

**CONVERGYS CORPORATION**  
**Reconciliation of Net Income from Continuing Operations to Adjusted EBITDA**  
*(Unaudited)*

(In millions)	Three Months Ended			Nine Months Ended		
	September 30,		%	September 30,		%
	2016	2015	Change	2016	2015	Change
<b>Income from Continuing Operations, net of tax</b>	<b>\$ 37.7</b>	<b>\$ 57.6</b>	<b>(35)%</b>	<b>\$ 115.5</b>	<b>\$ 125.8</b>	<b>(8)%</b>
Depreciation and Amortization	37.4	41.8	(11)%	114.2	128.7	(11)%
Interest expense	4.6	4.6	— %	13.6	13.9	(2)%
Income tax expense	7.1	(17.0)	NM	25.0	(6.1)	NM
<b>EBITDA (a non-GAAP measure)</b>	<b>\$ 86.8</b>	<b>\$ 87.0</b>	<b>— %</b>	<b>\$ 268.3</b>	<b>\$ 262.3</b>	<b>2 %</b>
Transaction related expenses	1.9	—	100 %	3.1	—	100 %
Integration related expenses	0.8	3.1	(74)%	1.9	7.8	(76)%
<b>Adjusted EBITDA (a non-GAAP measure)</b>	<b>\$ 89.5</b>	<b>\$ 90.1</b>	<b>(1)%</b>	<b>\$ 273.3</b>	<b>\$ 270.1</b>	<b>1 %</b>
<i>EBITDA Margin</i>	<i>11.7%</i>	<i>11.7%</i>		<i>12.4%</i>	<i>11.9%</i>	
<i>Adjusted EBITDA Margin</i>	<i>12.1%</i>	<i>12.1%</i>		<i>12.7%</i>	<i>12.3%</i>	

The Company presents the non-GAAP financial measures EBITDA and Adjusted EBITDA because management uses these measures to monitor and evaluate the performance of the business and believes the presentation of these measures enhances the investors' ability to analyze trends in the business and evaluate the Company's underlying performance relative to other companies in the industry.

These non-GAAP measures should not be considered in isolation or as a substitute for income from continuing operations, net of tax or other income statement data prepared in accordance with GAAP and our presentation of these measures may not be comparable to similarly-titled measures used by other companies. Management uses both these non-GAAP measures and the GAAP measure, income from continuing operations, net of tax, in evaluation of its underlying performance. These non-GAAP measures should be considered supplemental in nature and should not be considered in isolation or be construed as being more important than comparable GAAP measures.