYS CORP

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FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 02/14/12 for the Period Ending 02/10/12

Address	201 EAST FOURTH STREET CINCINNATI, OH 45202
Telephone	5137237000
CIK	0001062047
Symbol	CVG
SIC Code	7373 - Computer Integrated Systems Design
Industry	Computer Services
Sector	Technology
Fiscal Year	12/31

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FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

OMB APPROVAL
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STATEMENT OF CHANGES IN 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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Ayers Andrea J.	**CONVERGYS CORP [CVG]**	
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	_____ Director _____ 10% Owner
CONVERGYS CORPORATION, 201 EAST FOURTH STREET	**2/10/2012**	__ **X** __ Officer (give title below) _____ Other (specify below) **Senior Vice President**
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
CINCINNATI, OH 45202		_ **X** _ Form filed by One Reporting Person
(City) (State) (Zip)		___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Shares								**8171.661**	**I**	**By 401(k) Plan** (1)
Common Shares	**2/10/2012**		**A**		**19300**	**A**	(2)	**148575**	**D**	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	**$12.79**	**2/10/2012**		**A**		**28948**		(3)	(3)	**Common Shares**	**28948**	**$ 0**	**28948**	**D**	
Employee Stock Option (Right to Buy)	**$12.79**	**2/10/2012**		**A**		**28949**		(3)	(3)	**Common Shares**	**28949**	**$ 0**	**28949**	**D**	

Explanation of Responses:

(1) This number represents the reporting person's shares held in the company's 401(k) plan as of January 7, 2011.

(2) Award of time-based restricted stock units.

(3) The stock options have a two year vesting, 50% on February 10, 2014 and 50% on February 10, 2015.

Reporting Owners

	Relationships

Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Ayers Andrea J. **CONVERGYS CORPORATION** **201 EAST FOURTH STREET** **CINCINNATI, OH 45202**			**Senior Vice President**	

Signatures

/s/ Andrea J. Ayers **2/14/2012**

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

***** If the form is filed by more than one reporting person, *see* Instruction 4(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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.