

CONVERGYS CORP  
Form 8-K  
January 04, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d) OF**  
**THE SECURITIES EXCHANGE ACT OF 1934**

**DATE OF REPORT** December 31, 2009

(Date of Earliest Event Reported)

**CONVERGYS CORPORATION**

(Exact name of registrant as specified in its charter)

Commission File No. 1-14379

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**Ohio**  
(State of Incorporation)

**31-1598292**  
(I.R.S. Employer

Identification No.)

**201 East Fourth Street, Cincinnati, Ohio**  
(Address of principal executive offices)

**45202**  
(Zip Code)

**Registrant's telephone number, including area code: (513) 723-7000**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Solicitation material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On December 31, 2009, David R. Whitwam resigned from the board of directors of Convergys Corporation (the Company), effective immediately, for personal reasons. He did not resign because of a disagreement with the Company. Mr. Whitwam, a director since 2003, was serving as Chairman of the Compensation and Benefits Committee and a member of the Governance and Nominating Committee and the Executive Committee of the Company.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CONVERGYS CORPORATION

By: /s/ Karen R. Bowman  
Karen R. Bowman  
Senior Vice President General Counsel and  
Corporate Secretary

Dated: January 4, 2010