Edgar Filing: CONVERGYS CORP - Form 4

CONVERG Form 4 April 07, 20										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									3 APPROVAL 3235-0287	
Washington, D.C. 20549Check this box if no longer subject to Section 16.STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESForm 4 or Form 5 obligations may continue. See Instruction 1(b).Statement Company Act of 1934, 								Estimated burden hoi response	urs per	
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> ODEEN PHILIP A			2. Issuer Name and Ticker or Trading Symbol CONVERGYS CORP [CVG]			5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) 201 EAST FOURTH STREET			3. Date of Earliest Transaction (Month/Day/Year) 04/06/2009			(Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer (give title <u></u> Other (specify below)				
CINCINNA	4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 						
(City)	(State)	(Zip)	Tal	ole I - Non-l	Derivative	Securities A	Person Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	ed Date, if	3. Transactio Code (Instr. 8) Code V	4. Securi nAcquired Disposed (Instr. 3,	ties (A) or of (D)	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	
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	Perso infor requi	ons who res nation con red to resp ays a curre	or indirectly. spond to the collectained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		

8 E S

(]

Edgar Filing: CONVERGYS CORP - Form 4

	Derivative Security			Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Share	<u>(1)</u>	04/06/2009	А		398.351		(2)	(3)	Common Shares	398.351

Reporting Owners

Reporting Owner Name / Addro	ess	Relationships						
	Director	10% Owner	Officer	Other				
ODEEN PHILIP A 201 EAST FOURTH STREE CINCINNATI, OH 45202	ET X							
Signatures								
/s/ Philip A. Odeen	04/07/2009							
**Signature of Reporting Person	Date							
Explanation of E	Poenon	506'						

Explanation of Responses:

- * 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).
- (1) Security converts to common stock on a one-for-one basis.
- (2) Immediate.

(3) Phantom shares are payable in cash following the date on which the reporting person ceases to be a member of the Board of Directors.

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.