Edgar Filing: CONVERGYS CORP - Form 4

CONVERG Form 4 June 01, 200											
FORN Check th if no lon subject t Section Form 4 d	S SECURITIES AND EXCHANGE COMMISSI Washington, D.C. 20549 F CHANGES IN BENEFICIAL OWNERSHIP (SECURITIES						OMB APPROVAL OMB 3235-028 Number: January 31 Expires: 200 Estimated average burden hours per response 0.				
may con <i>See</i> Instr 1(b).	Form 5 obligations may continue.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										
1. Name and A HAWKINS	2. Issuer Name and Ticker or Trading Symbol CONVERGYS CORP [CVG]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) 201 EAST BOX 1638	3. Date of Earliest Transaction (Month/Day/Year) 05/31/2005					Director 10% Owner XOfficer (give title Other (specify below) below) SVP General Counsel					
Filed				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 			
CINCINNATI, OH 45201				Person					-		
(City)		(Zip)					-	uired, Disposed of,		-	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/D	n Date, if	3. Transactic Code (Instr. 8) Code V	4. Securi on(A) or D (Instr. 3, Amount	ispose 4 and (A) or	d of (D) 5) Price	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)	
Common Shares	05/31/2005			F	2,995	D	\$ 13.475	108,013	D		
Common Shares								2,131.941	Ι	By Trustee of RSP (1)	

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
HAWKINS WILLIAM H II 201 EAST FOURTH STREET PO BOX 1638 CDICDDIATE OU 45201			SVP General Counsel					
CINCINNATI, OH 45201 Signatures								

/s/ William H. 06/01/2005 Hawkins II

**Signature of Reporting Person Date

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) This number represents the reporting person's shares held in the company's 401(k) plan as of May 6, 2005.

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.