SECURITIES AND EXCHANGE COMMISSION

FORM 10-K

Annual report pursuant to section 13 and 15(d)

Filing Date: **2012-02-23** | Period of Report: **2011-12-31**
SEC Accession No. 0001062047-12-000003

(HTML Version on secdatabase.com)

FILER

CONVERGYS CORP

CIK:**1062047**| IRS No.: **311598292** | State of Incorp.:**OH** | Fiscal Year End: **1231**
Type: **10-K** | Act: **34** | File No.: **001-14379** | Film No.: **12631685**
SIC: **7373** Computer integrated systems design

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

FORM 10-K

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

For the fiscal year ended December 31, 2011

Commissions file number 1-14379

CONVERGYS CORPORATION

An Ohio Corporation	I.R.S. Employer No. 31-1598292

201 East Fourth Street, Cincinnati, Ohio 45202
Telephone Number (513) 723-7000

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Name of each exchange on which registered
Common Shares (no par value)	New York Stock Exchange

Securities registered pursuant to Section 12(g) of the Act: None

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Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes X No ___

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act.

Yes ___ No X

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes X No ___

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Website, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (Section 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes X No ___

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K (Section 229.405 of this chapter) is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. ___

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer X Accelerated filer ___ Non-accelerated filer ___ Smaller reporting company ___

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes ___ No X

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The aggregate market value of the voting shares held by non-affiliates of the registrant was $1,636,927,984, computed by reference to the closing sale price of the stock on the New York Stock Exchange on June 30, 2011, the last business day of the registrant's most recently completed second fiscal quarter.

At January 31, 2012, there were 115,892,561 common shares outstanding, excluding amounts held in treasury of 69,534,218.

DOCUMENTS INCORPORATED BY REFERENCE

Portions of the registrant's definitive proxy statement for the 2012 Annual Meeting of Shareholders to be held on April 26, 2012

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are incorporated by reference into Part III of this report.

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Safe Harbor Statement and Part I, Item 1. Business

Private Securities
Litigation Reform Act of 1995
Safe Harbor Cautionary Statement
This report and the documents incorporated by reference contain “forward-looking” statements, as defined in the Private Securities Litigation Reform Act of 1995, that are based on current expectations, estimates and projections. Statements that are not historical facts, including statements about the beliefs and expectations of Convergys Corporation (the Company or Convergys), are forward-looking statements and will contain words such as “believes,” “expects,” “intends,” “could,” “should,” “will,” “plans,” “anticipates” and other similar words. These statements discuss projections and expectations; and, therefore, actual results may differ materially. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date on which they were made. The Company has no current intention to update any forward-looking statements, whether as a result of new information, future events or otherwise.

Important factors that may affect these forward-looking statements include, but are not limited to: the behavior of financial markets including fluctuations in interest or exchange rates; continued volatility and deterioration of the capital markets; the impact of regulation and regulatory, investigative, and legal actions; strategic actions, including acquisitions and dispositions; future integration of acquired businesses; future financial performance of major industries which we serve; the loss of a significant client or significant business from a client; difficulties in completing a contract or implementing its provisions; and numerous other matters of national, regional, and global scale including those of the political, economic, business, and competitive nature. These uncertainties may cause our actual future results to be materially different than those expressed in our forward-looking statements. The “Risk Factors” set forth in Part I, Item 1A of this report could also cause actual results to differ materially from the forward-looking statements.

Part I

Item 1. Business

Overview

Convergys is a global leader in relationship management. We provide solutions that drive more value from the relationships our clients have with their customers. Convergys turns these everyday interactions into a source of profit and strategic advantage for our clients. Our combination of operational excellence and innovative technologies enhances our clients' relationships with their customers.

The Company maintains an internet website at www.convergys.com. Information about the Company is available on the website, free of charge, including the annual report filed on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K, and amendments to those reports filed or furnished pursuant to Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as soon as reasonably practicable after we electronically file such material with, or furnish it to, the Securities and Exchange Commission. The Company’s website and the information contained therein are not considered as being incorporated into this Annual Report. You may read and copy any materials the Company files with the SEC at the SEC’s public reference room at 100 F Street NE, Washington, DC 20549. The public may obtain information about the operation of the public reference room by calling the SEC at 1-800-SEC-0330. The SEC also maintains an internet site that contains reports, proxy and information statements, and other information regarding issuers that file electronically with the SEC. The website of the SEC is www.sec.gov.

The Company has a Code of Business Conduct that applies to all employees as well as our Board of Directors; a Financial Code of Ethics that applies to our principal executive officer, principal financial and accounting officer and certain other management and senior employees; and Governance Principles for our Board of Directors.

The Code of Business Conduct, Financial Code of Ethics and Governance Principles, as well as the charters for the Audit Committee, Finance Committee, Compensation and Benefits Committee and Governance and Nominating Committee of our Board of Directors, are posted on our website at www.convergys.com. The Company will post on our website any amendments to, or waivers of, the Code of Business Conduct and Financial Code of Ethics. Copies of these documents also will be provided free of charge upon written request directed to Investor Relations, Convergys Corporation, 201 East Fourth Street, Cincinnati, Ohio 45202.

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Business Segments

Prior to June 2010, we had three reportable segments, Customer Management, Information Management and Human Resources Management (HR Management). In March 2010, we signed a definitive agreement to sell the HR Management line of business to NorthgateArinso. The sale substantially closed on June 1, 2010 and was completed by the end of 2010. As a result of the sale of the HR Management line of business, the operating results and assets and liabilities related to HR Management have been reflected as discontinued operations for all periods presented.

As a result, our business operates in two segments; Customer Management, which provides agent-assisted services as well as self-service and technology solutions, and Information Management, which provides business support system (BSS) solutions. These segments are consistent with the Company's management of the business and reflect its internal financial reporting structure and operating focus. The Board of Directors continually monitors the Company's business and, as appropriate, evaluates various strategies to enhance shareholder value, including by means of strategic transactions involving one or more of its businesses. Any such transactions could occur in the future and could be material, although there can be no assurance that such transactions will occur.

The industry segment and geographic information included in Item 8, Note 16 of the Notes to Consolidated Financial Statements, is incorporated by reference in partial response to this Item 1.

Customer Management

Convergys Customer Management partners with clients to deliver solutions that turn the customer experience into a strategic differentiator. We combine skilled agents, analytics, and technology to provide a superior service experience for our clients' customers. Our agent assisted, self-service and proactive care solutions are tailored to markets including communications, financial services, technology, retail, healthcare, and government.

Every day our center-based and work-at-home agents handle approximately one million customer service interactions such as account service, billing inquiries and technical support. We provide multilingual, multichannel customer care with a global service delivery infrastructure that operates 24 hours a day, 365 days a year. Our clients benefit from our worldwide workforce located in the U.S., Canada, Latin America, Europe, India, and the Philippines. Our solution set includes:

Customer Service

Customer Service Solutions include comprehensive care tailored to meet our clients' specific business needs and designed to provide the end-user customer with an optimal service experience. Our customer care agents typically handle inquiries on products, account service and billing, as well as dispute resolution.

Customer Retention

Customer Retention Solutions leverage analytics to optimize the level of customer satisfaction, build customer loyalty and address customer attrition. Our programs are designed to help our clients retain their customers and increase their lifetime value.

Sales

Sales Solutions focus on securing new customers and increasing revenue per contact using customized up-sell and cross-sell strategies for consumers. Our solutions help increase offer rates and maximize sales conversions rates. In addition, we offer Direct Response Solutions to address the customer support needs of direct response marketers.

Technical Support

Technical Support Solutions include tier-one, tier-two and tier-three advanced services. Either online or by phone, our services span from simple “how-to” inquiries from new users to sophisticated trouble-shooting and technical support with experience supporting hardware, software, and IT infrastructure questions.

Social Interaction

Social Interaction Solutions help clients leverage their customers' social media communications and take customer engagement to a new level. With our framework, clients can attract and retain customers by using social media to complement traditional service channels.

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Collections Management
Collections Management supports all stages from pre-treatment to post-charge-off. We bring skilled talent and analytics-based technology that focus on accounts with the highest potential return to maximize collections results.

Back Office
Back Office Solutions include email, chat and other non-voice customer support services. Examples include correspondence processing, account maintenance, data entry, billing changes, order provisioning, and dispute processing.

Business-to-Business
Business-to-Business Solutions include inside sales and account management, marketing campaigns, customer service and self-service programs. Focused on the needs of the business-to-business market, Convergys offers a way to expand the reach of our clients' sales force by working with current customers, tapping new or under-served markets, or improving the effectiveness of channel partnerships.

Customer Experience Applied Analytics
Customer Experience Applied Analytics Solutions combine analytic tools, processes, and expertise to understand customers' experiences and incorporate operational changes to drive revenue, reduce costs, and improve customer satisfaction. Our practice focuses on customer experience optimization, satisfaction, loyalty research, and integrated call center analytics.

Intelligent Interactions Technology
Intelligent Interaction Solutions support the customer interaction lifecycle, from proactive service to self-service to assisted service, and include technologies such as voice portals and speech automation, real-time decisioning, web-based service channels, identity verification, and enhanced analytics.

Convergys' technology portfolio is powered by Intelligent Automation, which uses our Dynamic Decisioning Solution platform to enable cost-effective, consistent customer interactions. This solution captures events, evaluates policies, and executes actions based on these policies in real time.

For flexibility, we offer our clients a wide range of delivery options, including on-demand, hosted, on-premises, or as a managed service model.

Information Management
Information Management provides convergent billing and business support system (BSS) solutions and services that help our clients configure and deploy mission-critical cost-effective technologies to better understand, sell to and serve their customers. These solutions, which comprise software, partner products, integration and business consulting services, draw on a strong telecommunication and cable heritage and operational expertise to enable service providers to meet their business goals.

The Information Management Smart Suite is organized into three functional areas: revenue management, product and order management, and customer care management.

Revenue Management Solutions
Smart Solutions for revenue management enable the creation of compelling service bundles to differentiate offers in the marketplace. Advanced real-time capabilities drive revenue generation from all customer segments, regardless of payment type. Our revenue management solutions and software applications include:

Rating and Billing Manager
Rating and Billing Manager is a highly scalable, reliable and fully convergent real-time charging, rating and billing management system. Network and event agnostic, Rating and Billing Manager supports all existing and next-generation services across multiple vertical markets.

Collections Manager
Collections Manager is an automated, in-house collections system that helps our clients collect outstanding payments from their customers.

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Active Mediation

Active Mediation seamlessly bridges many protocols and/or data formats to meet convergent mediation business requirements.

ICOMS

Convergys' Integrated Communications Operations Management System (ICOMS) provides end-to-end billing and subscriber management specifically for the broadband convergent video, high-speed data and telephony markets.

Product and Order Management Solutions

With Smart Solutions for product and order management, service providers are positioned to manage the increasing complexity of a growing and dynamic product and service portfolio. These solutions help clients quickly respond to new market demands by launching new segment-specific offers in alignment with their own pre-defined business and service rules. Convergys' product and order management solutions and software applications include:

Product Control Manager

Product Control Manager enables service providers to effectively manage products across all network and service domains, shorten time-to-market for new convergent offers and to reduce the costs associated with managing a complex product portfolio.

Shopping and Ordering Solution

Convergys' Shopping and Ordering Solution is designed specifically to help service providers manage the growing complexities of the shopping and order capture process for convergent services.

Service Fulfillment Manager

Service Fulfillment Manager is a highly flexible solution that orchestrates and manages order-handling activities for all services.

Service Activation Manager

Service Activation Manager provides fast, reliable services activation. It is an adaptor platform that activates any service on any network, for any underlying technology.

Customer Care Management Solutions

Smart Solutions for customer care management enable service providers to deliver a superior customer experience. These solutions provide significant flexibility for service providers to offer products and services through any channel the customer chooses and to strike the optimal balance of CSR and self-service care to increase customer satisfaction, loyalty and profits. Convergys' customer care management solutions and software applications include:

Convergys Smart Communications Suite powered by Microsoft

A result of the strategic relationship announced in February 2010 between Convergys and Microsoft, the Convergys Smart Communications Suite powered by Microsoft is a comprehensive business support system (BSS) that combines the Convergys proven Smart Suite applications with Microsoft's leading technology and CRM capabilities. Built and optimized for the global communications and utilities markets, the solution supports true convergence regardless of service type, payment method, delivery network and/or sales model. The suite is delivered and supported directly by Convergys and our global network of preferred channel partners.

As part of the Smart Communications Suite, Convergys and Microsoft are jointly developing new applications including the *Convergys Customer Relationship Manager (CRM*). Built on two proven solutions, the Microsoft Dynamics CRM 2011 and the Convergys next-generation Shopping & Ordering, the Convergys CRM is a pre-integrated and pre-configured operational CRM that supports Marketing, Sales and Customer Service in a single CRM solution with a 360-degree view of the customer.

Customer Service Manager

Customer Service Manager provides automated end-to-end order orchestration and sophisticated human factors engineering to meet and exceed subscriber, order and customer care needs.

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Inventory Manager
Inventory Manager provides enterprise-wide functionality to ensure comprehensive, centralized insight into widespread logical and physical inventory items throughout the inventory lifecycle.

Field Service Manager
Field Service Manager enables service providers to predict service demand, then plan, schedule and execute service delivery to maximize value across their extended enterprise.

Dynamic Decisioning and Customer Intelligence Solution
Convergys' unique Dynamic Decisioning and Customer Intelligence Solution enables service providers to drive more personalized customer interactions and empower CSRs with real-time decision-making tools and a policy engine.

Managed Billing Services
Convergys' Managed Billing Services is a cost-efficient way of modernizing billing and customer care infrastructure to drive revenues and enrich customer experience. These services enable service operators to minimize capital expenditures, make IT operational costs more predictable, streamline system administration, and boost organizational productivity and effectiveness.

To match the different business requirements of our clients, Convergys offers two managed billing models for these services:

1. Hosted Managed Billing Services, where infrastructure is located at Convergys' data centers and software and services are completely managed by Convergys employees 24 hours a day, seven days a week.
2. Managed Billing Services / Client-hosted Operations, where our client owns the infrastructure and Convergys provides complete operational support for all applications.

Strategy

Our strategy is to enable our clients to gain more value from their relationships with their customers. We do this by providing clients comprehensive relationship management solutions. The value we create drives improved business performance and a sustainable competitive advantage for our clients. Key elements of our strategy include:

Deliver a Differentiated Value Proposition to Clients . As a global leader in relationship management, Convergys provides solutions that drive more value from the relationships our clients have with their customers. Convergys turns these everyday customer interactions into a source of profit and strategic advantage for our clients. Our differentiated customer management and revenue management solutions include a comprehensive suite of products and services. Our customer management solutions combine skilled agents staffed around the world, our deep expertise in analytics and customer management processes, and a global infrastructure of technology (i.e., speech, IVR, web, and e-mail) to enable intelligent handling of customer interactions. We offer a variety of delivery models for our customer management solutions including outsourced services (on-shore, off-shore or home agent) and hosted infrastructure (on-premises or off-premises). Our revenue management solutions address the critical revenue, product and order management, and customer care needs of clients in the communications and utilities industries. We serve a diverse and loyal client base, including many Fortune 50 and other large multinational enterprises, in a host of industries with concentration in the telecommunications, financial services, technology, retail, healthcare, and government verticals.

Invest in Our Business to Expand our Addressable Markets and Strengthen our Solutions: Our strategy is to continue to broaden our portfolio of capabilities in order to provide our clients with comprehensive relationship management solutions. We continue to invest in the business because we operate in attractive markets where we believe we can effectively provide differentiated value. We intend to expand our capabilities, technology, partners, workforce and operations globally to strengthen our ability to satisfy the demands of our multinational clients.

Expand Our Relationships with Existing Clients and Aggressively Grow Our Client Base. We focus on delivering good value to our clients to maintain and grow our base business and maximize our return on our sales, marketing and R&D investments. Our intent is to grow by cross-selling and expanding our solutions footprint within our client's

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organization. Our client renewal rates are high, reflecting a high degree of satisfaction and stability in our client base. We believe that the global market for relationship management solutions is large and underserved, and we intend to continue to pursue new client opportunities within this market.

Sustain Our High-Performance Culture to Drive Business Results . We believe that people drive performance and we are committed to hiring and retaining the best performers worldwide and ensuring that they are committed to the success of our clients. Our competencies include our proven strength in recruiting, training, equipping, deploying and effectively managing very large groups of people with diverse skills on a global basis.

Clients

Both our Customer Management and Information Management segments derive significant revenues from AT&T Inc. (AT&T), our largest client. Revenues from AT&T were 21.6%, 21.4% and 23.1% of our consolidated revenues for 2011, 2010 and 2009, respectively. The Customer Management segment also derives significant revenues from Comcast Corporation (Comcast) and the DIRECTV Group, Inc. (DIRECTV). Revenues from Comcast were 10.2%, 7.3% and 7.2% of our consolidated revenues for 2011, 2010 and 2009, respectively, while revenues from DIRECTV were 10.1%, 8.9% and 8.4% for the same periods.

Customer Management

Our Customer Management segment principally focuses on developing long-term strategic outsourcing relationships with large companies in customer-intensive industries and governmental agencies. We focus on these types of clients because of the complexity of services required, the anticipated growth of their market segments and their increasing need for more cost-effective customer management services. In terms of Convergys' revenues, our largest Customer Management clients during 2011 were AT&T, Comcast, DIRECTV, the United States Postal Service and Citigroup.

Information Management

Our Information Management segment serves clients principally by providing and managing complex BSS services that address all segments of the communications industry. In terms of Convergys' revenues, our largest Information Management clients during 2011 were AT&T, Time Warner, Inc., Cricket Communications, Inc., Vivo Participacoes SA, and Cincinnati Bell, Inc.

Operations

We operate 69 contact centers averaging approximately 70,000 square feet per center. We have approximately 43,000 production workstations and provide service 24 hours a day, 365 days a year. Our contact centers are located in various parts of the world including the United States, the Philippines, India, Canada, the U.K., Costa Rica and Colombia. New contact centers are established to accommodate anticipated growth in business or in response to a specific customer need. We continue to add contact center capacity in the Philippines and Latin America to accommodate client needs.

Our contact centers employ a broad range of technology including digital switching, intelligent call routing and tracking, proprietary workforce management systems, case management tools, proprietary software systems, computer telephony integration, interactive voice response, advanced speech recognition, web-based tools and relational database management systems. This technology enables us to improve our call, web and e-mail handling and personnel scheduling, thereby increasing our efficiency and enhancing the quality of the services we deliver to our clients and their customers and employees. With this technology, we are able to respond to changes in client call volumes and move call volume traffic based on agent availability. Additionally, we use this technology to collect information concerning the contacts, including number, response time, duration and results of the contact. This information is reported to the client on a periodic basis for purposes of monitoring quality of service and accuracy of the related billing.

We operate two primary data centers, one in Orlando, Florida, and the other in Cincinnati, Ohio, comprising, in total, approximately 170,000 square feet of space. Our technologically advanced data centers provide 24 hours a day, 365 days a year availability (with redundant power and communication feeds and emergency power back-up) and are designed to withstand most natural disasters.

The capacity of our data center and contact center operations, coupled with the scalability of our BSS and customer management solutions, enable us to meet initial and ongoing needs of large-scale and rapidly growing companies and government entities. By employing the scale and efficiencies of common application platforms, we are able to provide

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client-specific enhancements and modifications without incurring many of the costs of a full custom application. This allows us to be in a position to be a value-added provider of billing, customer and employee support products and services.

Technology, Research and Development

We will continue to emphasize the design, development and deployment of scalable billing and customer management solutions. During 2011, 2010 and 2009, we spent $49.3, $56.2 and $74.2, respectively, for research and development to advance the functionality, flexibility and scalability of our products and services. The majority of this spending has been incurred in Information Management and reflects our commitment to further develop our solutions. To drive down costs, we continue to leverage our off-shore capabilities and focus on development activities that have the highest impact for our clients. For our Customer Management segment, success depends, in part, on our advanced technology used in the delivery of services to clients. As a result, we continue to invest in the enhancement and development of our contact center technology.

Our intellectual property consists primarily of business methods and software systems. To protect our proprietary rights, we rely primarily on a combination of U.S. and foreign copyright, trade secret and trademark laws; confidentiality agreements with employees and third parties and protective contractual provisions such as those contained in licenses and other agreements with consultants, suppliers, strategic partners and clients.

We own 166 patents, 141 of which relate to Customer Management and 25 of which relate to Information Management. Patents protect our technology and business methods that we use both to manage our internal systems and processes effectively and give us competitive advantages in developing innovative technologies to provide customer management, and billing services to our clients. The first of these patents was issued in September 1993, while the most recent patent was granted in November 2011. These patents generally have a life of 17 years, although the life for some patents issued before June 8, 1995 can extend to approximately 20 years in certain instances. Additional applications for U.S. and foreign patents currently are pending.

Our name and logo and the names of our primary software products are protected by their historic use and by trademarks and service marks that are registered or pending in the U.S. Patent and Trademark Office and under the laws of more than 50 foreign countries.

Employees

As of December 31, 2011, we employed approximately 77,000 people, approximately 73,000 of whom work for Customer Management, approximately 2,500 of whom work for Information Management, with the remainder working in various corporate functions.

Competition

The industries in which we operate are extremely competitive. Our competitors include: (i) other customer management companies, such as APAC Customer Services Inc., IBM, SITEL Corp., Stream Global Services, Inc., Sykes Enterprises Inc., Teleperformance, TeleTech Holdings Inc., and West Corporation; and (ii) other BSS services companies such as Amdocs Ltd., Comverse Technology Inc., Oracle Corporation and CSG Systems International Inc. In addition, niche providers or new entrants can enter the market by developing new systems or services that could impact our business.

Interests in Cellular Partnerships

On July 1, 2011, the Company completed the sale of its 33.8% limited partnership interest in the Cincinnati SMSA Limited Partnership and its 45.0% interest in the Cincinnati SMSA Tower Holdings, LLC (collectively referred to as the Cellular Partnerships) to AT&T. AT&T is the general and a limited partner of both Cellular Partnerships with a partnership interest prior to Convergys' sale of its interests of approximately 66% and 53%, respectively. The Cincinnati SMSA Limited Partnership is a provider of wireless communications in central and southwestern Ohio and northern Kentucky and the Cincinnati SMSA Tower Holdings LLC is an operator of cellular tower space. The Company received approximately $320.0 in cash proceeds upon closing. The Company's interests in the Cellular Partnerships did not

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qualify as discontinued operations; therefore, the gain has been reported within income from continuing operations and no reclassification of prior results is required. The gain on sale of its interests in the Cellular Partnerships was $265.0, or $171.8 net of tax. Refer to Note 5 of the Notes to Consolidated Financial Statements for more details related to the sale of the Company's interests in the Cellular Partnerships.

Item 1A. Risk Factors

General economic and market conditions may adversely affect our business, results of operation and financial condition.

Our results of operations are affected directly by the level of business activity of our clients, which in turn is affected by the level of economic activity in the industries and markets that they serve. Future economic slowdowns in some markets, particularly in the United States, may cause reductions in spending by our clients, which may result in reductions in the growth of new business as well as reductions in existing business. There can be no assurance that weakening economic conditions throughout the world will not adversely impact our results of operations and financial condition.

If our clients are not successful, or the trend towards outsourcing does not continue, the amount of business that our clients outsource and the prices that they are willing to pay for such services may diminish and could adversely affect our business.

Our revenues depend on the success of our clients. If our clients or their specific programs are not successful, the amount of business that they outsource may be diminished. Although many of our contracts contain minimum revenue commitments to provide services to our clients, there can be no assurance that the level of revenues generated by such contracts will meet expectations. A reduction in the amount of business we receive from our clients could result in stranded capacity and additional costs. In addition, we may face pricing pressure from clients, which could negatively affect our operating results.

Growth of our revenues depends, in large part, on the trend toward outsourcing, particularly as it relates to our Customer Management operations. Outsourcing involves companies contracting with a third party, such as Convergys, to provide customer management services rather than performing such services in-house. There can be no assurance that this trend will continue, as organizations may elect to perform such services in-house. A significant change in this trend could have a materially adverse effect on our financial condition and results of operations.

A large portion of our revenue is generated from a limited number of clients, and the loss of significant work from one or more of our clients could adversely affect our business.

Our three largest clients, as discussed under the section above titled “Client Concentration,” collectively represented 41.9% of our revenues for 2011. While we typically have multiple work orders and/or contracts with our largest customers which would not all terminate at the same time, the loss of one or more of the larger work orders or contracts with one of our largest clients could adversely affect our business, results of operations and financial condition if the lost revenues were not replaced with profitable revenues from that client or other clients.

Our business is substantially dependent on the condition of the global communications industry.

Approximately 65% of our revenues in 2011 was received from customers operating in the global communications industry. The global communications industry in the past has experienced significant fluctuations in growth rates and capital investment, and it is impossible to predict its future performance. Our revenues and earnings could be adversely affected by general weakness or a slowdown in the communications industry.

We process, transmit and store personally identifiable information and unauthorized access to or the unintended release of this information could result in a claim for damage or loss of business and create unfavorable publicity.

We process, transmit and store personally identifiable information, both in our role as a service provider and as an employer. This information may include social security numbers, financial and health information, as well as other personal information. As a result, we are subject to certain contractual terms, as well as federal, state and foreign laws and regulations designed to protect personally identifiable information. While we take measures to protect the security and privacy of this information and to prevent unauthorized access, it is possible that our security controls over personal

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data and other practices we follow may not prevent the improper access to or disclosure of personally identifiable information. If any person, including any of our employees, negligently disregards or intentionally breaches our established controls with respect to such data or otherwise mismanages or misappropriates that data, we could be subject to monetary damages, fines and/or criminal prosecution. Unauthorized disclosure of sensitive or confidential client or customer data, whether through system failure, employee negligence, fraud or misappropriation, could damage our reputation and cause us to lose clients. Similarly, unauthorized access to or through our information systems or those we develop for clients, whether by our employees or third parties, could result in negative publicity, legal liability and damage to our reputation, business, results of operations and financial condition.

Interruption of our data centers and contact centers could have a materially adverse effect on our business.

In the event that we experience a temporary or permanent interruption at one or more of our data or contact centers, through natural disaster, casualty, operating malfunction, cyber attack, sabotage or other causes, we may be unable to provide the data services we are contractually obligated to deliver. This could result in us being required to pay contractual damages to some clients or to allow some clients to terminate or renegotiate their contracts. Notwithstanding disaster recovery and business continuity plans and precautions instituted to protect our clients and us from events that could interrupt delivery of services (including property and business interruption insurance that we maintain), there is no guarantee that such interruptions would not result in a prolonged interruption in our ability to provide support services to our clients or that such precautions would adequately compensate us for any losses we may incur as a result of such interruptions.

Natural events, war, terrorist attacks, other civil disturbances and epidemics could disrupt our operations or lead to economic weakness in the countries in which we operate, resulting in a decrease of our revenues, earnings and cash flow.

Natural events (such as floods and earthquakes), war, terrorist attacks and epidemics of contagious illness could disrupt our operations in the U.S. and abroad and could lead to economic weakness in the countries in which they occur. We have substantial operations in countries such as the Philippines that have been subject to severe natural events, such as earthquakes and floods, in the past. Such disruptions could cause service interruptions or reduce the quality level of the services that we provide, resulting in a reduction of our revenues, earnings and cash flow and the payment of contractual penalties to our customers. These events may also cause our clients to reconsider their use of our services.

Our ability to deliver our services is at risk if the technology and network equipment that we rely upon is not maintained or upgraded in a timely manner.

Technology is a critical foundation in our service delivery. We utilize and deploy internally developed and third party software solutions across various hardware environments. We operate an extensive internal voice and data network that links our global sites together in a multi-hub model that enables the rerouting of traffic. Also, we rely on multiple public communication channels for connectivity to our clients. Our clients are highly dependent upon the high availability and uncompromised security of our systems. These systems are subject to the risk of an extended interruption or outage due to many factors, such as system failures, acts of nature and intentional, unauthorized attacks from third parties. Accordingly, maintenance of and investment in these foundational components are critical to our success. If the reliability of our technology or network operations falls below required service levels, or a systemic fault affects the organization broadly, we may be obligated to pay performance penalties to our customers, and our business from existing and potential clients may be jeopardized and cause our revenue and cash flow to decrease.

Our earnings are affected by changes in foreign currency.

Our Customer Management business serves an increasing number of its U.S.-based clients using contact center capacity in the Philippines, India, Latin America and Canada. More than half of our approximately 73,000 contact center employees are located outside the United States. Although the contracts with these clients are typically priced in U.S. dollars, a substantial portion of the costs incurred by Customer Management to render services under these contracts is denominated in Philippine pesos, Indian rupees, Canadian dollars or Colombian pesos, which represents a foreign exchange exposure to the Company. We enter into forward exchange contracts and options to limit potential foreign currency exposure. As the U.S. dollar weakens the operating expenses of these contact centers, translated into U.S. dollars, increase. It is intended that the increase in operating expenses will be partially offset by gains realized through the settlement of the hedged instruments. As the derivative instruments that limit our potential foreign currency

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exposures are entered into over a period of several years, the overall impact to earnings will be determined by both the timing of the derivative instruments and the movement of the U.S. dollar. In addition to the impact on our operating expenses that support dollar-denominated Customer Management contracts, changes in foreign currency impact the results of our international business units that are located outside of North America. While we monitor the creditworthiness of the counterparties to our foreign currency hedges, the counterparties to our hedge transactions are financial institutions or affiliates of financial institutions, and we are subject to risks that these counterparties become insolvent and fail to perform their financial obligations under these hedge transactions. Our hedging exposure to counterparty credit risk is not secured by any collateral.

The cash we hold may be subject to counterparty credit risk and we may not be able to repatriate to the U.S. cash held in foreign accounts without paying taxes

While we continuously monitor the creditworthiness of the institutions holding our cash, the recent global economic and credit crisis has weakened the creditworthiness of many financial institutions. If one or more of the institutions holding our cash were to experience cash flow problems or were to become subject to insolvency proceedings, we may not be able to recover some or all of our deposited cash. As of December 31, 2011, approximately 50% of our cash balances of $421.8 million was held in accounts outside of the United States, some of which would be subject to additional taxes if repatriated to the United States.

We may not be able to predict our future tax liabilities. If we become subject to increased levels of taxation or if tax contingencies are resolved adversely, our results of operations and financial condition could be adversely affected.

Due to the international nature of our operations, we are subject to the complex and varying tax laws and rules of several foreign jurisdictions. We may not be able to predict the amount of future tax liabilities to which we may become subject due to some of these complexities if our positions are challenged by local tax authorities. Any increase in the amount of taxation incurred as a result of challenges to our tax filing positions or due to legislative or regulatory changes could result in a material adverse effect on our business, results of operations and financial condition. We are subject to tax audits, including issues related to transfer pricing, in the United States and other jurisdictions. We have material tax-related contingent liabilities that are difficult to predict or quantify. While we believe that our current tax provisions are reasonable and appropriate, we cannot be assured that these items will be settled for the amounts accrued or that additional exposures will not be identified in the future or that additional tax reserves will not be provided for any such exposures.

Our results of operations could be adversely affected by litigation and other commitments and contingencies.

The Company faces risks arising from various unasserted and asserted litigation matters, including, but not limited to, commercial, securities law, tax and patent infringement claims. Unfavorable outcomes in pending litigation, or in future litigation, could negatively affect us.

In the ordinary course of business, we may make certain commitments, including representations, warranties and indemnities relating to current and past operations and divested businesses, and issue guarantees of third party obligations. The amounts of such commitments can only be estimated, and the actual amounts may differ materially from our estimates.

If we were required to make payments as a result of any of these matters and they exceed the amounts accrued, this could adversely affect our business, results of operations and financial condition.

We are susceptible to business and political risks from international operations that could result in reduced revenues or earnings.

We operate a global business and have facilities located throughout North and South America, Europe, the Middle East and the Asian Pacific region. In addition, as North American companies require additional off-shore customer management outsourcing capacity, we expect to continue expansion through start-up operations and acquisitions in foreign countries. Expansion of our existing international operations and entry into additional countries will require management attention and financial resources. There are certain risks inherent in conducting business internationally including: exposure to currency fluctuations, longer payment cycles, greater difficulties in accounts receivable collection, difficulties in complying with a variety of foreign laws, changes in legal or regulatory requirements, difficulties in staffing

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and managing foreign operations, inflation, political instability, compliance with the Foreign Corrupt Practices Act and other anti-corruption legislation and potentially adverse tax consequences. To the extent that we are adversely affected by these risks, our business could be adversely affected and our revenues and/or earnings could be reduced.

Our business is subject to many regulatory requirements, and current or future regulation could significantly increase our cost of doing business.

Our business is subject to many laws and regulatory requirements in the United States and the foreign countries in which we operate, covering such matters as labor relations, health care requirements, trade restrictions, tariffs, taxation, sanctions, data privacy, consumer protection, internal and disclosure control obligations, governmental affairs and immigration. In the U.S., as well as several of the other countries in which we operate, some of our services must comply with various laws and regulations regarding the method and timing of placing outbound telephone calls and the recording or monitoring of telephone calls. Many of these regulations, including those related to data privacy, are frequently changing and sometimes conflict among the various jurisdictions and countries in which we provide services. Violations of these laws and regulations, some of which can be conflicting, could result in liability for damages, fines, criminal prosecution, unfavorable publicity and restrictions on our ability to operate. Our failure to adhere to or successfully implement processes in response to changing regulatory requirements in this area could result in legal liability or impairment to our reputation in the marketplace, which could have a material adverse effect on our business, results of operations and financial condition.

Because a substantial portion of our operating costs consist of labor costs, changes in governmental regulations (particularly in the foreign jurisdictions in which we operate) relating to wages, healthcare and healthcare reform and other benefits or employment taxes could have a material adverse effect on our business, results of operations or financial condition.

In addition, there has been political discussion and debate related to worldwide competitive sourcing, labor-related legislation and information-flow restrictions, particularly from the United States to off-shore locations. Federal and state legislation has been proposed that, if enacted, could restrict or discourage U.S. companies from outsourcing services outside of the U.S. Future legislation, if enacted, could have an adverse effect on our business, results of operations and financial condition.

Our failure to successfully acquire and integrate businesses could cause our business to suffer.

We consider acquisitions, particularly international acquisitions, to be part of our growth strategy; therefore, our expansion and growth will be dependent in part on our ability to successfully make acquisitions. We may not be able to identify and acquire appropriate acquisition candidates. In addition, there is a risk that we may not be able to successfully integrate acquired businesses and that acquired businesses might significantly under-perform relative to our expectations. If an acquisition is not successful, our revenues and profitability, and reputation, could be adversely affected.

Our business performance and growth plans may be negatively affected if we are unable to effectively manage changes in the application and use of technology.

The utilization of technology in our industry has and will continue to increase rapidly. Our future success depends, in part, upon our ability to develop and implement technology solutions that anticipate and keep pace with continuing changes in technology, industry standards and client preferences. We may not be successful in anticipating or responding to these developments on a timely and cost-effective basis, and our ideas may not be accepted in the marketplace. Additionally, the effort to gain technological expertise and develop new technologies in our business requires us to incur significant expenses. If we cannot offer new technologies as quickly as our competitors or if our competitors develop more cost-effective technologies, it could have a material adverse effect on our ability to obtain and complete customer engagements. Also, if customer preferences for technology disproportionately outpace other interaction preferences, it could have a material adverse impact on our revenue profile and growth plans.

Defects or errors within our software could adversely affect our business.

Design defects or software errors may delay software introductions or reduce the satisfaction level of clients and may have a materially adverse effect on our business and results of operations. Our software is highly complex and may, from time to time, contain design defects or software errors that may be difficult to detect and/or correct. Since both

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our clients and we use our software to perform critical business functions, design defects, software errors or other potential problems within or outside of our control may arise from the use of our software. It may also result in financial or other damages to our clients, for which we may be held responsible. Although our license agreements with our clients may often contain provisions designed to limit our exposure to potential claims and liabilities arising from client problems, these provisions may not effectively protect us against such claims in all cases and in all jurisdictions. Claims and liabilities arising from client problems could result in monetary damages to us and could cause damage to our reputation, adversely affecting our business, results of operations and financial condition.

If we do not effectively manage our capacity, our results of operations could be adversely affected.

Our ability to profit from the global trend toward outsourcing depends largely on how effectively we manage our Customer Management contact center capacity. In order to create the additional capacity necessary to accommodate new or expanded outsourcing projects, we may need to open new contact centers. The opening or expansion of a contact center may result, at least in the short term, in idle capacity until we fully implement the new or expanded program. Expanded use of home agents is helping to mitigate this risk. We periodically assess the expected long-term capacity utilization of our contact centers. As a result, we may, if deemed necessary, consolidate, close or partially close under-performing contact centers to maintain or improve targeted utilization and margins. There can be no guarantee that we will be able to achieve or maintain optimal utilization of our contact center capacity.

We also may experience short-term and/or longer-term fluctuations in client demand for services performed in one or more of our contact centers. Short term downward fluctuations may result in less than optimal site utilization for a period of time. Longer-term downward fluctuations may result in site closures. As a result, we may not achieve or maintain targeted site utilization levels, or site utilization levels may decrease over certain periods, and our profitability may suffer as a result.

The scope, size and complexity of implementations in our Information Management business could cause delays and cost overruns in those projects, which could adversely affect our business, results of operations and financial condition.

Our large Information Management contracts may be complex as they can involve multiple elements including software development and implementation, data migration, training and support and maintenance services. The implementation of certain contracts can take in excess of a year to complete. Due to the complexity of the implementations and changes in customer requirements, implementation cost overruns and delays are possible. Cost overruns can result in additional expense during the implementation period and over the life of the contract, which would likely affect the profitability of the contract and potentially result in charges. In addition, delays in completing the implementations can cause us to recognize revenue and profit from the contracts later than we anticipated when the initial contract was signed.

A large portion of our accounts receivable is payable by a limited number of clients and the inability of any of these clients to pay its accounts receivable could adversely affect our business.

Because a large portion of our revenue is generated from a limited number of clients, we often carry significant accounts receivable balances from our clients. While we closely monitor these balances, if a significant client were financially unable or unwilling, for any reason, to pay our accounts receivable, our income and cash flow would decrease. We have several important clients that are in industries, including automotive, that have been severely impacted by the current global economic slowdown. In addition, our income could be materially impacted by a number of small clients declaring bankruptcy within a short period of time.

Our accounting for our long-term contracts requires using estimates and projections that may change over time. Such changes may have a significant or adverse effect on our reported results of operations and Consolidated Balance Sheet.

Projecting contract profitability on our long-term outsourcing contracts requires us to make assumptions and estimates of future contract results. All estimates are inherently uncertain and subject to change. In an effort to maintain appropriate estimates, we review each of our long-term outsourcing contracts, the related contract reserves and intangible assets on a regular basis. If we determine that we need to change our estimates for a contract, we will change the estimates in the period in which the determination is made. These assumptions and estimates involve the exercise of judgment and discretion, which may also evolve over time in light of operational experience, regulatory direction, developments in accounting principles and other factors. Further, initially foreseen effects could change over time as a result of

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changes in assumptions, estimates or developments in the business or the application of accounting principles related to long-term outsourcing contracts. Any such changes may have a significant or adverse effect on our reported results of operations and Consolidated Balance Sheet.

We may incur material restructuring charges in the future.

In the past, we have recorded restructuring charges related to involuntary employee terminations, various facility abandonments, and various other restructuring activities. We continually evaluate ways to reduce our operating expenses through new restructuring opportunities, including more effective utilization of our assets, workforce, and operating facilities. In addition, changing industry and market conditions may dictate strategic decisions to restructure some business units and discontinue others. As a result, there is a risk, which is increased during economic downturns and with expanded global operations, that we may incur material restructuring charges in the future.

We may incur additional non-cash goodwill impairment charges in the future.

As described in Note 6 of the Notes to Consolidated Financial Statements, we test goodwill for impairment annually as of October 1 and at other times if events have occurred or circumstances exist that indicates the carrying value of goodwill may no longer be recoverable. In the fourth quarter of 2010, the Company recorded a non-cash goodwill impairment charge of $166.5. There can be no assurances that we will not incur charges in the future, particularly in the event of a prolonged economic slowdown.

Our controls and procedures may not prevent or detect all errors or acts of fraud.

Any disclosure controls and procedures or internal controls and procedures, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. In addition, the design of controls must consider the benefits of controls relative to their costs. Controls cannot assure that no judgments in decision-making will be faulty or that breakdowns will not occur because of simple error or mistake. Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people or by an unauthorized override of the controls. While controls are designed with the intent of providing reasonable assurance of the effectiveness of the controls, such design is also based in part upon certain assumptions about the likelihood of future events, and such assumptions, while reasonable, may not take into account all potential future conditions. Accordingly, because of the inherent limitations in a cost effective control system, misstatements due to error or fraud may occur and may not be prevented or detected, and we could lose investor confidence in the accuracy and completeness of our financial reports and other disclosures, which could have an adverse effect on our stock price.

The outsourcing and consulting markets in which we operate include a large number of service providers and are highly competitive.

Many of our competitors are expanding the services they offer in an attempt to gain additional business. In addition, new competitors, alliances among competitors or mergers of competitors could emerge and gain significant market share and some of our competitors may have or may develop a lower cost structure, adopt more aggressive pricing policies or provide services that gain greater market acceptance than the services that we offer or develop. Large and well-capitalized competitors may be able to better respond to the need for technological changes faster, price their services more aggressively, compete for skilled professionals, finance acquisitions, fund internal growth and compete for market share. Our customers routinely negotiate for better pricing, and in order to respond to increased competition and pricing pressure, we may be required to lower our pricing structure, which would have an adverse effect on our revenues and profit margin.

Many of our client contracts require a long selling cycle that can require significant resource commitments.

We have a long selling cycle for our services for new clients, which requires us to expend substantial time and resources educating them as to the value of our services and assessing the feasibility of integrating our systems and processes with theirs and, therefore, requires a significant investment of capital, resources and time by both our clients and us. Our selling cycle is subject to many risks and delays over which we have little or no control, including our clients' decision to choose alternatives to our services (such as other providers or in-house offshore resources) and the timing of our clients' budget cycles and approval processes.

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Client consolidations could result in a loss of clients and adversely affect our business.

We serve clients in industries that have experienced a significant level of consolidation. We cannot assure that additional consolidations will not occur in which our clients acquire additional businesses or are acquired themselves. Such consolidations may result in the termination of an existing client contract, which could have an adverse effect on our business, results of operations and financial condition.

Our success is subject to the terms of our client contracts.

Most of our client contracts do not have minimum volume requirements, and the profitability of each client contract or work order may fluctuate, sometimes significantly, throughout various stages of the program. Certain contracts have performance-related bonus and/or penalty provisions which provide that the client may be required to pay us a bonus, or we may be required to issue the client a credit, based upon our meeting, or failing to meet, agreed-upon service levels and performance metrics. Our objective is to sign multi-year contracts with our clients; however, our contracts generally allow our client to terminate the contract for convenience or to reduce the amount of our services. We cannot be assured that our clients will not terminate their contracts before their scheduled expiration date, that the volume of services for these programs will not be reduced or that we will be able to avoid penalties or earn performance bonuses. In addition, we cannot be assured that each client contract will be profitable for us or that we will be able to terminate unprofitable contracts without incurring significant liabilities.

If we are unable to hire or retain qualified personnel in certain areas of our business, our ability to execute our business plans in those areas could be impaired and revenues could decrease.

We employ approximately 77,000 employees worldwide. At times, we have experienced difficulties in hiring personnel with the desired levels of training or experience. Additionally, in regard to the labor-intensive business of Customer Management, quality service depends on our ability to retain employees and control personnel turnover. Any increase in the employee turnover rate could increase recruiting and training costs and could decrease operating effectiveness and productivity. We may not be able to continue to hire, train and retain a sufficient number of qualified personnel to adequately staff new client projects.

The volatility of our stock price may result in loss of investment.

The trading price of our common shares has been and may continue to be subject to substantial fluctuations over short and long periods of time. We believe that market prices of outsourced customer contact management services stocks in general have experienced volatility, which could affect the market price of our common stock regardless of our financial results or performance. We further believe that various factors such as general economic conditions, changes or volatility in the financial markets, changing market conditions in the outsourced customer contact management services industry, quarterly variations in our financial results, the announcement of acquisitions or divestitures, strategic partnerships or new product offerings, and changes in financial estimates and recommendations by securities analysts could cause the market price of our common shares to fluctuate substantially in the future.

Item 1B. Unresolved Staff Comments

None.

Item 2. Properties

Our principal executive offices are located at 201 East Fourth Street, Cincinnati, Ohio 45202, and the telephone number at that address is (513) 723-7000. We own our corporate headquarters facility in Cincinnati, Ohio, which is used by the two segments, office facilities in Jacksonville, Florida and Dallas, Texas, which are used predominantly by Customer Management, and two call centers in Pueblo, Colorado and Ogden, Utah, which are used by Customer Management.

We lease space for offices, data centers and contact centers. Domestic facilities are located in Arizona, California, Colorado, Florida, Georgia, Idaho, Kansas, Kentucky, Louisiana, Missouri, Nebraska, New Mexico, North Carolina, Ohio, Oklahoma, Tennessee, Texas, Utah, Virginia and Wisconsin. International facilities are located in Australia, Brazil, Canada, China, Colombia, Costa Rica, Egypt, England, France, Germany, India, Indonesia, Israel, Netherlands, the Philippines, Scotland, Singapore, South Africa, Spain, Sri Lanka, Taiwan, Thailand, the United Arab Emirates and Vietnam. Upon the expiration or termination of any such leases, we believe we could obtain comparable office space.

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We also lease some of the computer hardware, computer software and office equipment necessary to conduct our business. In addition, we own computer, communications equipment, software and leasehold improvements. We depreciate these assets using the straight-line method over the estimated useful lives of the assets. Leasehold improvements are depreciated over the shorter of their estimated useful life or the term of the associated lease.

We believe that our facilities and equipment are adequate and have sufficient productive capacity to meet our current needs.

Item 3. Legal Proceedings

The information required by Item 3 is included in Note 11 of the Notes to Consolidated Financial Statements of this Form 10-K.

Item 4. Mine Safety Disclosures

Not applicable.

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Item 4A. Executive Officers of the Registrant

The following information responds in part to the provisions of Part III, Item 10.

As of February 22, 2012, our Executive Officers were:

Name	Age	Title
Jeffrey H. Fox[a]	49	President and Chief Executive Officer
Earl C. Shanks	55	Chief Financial Officer
Julia A. Houston	41	Senior Vice President, General Counsel and Corporate Secretary
Andrea J. Ayers	48	President and Chief Operating Officer, Customer Management
James A. Goetz	54	Chief Information Officer and General Manager, Global Technology Solutions
Taylor C. Greenwald	44	Chief Accounting Officer, Vice President and Controller
Robert A. Lento	50	President, Information Management

(a) Member of the Board of Directors.

Officers are appointed annually, but are removable at the discretion of the Board of Directors.

JEFFREY H. FOX, President and Chief Executive Officer since February 2010; Principal and former Chief Executive Officer, The Circumference Group, LLC, an investing and advisory company focused on technology and the telecommunications business, 2009–2010; Chief Operating Officer, Alltel Corporation, a U.S. telecommunications carrier, 2007–2008; Group President - Shared Service, Alltel Corporation, 2003–2007.

EARL C. SHANKS, Chief Financial Officer since November 2003.

JULIA A. HOUSTON, Senior Vice President, General Counsel and Corporate Secretary since February 2011; Senior Vice President, General Counsel, Chief Compliance Officer and Corporate Secretary, Mirant Corporation, a wholesale electricity generator, 2009 –2011; Senior Vice President and Deputy General Counsel, Mirant Corporation, 2008–2009; Vice President, Assistant General Counsel and Corporate Secretary, Mirant Corporation, 2006–2008.

ANDREA J. AYERS, President and Chief Operating Officer, Customer Management since November 2010; President, Customer Management since April 2008; President, Relationship Technology Management, 2007–2008; President, Government and New Markets, 2005–2007.

JAMES A. GOETZ, Chief Information Officer and General Manager of Global Technology Solutions since August 2008; Chief Information Officer, ServiceMaster Company, a multi-service company serving both residential and commercial customers, 2000–2007.

TAYLOR C. GREENWALD, Chief Accounting Officer since February 2011; Vice President, Controller since 2010; Vice President of Finance, Human Resources Management, 2008–2010; Director of Finance, 2006–2007; Director of Investor Relations, 2002–2005.

ROBERT A. LENTO, President, Information Management since August 2007; President, Communications, Technology, Automotive Group, 2003–2007.

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PART II
Item 5. Market for the Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities

Convergys Corporation's common shares, no par value, are listed on the New York Stock Exchange under the symbol "CVG." As of January 31, 2012, there were 9,347 holders of record of the 115,892,561 common shares of Convergys, excluding amounts held in Treasury (185,426,779 outstanding common shares of Convergys, of which 69,534,218 were held in Treasury).

The high, low and closing prices of our common shares for each quarter in 2011 and 2010 are listed below:

Quarter	1st	2nd	3rd	4th
2011				
High	**$ 15.00**	**$ 14.63**	**$ 14.09**	**$ 13.02**
Low	**13.17**	**12.27**	**9.01**	**8.49**
Close	**14.36**	**13.64**	**9.38**	**12.77**
2010				
High	$ 13.09	$ 13.78	$ 11.31	$ 13.50
Low	10.57	9.76	9.50	10.53
Close	12.26	9.81	10.45	13.17

We have not paid any cash dividends on our common shares. Our Board of Directors re-evaluates this policy periodically. We repurchased 7.7 million of our common shares for $96.8 million during 2011, as summarized in the following table:

	Shares repurchased	**Average price per share**
January 2011	—	$ —
February 2011	42,809	13.94
March 2011	1,343,495	13.82
April 2011	368,109	13.90
May 2011	338,000	13.80
June 2011	775,570	12.54
July 2011	—	—
August 2011	—	—
September 2011	—	—
October 2011	—	—
November 2011	4,219,400	11.94
December 2011	635,976	12.20
Total	7,723,359	$ 12.53

At December 31, 2011, the Company has the authority to repurchase up to an incremental $162.7 million of outstanding common shares. The timing and terms of any future transactions depend on a number of considerations including market conditions and our liquidity.

Performance Graph

The following Performance Graph compares, for the period from December 31, 2006 through December 31, 2011, the percentage change of the cumulative total shareholder return on the Company's common shares with the cumulative total return of the S&P 500 Stock Index and the Custom Composite Index, based on an initial investment of $100 on December 31, 2006, with dividends reinvested.

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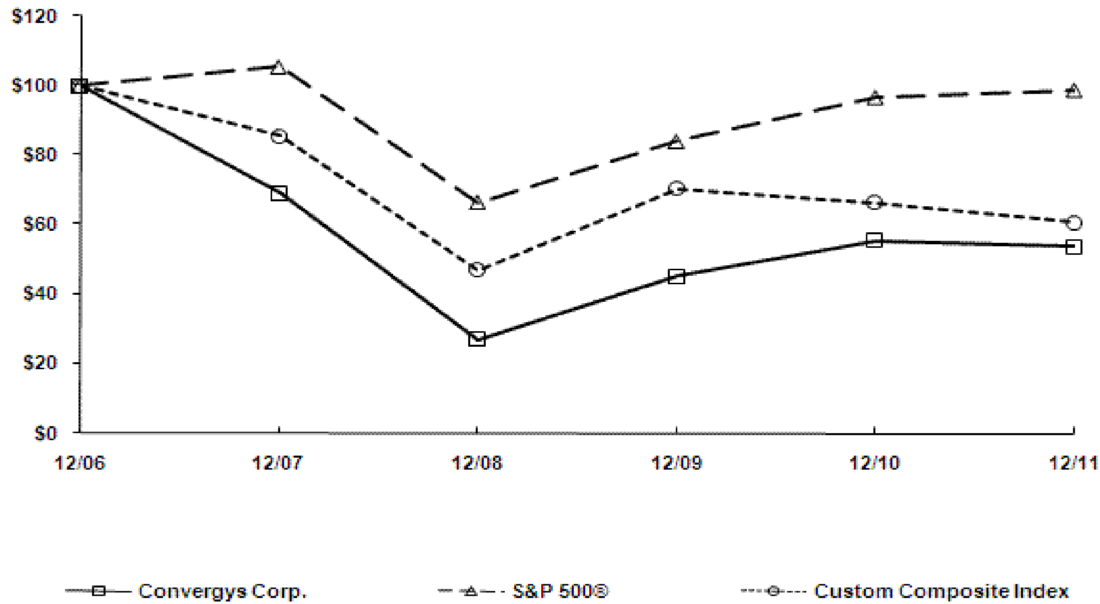

	Dec-06	Dec-07	Dec-08	Dec-09	Dec-10	Dec-11
Convergys Corp.	$100.00	69.22	26.96	45.21	55.38	53.70
S&P 500®	$100.00	105.49	66.46	84.05	96.71	98.75
Custom Composite Index	$100.00	85.45	46.91	70.22	66.24	60.60

The Custom Composite Index consists of Amdocs Limited, Comverse Technology Inc, CSG Systems International Inc, Sykes Enterprises Inc, Teleperformance and Teletech Holdings Inc.

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Item 6. Selected Financial Data

(Amounts in Millions Except Per Share Amounts)	2011	2010	2009	2008	2007
Results of Operations					
Revenues	**$ 2,262.0**	$ 2,203.4	$ 2,421.0	$ 2,526.3	$ 2,589.1
Costs and expenses [1] [2]	**2,093.7**	2,298.0	2,319.8	2,385.3	2,329.9
Operating income (loss)	**168.3**	(94.6)	101.2	141.0	259.2
Earnings and gain from Cellular Partnerships, net	**285.2**	47.2	41.0	35.7	14.3
Other income (expense), net	**9.8**	8.9	(17.2)	16.2	4.2
Interest expense	**(16.1)**	(19.5)	(28.9)	(22.5)	(16.8)
Income (loss) before income taxes	**447.2**	(58.0)	96.1	170.4	260.9
Income tax expense	**118.9**	16.7	11.6	23.9	78.5
Income (loss) from continuing operations	**328.3**	(74.7)	84.5	146.5	182.4
Income (loss) from discontinued operations [5]	**6.5**	21.5	(161.8)	(239.4)	(12.9)
Net income (loss)	**$ 334.8**	$ (53.2)	$ (77.3)	$ (92.9)	$ 169.5
Basic Earnings (Loss) per share:					
Continuing Operations	**$ 2.73**	$ (0.61)	$ 0.69	$ 1.19	$ 1.36
Discontinued Operations	**0.06**	0.18	(1.32)	(1.94)	(0.10)
Net basic earnings (loss) per share	**$ 2.79**	$ (0.43)	$ (0.63)	$ (0.75)	$ 1.26
Diluted Earnings (Loss) per share:					
Continuing Operations	**$ 2.67**	$ (0.61)	$ 0.68	$ 1.16	$ 1.32
Discontinued Operations	**0.05**	0.18	(1.30)	(1.90)	(0.09)
Net diluted earnings (loss) per share	**$ 2.72**	$ (0.43)	$ (0.62)	$ (0.74)	$ 1.23
Weighted average common shares outstanding:					
Basic	**120.2**	123.1	122.8	123.5	134.1
Diluted	**122.9**	123.1	124.9	125.8	137.7
Financial Position					
Total assets	**$ 2,325.9**	$ 2,125.3	$ 2,605.8	$ 2,841.4	$ 2,564.3
Total debt and capital lease obligations	**127.2**	210.3	469.6	663.3	259.9
Shareholders' equity	**1,411.5**	1,184.1	1,206.4	1,150.1	1,521.7
Other Data					
Net cash flows from operating activities					
Operating activities of continuing operations	**$ 196.6**	$ 217.2	$ 384.0	$ 206.4	$ 230.7
Operating activities of discontinued operations	**—**	(23.0)	(79.3)	25.1	(12.0)
	$ 196.6	$ 194.2	$ 304.7	$ 231.5	$ 218.7
Net cash flows provided by (used in) investing activities					
Investing activities of continuing operations	**$ 222.1**	$ (69.3)	$ (74.5)	$ (396.0)	$ (66.5)
Investing activities of discontinued operations	**—**	70.0	(3.5)	(8.3)	(17.1)
	$ 222.1	$ 0.7	$ (78.0)	$ (404.3)	$ (83.6)
Net cash flows (used in) provided by financing activities					
Financing activities of continuing operations	**$ (183.0)**	$ (340.5)	$ (132.3)	$ 289.8	$ (250.7)
Financing activities of discontinued operations	**—**	—	(2.7)	2.7	—
	$ (183.0)	$ (340.5)	$ (135.0)	$ 292.5	$ (250.7)
Free cash flow [3]	**$ 108.3**	$ 127.9	$ 229.8	$ 139.4	$ 117.4
EBITDA [4]	**$ 559.8**	$ 68.9	$ 246.2	$ 313.9	$ 390.6

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(1) Costs and expenses include restructuring charges of $36.7, $43.3, $23.9 and $3.4 in 2010, 2009, 2008, and 2007, respectively, and asset impairment charges of $181.1, $3.1 and $2.7 in 2010, 2009 and 2007, respectively.
(2) Costs and expenses also include $9.1, $32.1, $26.5 and $23.9 in 2010, 2009, 2008, and 2007, respectively, of certain costs previously allocated to the HR Management segment that do not qualify as discontinued operations and are reported as costs from continuing operations. The Company took actions to reduce these costs and earned transition service revenue, resulting from services being provided to the buyer subsequent to completion of the sale of HR Management, to offset these costs.

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(3) Free cash flow is not defined under accounting principles generally accepted in United States (U.S. GAAP) and is calculated as cash flows from operations less capital expenditures (net of proceeds from disposal). The Company uses free cash flow to assess the financial performance of the Company. Convergys' Management believes that free cash flow is useful to investors because it relates the operating cash flow of the Company to the capital that is spent to continue and improve business operations, such as investment in the Company's existing businesses. Further, free cash flow facilitates Management's ability to strengthen the Company's balance sheet, to repay the Company's debt obligations and to repurchase the Company's common shares. Limitations associated with the use of free cash flow include that it does not represent the residual cash flow available for discretionary expenditures as it does not incorporate certain cash payments including payments made on capital lease obligations or cash payments for business acquisitions. Free cash flow includes $10 paid during the second quarter of 2010 in connection with the refinancing of the Orlando synthetic lease. Management compensates for these limitations by using both the non-GAAP measure, free cash flow, and the GAAP measure, cash from operating activities, in its evaluation of performance. There are no material purposes for which we use this non-GAAP measure beyond the purposes described above. For more detail and a reconciliation of cash flows from operations to free cash flows, see the "Financial Condition, Liquidity and Capital Resources" section in Part 2, Item 7 of this report.

(4) EBITDA is not defined under U.S. GAAP and is calculated as income from continuing operations plus tax expense, interest expense, depreciation and amortization. The Company uses EBITDA to monitor and evaluate the performance of the business and believes the presentation of this measure will enhance the investors' ability to analyze trends in the business and evaluate the Company's underlying performance relative to other companies in the industry. The Company also utilizes EBITDA in the calculations for certain employee incentive compensation plans. EBITDA 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 U.S. GAAP and our presentation of EBITDA may not be comparable to similarly-titled measures used by other companies. Management uses the non-GAAP measure, EBITDA, and the U.S. GAAP measure, income from continuing operations, net of tax, in evaluation of its underlying performance. There are no material purposes for which we use the non-GAAP measure beyond the purposes described above. The non-GAAP measure should be considered supplemental in nature and should not be considered in isolation or be construed as being more important than comparable GAAP measures. For more detail and reconciliation of income from continuing operations, net of tax, to EBITDA, see the "Financial Condition, Liquidity and Capital Resources" section in Part 2, Item 7 of this report.

(5) Discontinued operations includes the historical financial results of the HR Management line of business, excluding certain costs referred to in note 2, above, that did not meet the criteria for such presentation.

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Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations

(Amounts in Millions Except Per Share Amounts)

Overview

Convergys Corporation (the Company or Convergys) is a global leader in relationship management. We provide solutions that drive value from the relationships our clients have with their customers. We turn these everyday interactions into a source of profit and strategic advantage for our clients. For over 25 years, our unique combination of domain expertise, operational excellence and innovative technologies has delivered process improvement and actionable business insight to clients to enhance their relationship with customers.

Prior to June 2010, we had three reportable segments, Customer Management, Information Management and Human Resources Management (HR Management). In March 2010, we signed a definitive agreement to sell the HR Management line of business to NorthgateArinso for approximately $100, with $85 in cash at closing and $15 in cash over three years. The sale substantially closed on June 1, 2010, for which we received approximately $80 in cash as well as a zero coupon note in the principal amount of $15. The sales of certain foreign operations of the HR Management business completed during the third and fourth quarters of 2010, resulted in a receipt of an additional $5 in cash. Final settlement of working capital adjustments resulted in cash payments to NorthgateArinso of approximately $7 during the fourth quarter of 2010. In connection with the sale of the HR Management line of business, we reorganized our reportable segments into two segments; Customer Management, which provides agent-assisted services, self-service, and intelligent technology care solutions, and Information Management, which provides business support system (BSS) solutions. See Note 16 for information about these segments.

As a result of the sale of the HR Management line of business, the operating results and assets and liabilities related to HR Management have been reflected as discontinued operations for all periods presented. Certain costs previously allocated to the HR Management segment that do not qualify for discontinued operations accounting treatment are now reported as costs from continuing operations within Corporate and Other. These costs previously allocated to HR Management that are now included in Corporate and Other within selling, general and administrative costs were $9.1 and $32.1 for the years ending December 31, 2010 and 2009, respectively. Beginning June 1, 2010, we began earning transition services revenues for services provided to the buyer under agreements lasting from three to eighteen months. Through the end of 2011, we earned $38.4 in revenue under these transition services agreements subsequent to the close of the sale. These revenues are reflected in Corporate and Other and largely offset the related costs described above incurred subsequent to June 1, 2010. While the length of the transition services agreements vary depending upon the type of service provided, we have taken and continue to take actions to reduce these costs and our expectation is that we will eliminate the underlying costs as the transition services are completed.

The total gain on the sale of HR Management amounted to $35.2 pretax and $5.6 after-tax at December 31, 2010. The sale of HR Management was a taxable transaction that resulted in $29.6 being recorded for the combined federal, state and foreign income tax obligation in 2010. Subsequently, in 2011, a $6.5 reduction to the tax on the gain on this transaction was recorded and has been reflected in Discontinued Operations. The high effective tax rate on the transaction was largely due to substantially lower tax basis in goodwill as compared to book value.

Customer Management

Our Customer Management segment, which accounted for approximately 85% of our consolidated revenues in 2011, partners with clients to deliver customer care solutions that enhance the value of their customer relationships. As an end-to-end single-source provider of self-service, agent-assisted and proactive care solutions, we combine consulting, innovative technology and agent-assisted services to optimize the customer experience and strengthen customer relationships.

Agent-related revenues, which account for approximately 90% of Customer Management revenues for 2011, are typically recognized as services are performed based on staffing hours or the number of contacts handled by service agents using contractual rates. Customer Management remaining revenues are derived from the sale of premise-based and hosted automated self-care and technology solutions. License, professional and consulting and maintenance and software support services revenues recognized from sale of these advanced speech recognition solutions are recognized pursuant to authoritative guidance for software revenue recognition.

As more fully described below, Customer Management revenue increased 4% from the prior year to $1,918.8. Customer Management operating income and operating margin were $149.9 and 7.8%, respectively, in 2011, compared to an operating loss of $78.5 in 2010. The operating loss in the prior year was driven by an asset impairment charge of

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$181.1, of which $166.5 relates to goodwill in the Customer Interaction Technology reporting unit (formerly referred to as the Relationship Technology Management reporting unit) and $14.6 relates to property, plant and equipment. Results also include restructuring charges of $1.0 in 2011 and $22.6 in 2010 primarily to adjust headcount to future revenue expectations and simplify operations.

Information Management

Our Information Management segment serves clients principally by providing and managing complex business support system (BSS) solutions.

In 2011, Information Management accounted for 15% of our consolidated revenues. License and related support and maintenance fees, which accounted for 40% of Information Management revenues for 2011, are earned under perpetual and term license arrangements. Professional and consulting services for installation, implementation, customization, migration, training and managed services accounted for 45% and data processing services accounted for 15% of Information Management revenues in 2011. As more fully described below under the heading "Information Management," during 2011, Information Management revenue was $328.8, a 3% decline compared to last year largely due to a lower volume of license sales in 2011, partially offset by revenue from new clients. Information Management operating income and operating margin for 2011 were $37.2 and 11.3%, respectively, compared with $33.2 and 9.8%, respectively, in the prior year period. Operating income includes a net restructuring benefit of $1.2 in 2011 and restructuring charges of $8.0 in 2010.

Results of Operations

Consolidated Results

	2011	2010	% Change 11 vs. 10	2009	% Change 10 vs. 09
Revenues	**$ 2,262.0**	$ 2,203.4	3	$ 2,421.0	(9)
Costs and Expenses:					
Cost of providing services and products sold [1]	**1,420.5**	1,340.9	6	1,461.6	(8)
Selling, general and administrative expenses	**527.4**	575.7	(8)	616.4	(7)
Research and development costs	**49.3**	56.2	(12)	74.2	(24)
Depreciation	**86.9**	97.3	(11)	110.3	(12)
Amortization	**9.6**	10.1	(5)	10.9	(7)
Restructuring charges	**—**	36.7	NM	43.3	(15)
Asset impairment	**—**	181.1	NM	3.1	NM
Total costs and expenses	**2,093.7**	2,298.0	(9)	2,319.8	(1)
Operating income (loss)	**168.3**	(94.6)	NM	101.2	NM
Earnings and gain from Cellular Partnerships, net	**285.2**	47.2	NM	41.0	15
Other income (expense), net	**9.8**	8.9	10	(17.2)	NM
Interest expense	**(16.1)**	(19.5)	(17)	(28.9)	(33)
Income (loss) before income taxes	**447.2**	(58.0)	NM	96.1	NM
Income tax expense	**118.9**	16.7	NM	11.6	NM
Income (loss) from continuing operations, net of tax	**328.3**	(74.7)	NM	84.5	NM
Income (loss) from discontinued operations, net of tax (benefit) expense of ($6.5), $39.0 and ($51.9)	**6.5**	21.5	(70)	(161.8)	NM
Net Income (Loss)	**$ 334.8**	$ (53.2)	NM	$ (77.3)	(31)
Diluted Earnings (Loss) Per Common Share:					
Continuing Operations	**$ 2.67**	$ (0.61)	NM	$ 0.68	NM
Discontinued Operations	**0.05**	0.18	(72)	(1.30)	NM
Net Diluted Earnings (Loss) Per Common Share	**$ 2.72**	$ (0.43)	NM	$ (0.62)	(31)

(1) Exclusive of depreciation and amortization, with the exception of amortization of deferred charges.

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2011 vs. 2010

Consolidated revenues for 2011 were $2,262.0 compared to $2,203.4 in 2010, reflecting a revenue increase in the Customer Management segment. We earned $14.4 in revenue in 2011 under transition services agreements subsequent to the sale of HR Management compared to $24.0 in the prior year. Operating income for 2011 was $168.3 compared to operating loss of $94.6 in the prior year. As described more fully under the "Customer Management" section, the operating results for 2010 include the impact of $181.1 asset impairment charges, consisting of $166.5 goodwill impairment and $14.6 property, plant and equipment impairment. Operating results for 2010 also include restructuring charges of $36.7, $6.4 of net post-employment benefit plan charges, $7.6 of severance and other transition costs associated with the change in the CEO of the Company in February 2010 and $9.1 of HR Management related costs that did not qualify for reporting as discontinued operations. Operating results for 2011 include $5 of insurance recoveries in excess of costs incurred, partially offset by the negative impact of a client bankruptcy. The transition services revenue above offsets the continuing HR Management related costs. We have substantially eliminated the underlying costs as the transition services were completed.

As a percentage of revenues, the cost of providing services and products sold was 62.8% compared to 60.9% in the prior year, reflecting our investment in new programs expected to deliver future revenue. Selling, general and administrative expenses of $527.4 decreased 8% from the prior year. As a percentage of revenues, selling, general and administrative expenses were 23.3% in 2011 compared to 26.1% in 2010 as a result of cost reduction actions previously taken, HR Management related costs not qualifying as discontinued operations in 2010, pension settlement charges in 2010, transition costs associated with the change in our CEO in 2010 and net insurance recoveries in 2011. The net pension and other post-employment benefit charges in 2010 were $6.4, consisting of a settlement charge of $6.8 and a Supplemental Executive Retirement Plan (SERP) curtailment benefit of $0.4. The 12% decrease in research and development costs compared to the prior year primarily reflects reductions in headcount. Compared to the prior year, the $10.4 decrease in depreciation expense reflects a lower depreciable asset base.

As discussed in more detail under the heading "Restructuring Charges" during 2011, we initiated an incremental restructuring plan resulting in a $2.8 severance charge largely to reduce headcount and align resources to future business needs. This charge was offset by a $2.8 reduction to previously established facility-related reserves based upon early termination and settlement of a lease for a previously abandoned facility and review of estimated future costs for other facilities. In addition, we recorded a restructuring charge of $36.7 during 2010 mostly related to the realignment of resources, including headcount and facilities, to expected revenues and the sale of the HR Management business.

During 2011, we recognized a pre-tax gain of $265.0, $171.8 net of tax, on the sale of our investment in the Cellular Partnerships, comprised of our 33.8% interest in Cincinnati SMSA Limited Partnership and our 45.0% interest in the Cincinnati SMSA Tower Holdings, LLC, to AT&T, the general partner and a limited partner in both partnerships. Upon the close of the sale on July 1, 2011, we received cash proceeds of $320. We recorded income from our investment in the Cellular Partnerships of $20.2 in 2011 prior to the sale compared to $47.2 for the full year in 2010.

Other income of $9.8 was primarily due to a pre-tax gain of $7.0 on the sale of the Finance and Accounting outsourcing line of business and foreign exchange transaction gains during 2011 compared to losses in prior year. The foreign exchange gains and losses arise from transactions denominated in a currency other than the functional currency. As discussed in further detail in the section titled "Market Risk," we periodically enter into forward exchange contracts to protect the Company against these foreign currency exposures. The gains and losses from these forward exchange contracts are reported within other income (expense), net. Other income of $8.9 in 2010 includes the benefit of a $14.9 reduction to a non-operating accrual. Interest expense improved to $16.1 from $19.5 in the prior year reflecting a lower level of debt outstanding during the course of the year. Our effective tax rate on net income from continuing operations was 26.6% in 2011, which includes tax expense of $93.2 from the sale of our interests in the Cellular Partnership and $25.5 of net tax benefits from international transactions and certain other discrete items. The tax holiday in India expired on March 31, 2011. The impact of this expiration was mitigated by expansion in other jurisdictions with lower tax rates. See Note 14 of the Notes to Consolidated Financial Statements for further discussion related to effective tax rates.

As a result of the factors above, the 2011 net income from continuing operations and diluted earnings per share from continuing operations were $328.3 and $2.67, respectively, compared with net loss from continuing operations and diluted loss per share from continuing operations of $74.7 and $0.61, respectively, in the prior year.

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The results of discontinued operations for 2011 include a $6.5 tax benefit related to the HR Management business sold in the prior year. The results of discontinued operations for 2010 include the operating results of the HR Management business that was sold. The $21.5 income from discontinued operations, net of tax, recognized during 2010 reflects income, net of tax, of $15.9 from operating activities of the business prior to completion of the sale of all entities as well as a gain of $5.6, net of $29.6 tax, on the sale of the HR Management business. As a result of the foregoing, income from discontinued operations, net of tax, and income from discontinued operations per diluted share for 2011 were $6.5 and $0.05, respectively, compared to income from discontinued operations, net of tax, and income from discontinued operations per diluted share of $21.5 and $0.18, respectively, in 2010.

Total 2011 net income and earnings per diluted share were $334.8 and $2.72, respectively, compared with net loss and loss per diluted share of $53.2 and $0.43, respectively, in the prior year.

2010 vs. 2009

Consolidated revenues for 2010 were $2,203.4, down 9% compared to $2,421.0 in 2009, reflecting revenue decreases from both Customer Management and Information Management. Operating loss for 2010 was $94.6 compared to operating income of $101.2 in the prior year. The operating results for 2010 include the impact of $181.1 asset impairment charges in Customer Management, consisting of $166.5 related to goodwill impairment and $14.6 in property, plant and equipment impairment. Operating results for 2009 include the impact of a $3.1 asset impairment in Information Management. Operating results for 2010 and 2009 also include restructuring charges of $36.7 and $43.3, respectively, HR Management costs of $9.1 and $32.1, respectively, that did not quality for reporting as discontinued operations, $6.4 of net post-employment benefit plan charges and $7.6 of CEO transition related costs in 2010.

As a percentage of revenues, the cost of providing services and products sold was 60.9% compared to 60.4% in the prior year. A decrease in the cost of providing services and products sold as a percentage of revenues at Customer Management was offset by an increase at Information Management. Selling, general and administrative expenses of $575.7 decreased 7% from the prior year primarily due to the impact of restructuring actions previously taken, partially offset by pension settlement charges, transition costs associated with the change in our CEO and incremental investment by our Customer Management and Information Management segments in sales and marketing efforts. As a percentage of revenue, selling, general and administrative costs increased from 25.5% in 2009 to 26.1% in 2010, as a result of lower revenue. The 24% decrease in research and development costs primarily reflects more focused strategic spending on enhancement of our business support system offerings and the shift of this investment to lower cost geographies. Compared to 2009, the $13.0 decrease in depreciation expense reflects the impact of lower capital expenditures in preceding periods. As noted under the “Restructuring Charges” heading, we recorded a restructuring charge of $36.7 during 2010 to realign resources, including headcount and facilities, to expected revenues, further simplify operations and due to the separation of the HR Management business. A restructuring charge of $43.3 was recorded during 2009 to align resources to future business needs and to shift the geographic mix of certain resources.

In 2010, we recorded equity income in the Cellular Partnerships of $47.2 compared to $41.0 recorded in 2009. The improvement in other income (expense) in 2010 primarily relates to a $14.9 benefit from a reduction in non-operating accruals and lower foreign exchange transaction losses. Interest expense decreased to $19.5 from $28.9 in the prior year reflecting a lower level of debt outstanding during the course of the year. For 2010, we recognized income tax expense of $16.7 on a net loss from continuing operations of $58.0. The net expense was largely driven by impairment of assets with a significantly lower tax basis than book basis, resulting in taxable income for the year.

As a result of the factors above, the 2010 net loss from continuing operations and diluted loss per share from continuing operations were $74.7 and $0.61, respectively, compared with net income from continuing operations and diluted earnings per share from continuing operations of $84.5 and $0.68, in the prior year.

The results from discontinued operations include the operating results of the HR Management business that were discontinued as a result of the sale of the business. Discontinued operations include revenues of $107.2 and $406.2 in 2010 and 2009, respectively. The $21.5 income from discontinued operations, net of tax, recognized during 2010 reflects income, net of tax, of $15.9 from operating activities of the business prior to completion of the sale as well as a $5.6 gain, net of $29.6 tax, on the sale of the HR Management business. The loss in 2009 included implementation-related impairment and contract settlement charges of $366.1, partially offset by accelerated recognition of $122.3 of

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previously received and deferred implementation revenue related to two large HR Management contracts. As a result of the foregoing, the income from discontinued operations, net of tax and the earnings from discontinued operations per diluted share for 2010 were $21.5 and $0.18, respectively, compared to loss from discontinued operations, net of tax, and the loss from discontinued operations per diluted share of $161.8 and $1.30 in 2009.

Total 2010 net loss and loss per diluted share were $53.2 and $0.43, respectively, compared with net loss and loss per diluted share of $77.3 and $0.62, respectively in the prior year.

Non-GAAP Measures for 2011, 2010 and 2009

In order to assess the underlying operational performance of the continuing operations of the business, we provide non-GAAP measures in the table below that exclude the following: 1) the gain on the sale of our interests in the Cellular Partnerships of $265.0 in 2011; 2) the gain on the sale of the Finance and Accounting outsourcing line of business of $7.0 in 2011, reported within other income (expense), net; 3) certain costs previously allocated to the HR Management business that are now included in continuing operations as discussed above and in more detail in Note 3 of the Notes to Consolidated Financial Statements; these costs were $9.1 in 2010 and $32.1 in 2009; 4) a reduction of non-operating accruals by $14.9 during 2010, which is reported within other income (expense) net; 5) restructuring charges of $36.7 in 2010 and $43.3 in 2009; 6) severance and other transition costs associated with the change in the CEO of the Company in February 2010, which resulted in a negative impact to 2010 results from continuing operations of $7.6; 7) net pension and other post employment benefit charges of $6.4, consisting of a pension settlement charge of $6.8 and a SERP curtailment benefit of $0.4 in 2010; 8) asset impairment charges of $181.1 in 2010 and $3.1 in 2009; 9) for comparability to current period results, income from our investment in the Cellular Partnerships of $22.2 and $19.5 for the second half of 2010 and 2009, respectively, and, separately, for comparison to 2012 forecast, $20.2, $25.0 and $21.5 of earnings from the first half of 2011, 2010 and 2009, respectively, and; 10) net tax benefits from international transactions, including certain discrete items, of $25.5 in 2011.

We use operating income, income from continuing operations, net of tax and earnings per share data excluding the above items to assess the underlying operational performance of the continuing operations of the business for the year and to have a basis to compare underlying results to prior and future periods. Adjustments for these items are relevant in evaluating the overall performance of the business. Limitations associated with the use of these non-GAAP measures include that these measures do not include all of the amounts associated with our results as determined in accordance with GAAP. Management compensates for these limitations by using the non-GAAP measures, operating income, income from continuing operations, net of tax and diluted earnings per share excluding these items, and the GAAP measures, operating income, income from continuing operations, net of tax and diluted earnings per share, in its evaluation of performance. There are no material purposes for which we use these non-GAAP measures beyond those described above.

Net charges on a per share basis include an adjustment to Diluted EPS utilizing diluted shares outstanding of 125.5 for December 31, 2010. Given that the Company recorded a loss from continuing operations under U.S. GAAP, shares outstanding utilized to calculate Diluted EPS from continuing operations are equivalent to basic shares outstanding. Shares outstanding utilized to calculate Adjusted Diluted EPS from continuing operations reflect the number of diluted shares the Company would have reported if reporting net income from continuing operations under U.S. GAAP.

Reconciliation of GAAP EPS from Continuing Operations to non-GAAP EPS from Continuing Operations

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	2011	2010	% Change 11 vs. 10	2009	% Change 10 vs. 09
Operating income (loss) as reported under U.S. GAAP	**$ 168.3**	$ (94.6)	NM	$ 101.2	NM
Restructuring charges	**—**	36.7	NM	43.3	(15)
Net pension and OPEB charges	**—**	6.4	NM	—	NM
CEO transition costs	**—**	7.6	NM	—	NM
Asset Impairment		181.1	NM	3.1	NM
HR Management costs not qualifying as discontinued operations	**—**	9.1	NM	32.1	(72)
Total Charges	**—**	240.9	NM	78.5	NM
Adjusted Operating Income (a non-GAAP measure)	**$ 168.3**	$ 146.3	15	$ 179.7	(19)

	2011	2010	% Change 11 vs. 10	2009	% Change 10 vs. 09
Income (loss) from continuing operations, net of tax, as reported under U.S. GAAP	**$ 328.3**	$ (74.7)	NM	$ 84.5	NM
Gain on Sale of Interests in Cellular Partnerships, net of tax	**(171.8)**	—	NM	—	NM
Income from continuing operations, net of tax, excluding the gain on sale of interests in Cellular Partnerships (a non-GAAP measure)	**156.5**	(74.7)	NM	84.5	NM
Total charges of $0.0, $240.9 and $78.5 for 2011, 2010 and 2009, from above, net of tax	**—**	209.2	NM	51.6	NM
Earnings from Cellular Partnerships of $22.2 and $19.5 for 2H of 2010 and 2009, net of tax	**—**	(14.4)	NM	(12.6)	14
Adjustment of tax to normalized rate	**(25.5)**	—	NM	—	NM
Gain on sale of F&A line of business of $7.0 for 2011, net of tax	**(4.3)**	—	NM	—	NM
Non-operating reserve reduction of $14.9, net of tax	**—**	(9.3)	NM	—	NM
Adjusted income from continuing operations, net of tax (a non-GAAP measure)	**$ 126.7**	$ 110.8	14	$ 123.5	(10)
Earnings from Cellular Partnerships of $20.2, $25.0 and $21.5 for 1H of 2011, 2010 and 2009, net of tax	**$ (13.1)**	$ (16.3)	(20)	$ (14.0)	16
Adjusted income from continuing operations excluding income from Cellular Partnerships, net of tax (a non-GAAP measure)	**$ 113.6**	$ 94.5	20	$ 109.5	(14)

	2011	2010	% Change 11 vs. 10	2009	% Change 10 vs. 09
Diluted earnings (loss) per common share from continuing operations as reported under U.S. GAAP	**$ 2.67**	$ (0.61)	NM	$ 0.68	NM
Impact of Gain on Sale of interests in Cellular Partnerships, net of tax	**(1.40)**	—	NM	—	NM
Diluted earnings per common share from continuing operations excluding the sale of interests in Cellular Partnerships (a non-GAAP measure)	**1.27**	(0.61)	NM	0.68	NM
Impact of net charges included in continuing operations, net of tax	**(0.24)**	1.49	NM	0.31	NM
Adjusted diluted earnings per common share from continuing operations (a non-GAAP measure)	**$ 1.03**	$ 0.88	17	$ 0.99	(11)
Net impact of earnings from interests in Cellular Partnerships for 1H of 2011, 2010 and 2009	**$ (0.11)**	$ (0.13)	(15)	$ (0.11)	18
Adjusted diluted earnings per common share from continuing operations excluding earnings from Cellular Partnerships (a non-GAAP measure)	**$ 0.92**	$ 0.75	23	$ 0.88	(15)

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Customer Management

	2011	2010	% Change 11 vs. 10	2009	% Change 10 vs. 09
Revenues:					
Communications	**$ 1,147.6**	$ 1,053.8	9	$ 1,176.0	(10)
Technology	**170.0**	147.5	15	153.9	(4)
Financial services	**208.0**	241.5	(14)	288.1	(16)
Other	**393.2**	396.5	(1)	368.7	8
Total revenues	**1,918.8**	1,839.3	4	1,986.7	(7)
Costs and Expenses:					
Cost of providing services and products sold	**1,232.9**	1,142.1	8	1,240.7	(8)
Selling, general and administrative expenses	**453.3**	480.6	(6)	507.8	(5)
Research and development costs	**14.0**	18.0	(22)	22.2	(19)
Depreciation	**60.3**	65.7	(8)	66.9	(2)
Amortization	**7.4**	7.7	(4)	7.3	5
Restructuring charges	**1.0**	22.6	(96)	7.9	NM
Asset Impairments	**—**	181.1	(100)	—	NM
Total costs and expenses	**1,768.9**	1,917.8	(8)	1,852.8	4
Operating Income (Loss)	**$ 149.9**	$ (78.5)	NM	$ 133.9	NM
Operating Margin	**7.8%**	NM		6.7%	

2011 vs. 2010

Revenues

Customer Management revenues for 2011 were $1,918.8, a 4% increase from 2010. Revenues from communications clients increased 9% from 2010 reflecting higher volumes with several clients. Revenues from technology clients increased 15% from 2010 due to new projects with existing and new clients. Revenues from financial services clients decreased 14% from 2010, primarily reflecting volume reductions and program completions, including client migrations from legacy technology offerings. Other revenues, which are comprised of clients outside of Customer Management's three largest industries, decreased 1% from 2010. This is primarily attributable to the completion of a short-term program for the U.S. Census Bureau in 2010, offset by revenue earned from new projects with existing and new clients.

Costs and Expenses

Customer Management total costs and expenses of $1,768.9 decreased 8% from 2010 costs of $1,917.8. Costs in 2010 include $181.1 of non-cash impairment charges in the Customer Interaction Technology (CIT) reporting unit (formerly referred to as the Relationship Technology Management reporting unit), consisting of $166.5 for the impairment of goodwill and $14.6 for the impairment of certain property, plant and equipment classified as Held-for-Sale at December 31, 2010.

Customer Management costs of providing services and products sold increased 8% to $1,232.9 from 2010. As a percentage of revenues, cost of providing services and products sold was 64.3% compared to 62.1% in the prior year, primarily reflecting our investment in new programs expected to deliver future revenue. Selling, general and administrative expenses of $453.3 in 2011 decreased 6% as compared to $480.6 in the prior year reflecting cost reduction actions previously taken and approximately $5 of net insurance recoveries partially offset by incremental investment in sales and marketing efforts. As a percentage of revenue, selling, general and administrative expenses were 23.6% compared to 26.1% in the prior year. Research and development costs of $14.0 decreased $4.0 compared to 2010 due to reductions in headcount. Depreciation expense of $60.3 decreased $5.4 from the prior year due to a lower depreciable asset base.

As discussed in more detail under the "Restructuring Charges" heading, as a result of operational changes, we recorded a restructuring charge of $1.0 for Customer Management during 2011, to reduce headcount and align resources to

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expected revenues, and a charge of $22.6 during 2010 mostly related to the alignment of resources, including headcount and facilities, to expected revenues.

Operating Income
As a result of the foregoing, Customer Management 2011 operating income and margin were $149.9 and 7.8%, respectively, compared with operating loss of $78.5 in the prior year.

2010 vs. 2009
Revenues
Customer Management revenues for 2010 were $1,839.3, a 7% decrease from 2009. The decrease in revenues was largely driven by our clients' own volume declines, offshore volume shifts, lower sales of technology solutions and some client program completions in 2010. These revenue declines were partially offset by revenue increases with several other clients. Revenues from communications clients decreased 10% from 2009, primarily reflecting a reduction in spending by a few communications clients largely due to the decline in their volumes as well as off-shore volume shifts and lower sales of technology solutions. Revenues from financial services clients decreased 16% from 2009, primarily due to client program completions and volume reductions. Revenues from technology clients decreased 4% primarily due to volume reductions. Other revenues, which are comprised of clients outside of Customer Management's three largest industries, increased 8% from 2009. This increase is primarily attributed to a short-term program for the U.S. Census Bureau that was completed by the end of the third quarter of 2010 as well as other new clients, partially offset by a decrease in volume from several clients as a result of continued volume softness.

Costs and Expenses
Customer Management total costs and expenses were $1,917.8, a 4% increase from the prior year. Costs include $181.1 of non-cash impairment charges in the CIT reporting unit, consisting of $166.5 for the impairment of goodwill and $14.6 for the impairment of certain property, plant and equipment.

Customer Management cost of providing services and products decreased 8% to $1,142.1 from the prior year. As a percentage of revenues, cost of providing services and products sold was 62.1% for 2010, down from 62.5% in the prior year, due to off-shoring and effective agent-assisted workforce management. Selling, general and administrative expense of $480.6 decreased 5% compared to $507.8 in the prior year reflecting general and administrative cost reduction actions taken as a result of anticipated lower revenue, partially offset by an incremental investment in sales and marketing efforts. As a percentage of revenues, selling, general and administrative expenses were 26.1% for 2010 compared to 25.6% in the prior year due to lower revenues. As noted under the heading, "Restructuring Charges," we recorded a restructuring charge of $22.6 during 2010 mostly related to the alignment of resources, including headcount and facilities, to expected revenues and a charge of $7.9 in 2009 to reduce headcount and align resources to future needs.

Operating Income
As a result of the foregoing, Customer Management 2010 operating loss was $78.5, compared with operating income and operating margin of $133.9 and 6.7%, respectively, in the prior year.

Non-GAAP measures for 2011, 2010 and 2009
In order to assess the underlying operational performance of the continuing operations of the business, we provide non-GAAP measures in the table below that exclude restructuring charges of $1.0, $22.6 and $7.9 in 2011, 2010 and 2009, respectively, and asset impairment charges of $181.1, including $166.5 of goodwill and $14.6 of property, plant and equipment, incurred during 2010.

We use Customer Management operating income excluding restructuring and asset impairment charges to assess the underlying operational performance of the continuing operations of the business for the year and to have a basis to compare underlying operating results to prior and future periods. Adjustments for these charges are relevant in evaluating the overall performance of the business. Limitations associated with the use of this non-GAAP measure include that this measure does not include all of the amounts associated with our results as determined in accordance with GAAP. Management compensates for these limitations by using the non-GAAP measure, operating income excluding the charge, and the GAAP measure, operating income, in its evaluation of performance. There are no material purposes for which we use this non-GAAP measure beyond those described above.

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Reconciliation of Customer Management GAAP Operating Income to non-GAAP Operating Income

		2011		2010		2009
Operating income (loss) as reported under U.S. GAAP	$	149.9	$	(78.5)	$	133.9
Restructuring charges		1.0		22.6		7.9
Asset Impairment		—		181.1		—
Adjusted operating income (a non-GAAP measure)	$	150.9	$	125.2	$	141.8
Adjusted operating margin (a non-GAAP measure)		7.9%		6.8%		7.1%

Information Management

		2011		2010	% Change 11 vs. 10		2009	% Change 10 vs. 09
Revenues:								
Data processing	$	48.1	$	63.9	(25)	$	113.9	(44)
Professional and consulting		148.2		131.5	13		159.0	(17)
License and other		132.5		144.7	(8)		161.4	(10)
Total revenues		328.8		340.1	(3)		434.3	(22)
Costs and Expenses:								
Cost of providing services and products sold		176.8		178.5	(1)		220.8	(19)
Selling, general and administrative expenses		64.6		65.5	(1)		79.9	(18)
Research and development costs		35.3		38.1	(7)		52.0	(27)
Depreciation		13.9		14.3	(3)		22.6	(37)
Amortization		2.2		2.5	(12)		3.6	(31)
Restructuring charges		(1.2)		8.0	NM		30.4	(74)
Asset impairments		—		—	NM		3.1	NM
Total costs and expenses		291.6		306.9	(5)		412.4	(26)
Operating Income	$	37.2	$	33.2	12	$	21.9	52
Operating Margin		11.3%		9.8%			5.0%	

2011 vs. 2010

Revenues

Information Management revenues of $328.8 in 2011 decreased 3% from the prior year. Data processing revenues of $48.1 decreased 25% from the prior year. This primarily reflects a project completion for one client with subsequent revenue from that client classified as professional and consulting revenue, partially offset by revenue from a new customer that went live during 2011. Professional and consulting revenues of $148.2 increased 13% from 2010 primarily due to services performed subsequent to the completion of the transition of an existing client to a new platform and increased client volumes, partially offset by project completions. License and other revenue decreased 8% from the prior year primarily due to a lower volume of non-recurring license sales.

Costs and Expenses

Information Management costs and expenses were $291.6, a 5% decrease from the prior year. Compared to the prior year, Information Management's cost of providing services and products sold decreased 1% to $176.8. As a percentage of revenues, cost of providing services and products sold was 53.8% in 2011 compared to 52.5% in 2010 primarily reflecting the shift in revenue mix from higher margin data processing revenue to lower margin professional and consulting revenue. Selling, general and administrative expenses of $64.6 in 2011 decreased 1% compared to $65.5 in the prior year due to cost reduction actions previously taken, partially offset by incremental investment in sales efforts. As a percentage of revenues, selling, general and administrative expenses were 19.6% in 2011 compared to 19.3% in the prior year. Research and development costs of $35.3 decreased $2.8 from 2010 primarily as a result of headcount reductions as we continue to focus on development activities that have the highest impact for our clients and as we continue to leverage our off-shore capabilities. Depreciation expense of $13.9 decreased $0.4 from the prior year due to a lower depreciable asset base.

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As discussed in more detail under the "Restructuring Charges" heading, as a result of operational changes, we recorded a severance related charge of $1.6 during 2011 primarily to reduce headcount and align resources to future business needs. This severance charge was offset by a $2.8 net benefit from an adjustment of a previously abandoned facility during 2011 and review of estimated future costs for other facilities. As a result of the severance charge and net facility benefit, we recorded a net $1.2 restructuring benefit for 2011. We also recorded a restructuring charge of $8.0 in 2010 to reduce headcount and align resources to future business needs.

Operating Income

As a result of the foregoing, Information Management operating income and operating margin in 2011 were $37.2 and 11.3%, respectively, compared with $33.2 and 9.8%, respectively in the prior year.

2010 vs. 2009

Revenues

Information Management revenues of $340.1 in 2010 were down 22% compared to the prior year due primarily to client migrations as well as project completions. Data processing revenues of $63.9 decreased 44% from the prior year reflecting North American client migrations, which are substantially completed, as well as project completions. Compared to the prior year, professional and consulting revenues of $131.5 decreased 17%, reflecting a reduction in services resulting from client migrations partially offset by revenue from new clients. License and other revenues of $144.7 decreased 10% from the prior year due to non-recurring license sales as well as project completions.

Costs and Expenses

Information Management total costs and expenses were $306.9, a 26% decline from the prior year. Compared to the prior year, Information Management cost of providing services and products sold decreased 19% to $178.5. As a percentage of revenues, cost of providing services and products sold was 52.5% for 2010 compared to 50.8% in the prior year. Selling, general and administrative expenses of $65.5 for 2010 decreased compared to $79.9 in the prior year due to cost reduction efforts across all general and administrative areas, partially offset by incremental investment in sales and marketing efforts. As a percentage of revenues, selling, general and administrative expenses were 19.3% for 2010 compared to 18.4% in the prior year due to lower revenues. The $13.9 decline in research and development is the result of continued focused strategic spending on enhancement of our business support system offerings. To drive down costs, we are being more selective in our approach to research and development spending, focusing our efforts on only what we consider the highest impact areas for our clients. We are also better leveraging our off-shore resources. Compared to 2009, the $9.4 decrease in depreciation and amortization expense reflects a lower depreciable asset base for 2010.

As discussed in more detail under the "Restructuring Charges" heading, we recorded restructuring charges of $8.0 in 2010 largely to reduce headcount and align resources to business needs. We also recorded a restructuring charges of $30.4 in 2009 related to both consolidating facilities and reductions in headcount.

Operating Income

As a result of the foregoing, Information Management 2010 operating income and operating margin were $33.2 and 9.8%, respectively, compared with $21.9 and 5.0%, respectively, in the prior year.

Non-GAAP measures for 2011, 2010 and 2009

In order to assess the underlying operational performance of the continuing operations of the business, we provide non-GAAP measures in the table below that exclude a restructuring benefit of $1.2 in 2011 and restructuring charges of $8.0 and $30.4 in 2010 and 2009, respectively, and asset impairment charges of $3.1 incurred during 2009.

We use Information Management operating income excluding restructuring and asset impairment charges to assess the underlying operational performance of the continuing operations of the business for the year and to have a basis to compare underlying operating results to prior and future periods. Adjustments for these charges are relevant in evaluating the overall performance of the business. Limitations associated with the use of this non-GAAP measure include that this measure does not include all of the amounts associated with our results as determined in accordance with GAAP. Management compensates for these limitations by using the non-GAAP measure, operating income excluding the charges, and the GAAP measure, operating income, in its evaluation of performance. There are no material purposes for which we use this non-GAAP measure beyond those described above.

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Reconciliation of Information Management GAAP Operating Income to non-GAAP Operating Income

	2011	2010	2009
Operating income as reported under U.S. GAAP	**$ 37.2**	$ 33.2	$ 21.9
Restructuring charges	**(1.2)**	8.0	30.4
Asset Impairment	**—**	—	3.1
Adjusted operating income (a non-GAAP measure)	**$ 36.0**	$ 41.2	$ 55.4
Adjusted operating margin (a non-GAAP measure)	**10.9%**	12.1%	12.8%

Restructuring Charges

As discussed in Note 8 of the Notes to Consolidated Financial Statements, we recorded the following restructuring charges:

2011 Restructuring

During 2011, we initiated operational changes that resulted in severance costs of $2.8 largely to reduce headcount and align resources to future business needs. This charge was offset by a $2.8 reduction to previously established facility-related reserves, as described below. The $2.8 of severance-related charges were comprised of $1.6 at Information Management, $1.0 at Customer Management and $0.2 at Corporate. Severance actions impacted approximately 100 professional employees worldwide and charges will largely be paid in cash pursuant to our existing severance policy and employment agreements. These actions were substantially completed by the end of 2011.

Restructuring liability activity for the 2011 severance plan, the balance of which is included within payables, deferred revenue and other current liabilities on the Company's Consolidated Balance Sheets, consisted of the following:

	2011
Balance at January 1	**$ —**
Severance charge	2.8
Severance payments	(2.6)
Balance as of December 31	**$ 0.2**

The severance actions, when completed, are expected to result in cost reductions in excess of $10 on an annualized basis. The impact of this benefit will be spread across our operating expenses, particularly within the selling, general and administrative expense and cost of providing services and products sold captions of our Consolidated Statements of Operations and Comprehensive Income (Loss). When completed, the severance actions are also expected to result in cash savings in excess of $10 on an annualized basis. We do not believe that the impact on our overall liquidity is material.

2010 Restructuring

During 2010, we initiated a restructuring plan to simplify operations across the business and shift capacity to reflect future expected revenue growth. The total charge recorded in 2010 was $36.7 ($23.2 after tax), including $22.4 of severance-related charges and $14.3 of facility-related charges. The $22.4 of severance-related charges were comprised of $13.3 at Customer Management and $3.0 at Information Management, largely to reduce headcount and align resources to business needs and $6.1 at Corporate to further simplify operations and to reflect the impact of the sale of the HR Management line of business. The severance charge of $22.4 was largely paid in cash pursuant to our existing severance policy and employment agreements. These actions affected approximately 1,000 professional employees and approximately 1,400 non-salaried employees worldwide and were substantially completed by December 31, 2011. The facility-related charge of $14.3 relates to lease rent accruals and penalties for properties that have closed as the result of consolidating facilities and shifting capacity. The charge is equal to the future costs associated with the facility, net of proceeds from any probable future sublease agreements. We used estimates, based on consultation with our real estate advisors, to determine the proceeds from any future sublease agreements. We will continue to evaluate these estimates in recording the facilities abandonment charge. Consequently, there may be

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additional reversals or charges related to this facility closure in the future. Therefore, the Company reviews the facility-related reserves on a facility basis rather than a restructuring charge basis. At December 31, 2011 the facility-related restructuring reserve for all reserved facilities had an outstanding balance of $9.6, which will be paid over several years until the lease term expires.

Restructuring liability activity for the 2010 severance plan, the balance of which is included within payables, deferred revenue and other current liabilities on the Company's Consolidated Balance Sheets, consisted of the following:

		2011		2010
Balance at January 1	**$**	**12.4**	$	—
Severance charge		**—**		22.4
Severance payments		**(11.4)**		(10.0)
Balance at December 31	**$**	**1.0**	$	12.4

The restructuring actions resulted in cost reductions in excess of $50 on an annualized basis. The impact of this benefit will be spread across our operating expenses, particularly within the selling, general and administrative expense and cost of providing services and products sold captions of our Consolidated Statements of Operations and Comprehensive Income (Loss). The severance actions are expected to result in cash savings in excess of $40 on an annualized basis. We do not believe that the impact on our overall liquidity is material.

2009 Restructuring

During 2009, we initiated restructuring plans of $43.3 to reduce headcount and align resources to future business needs. The total charge recorded in 2009 included $27.0 of severance-related charges and $16.3 of facility-related charges. Severance charges were comprised of $15.3 at Information Management related to shifting the geographic mix of certain resources and further streamlining of operations, $6.7 at Customer Management, resulting from a reduction in one international program and efforts to streamline operations and $5.0 at Corporate to reduce headcount. All severance charges were largely paid in cash pursuant to our existing severance policy and employment agreements. The severance actions were completed by March 31, 2011. The facility-related charge relates to lease rent accruals for properties that have closed as the result of consolidating facilities, consistent with the methodology discussed in connection with the 2010 restructuring. The facility-related reserve related to this charge is encompassed within the total outstanding facility balance of $9.6 referred to above, which will be paid over several years until the leases expire.

The restructuring actions taken resulted in cost reductions in excess of $50 in 2010. The impact of this benefit was spread across our operating expenses, particularly within the selling, general and administrative expense and cost of providing services and products sold captions of our Consolidated Statements of Operations and Comprehensive Income (Loss). These actions also had a positive cash flow impact in the range of $20-$25 in 2010. We do not believe that the impact on our overall liquidity is material.

Facilities Restructuring

The Company's facilities restructuring reserves are equal to estimated future costs associated with the facilities, net of proceeds from any probable future sublease agreements. The Company uses estimates, based on consultation with the Company's real estate advisors, to determine the proceeds from any future sublease agreements. The Company continues to evaluate these estimates in recording the facilities abandonment charge. Based upon early termination and settlement of a lease for a previously abandoned facility during 2011 and review of estimated future costs for other facilities, the Company recorded a net benefit of $2.8 to reduce the remaining reserves. Restructuring liability for the facilities plans, the balance of which is included within payables, deferred revenue and other current liabilities on the Company's Consolidated Balance Sheets, consisted of the following:

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	2011	2010	2009
Balance at January 1	**$ 20.7**	$ 16.0	$ —
Facility charge	**—**	14.3	16.3
Facility payments	**(8.3)**	(9.6)	(0.3)
Facility adjustments	**(2.8)**	—	—
Balance at December 31	**$ 9.6**	$ 20.7	$ 16.0

Client Concentration

During 2011, our three largest clients accounted for 41.9% of our revenues, compared to 37.6% in the prior year. We serve AT&T, our largest client accounting for 21.6% of our revenues in 2011, under Customer Management and Information Management contracts. We serve Comcast and DIRECTV, our second and third largest clients accounting for 10.2% and 10.1%, respectively, of our revenues in 2011 under Customer Management contracts. Volumes under certain of our long-term contracts are subject to variation based on, among other things, general economic conditions, client outsourcing trends and seasonal patterns in our clients' businesses.

Business Outlook

Convergys expects continuing revenue growth and earnings improvement for the full year 2012 compared with 2011 adjusted results, including:

- Customer Management revenue to exceed $1,960 increasing from $1,919 last year;
- Information Management revenue of $330 to $340, increasing from $329 last year;
- EBITDA of $270 to $280, improving from adjusted EBITDA of $268 last year;
- Effective tax rate to approximate 25%;
- Diluted shares outstanding to approximate 120, and;
- EPS of $0.95 to $1.00, improving from adjusted EPS of $0.92 last year.

The Company expects first-half 2012 results similar to adjusted results in the same period last year and also expects second-half 2012 results to exceed first-half 2012 results.

A reconciliation of 2011 GAAP to 2011 non-GAAP and adjusted EBITDA, excluding equity earnings from the Cellular Partnerships and the impacts of its sale, Finance and Accounting business sale impacts, and certain other tax items, is as follows:

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CONVERGYS CORPORATION

Reconciliation of GAAP results from Continuing Operations to Non-GAAP metrics for Comparison to 2012 Guidance

(In Millions Except Per Share Amounts)

	2011				
	Q1	Q2	Q3	Q4	YTD
Net Income from Continuing Operations under U.S GAAP	$ 34.9	$ 31.7	$ 213.7	$ 48.0	$ 328.3
Income from Cellular Partnerships, net of tax of $10.2 and $10.0, net of tax	(6.6)	(6.5)	—	—	(13.1)
Gain on sale of interests in Cellular Partnerships of $265.0, net of tax	—	—	(171.8)	—	(171.8)
Gain on sale of F&A business of $7.0, net of tax	(4.3)	—	—	—	(4.3)
Impact of normalization of effective tax rate for discrete and other items	—	—	(11.3)	(14.2)	(25.5)
Adjusted Net Income from Continuing Operations (a non-GAAP measure)	$ 23.9	$ 25.2	$ 30.6	$ 33.8	$ 113.5
Earnings Per Share from Continuing Operations under U.S. GAAP	$ 0.28	$ 0.26	$ 1.75	$ 0.40	$ 2.67
Net impact of items above per adjusted diluted share	(0.09)	(0.05)	(1.50)	(0.12)	(1.75)
Adjusted Earnings Per Share from Continuing Operations (a non-GAAP measure)	$ 0.19	$ 0.20	$ 0.25	$ 0.28	$ 0.92
Net Income from Continuing Operations under U.S. GAAP	$ 34.9	$ 31.7	$ 213.7	$ 48.0	$ 328.3
Depreciation and Amortization	23.5	23.6	24.0	25.4	96.5
Interest expense	4.6	4.3	3.6	3.6	16.1
Income tax expense	15.3	12.3	92.4	(1.1)	118.9
EBITDA	$ 78.3	$ 71.9	$ 333.7	$ 75.9	$ 559.8
Income from Cellular Partnerships	(10.2)	(10.0)	—	—	(20.2)
Gain on sale of interests in Cellular Partnerships	—	—	(265.0)	—	(265.0)
Gain on sale of F&A business	(7.0)	—	—	—	(7.0)
Adjusted EBITDA	$ 61.1	$ 61.9	$ 68.7	$ 75.9	$ 267.6

Financial Condition, Liquidity and Capital Resources

Liquidity and Cash Flows

We use existing cash and the net cash generated from ongoing operations to fund those operations, invest in the business and make required debt payments. We also believe available borrowings under existing credit facilities will provide additional ability to invest in the business.

Cash flows from operating activities generally provide us with a significant source of funding for our investing and financing activities. Cash flows for 2011, 2010, and 2009 were as follows:

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	2011	2010	2009
Net cash flows from operating activities			
Operating activities of continuing operations	$ **196.6**	$ 217.2	$ 384.0
Operating activities of discontinued operations	**—**	(23.0)	(79.3)
	$ **196.6**	$ 194.2	$ 304.7
Net cash flows provided by (used in) investing activities			
Investing activities of continuing operations	$ **222.1**	$ (69.3)	$ (74.5)
Investing activities of discontinued operations	**—**	70.0	(3.5)
	$ **222.1**	$ 0.7	$ (78.0)
Net cash flows used in financing activities			
Financing activities of continuing operations	$ **(183.0)**	$ (340.5)	$ (132.3)
Financing activities of discontinued operations	**—**	—	(2.7)
	$ **(183.0)**	$ (340.5)	$ (135.0)

Cash flows from operating activities totaled $196.6 in 2011, compared to $194.2 in 2010, and $304.7 in 2009. Cash flows provided by continuing operations for 2011 was $196.6 compared to $217.2 and $384.0 in 2010 and 2009, respectively. Excluding the impact of discontinued operations, the decrease in 2011 was primarily the result of the receipt of tax refunds of approximately $48 in 2010, increased net implementation spending in 2011 and the timing of net working capital. The decrease from 2009 to 2010 largely was due to the timing of working capital requirements, including accounts receivable, as well as to the decline in operating income, partially offset by receipt of tax refunds of approximately $48. Cash flows used in discontinued operations for 2010 and 2009 were $23.0,and $79.3, respectively. The improvement was primarily due to a decline in the net implementation spending in 2010 compared to 2009, partially offset by cash payments of $28.2 for certain obligations of the HR Management business in connection with and at the time of the substantial completion of the sale of the business. Days sales outstanding at December 31, 2011 was 60 days compared to 60 and 59 at December 31, 2010 and 2009, respectively. This performance measure is computed as follows: receivables, net of allowances, divided by average daily revenue.

We received $222.1 from investing activities during 2011, which included cash proceeds of $320.0 from the sale of the Cellular Partnership interests, $3.1 from the sale of assets, and $10.0 from the sale of the Finance and Accounting outsourcing line of business, partially offset by $88.3 of capital expenditures and $22.7 of purchases of investment securities. Cash flow provided by investing activities was $0.7 in 2010, which included $70.0 from discontinued operations related to the sale of the HR Management line of business, and capital expenditures of $66.0. In 2009, we used $78.0 for investing activities, including $3.5 related to discontinued operations.

Cash flows used for financing activities were $183.0 during 2011, $340.5 during 2010 and $135.0 in 2009. During 2011, we repurchased 7.7 of our common shares for $96.8 and repaid $86.0 on our outstanding borrowings. During 2010, we repaid the entire $400.0 outstanding balance on our Five-Year Competitive Advance and Revolving Credit Facility and borrowed $85.0 on our accounts receivable securitization facility, net of repayments. We also repurchased our common shares for $24.9 during 2010. During 2009 we repaid approximately $130 of our 4.875% Senior Notes.

As of December 31, 2011, our credit ratings and outlook are as follows:

	Long-Term Debt	Outlook
Moody's	Ba1	Stable
Standard and Poor's	BB+	Stable

Our credit ratings and outlook could impact our ability to raise capital in the future as well as increase borrowing costs.

We use free cash flow and adjusted free cash flow to assess the financial performance of the Company. We define free cash flow as cash flows from operating activities less capital expenditures (net of proceeds related to disposals). We further define adjusted free cash flow as free cash flow excluding the operating cash impact of the sale of the HR Management business and the CEO transition. A reconciliation of the GAAP measure, net cash provided by operating activities, to the non-GAAP measures free cash flow and adjusted free cash flow is as follows:

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Computation of Free Cash Flows:		**2011**		2010		2009
Net cash flow from operations	**$**	**196.6**	$	194.2	$	304.7
Capital expenditures, net of proceeds from disposal of assets		**(88.3)**		(66.3)		(74.9)
Free Cash Flows (a non-GAAP measure)	**$**	**108.3**	$	127.9	$	229.8
Payments made to settle obligations of HR Management in connection with and upon substantial completion of the sale of the business		**—**		28.2		—
Payments made related to CEO transition		**—**		8.0		—
Adjusted free cash flow (a non-GAAP measure)	**$**	**108.3**	$	164.1	$	229.8

Free cash flows, as defined as above, were $108.3, $127.9, and $229.8 for 2011, 2010, and 2009, respectively. Free cash flow for 2010 includes cash payments of $28.2 made to settle obligations of the HR Management business in connection with and at the time of the substantial completion of the sale of that business and $8.0 of cash payments made related to the CEO transition. Excluding these payments, adjusted free cash flow for 2011, 2010 and 2009 was $108.3, $164.1 and $229.8, respectively. The decrease in adjusted free cash flow of $55.8 from 2010 was due to lower cash generated from operating activities during 2011 as explained above. The decrease from 2009 to 2010 was due to lower cash generated from activities during 2010 as a result of the timing of working capital requirements, including accounts receivable, as well as lower operating income, partially offset by the positive impact of the receipt of tax refunds of approximately $48 in 2010 and lower capital expenditures. Adjusted free cash flow for 2010 also includes $10.0 paid in connection with the refinancing of the Orlando synthetic lease

We believe that free cash flow is useful to investors because it relates the operating cash flow of the Company to the capital that is spent to continue and improve business operations, such as investment in the Company's existing businesses. Further, free cash flow facilitates management's ability to strengthen the Company's balance sheet, to repay the Company's debt obligations and to repurchase the Company's common shares. Limitations associated with the use of free cash flow include that it does not represent the residual cash flow available for discretionary expenditures as it does not incorporate certain cash payments including payments made on capital lease obligations or cash payments for business acquisitions. Management compensates for these limitations by utilizing both the non-GAAP measures, free cash flow and adjusted free cash flow, and the GAAP measure, net cash flows from operating activities, in its evaluation of performance. There are no material purposes for which we use these non-GAAP measures beyond the purposes described above.

We define adjusted EBITDA as earnings from continuing operations before interest, taxes, depreciation and amortization, excluding the gain on sale of our interests in the Cellular Partnership, earnings from our investments in the Cellular Partnerships in the second half of 2010 and 2009 for comparability to 2011, gain on sale of the Finance and Accounting outsourcing line of business, asset impairment charges, the HR Management related impacts, restructuring charges, CEO transition costs, non-operating reserve reduction and pension settlement costs. EBITDA excluding only the gain on the sale of the Cellular Partnerships was $294.8, $68.9 and $246.2 for 2011, 2010 and 2009, respectively. Excluding all these items, adjusted EBITDA was $287.8, $272.7 and $305.2 for 2011, 2010 and 2009, respectively. For comparison to 2012 forecast, we also provide adjusted EBITDA excluding earnings from the Cellular Partnerships for the first half of 2011, 2010 and 2009. Excluding first half earnings, adjusted EBITDA was $267.6, $247.7 and $283.7 for 2011, 2010 and 2009, respectively.

A reconciliation of the GAAP measure, earnings from continuing operations, to the non-GAAP measures EBITDA and adjusted EBITDA is as follows:

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		2011		2010		2009
Income (Loss) from Continuing Operations, net of tax	$	**328.3**	$	(74.7)	$	84.5
Depreciation and Amortization		**96.5**		107.4		121.2
Interest expense		**16.1**		19.5		28.9
Income tax expense		**118.9**		16.7		11.6
EBITDA (a non-GAAP measure)		**559.8**		68.9		246.2
Gain on sale of interests in Cellular Partnerships		**(265.0)**		—		—
EBITDA excluding gain on sale of interests in Cellular Partnerships		**294.8**		68.9		246.2
Asset impairment charges		**—**		181.1		3.1
Earnings from Cellular Partnerships in 2H 2010 and 2009		**—**		(22.2)		(19.5)
Gain on sale of Finance and Accounting outsourcing line of business		**(7.0)**		—		—
Restructuring charges		**—**		36.7		43.3
HR Management related costs not qualifying as Discontinued Operations		**—**		9.1		32.1
CEO transition costs		**—**		7.6		—
Pension plan settlement charges		**—**		6.4		—
Non-operating reserve reduction		**—**		(14.9)		—
Adjusted EBITDA (a non-GAAP measure)	**$**	**287.8**	$	272.7	$	305.2
Earnings from Cellular Partnerships in 1H 2011, 2010 and 2009	**$**	**(20.2)**	$	(25.0)	$	(21.5)
Adjusted EBITDA excluding Cellular Partnership earnings (a non-GAAP measure)	**$**	**267.6**	$	247.7	$	283.7

Management uses EBITDA and adjusted EBITDA to monitor and evaluate the performance of the business and believes the presentation of these measures will enhance investors' ability to analyze trends in the business and evaluate the Company's underlying performance relative to other companies in the industry. The Company also uses EBITDA and Adjusted EBITDA in the calculations for certain employee incentive compensation plans. Adjusted EBITDA 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 adjusted EBITDA may not be comparable to similarly-titled measures used by other companies. Management uses both the non-GAAP measure, adjusted EBITDA, and the GAAP measure, income from continuing operations, net of tax, in its evaluation of underlying performance. There are no material purposes for which we use this non-GAAP measure beyond the purposes described above. This non-GAAP measure should be considered supplemental in nature and should not be construed as being more important that comparable GAAP measures.

Capital Resources, Off-Balance Sheet Arrangements and Contractual Commitments

At December 31, 2011, total capitalization was $1,538.7, consisting of $127.2 of short-term and long-term debt and capital lease obligations and $1,411.5 of equity. At December 31, 2010, total capitalization was $1,394.4, consisting of $210.3 of short-term and long-term debt and capital lease obligations and $1,184.1 of equity. The total debt-to-capital ratio at December 31, 2011 was 8.3%, which compares to 15.1% at December 31, 2010. The decrease in this ratio is due to a lower level of borrowings and higher level of equity in 2011 compared to 2010.

On March, 11, 2011, we entered into a $300 Four-Year Competitive Advance and Revolving Credit Facility Agreement (the New Credit Facility). This New Credit Facility replaces our $400 Five-Year Competitive Advance and Revolving Credit Facility Agreement (the Prior Credit Facility), dated as of October 20, 2006 and as amended subsequently, among Convergys and a group of financial institutions. In connection with our entry into the New Credit Facility, we terminated the Prior Credit Facility. There were no balances outstanding under the Prior Revolving Facility at December 31, 2010.

We have two borrowing options available under the New Credit Facility: (i) a competitive advance option which is provided on an uncommitted competitive advance basis through an auction mechanism and (ii) a revolving credit option which is provided on a committed basis. Under each option, amounts borrowed and repaid may be re-borrowed subject to availability. Borrowings under the New Credit Facility bear interest at one of the rates described in the New Credit Facility. The New Credit Facility includes certain restrictive covenants including maintenance of interest coverage and debt-to-EBITDA ratios (as defined in the New Credit Facility). The Company's interest coverage ratio, defined as the ratio of EBITDA to consolidated interest expense, cannot be less than 4.00 to 1.00 as determined on a rolling four quarter basis. Our debt-to-EBITDA ratio cannot be greater than 3.00 to 1.00 until December 31, 2012 and 2.75 to 1.00

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after December 31, 2012. The New Credit Facility also contains customary representations and warranties. In the event of a default, the lenders may terminate the commitments and declare the amounts outstanding, and all accrued interest, immediately due and payable. The maturity date of the New Credit Facility is March 11, 2015 except that, upon the satisfaction of certain conditions, we may extend the maturity date by one year twice during the term. We will pay an annual facility fee regardless of utilization. At December 31, 2011 the facility was undrawn. We were in compliance with all covenants at December 31, 2011.

In December 2004, we issued $250.0 in 4.875% Unsecured Senior Notes (4.875% Senior Notes) due December 15, 2009. During the first nine months of 2009, we retired approximately $58.2 of the outstanding debt. In the fourth quarter of 2009, we announced an exchange offer, under the terms of which the Company offered to exchange one-thousand twenty dollars in principal amount of its new 5.75% Junior Subordinated Convertible Debentures due September 2029 (2029 Convertible Debentures) for each one-thousand dollars in principal amount of its 4.875% Senior Notes. We issued a total of $125.0 aggregate principal amount of the 2029 Convertible Debentures in exchange for $122.5 of the 4.875% Senior Notes. This exchange transaction resulted in a loss on extinguishment of debt of $2.3 that is reflected within other income (expense), net, in the accompanying Statements of Operations and Comprehensive Income (Loss) for the year ended December 31, 2009. Following the settlement of the exchange, approximately $70.1 aggregate principal amount of the 4.875% Senior Notes remained outstanding that was fully paid in December 2009. The entire balance of the 2029 Convertible Debentures was outstanding as of December 31, 2011 and December 31, 2010.

As discussed in Note 7 of Notes to Consolidated Financial Statements, we leased an office complex in Orlando, Florida, under an agreement that expired in June 2010 (the "Orlando lease"). Pursuant to the terms of the lease, on October 8, 2009, we were required to provide notice to the Lessor of our intention to either purchase the property for $65.0 or arrange to have the office complex sold to a third party (the terms of the lease provided the Lessor with a residual value guarantee from us of up to $55.0). Although continuing to pursue a refinancing of the Orlando lease, on October 8, 2009, we effectively elected the purchase option under the required notification provision of the lease agreement.

On June 30, 2010, we refinanced this lease agreement. As part of the refinancing, we paid approximately $10.0 to reduce the principal under the prior facility related to the residual value guarantee provision referenced above, such amount having been previously accrued. The new facility provides for a new lease period of five years. Upon termination or expiration of the new lease facility, we are required to either purchase the property for $55.0 or arrange to have the office complex sold to a third party (the terms of the lease provide the Lessor with a residual value guarantee from us of up to $47.0). Total scheduled lease payments during the term are currently estimated to be approximately $10.0. At December 31, 2011 and 2010, we accounted for the Orlando lease as a capital lease.

During 2009, we entered into a $125.0 asset securitization facility collateralized by accounts receivable of certain of the Company's subsidiaries, of which $50.0 was scheduled to expire in June 2010 and $75.0 expires in June 2012. The $50.0 that was scheduled to expire in June 2010 was extended through June 2011. During June 2011, the Company renegotiated the terms of the agreement, increasing the purchase limit to $150.0 and extending the terms to June 2014. The asset securitization program is conducted through Convergys Funding Inc., a wholly-owned subsidiary. The asset securitization facility does not qualify for sale treatment under the authoritative guidance for the accounting for transfers and servicing of financial assets and extinguishments of liabilities. Accordingly, the accounts receivable and related debt obligation will remain on the Company's Consolidated Balance Sheets. At December 31, 2011, the facility was undrawn. At December 31, 2010, we had borrowings of $85.0 under this facility.

During 2011, we repurchased 7.7 of our common shares for $96.8 pursuant to outstanding authorizations. The timing and terms of any future transactions depend on a number of considerations including market conditions and our liquidity. In October 2011, the Company announced that its Board of Directors authorized the Company to repurchase up to an incremental $200 of outstanding common shares from time to time as market and business conditions warrant. At December 31, 2011, the Company has authority to repurchase an additional $162.7 pursuant to this authorization.

The following summarizes our contractual obligations at December 31, 2011, and the effect such obligations are expected to have on liquidity and cash flows in future periods:

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Contractual Obligations		Total		Less Than 1 Year		1-3 Years		After 3 Years
Debt and capital lease obligations [1]	$	194.7	$	6.2	$	63.5	$	125.0
Debt interest [2]		136.3		9.5		27.7		99.1
Operating leases [3]		81.5		26.8		36.7		18.0
Pension contributions [4]		76.2		11.2		45.0		20.0
Unrecognized tax benefits [5]		—		—		—		—
Total	$	488.7	$	53.7	$	172.9	$	262.1

(1) See Note 7 of the Notes to Consolidated Financial Statements for further information.
(2) This includes interest expense on both variable and fixed rate debt and capital lease obligations. Variable interest rates have been assumed to remain constant at current levels through the end of the term. This includes only the cash payable compound of interest expense in our 2029 Convertible Debentures.
(3) See Note 11 of the Notes to Consolidated Financial Statements for further information.
(4) In order to meet ERISA funding requirements, the Company expects to contribute $11.2 to fund its cash balance pension plan in 2012. Estimates for 2013 and beyond assume a 7.5% return on assets and effective interest rate of 6%. Actual cash payments may vary based upon actual performance.
(5) Unrecognized tax benefits of $112.3 are excluded from this table as the uncertainty related to the amount and period of any cash settlement prevents the Company from making a reasonably reliable estimate.

At December 31, 2011, we had outstanding letters of credit of approximately $32, bond obligations of approximately $2 related to performance and payment guarantees, and $35 related to our former HR Management line of business. Upon completion of the sale of the HR Management business, we continue to be responsible for these bond obligations. Although NorthgateArinso is obligated to indemnify the Company for any and all losses, costs, liabilities and expenses incurred related to these performance bonds, the Company maintains a liability of approximately $1. We believe that any guarantee obligation that may arise related to performance and payment guarantees of continuing operations will not be material. We also have purchase commitments with telecommunications providers of approximately $17 for 2012.

Market Risk

We are exposed to a variety of market risks, including the effects of changes in foreign currency exchange rates and interest rates. Market risk is the potential loss arising from adverse changes in market rates and prices. Our risk management strategy includes the use of derivative instruments to reduce the effects on our operating results and cash flows from fluctuations caused by volatility in currency exchange and interest rates. In using derivative financial instruments to hedge exposures to changes in exchange rates and interest rates, we expose ourselves to counterparty credit risk. We manage exposure to counterparty credit risk by entering into derivative financial instruments with investment grade-rated institutions that can be expected to perform fully under the terms of the agreements and by diversifying the number of financial institutions with which we enter into such agreements.

Interest Rate Risk

At December 31, 2011, we had $59.9 in outstanding variable rate borrowings and $67.3 in outstanding fixed rate borrowings. The carrying amount of our variable borrowings reflects fair value due to their short-term and variable interest rate features. Our variable interest rate debt had an effective interest rate of 3.0% during the year ended December 31, 2011. Based upon our exposure to variable rate borrowings, a one percentage point change in the weighted average interest rate would change our annual interest expense by approximately $1.

We sometimes use interest rate swaps to hedge our interest rate exposure. These instruments are hedges of the variability of cash flows to be received or paid related to a recognized asset or liability. These contracts are entered into to protect against the risk that the eventual cash flows resulting from such transactions will be adversely affected by changes in interest rates. There were no outstanding interest rate swaps covering interest rate exposure at December 31, 2011.

Foreign Currency Exchange Rate Risk

We serve many of our U.S.-based clients using contact center capacity in the Philippines, India, Canada and Colombia. Although the contracts with these clients are typically priced in U.S. dollars, a substantial portion of the costs incurred to render services under these contracts are denominated in Philippine pesos (PHP), Indian rupees (INR), Canadian

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dollars (CAD) or Colombian pesos (COP), which represents a foreign exchange exposure. Beginning in 2011, we entered into a contract with a client priced in Australian dollars (AUD). As of December 31, 2011, we have hedged a portion of our exposure related to the anticipated cash flow requirements denominated in these foreign currencies by entering into forward contracts with several financial institutions to acquire a total of PHP 19,399.7 at a fixed price of $424.4 at various dates through December 2014, INR 7,588.7 at a fixed price of $152.9 at various dates through December 2014, CAD 12.0 at a fixed price of $11.4 at various dates through December 2012 and COP 31,200.0 at a fixed price of $15.9 at various dates through December 2013, and to sell a total of AUD 14.6 at a fixed price of $15.2 at various dates through December 2012. The fair value of these derivative instruments as of December 31, 2011 is presented in Note 13 of the Notes to Consolidated Financial Statements. The potential loss in fair value at December 31, 2011 for such contracts resulting from a hypothetical 10% adverse change in all foreign currency exchange rates is approximately $59. This loss would be substantially mitigated by corresponding gains on the underlying exposures.

Other foreign currency exposures arise from transactions denominated in a currency other than the functional currency. We periodically enter into forward exchange contracts that are not designated as hedges. The purpose of these derivative instruments is to protect the Company against foreign currency exposure pertaining to receivables, payables and intercompany transactions that are denominated in currencies different from the functional currencies of the Company or the respective subsidiaries. As of December 31, 2011, the fair value of these derivatives was immaterial to the Consolidated Financial Statements.

Critical Accounting Policies and Estimates

We prepare our Financial Statements in conformity with accounting principles generally accepted in the United States. Our significant accounting policies are disclosed in Note 2 of Notes to Consolidated Financial Statements. The preparation of Financial Statements in accordance with accounting principles generally accepted in the United States requires us to make estimates and assumptions that affect reported amounts and related disclosures. On an ongoing basis, we evaluate our estimates and judgments in these areas based on historical experience and other relevant factors. Our estimates as of the date of the Financial Statements reflect our best judgment giving consideration to all currently available facts and circumstances. As such, these estimates may require adjustment in the future, as additional facts become known or as circumstances change.

We have identified below the accounting policies and estimates that we believe are most critical in compiling our statements of financial condition and operating results. We have reviewed these critical accounting policies and estimates and related disclosures with the Audit Committee of our Board of Directors.

Goodwill

The Company has recorded on its Consolidated Balance Sheets Goodwill of $818.5 and $820.5 at December 31, 2011 and December 31, 2010, respectively. The December 31, 2010 balance is after a $166.5 goodwill impairment charge related to the Customer Interaction Technology (CIT) reporting unit (formerly referred to as the Relationship Technology Management (RTM) reporting unit), which is within the Customer Management segment. The CIT reporting unit is comprised primarily of Intervoice, which was acquired in September 2008. The impairment charge for the Company's CIT reporting unit was the result of a change in the strategic plan for the unit, which was finalized in the fourth quarter of 2010, reflecting the output of the Company's annual strategic business planning process. As a result of declining revenue during the preceding 12 months, lower future revenue projections and transaction valuation multiples lower than those supported at the time of the Intervoice acquisition, the fair value of the reporting unit was determined to be less than carrying value.

Goodwill is allocated to the reporting units at the date the goodwill is initially recorded. Once goodwill has been allocated to the reporting units, it generally no longer retains its identification with a particular acquisition, but instead becomes identified with a reporting unit as a whole. As a result, all of the fair value of each reporting unit is available to support the value of goodwill allocated to the unit. As of December 31, 2011, the Company operated in two core business segments as discussed in Note 16 of Notes to Consolidated Financial Statements.

Goodwill impairment testing is performed at the reporting unit level, one level below the business segment. As disclosed in Note 6 of Notes to Consolidated Financial Statements, we test goodwill for impairment annually as of October 1 and at other times if events have occurred or circumstances exist that indicate the carrying value of goodwill may no longer be recoverable, such as a significant adverse change in the business climate, a decision to sell or dispose of all or a significant portion of a reporting unit or a significant decline in the Company's stock price.

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For 2011 and 2010 the Company tested goodwill for the following reporting units: Customer Management – Live Agents, Customer Management – CIT (CIT), and Information Management.

Under U.S. GAAP, the impairment test for goodwill involves a two-step process. The first step compares the fair value of a reporting unit with its carrying amount, including the goodwill allocated to each reporting unit (Step 1). If the fair value of the reporting unit is in excess of the carrying value, the related goodwill is considered not to be impaired and no further analysis is necessary. If the carrying amount of the reporting unit exceeds the fair value, there is an indication of potential impairment and a second step of testing is performed to measure the amount of the impairment, if any, for that reporting unit.

When required, the second step compares the implied fair value of the reporting unit goodwill with the carrying amount of the reporting unit goodwill. The implied fair value of goodwill is determined in the same manner as the amount of goodwill recognized in a business combination, which is the excess of the fair value of the reporting unit determined in step one over the fair value of the net assets and identifiable intangibles as if the reporting unit were being acquired. Any excess of the carrying value of the reporting unit goodwill over the implied fair value of the reporting unit goodwill will be recorded as an impairment loss. An impairment charge recognized cannot exceed the amount of goodwill allocated to a reporting unit and cannot be reversed subsequently even if the fair value of the reporting unit recovers.

Fair value of the reporting unit is determined using a combination of the market approach and the income approach. Under the market approach, fair value is based on actual stock prices or transaction prices of comparable companies. The market approach requires significant judgment regarding the selection of comparable companies. Under the income approach, fair value is dependent on the present value of net cash flows to be derived from the ownership. The income approach requires significant judgment including estimates about future cash flows and discount rates. The forecasted cash flows are based upon the Company's long-term strategic business plan, and a terminal value is used to estimate the operating segment's cash flows beyond this plan. The discount rate represents the weighted-average cost of capital, which is an estimate of the overall after-tax rate of return required by equity and debt market participants of a business enterprise. Both the market and income approaches require the use of significant judgments, including judgments about appropriate discount rates, perpetual growth rates and the timing of expected future cash flows. Discount rate assumptions are based upon an assessment of the risk inherent in the future cash flows and were concluded to be 12% for the Customer Management - Live Agent and Information Management reporting units and 13% for the CIT reporting unit for 2011. Sensitivity analyses were performed around discount rates and growth rates, including terminal growth rates, in order to assess the reasonableness of the assumptions and the resulting estimated fair values. A combination of methodologies is used and weighted appropriately for reporting units with significant adverse changes in business climate.

Based on the 2010 results of Step 1 for the CIT reporting unit, there was an indication of impairment as the carrying value exceeded the fair value of the reporting unit. Accordingly, the second step of testing was performed for CIT. Based on the results of the second step, the Company recorded a $166.5 goodwill impairment charge ($160.8 net of tax) in the fourth quarter of 2010, included in the asset impairment caption in the accompanying Consolidated Statements of Operations. The remaining goodwill balance allocated to the CIT reporting unit at December 31, 2010 was $45.8.

While no impairment was noted in Step 1 of the CIT reporting unit impairment test at October 1, 2011, goodwill present in the reporting unit may be sensitive to further revenue declines due to soft economic activity and increased competition. Based on the current year results of Step 1 for the CIT reporting unit, there was no indication of impairment as the fair value exceeded the carrying value of the reporting unit by 6%. The amount of goodwill allocated to the CIT reporting unit at the October 1, 2011 testing date was $46.0.

The results of Step1 for Customer Management-Live Agents and Information Management reporting units indicated there was no goodwill impairment in 2011 or 2010. Each of these reporting units fair value was in excess of the carrying value by approximately 20% or more. A 100 basis point increase in the discount rate and decrease in the expected future cash flows would not change the results of Step 1. We believe we make every reasonable effort to ensure that we accurately estimate the fair value of the reporting units. However, future changes in the assumptions used to make these estimates, including future sales and margin trends, market conditions and cash flow could result in an impairment loss.

The Company compared and assessed the total fair values of the reporting units to its market capitalization at the

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annual assessment date to determine if the fair values are reasonable compared to external market indicators. The fair value of the Company's reporting units reasonably approximates total market capitalization adjusted for a reasonable implied control premium. Subsequent to the Company's annual impairment test for each of its reporting units, no indications of impairment were identified.

Other Intangible Assets

At December 31, 2011, we had a carrying value of $52.7 of other intangible assets, net of amortization, consisting of $22.6 in software, which is classified in property, plant and equipment on the Consolidated Balance Sheets, $1.7 in trademarks related to the Intervoice acquisition and $28.4 in customer relationships. As amortizable intangible assets, the Company evaluates the intangible assets for recoverability on an annual basis or if events or circumstances indicate a possible inability to recover their carrying amounts, by comparing estimates of undiscounted future cash flows to the carrying values of the related assets. Based on the results of testing, no impairment charges were recognized in 2011. The goodwill impairment charge recorded in the fourth quarter of 2010 was an impairment indicator; however, testing resulted in no impairment to the other intangible assets in 2010.

Property, Plant and Equipment

The cost of property, plant and equipment is depreciated by the straight-line method over the estimated useful lives of the assets. The Company reviews property, plant and equipment asset groups for impairment whenever events or changes in circumstances indicate the carrying amount of an asset may not be recoverable. The Company monitors these changes and events on at least a quarterly basis. Examples of events or changes in circumstances could include, but are not limited to, a prolonged economic downturn, current period operating or cash flow losses combined with a history of losses or a forecast of continuing losses associated with the use of an asset group, or a current expectation that an asset group will be sold or disposed of before the end of its previously estimated useful life. Recoverability is based upon projections of anticipated future undiscounted cash flows associated with the use and eventual disposal of the property, plant and equipment asset groups, as well as specific appraisals in certain instances. Reviews occur at the lowest level for which identifiable cash flows are largely independent of cash flows associated with other property, plant and equipment asset groups. If the future undiscounted cash flows result in a value that is less than the carrying value, then the long-lived asset is considered impaired and a loss is recognized based on the amount by which the carrying amount exceeds the estimated fair value. Various factors that the Company uses in determining the impact of these assessments include the expected useful lives of long-lived assets and our ability to realize any undiscounted cash flows in excess of the carrying amounts of such asset groups, and are affected primarily by changes in the expected use of the assets, changes in technology or development of alternative assets, changes in economic conditions, changes in operating performance and changes in expected future cash flows. Because judgment is involved in determining the fair value of property, plant and equipment asset groups, there is risk that the carrying value of these assets may require adjustment in future periods.

During the fourth quarter of 2010, we committed to a plan to sell certain facilities included in the CIT reporting unit. Accordingly, the property met the criteria to be classified as "Held-for-Sale" and was required to be measured at the lower of its carrying value or fair value less costs to sell. We determined the fair value was less than its carrying amount; therefore we recognized an impairment loss of $14.6 ($9.3 after tax) included in the asset impairment caption in the accompanying Consolidated Statement of Operations.

During 2011, the Company sold one of the two facilities at its carrying value and therefore, no gain or loss was recognized on the sale. At December 31, 2011, the Company had not identified a buyer for the second facility. The property no longer meets the "Held-for-Sale" criteria. The facility was reclassified to property and equipment, net on the Consolidated Balance Sheets.

Income Taxes

The provision for income taxes includes income taxes paid, currently payable or receivable, and those deferred. Under U.S. GAAP, the Company recognizes deferred tax assets and liabilities based on the differences between the financial statement carrying amounts and the tax basis of assets and liabilities. The deferred tax assets and liabilities are determined based on the enacted tax rates expected to apply in the periods in which the deferred tax assets or liabilities are expected to be settled or realized.

The Company regularly reviews its deferred tax assets for recoverability and establishes a valuation allowance if it is more likely than not that some portion or all of a deferred tax asset will not be realized. The determination as to whether a deferred tax asset will be realized is made on a jurisdictional basis and is based on the evaluation of positive and

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negative evidence. This evidence includes historical pre-tax and taxable income, projected future taxable income, the expected timing of the reversal of existing temporary differences and the implementation of tax planning strategies. Projected future taxable income is based on expected results and assumptions as to the jurisdiction in which the income will be earned. The expected timing of the reversals of existing temporary differences is based on current tax law and the Company's tax methods of accounting.

The Company also reviews its tax activities and evaluates uncertain tax positions using a two-step approach. The first step is to evaluate the tax position for recognition by determining whether the weight of available evidence indicates that it is more likely than not that the position will be sustained on audit, including resolution of related appeals or litigation processes, if any. The second step is to measure the tax benefit, which is the largest amount that is more than 50% likely of being realized upon ultimate settlement. The Company's policy is to recognize interest and penalties accrued on unrecognized tax benefits as part of income tax expense. Significant judgment is required in determining our liability for uncertain tax positions. The application of tax laws and regulations is subject to legal and factual interpretation, judgment and uncertainty. Tax laws and regulations themselves are subject to change as a result of changes in fiscal policy, changes in legislation, the evolution of regulations and court rulings. Therefore, the actual liability for U.S. or foreign taxes may be significantly different from our estimates, which could result in the need to record additional tax liabilities or potentially reverse previously recorded tax liabilities. We believe that we make a reasonable effort to ensure accuracy in our judgments and estimates.

Restructuring Charges

We recognize liabilities for a cost associated with an exit or disposal activity measured initially at fair value only when the liability is incurred. During the last three years, we recorded restructuring charges related to reductions in headcount and facility closures. As of December 31, 2011, we had a restructuring accrual of $10.8, $9.6 of which relates to facility closure costs that will be paid over several years until the leases expire. The accrual is equal to the future costs associated with the abandoned facilities, net of the proceeds from any probable future sublease agreements. We have used estimates, based on consultation with real estate advisors, to estimate the proceeds from any future sublease agreements. We will continue to evaluate our estimates in recording the facilities abandonment charge. As a result, there may be additional charges or reversals in the future.

Revenue Recognition

Our revenue recognition policies are discussed in detail in Note 2 of the Notes to Consolidated Financial Statements. A portion of our revenues is derived from transactions that require a significant level of judgment. This includes:

Multiple Element Outsourcing Arrangements—We deliver multiple services under our client arrangements and we must assess these multiple-element arrangements to determine whether they can be separated into more than one unit of accounting. The authoritative guidance for revenue arrangements with multiple deliverables establishes the following criteria, all of which must be met, in order for a deliverable to qualify as a separate unit of accounting:

- The delivered items have value to the client on a stand-alone basis.
- There is objective and reliable evidence of the fair value of the undelivered items.
- If the arrangement includes a general right of return relative to the delivered items, delivery or performance of the undelivered items is considered probable and substantially in the control of the Company.

If these criteria are met, each of the contractual services included in the contract is treated as a separate unit of accounting and revenue is recognized as we deliver each of the contractual services. If these criteria are not met, all of the services included are accounted for as a single unit of accounting. Revenue is then recognized either using a proportional performance method such as recognizing revenue based on transactional services delivered or on a straight-line basis once we begin to deliver the final service.

License Arrangements—The accounting for our license and support and maintenance arrangements can be complex and requires a significant amount of judgment. Some of the factors that we must assess include: the separate elements of the arrangement; vendor-specific objective evidence of fair value for the various undelivered elements of the arrangement; whether the software fees are fixed or determinable; whether the fees are considered collectible and whether services included in the arrangement represent significant production, customization or modification of the software.

Percentage of Completion—We recognize some software license and related professional and consulting revenues

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using the percentage-of-completion method of accounting by relating contract costs incurred to date to total estimated contract costs at completion. This method of accounting relies on estimates of total expected contract revenues and costs. This method is used because reasonably dependable estimates of the revenues and costs applicable to various stages of a contract can be made. Because the financial reporting of these contracts depends on estimates, which are assessed continually during the term of the contracts, recognized revenues are subject to revisions as the contracts progress to completion. Revisions in estimates are reflected in the period in which the facts that give rise to a revision become known. Accordingly, favorable changes in estimates result in additional revenue recognition, and unfavorable changes in estimates result in the reversal of previously recognized revenues. When estimates indicate a loss under a contract, a provision for such loss is recorded as a component of cost of providing services and products sold. As work progresses under a loss contract, revenues continue to be recognized, and a portion of the contract loss incurred in each period is charged to the contract loss reserve.

The assessments of these areas require us to make a significant number of judgments. The judgments made in these areas could have a significant effect on revenues recognized in any period by changing the amount and/or the timing of the revenue recognized. We believe that we make a reasonable effort to ensure accuracy in our judgment and estimates.

Other

We have made certain other estimates that, while not involving the same degree of judgment, are important to understanding our financial statements. These estimates are in the areas of measuring our obligations related to our defined benefit plans and self-insurance accruals.

New Accounting Pronouncements

In October 2009, the FASB issued ASU 2009-13, “Multiple-Deliverable Revenue Arrangements,” (amendments to FASB ASC Topic 605, “Revenue Recognition”) (ASU 2009-13) and ASU 2009-14, “Certain Arrangements That Include Software Elements,” (amendments to FASB ASC Topic 985, “Software”) (ASU 2009-14). ASU 2009-13 requires entities to allocate revenue in an arrangement using estimated selling prices of the delivered goods and services based on a selling price hierarchy. The amendments eliminate the residual method of revenue allocation and require revenue to be allocated using the relative selling price method. ASU 2009-14 removes tangible products from the scope of software revenue guidance and provides guidance on determining whether software deliverables in an arrangement that includes a tangible product are covered by the scope of the software revenue guidance. ASU 2009-13 and ASU 2009-14 should be applied on a prospective basis for revenue arrangements entered into or materially modified in fiscal years beginning on or after June 15, 2010, with early adoption permitted. The Company adopted ASU 2009-13 and 2009-14 effective January 1, 2011. Adoption of these Standards did not have a material impact to the Company's consolidated results of operations and financial position.

In June 2011, the FASB issued ASU 2011-05, "Presentation of Comprehensive Income," (ASU 2011-05) requiring entities to present net income and other comprehensive income in either a single continuous statement or in two separate, but consecutive, statements of net income and other comprehensive income. The option to present items of other comprehensive income in the statement of changes in equity is eliminated. Reclassification adjustments between net income and other comprehensive income must be shown on the face of the statement(s); the previous option to disclose reclassification adjustments in the footnotes has been eliminated. The effective date for ASU 2011-05 was at the start of the reporting entity's fiscal year beginning after December 15, 2011 and required retrospective application. However, in December 2011, the FASB issued ASU 2011-12, "Deferral of the Effective Date for Amendments to the Presentation of Reclassification of Items Out of Accumulated Other Comprehensive Income in Accounting Standards Update No. 2011-05," (ASU 2011-12). All other requirements of ASU 2011-05 were not affected by ASU 2011-12, including the requirement to report other comprehensive income either in a single continuous financial statement or in two separate, but consecutive financial statements. The Company will provide the disclosures required by these Standards in the first quarter of 2012.

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Item 7A. and 8.

Item 7A. Quantitative and Qualitative Disclosures about Market Risk

The information required by Item 7A is included in Item 7 of this Form 10-K.

Item 8. Financial Statements and Supplementary Data

Beginning on page 47 are the Consolidated Financial Statements with applicable notes and the related Report of Independent Registered Public Accounting Firm, the supplementary financial information specified by Item 302 of Regulation S-K and Financial Statement Schedule II – Valuation and Qualifying Accruals.

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Report of Independent Registered Public Accounting Firm

The Board of Directors and Shareholders of Convergys Corporation

We have audited the accompanying consolidated balance sheets of Convergys Corporation as of December 31, 2011 and 2010, and the related consolidated statements of operations and comprehensive income (loss), shareholders' equity, and cash flows for each of the three years in the period ended December 31, 2011. Our audits also included the financial statement schedule listed in the Index at Item 15(a). These financial statements and schedule are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements and schedule based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Convergys Corporation at December 31, 2011 and 2010, and the consolidated results of its operations and its cash flows for each of the three years in the period ended December 31, 2011, in conformity with U.S. generally accepted accounting principles. Also, in our opinion, the related financial statement schedule, when considered in relation to the basic financial statements taken as a whole, presents fairly in all material respects the information set forth therein.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), Convergys Corporation's internal control over financial reporting as of December 31, 2011, based on criteria established in Internal Control-Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission and our report dated February 22, 2012, expressed an unqualified opinion thereon.

/s/ Ernst & Young LLP

Ernst & Young LLP

Cincinnati, Ohio

February 22, 2012

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Consolidated Statements of Operations and Comprehensive Income (Loss)

	Year Ended December 31,		
(Amounts In Millions Except Per Share Amounts)	**2011**	2010	2009
Revenues	**$ 2,262.0**	$ 2,203.4	$ 2,421.0
Operating Costs and Expenses:			
Cost of providing services and products sold[1]	**1,420.5**	1,340.9	1,461.6
Selling, general and administrative expenses	**527.4**	575.7	616.4
Research and development costs	**49.3**	56.2	74.2
Depreciation	**86.9**	97.3	110.3
Amortization	**9.6**	10.1	10.9
Restructuring charges	**—**	36.7	43.3
Asset impairment	**—**	181.1	3.1
Total costs and expenses	**2,093.7**	2,298.0	2,319.8
Operating Income (Loss)	**168.3**	(94.6)	101.2
Earnings and gain from Cellular Partnerships, net	**285.2**	47.2	41.0
Other income (expense), net	**9.8**	8.9	(17.2)
Interest expense	**(16.1)**	(19.5)	(28.9)
Income (loss) before income taxes	**447.2**	(58.0)	96.1
Income tax expense	**118.9**	16.7	11.6
Income (loss) from continuing operations	**328.3**	(74.7)	84.5
Income (loss) from discontinued operations, net of tax	**6.5**	21.5	(161.8)
Net Income (Loss)	**$ 334.8**	$ (53.2)	$ (77.3)
Other Comprehensive Income (Loss), net of tax:			
Foreign currency translation adjustments	**$ (3.9)**	$ 11.7	$ 25.4
Change related to pension liability (net of tax benefit (expense) of $6.7, $2.9, and ($2.4))	**(7.3)**	(3.5)	2.2
Unrealized (loss) gain on hedging activities (net of tax benefit (expense) of $13.0, ($20.0), and ($27.9))	**(20.2)**	33.5	51.8
Total Comprehensive Income (Loss)	**$ 303.4**	$ (11.5)	$ 2.1
Basic Earnings (Loss) per share:			
Continuing Operations	**$ 2.73**	$ (0.61)	$ 0.69
Discontinued Operations	**0.06**	0.18	(1.32)
Net basic earnings (loss) per share	**$ 2.79**	$ (0.43)	$ (0.63)
Diluted Earnings (Loss) per share:			
Continuing Operations	**$ 2.67**	$ (0.61)	$ 0.68
Discontinued Operations	**0.05**	0.18	(1.30)
Net diluted earnings (loss) per share	**$ 2.72**	$ (0.43)	$ (0.62)
Weighted average common shares outstanding:			
Basic	**120.2**	123.1	122.8
Diluted	**122.9**	123.1	124.9

(1) Exclusive of depreciation and amortization, with the exception of amortization of deferred charges.

The accompanying notes are an integral part of the Consolidated Financial Statements.

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Consolidated Balance Sheets

(Amounts In Millions)	At December 31, 2011	2010
Assets		
Current Assets		
Cash and cash equivalents	**$ 421.8**	$ 186.1
Receivables, net of allowances of $10.2 and $11.0	**383.0**	371.6
Deferred income tax asset	**45.7**	40.9
Prepaid expenses	**35.4**	38.3
Other current assets	**65.2**	56.8
Current assets held-for-sale	**—**	11.8
Total current assets	**951.1**	705.5
Property and equipment, net	**365.4**	347.6
Goodwill	**818.5**	820.5
Other intangibles, net	**30.1**	40.1
Investments in Cellular Partnerships	**—**	64.3
Deferred income tax assets	**35.7**	38.1
Other assets	**125.1**	109.2
Total Assets	**$ 2,325.9**	$ 2,125.3
Liabilities and Shareholders' Equity		
Current Liabilities		
Debt and capital lease obligations maturing within one year	**$ 6.2**	$ 91.0
Payables, deferred revenue and other current liabilities	**376.0**	380.2
Total current liabilities	**382.2**	471.2
Long-term debt and capital lease obligations	**121.0**	119.3
Deferred income tax liabilities	**104.8**	76.4
Accrued pension liabilities	**121.1**	129.6
Other long-term liabilities	**185.3**	144.7
Total liabilities	**914.4**	941.2
Shareholders' Equity		
Preferred shares—without par value, 5.0 authorized; none outstanding	**—**	—
Common shares—without par value, 500.0 authorized; 185.0 and 184.2 issued, 115.4 and 122.1 outstanding, as of December 31, 2011 and December 31, 2010, respectively	**1,111.8**	1,094.5
Treasury stock—69.6 shares in 2011 and 62.1 in 2010	**(1,149.1)**	(1,060.2)
Retained earnings	**1,495.5**	1,165.1
Accumulated other comprehensive loss	**(46.7)**	(15.3)
Total shareholders' equity	**1,411.5**	1,184.1
Total Liabilities and Shareholders' Equity	**$ 2,325.9**	$ 2,125.3

The accompanying notes are an integral part of the Consolidated Financial Statements.

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Consolidated Statements of Cash Flows

(Amounts in Millions)	Year Ended December 31, 2011	2010	2009
CASH FLOWS FROM OPERATING ACTIVITIES			
Net income (loss)	**$ 334.8**	$ (53.2)	$ (77.3)
Income (loss) from discontinued operations	**6.5**	21.5	(161.8)
Income (loss) from continuing operations	**328.3**	(74.7)	84.5
Adjustments to reconcile net income to net cash provided by operating activities:			
Depreciation and amortization	**96.5**	107.4	121.2
Gain on sale of interests in the Cellular Partnerships	**(265.0)**	—	—
Gain on sale of business	**(7.0)**	—	—
Asset impairment	**—**	181.1	3.1
Deferred income tax expense (benefit)	**48.2**	(4.0)	30.4
Earnings from Cellular Partnerships, net	**(20.2)**	(47.2)	(41.0)
Distributions from Cellular Partnerships	**30.7**	35.7	40.0
Stock compensation expense	**17.4**	14.4	16.6
Changes in assets and liabilities:			
Change in receivables	**(19.0)**	11.0	111.5
Change in other current assets	**6.2**	49.8	(23.3)
Change in deferred charges, net	**(33.6)**	(25.5)	(15.0)
Change in other assets and liabilities	**44.0**	(1.8)	50.4
Change in payables and other current liabilities	**(25.3)**	(24.2)	2.9
Other, net	**(4.6)**	(4.8)	2.7
Net cash provided by operating activities of continuing operations	**196.6**	217.2	384.0
Net cash used in operating activities of discontinued operations	**—**	(23.0)	(79.3)
Net cash provided by operating activities	**196.6**	194.2	304.7
CASH FLOWS FROM INVESTING ACTIVITIES			
Capital expenditures	**(88.3)**	(66.0)	(71.4)
Proceeds from sale of interests in the Cellular Partnerships	**320.0**	—	—
Proceeds from disposition of assets	**3.1**	—	—
Proceeds from disposition of business	**10.0**	—	—
Purchase of investment securities	**(22.7)**	—	—
Acquisitions, net of cash acquired	**—**	(3.3)	(3.1)
Net cash provided by (used in) investing activities of continuing operations	**222.1**	(69.3)	(74.5)
Net cash provided by (used in) investing activities of discontinued operations	**—**	70.0	(3.5)
Net cash provided by (used in) investing activities	**222.1**	0.7	(78.0)
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayments of credit facilities and other debt, net	**(86.0)**	(315.6)	(132.3)
Repurchase of common shares	**(96.8)**	(24.9)	—
Proceeds from exercise of stock options	**3.0**	—	—
Other, net	**(3.2)**	—	—
Net cash used in financing activities of continuing operations	**(183.0)**	(340.5)	(132.3)
Net cash used in financing activities of discontinued operations	**—**	—	(2.7)
Net cash used in financing activities	**(183.0)**	(340.5)	(135.0)
Net increase (decrease) in cash and cash equivalents	**235.7**	(145.6)	91.7
Cash and cash equivalents at beginning of period	**186.1**	331.7	240.0

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Cash and cash equivalents at end of period	**$ 421.8**	$ 186.1	$ 331.7
SUPPLEMENTAL CASH FLOW INFORMATION			
Cash paid for interest	**$ 16.7**	$ 18.2	$ 31.1
Income taxes paid, net of refunds	**$ (20.6)**	$ (16.9)	$ (13.5)

The accompanying notes are an integral part of the Consolidated Financial Statements.

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Consolidated Statements of Shareholders' Equity

(Amounts in Millions)	Number of Common Shares	Common Shares	Treasury Stock	Retained Earnings	Accumulated Other Comprehensive Loss	Total
Balance at December 31, 2008	182.8	1,034.2	(1,050.0)	1,302.3	(136.4)	1,150.1
Issuance of common shares	0.5					—
Treasury shares issued for share-based plans, net			8.0	(3.7)		4.3
Tax related to share-based arrangements, net of excess tax benefits		(5.2)				(5.2)
Equity component of 2029 Convertible Debentures, net of deferred tax liability		36.0				36.0
Net loss				(77.3)		(77.3)
Other comprehensive income					79.4	79.4
Amortization of stock-based compensation		19.1				19.1
Balance at December 31, 2009	183.3	1,084.1	(1,042.0)	1,221.3	(57.0)	1,206.4
Issuance of common shares	0.9					—
Treasury shares issued for share-based plans, net			6.7	(3.0)		3.7
Tax related to share-based arrangements, net of excess tax benefits		(4.9)				(4.9)
Repurchase of common shares			(24.9)			(24.9)
Net loss				(53.2)		(53.2)
Other comprehensive income					41.7	41.7
Amortization of stock-based compensation		15.3				15.3
Balance at December 31, 2010	184.2	1,094.5	(1,060.2)	1,165.1	(15.3)	1,184.1
Issuance of common shares	**0.8**					**—**
Treasury shares issued for share-based plans, net			**7.9**	**(4.4)**		**3.5**
Tax related to share-based arrangements, net of excess tax benefits		**(1.9)**				**(1.9)**
Proceeds from exercise of stock options		**3.0**				**3.0**
Repurchase of common shares			**(96.8)**			**(96.8)**
Net income				**334.8**		**334.8**
Other comprehensive income					**(31.4)**	**(31.4)**
Amortization of stock-based compensation		**16.2**				**16.2**
Balance at December 31, 2011	**185.0**	**1,111.8**	**(1,149.1)**	**1,495.5**	**(46.7)**	**1,411.5**

The accompanying notes are an integral part of the Consolidated Financial Statements.

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Notes to Consolidated Financial Statements

(Amounts in Millions Except Share and Per Share Amounts)

1. Background and Basis of Presentation

Convergys Corporation (the Company or Convergys) is a global leader in relationship management. The Company provides solutions that drive more value from the relationships its clients have with their customers and employees. Convergys turns these everyday interactions into a source of profit and strategic advantage for the Company's clients. The Company's unique combination of domain expertise, operational excellence and innovative technologies has delivered process improvement and actionable business insight to clients to enhance their relationships with customers.

Prior to June 2010, the Company had three reportable segments, Customer Management, Information Management and Human Resources Management (HR Management). In connection with the sale of the HR Management line of business on June 1, 2010 (see Note 3), the Company reorganized its reportable segments into two segments: Customer Management, which provides agent-assisted services, self-service, and intelligent technology care solutions, and Information Management, which provides business support system (BSS) solutions. See Note 16 for information about these segments.

2. Accounting Policies

Consolidation — The accompanying Consolidated Financial Statements have been prepared in accordance with accounting principles generally accepted in the United States (U.S. GAAP) and U.S. Securities and Exchange Commission regulations. The Consolidated Financial Statements include the accounts of the Company's majority-owned subsidiaries. All significant intercompany accounts and transactions are eliminated upon consolidation. Investments in 20% to 50% owned affiliates where the Company has significant influence are accounted for under the equity method.

Reclassification — Certain balances in prior years have been reclassified to conform to current year presentation.

Use of Estimates — The preparation of the Consolidated Financial Statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the amounts reported. These estimates include project completion dates, time and cost required to complete projects for purposes of revenue recognition and future revenue, expense and cash flow estimates for purposes of impairment analysis and loss contract evaluation. Actual results could differ from those estimates. The Company's results are affected by economic, political, legislative, regulatory and legal actions. Economic conditions, such as recessionary trends, inflation, interest and monetary exchange rates, and government fiscal policies, can have a significant effect on operations. While the Company maintains reserves for anticipated liabilities and carries various levels of insurance, the Company could be affected by civil, criminal, regulatory or administrative actions, claims or proceedings.

Foreign Currency — Assets and liabilities of foreign operations are translated to U.S. dollars at year-end exchange rates. Revenues and expenses are translated at average exchange rates for the year. Translation adjustments are accumulated and reflected as adjustments to comprehensive income (loss), a component of Shareholders' Equity, and included in net earnings only upon sale or liquidation of the underlying foreign subsidiary. Gains or losses resulting from foreign exchange transactions are recorded in the Consolidated Statements of Operations and Comprehensive Income (Loss) within other income (expense), net.

Revenue Recognition — Revenues from Customer Management, which accounted for 85% of the Company's 2011 consolidated revenues, mostly consist of fees generated from outsourced services provided to the Company's clients. Information Management, which accounted for 15% of 2011 consolidated revenues, generates its revenues from three primary sources: data processing, professional and consulting services and license and other services.

The Company's revenues are recognized in conformity with Financial Accounting Standards Board (FASB) ASC Topic 605-10, "Revenue Recognition (ASC 605-10), ASC Topic 605-25, "Revenue Arrangements with Multiple Deliverables" (ASC 605-25), and ASC Topic 985-605, "Software Revenue Recognition" (ASC 985-605). Revenues are recognized only when there is evidence of an arrangement and the Company determines that the fee is fixed and determinable and collection of the fee included in the arrangement is considered probable. When determining whether the fee is considered fixed and determinable and collection is probable, the Company considers a number of factors including the creditworthiness of the client and the contractual payment terms. If a client is not considered creditworthy, all revenue under arrangements with that client is recognized upon receipt of cash. If payment terms extend beyond what is considered customary or standard in the related industry and geographic location, the related fees are considered extended and deferred until they become due and payable.

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Approximately 90% of Customer Management revenues are derived from agent-related services. The Company typically recognizes these revenues as services are performed based on staffing hours or the number of contacts handled by service agents using contractual rates. In a limited number of engagements where the client pays a fixed fee, the Company recognizes revenues, based on the specific facts and circumstances of the engagement, using the proportional performance method or upon final completion of the engagement. Customer Management's remaining revenues are derived from sale of premise-based and hosted automated self-care and technology solutions. License, professional and consulting and maintenance and software support services revenues recognized from sale of these advanced speech recognition solutions are recognized pursuant to ASC 985, more fully described below with Information Management revenues.

Professional and consulting revenues accounted for 45% of the 2011 Information Management revenues. These revenues consist of fees generated for installation, implementation, customization, training and managed services related either to the clients' use of Information Management's software in Information Management's data centers or in their own processing environments. The professional and consulting revenues are recognized monthly based on time and materials incurred at contractually agreed upon rates or, in some instances, based upon a fixed fee. Professional and consulting services provided in connection with license arrangements are evaluated to determine whether those services are essential to the client's functionality of the software. When significant customization or modification of the software and the development of complex interfaces are required to meet the client's functionality, those services are considered essential. Accordingly, the related professional and consulting revenue is recognized together with the license fee using the percentage-of-completion method. The Company calculates the percentage of work completed by comparing contract costs incurred to date to total estimated contract costs at completion. Payment for these services sometimes is dependent on milestones (e.g., commencement of work, completion of design plan, completion of configuration, completion of customization). These milestone payments normally do not influence the Company's revenue recognition as the scheduled payments coincide with the period of time the Company completes the work. When the professional and consulting services provided in connection with license arrangements are not considered essential or when professional and consulting services are provided in connection with outsourcing arrangements, the revenues are recognized as the related services are delivered.

License and other revenues, which accounted for 40% of the 2011 Information Management revenues, consist of revenues generated from the sale of licenses to use Information Management's proprietary software and related software support and maintenance fees. License arrangements are contracted as either perpetual or term licenses, depending on the software product. When Information Management provides professional and consulting services that are considered essential to the software's functionality, the license element is recognized together with the professional and consulting element using the percentage-of-completion method. In circumstances where the Company is providing professional and consulting services that are considered essential to the software's functionality, and the Company is unable to determine the pattern in which Information Management's professional and consulting services will be utilized, the license revenue is recognized on a straight-line basis over the implementation period. When Information Management is not required to provide services that are considered essential to the software's functionality, the license element is recognized upon delivery of the software, assuming all other revenue recognition criteria have been met.

In connection with its license arrangements, Information Management typically is engaged to provide support and maintenance services. Revenues for support and maintenance services are recognized ratably over the term of the agreement. For these arrangements, Information Management allocates the contract value to the elements based on fair value of the individual elements. Fair value is determined using vendor specific objective evidence (VSOE), which represents the normal pricing for these elements when sold separately. For a very limited number of its arrangements, the Company has not had sufficient VSOE of fair value of its undelivered elements, principally related to support and maintenance. As a result, revenue for the entire arrangement, including license fees and related professional and consulting fees, has been deferred and recognized over the term of the support and maintenance period. There may be cases in which there is VSOE of fair value of the undelivered item but no such evidence for the delivered items. In these cases, the residual method is used to allocate the arrangement consideration. Under the residual method, the amount of consideration allocated to the delivered items equals the total arrangement consideration less the aggregate VSOE of fair value of the undelivered elements.

Data processing, which accounted for 15% of the 2011 Information Management revenues, consists of monthly fees for processing client transactions in Information Management's data centers and, in some cases, the clients' data centers, using Information Management's proprietary software. Data processing revenues are recognized based on the number of invoices, subscribers or events that are processed by Information Management using contractual rates.

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In connection with any new data processing outsourcing arrangements, Information Management often must perform significant set-up activities or implementations, including the installation and customization of its proprietary software in its centers. Under these arrangements, a client does not take possession of the software nor has the right to take possession of the software without incurring a significant penalty. As the client does not derive benefit from the implementation itself (but rather from the underlying services that are delivered once the systems and processes are launched), the implementation services do not meet the separation criteria as defined primarily under ASC 605. Therefore, any proceeds collected for the implementation are deferred and recognized over the contract period beginning from the commencement of services.

The Company considers the criteria established primarily by ASC Topic 605-45, “Principal Agent Considerations,” (ASC 605-45) in determining whether revenue should be recognized on a gross versus a net basis. Factors considered in determining if gross or net basis recognition is appropriate include whether the Company is primarily responsible to the client for the services, has discretion on vendor selection, or bears credit risk. The Company provides certain services to clients using third party vendors. Typically, the costs incurred with third party vendors related to these services are passed through to the clients. In consideration of the above mentioned criteria, total payments the Company receives from clients related to these services are recorded as revenue and payments the Company makes to third party vendors are recorded as cost of providing services and products sold.

The Company sometimes earns supplemental revenues in each of the two segments depending on the satisfaction of certain service levels or achievement of certain performance measurement targets. The supplemental revenues are recognized only after required measurement targets are met.

The Company recognizes revenues from transition services provided to the buyer of the HR Management business as such services are performed.

Stock Compensation — The Company accounts for stock-based payment transactions in which the Company receives employee services in exchange for equity instruments of the Company. Stock-based compensation cost for restricted stock awards and restricted stock units and performance restricted stock units is measured based on the closing fair market value of the Company's common stock on the date of grant. Stock-based compensation cost for stock options is estimated at the grant date based on each option's fair-value as calculated by the Black-Scholes option-pricing model. Stock-based compensation cost for restricted stock units with a market condition is estimated using a Monte Carlo simulation model. The Company recognizes stock-based compensation cost as expense for awards other than its performance-based restricted stock units ratably on a straight-line basis over the requisite service period. The Company recognizes stock-based compensation cost associated with its performance based restricted stock units over the requisite service period if it is probable that the performance conditions will be satisfied. Compensation costs for awards with a market condition are recognized regardless of whether the market condition is achieved. The Company will recognize a benefit from stock-based compensation in equity if an incremental tax benefit is realized by following the ordering provisions of the tax law. Tax benefits related to stock compensation expense are reported as financing cash flow and tax expenses are reported as operating cash flow. Further, the Company applies an estimate forfeiture rate to unvested awards when computing the stock compensation-related expenses.

Income Taxes — The provision for income taxes includes taxes paid, currently payable or receivable, and those deferred. Under U.S. GAAP, the Company recognizes deferred tax assets and liabilities based on the differences between the financial statement and tax basis of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to be settled or realized.

The Company regularly reviews its deferred tax assets for recoverability and establishes a valuation allowance if it is more likely than not that some portion or all of a deferred tax asset will not be realized. The determination as to whether a deferred tax asset will be realized is made on a jurisdictional basis and is based on the evaluation of positive and negative evidence. This evidence includes historical pre-tax and taxable income, projected future taxable income, the expected timing of the reversal of existing temporary differences and the implementation of tax planning strategies. Projected future taxable income is based on expected results and assumptions as to the jurisdiction in which the income will be earned. The expected timing of the reversals of existing temporary differences is based on current tax law and the Company’s tax methods of accounting.

The Company also reviews its tax activities and evaluates uncertain tax positions using a two-step approach. The first step is to evaluate the tax position for recognition by determining if the weight of available evidence indicates that it is more likely than not that the position will be sustained on audit, including resolution of related appeals or litigation processes, if any. The second step is to measure the tax benefit, which is the largest amount that is more than 50%

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likely of being realized upon ultimate settlement. The Company's policy is to recognize interest and penalties accrued on unrecognized tax benefits as part of income tax expense.

Other Comprehensive Income (Loss) — Components of other comprehensive income (loss) include currency translation adjustments, changes related to pension liabilities, net of tax, and unrealized gains (losses) on hedging activities, net of tax. Foreign currency translation adjustments generally are not adjusted for income taxes as they relate to indefinite investments in non-U.S. operations. Accumulated other comprehensive income (loss) also includes, net of tax, actuarial gains or losses, prior service costs or credits and transition assets and obligations that are not recognized as components of net periodic pension cost.

Concentration of Credit Risk — In the normal course of business, the Company is exposed to credit risk. The principal concentrations of credit risk are short-term investments, accounts receivable and derivative instruments. The Company regularly monitors credit risk exposures and takes steps to mitigate the likelihood of these exposures resulting in a loss. Historically, credit losses on accounts receivable have not been material because of the large concentration of revenues with a small number of large, established companies. The Company does not require collateral or other security to support accounts receivable. The Company evaluates the creditworthiness of its clients in conjunction with its revenue recognition processes, as discussed above, as well as through its ongoing collectability assessment processes for accounts receivable. The Company maintains an allowance for doubtful accounts receivable based upon factors surrounding the credit risk of specific clients, historical trends and other information. The Company limits its counterparty credit risk exposures by entering into derivative contracts with significant financial institutions that are rated A or better by S&P.

Cash Equivalents — Cash equivalents consist of short-term, highly liquid investments with original maturities of three months or less.

Receivables — Trade receivables are comprised primarily of amounts owed to the Company by clients and are presented net of an allowance for doubtful accounts of $10.2 and $11.0 at December 31, 2011 and 2010, respectively. Contracts with individual clients determine when receivables are due, generally within 30-60 days, and whether interest is accrued on late payments.

The allowance for doubtful accounts is the Company's best estimate of the amount of probable credit losses in the Company's existing accounts receivable. The Company regularly reviews the adequacy of its allowance for doubtful accounts. The Company determines the allowance based on historical write-off experience and current economic conditions and also considers factors such as customer credit, past transaction history with the customer and changes in customer payment terms when determining whether the collection of a receivable is reasonably assured. Account balances are charged off against the allowance after all means of collection have been exhausted and the potential for recovery is considered remote.

Property and Equipment — Property and equipment are stated at cost. Depreciation is based on the straight-line method over the estimated useful lives of the assets. Buildings are depreciated over a 30-year life, software over a five- to eight-year life and equipment generally over a three- to five-year life. Leasehold improvements are depreciated over the shorter of their estimated useful life or the remaining term of the associated lease.

The Company reviews property, plant and equipment asset groups for impairment whenever events or changes in circumstances indicate the carrying amount of an asset may not be recoverable. The Company monitors these changes and events on at least a quarterly basis. Examples of events or changes in circumstances could include, but are not limited to, a prolonged economic downturn, current period operating or cash flow losses combined with a history of losses or a forecast of continuing losses associated with the use of an asset group, or a current expectation that an asset group will be sold or disposed of before the end of its previously estimated useful life. Recoverability is based upon projections of anticipated future undiscounted cash flows associated with the use and eventual disposal of the property, plant and equipment asset groups, as well as specific appraisals in certain instances. Reviews occur at the lowest level for which identifiable cash flows are largely independent of cash flows associated with other property, plant and equipment asset groups. If the future undiscounted cash flows result in a value that is less than the carrying value, then the long-lived asset is considered impaired and a loss is recognized based on the amount by which the carrying amount exceeds the estimated fair value. Various factors that the Company uses in determining the impact of these assessments include the expected useful lives of long-lived assets and our ability to realize any undiscounted cash flows in excess of the carrying amounts of such asset groups, and are affected primarily by changes in the expected use of the assets, changes in technology or development of alternative assets, changes in economic conditions, changes in operating performance and changes in expected future cash flows. Because judgment is

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involved in determining the fair value of property, plant and equipment asset groups, there is risk that the carrying value of these assets may require adjustment in future periods.

Software Development Costs — Research and development expenditures are charged to expense as incurred. The development costs of software to be marketed are charged to expense until technological feasibility is established and capitalized thereafter, subject to assessment of realizability. Amortization of the capitalized amounts is computed using the greater of the sales ratio method or the straight-line method over a life of five years or less. The Company did not capitalize any software development costs during the periods reported.

Internal Use Software — The Company capitalizes certain expenditures for software that is purchased or internally developed for use in the business. During 2011, 2010, and 2009, internally developed software amounts capitalized were $3.8, $5.6 and $3.7, respectively. Amortization of internal use software begins when the software is ready for service and continues on the straight-line method generally over a life of three years.

Goodwill and Other Intangibles — As discussed more fully in Note 6, goodwill is reviewed at the reporting unit level for impairment as of October 1 and at other times if events have occurred or circumstances exist that indicate the carrying value of goodwill may no longer be recoverable.

The impairment test for goodwill involves a two-step process. The first step compares the fair value of a reporting unit with its carrying amount, including the goodwill allocated to each reporting unit (Step 1). If the fair value of the reporting units is in excess of the carrying value, the related goodwill is considered not to be impaired and no further analysis is necessary. If the carrying amount of the reporting unit exceeds the fair value, there is an indication of potential impairment and a second step of testing is performed to measure the amount of the impairment, if any, for that reporting unit.

When required, the second step compares the implied fair value of the reporting unit goodwill with the carrying amount of the reporting unit goodwill. The implied fair value of goodwill is determined in the same manner as the amount of goodwill recognized in a business combination, which is the excess of the fair value of the reporting unit determined in step one over the fair value of the net assets and identifiable intangibles as if the reporting unit were being acquired. Any excess of the carrying value of the reporting unit goodwill over the implied fair value of the reporting unit goodwill will be recorded as an impairment loss. An impairment charge recognized cannot exceed the amount of goodwill allocated to a reporting unit and cannot be reversed subsequently even if the fair value of the reporting unit recovers.

Fair value of the reporting unit is determined using a combination of the market approach and the income approach. Under the market approach, fair value is based on actual stock prices or transaction prices of comparable companies. The market approach requires significant judgment regarding the selection of comparable companies. Under the income approach, value is dependent on the present value of net cash flows to be derived from the ownership. The income approach requires significant judgment including estimates about future cash flows and discount rates. A combination of methodologies is used and weighted appropriately for reporting units with significant adverse changes in business climate.

Other intangibles, primarily customer relationship assets and trademarks, are amortized over a straight-line basis with lives ranging from four to twelve years and are evaluated periodically if events or circumstances indicate a possible inability to recover their carrying amounts.

Equity-Method Investments — In July 2011, the Company completed the sale of its 33.8% limited partnership interest in the Cincinnati SMSA Limited Partnership, a provider of wireless communications in central and southwestern Ohio and northern Kentucky, and its 45.0% limited partnership interest in the Cincinnati SMSA Tower Holdings LLC, an operator of cellular tower space (collectively referred to as the Cellular Partnerships) to AT&T. Cincinnati SMSA Limited Partnership conducts its operations as a part of AT&T. AT&T is the general partner and a limited partner of both Cincinnati SMSA Limited Partnership and Cincinnati SMSA Tower Holdings LLC with a partnership interest prior to Convergys' sale of its interests of approximately 66% and 53%, respectively. Prior to the sale, the Company accounted for its interest in the Cellular Partnerships under the equity method of accounting.

Postemployment Benefits — The funded status of the Company's pension and other postretirement benefit plans is recognized in the Consolidated Balance Sheets. The funded status is measured as the difference between the fair value of plan assets and the benefit obligation at December 31, the measurement date. For defined benefit pension plans, the benefit obligation is the projected benefit obligation (PBO) and for the other postretirement benefit plans the benefit obligation is the accumulated postretirement benefit obligation (APBO). The PBO represents the actuarial

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present value of benefits expected to be paid upon retirement based on estimated future compensation levels. The APBO represents the actuarial present value of postretirement benefits attributed to employee services already rendered. The fair value of plan assets represents the current market value of assets held by an irrevocable trust fund for the sole benefit of participants. The measurement of the benefit obligation is based on the Company's estimates and actuarial valuations. These valuations reflect the terms of the plans and use participant-specific information such as compensation, age and years of service, as well as certain key assumptions that require significant judgment, including, but not limited to, estimates of discount rates, expected return on plan assets, rate of compensation increases, interest crediting rates and mortality rates. For additional information regarding plan assumptions and the current financial position of the pension and other postretirement plans, see Note 9.

The Company provides severance benefits to certain employees. The Company accrues the benefits when it becomes probable that such benefits will be paid and when sufficient information exists to make reasonable estimates of the amounts to be paid.

Government Grants — From time to time, the Company receives grants from local or state governments as an incentive to locate or retain operations in their jurisdictions. Depending on the arrangement, the grants are either received up-front or at the time the Company achieves the milestones set forth in the grant. The Company's policy is to record the grant funds received as deferred credit and to amortize the deferred credit as a reduction of cost of providing services and products sold or selling, general and administrative expense as the milestones are met over the term of the grant. The terms of the grants range from one to fifteen years.

Derivative Instruments — The Company's risk management strategy includes the use of derivative instruments to reduce the effects on its operating results and cash flows from fluctuations caused by volatility in currency exchange and interest rates. The Company currently uses cash flow and fair value hedges. These instruments are hedges of forecasted transactions or of the variability of cash flows to be received or paid related to a recognized asset or liability. The Company generally enters into forward exchange contracts expiring within 36 months as hedges of anticipated cash flows denominated in foreign currencies. These contracts are entered into to protect against the risk that the eventual cash flows resulting from such transactions will be adversely affected by changes in exchange rates. Additionally, the Company from time to time enters into interest rate swap agreements to effectively fix the interest rates of variable rate borrowings. In using derivative financial instruments to hedge exposures to changes in exchange rates and interest rates, the Company exposes itself to counterparty credit risk.

All derivatives, including foreign currency exchange contracts, are recognized in the Consolidated Balance Sheets at fair value. Fair values for the Company's derivative financial instruments are based on quoted market prices of comparable instruments or, if none are available, on pricing models or formulas using current assumptions. On the date the derivative contract is entered into, the Company determines whether the derivative contract should be designated as a hedge. For derivatives that are designated as hedges, the Company further designates the hedge as either a fair value or cash flow hedge. Changes in the fair value of derivatives that are highly effective and designated as fair value hedges are recorded in the Consolidated Statement of Operations and Comprehensive Income (Loss) along with the loss or gain on the hedged asset or liability. Changes in the fair value of derivatives that are highly effective and designated as cash flow hedges are reported as a component of Other Comprehensive Income (Loss) and reclassified into earnings in the same line-item associated with the forecasted transaction and in the same periods during which the hedged transaction impacts earnings. The Company formally documents all relationships between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking various hedging activities. This process includes linking all derivatives that are designated as fair value or cash flow hedges to specific assets and liabilities on the balance sheet or to forecasted transactions. The Company also formally assesses, both at the hedge's inception and on an ongoing basis, whether the derivatives that are used in hedging transactions are highly effective in offsetting changes in fair value or cash flows of hedged items. When it is determined that a derivative is not highly effective as a hedge or that it has ceased to be a highly effective hedge, the Company discontinues hedge accounting prospectively.

The Company also periodically enters into forward exchange contracts and options that are not designated as hedges. The purpose of the majority of these derivative instruments is to protect the Company against foreign currency exposure pertaining to receivables, payables and intercompany transactions that are denominated in currencies different from the functional currencies of the Company or the respective subsidiaries. The Company records changes in the fair value of these derivative instruments in the Consolidated Statements of Operations and Comprehensive Income (Loss) within other income (expense), net.

Investments — Management determines the appropriate classification of securities at the time of purchase and re-

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evaluates such designation as of each balance sheet date. Currently, we classify all investment securities, reported within other current assets in the Consolidated Balance Sheets, as trading. Trading securities are carried at fair value, with gains and losses, both realized and unrealized, reported in other income (expense), net in the Consolidated Statements of Operations and Comprehensive Income (loss). The cost of securities sold is based upon the specific identification method. Interest and dividends on securities classified as trading is included in other income (expense), net.

Fair Value Measurements —The Company applies fair value accounting for all financial assets and liabilities and non-financial assets and liabilities that are recognized or disclosed at fair value in the consolidated financial statements on a recurring basis. The Company defines fair value as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities, the Company considers the principal or most advantageous market in which the Company would transact and the market-based risk measurements or assumptions that market participants would use in pricing the asset or liability, such as inherent risk, transfer restrictions and credit risk.

New Accounting Pronouncements

In October 2009, the FASB issued ASU 2009-13, “Multiple-Deliverable Revenue Arrangements,” (amendments to FASB ASC Topic 605, “Revenue Recognition”) (ASU 2009-13) and ASU 2009-14, “Certain Arrangements That Include Software Elements,” (amendments to FASB ASC Topic 985, “Software”) (ASU 2009-14). ASU 2009-13 requires entities to allocate revenue in an arrangement using estimated selling prices of the delivered goods and services based on a selling price hierarchy. The amendments eliminate the residual method of revenue allocation and require revenue to be allocated using the relative selling price method. ASU 2009-14 removes tangible products from the scope of software revenue guidance and provides guidance on determining whether software deliverables in an arrangement that includes a tangible product are covered by the scope of the software revenue guidance. ASU 2009-13 and ASU 2009-14 should be applied on a prospective basis for revenue arrangements entered into or materially modified in fiscal years beginning on or after June 15, 2010, with early adoption permitted. The Company adopted ASU 2009-13 or ASU 2009-14 effective January 1, 2011. Adoption of these standards did not have a material impact to the Company's consolidated results of operations and financial position.

In June 2011, the FASB issued ASU 2011-05, "Presentation of Comprehensive Income," (ASU 2011-05) requiring entities to present net income and other comprehensive income in either a single continuous statement or in two separate, but consecutive, statements of net income and other comprehensive income. The option to present items of other comprehensive income in the statement of changes in equity is eliminated. Reclassification adjustments between net income and other comprehensive income must be shown on the face of the statement(s); the previous option to disclose reclassification adjustments in the footnotes has been eliminated. The effective date for ASU 2011-05 was at the start of the reporting entity's fiscal year beginning after December 15, 2011 and required retrospective application. However, in December 2011, the FASB issued ASU 2011-12, "Deferral of the Effective Date for Amendments to the Presentation of Reclassification of Items Out of Accumulated Other Comprehensive Income in Accounting Standards Update No. 2011-05," (ASU 2011-12). All other requirements of ASU 2011-05 were not affected by ASU 2011-12, including the requirement to report other comprehensive income either in a single continuous financial statement or in two separate, but consecutive financial statements. The Company will provide the disclosures required by these Standards in the first quarter of 2012.

3. Divestitures

HR Management

In March 2010, the Company signed a definitive agreement to sell its HR Management line of business and, in June 2010, the Company substantially completed the sale of this business to NorthgateArinso, the Human Resource division of Northgate Information Solutions Limited, for approximately $100. The consideration received at closing consisted of approximately $80 in cash and a zero coupon note issued by NorthgateArinso in the principal amount of $15. The note is payable in increments of $5 on the second anniversary of closing and $10 on the third anniversary of closing. The sale of foreign HR Management operations was completed in the third and fourth quarters of 2010 and resulted in an additional $5 in cash received. Final settlement of working capital adjustments resulted in cash payments by Convergys of approximately $7 during the fourth quarter of 2010. In connection with and at the time of the completion of the sale in June 2010, the Company made cash payments of $28.2 for certain obligations of the HR Management business, the impact of which is included in cash flows from operating activities of discontinued operations.

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The gain on the sale of HR Management recorded in 2010 was $35.2 pretax and $5.6 after tax. The sale of HR Management was a taxable transaction that resulted in $29.6 being recorded for the combined federal, state and foreign income taxes. Subsequently, in 2011, a $6.5 reduction to the tax on the gain on this transaction was recorded and has been reflected in Discontinued Operations. The gain on sale included the elimination of $67.1 of goodwill and intangible assets.

As a result of the sale of the HR Management line of business, the operating results, and assets and liabilities related to HR Management have been reflected as discontinued operations for all periods presented. For prior periods, certain costs that had previously been allocated to the HR Management segment are now included in continuing operations. These costs were $9.1 and $32.1 for December 31, 2010 and 2009, respectively, and are reflected in Corporate and Other. Beginning June 1, 2010, the Company began earning transition services revenues for services provided to the buyer under agreements lasting from three to eighteen months. During 2011 and 2010, the Company earned $14.4 and $24.0, respectively, in revenue under these transition services agreements subsequent to the close of the sale. These revenues are reflected in Corporate and Other and largely offset the related costs described above incurred subsequent to June 1, 2010. The Company has taken and continues to take actions to reduce these costs.

Summarized operating results of the HR Management business are as follows:

	Year Ended December 31,		
	2011	2010	2009
Revenue	**$ —**	$ 107.2	$ 406.2
Income (loss) before tax	**—**	25.3	(213.7)
Gain (loss) on disposition	**—**	35.2	—
Income (loss) before income taxes	**—**	60.5	(213.7)
Income tax (benefit) expense			
Expense (benefit) related to operations	**—**	9.4	(51.9)
Expense (benefit) related to gain (loss) on disposition	**(6.5)**	29.6	—
Income (Loss) from discontinued operations, net of tax	**$ 6.5**	$ 21.5	$ (161.8)

There were no remaining assets or liabilities related to the HR Management business at December 31, 2010. Cash flows generated from the discontinued operations are presented separately in the Company's consolidated statements of cash flows.

Finance and Accounting outsourcing line of business (F&A)

In January 2011, the Company completed the sale of F&A for approximately $10. The gain on the sale amounted to $7 before tax, recorded within Other income (expense), net in the Consolidated Statements of Income and Comprehensive Income (Loss), and $4.3 after tax in 2011. The gain on the sale included the elimination of $2.6 of goodwill and other intangible assets. The results of operations of F&A and the sale of F&A are not material to the Company's results of operations or financial condition and, therefore, are not reflected as discontinued operations for the periods presented.

4. Earnings (Loss) Per Share and Shareholder’s Equity

Earnings (Loss) per Share

The following is a reconciliation of the numerator and denominator of the basic and diluted earnings per share (EPS) computations:

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Shares (in Millions)	Shares	Continuing Operations Net Income (Loss)	Continuing Operations Per Share Amount	Discontinued Operations Net Income (Loss)	Discontinued Operations Per Share Amount	Total Per Share Amount
2011:						
Basic EPS	**120.2**	$ **328.3**	$ **2.73**	$ **6.5**	$ **0.06**	$ **2.79**
Effect of dilutive securities:						
Stock-based compensation arrangements	**2.1**	**—**	**(0.06)**	**—**	**(0.01)**	**(0.07)**
2029 Convertible Debentures	**0.6**	**—**	**—**	**—**	**—**	**—**
Diluted EPS	**122.9**	**328.3**	$ **2.67**	$ **6.5**	$ **0.05**	$ **2.72**
2010:						
Basic EPS	123.1	$ (74.7)	$ (0.61)	$ 21.5	$ 0.18	$ (0.43)
Effect of dilutive securities:						
Stock-based compensation arrangements	—	—	—	—	—	—
2029 Convertible Debentures	—	—	—	—	—	—
Diluted EPS	$ 123.1	$ (74.7)	$ (0.61)	$ 21.5	$ 0.18	$ (0.43)
2009:						
Basic EPS	122.8	$ 84.5	$ 0.69	$ (161.8)	$ (1.32)	$ (0.63)
Effect of dilutive securities:						
Stock-based compensation arrangements	2.1	—	(0.01)	—	0.02	0.01
2029 Convertible Debentures	—	—	—	—	—	—
Diluted EPS	124.9	$ 84.5	$ 0.68	$ (161.8)	$ (1.30)	$ (0.62)

The diluted EPS calculation excludes the effect of 3.7, 5.8 and 7.9 of outstanding stock options for the years ended December 31, 2011, 2010 and 2009, respectively, because they are anti-dilutive. The calculation also excludes the effect of 2.2 restricted stock units and 0.2 shares related to the 2029 Convertible Debentures for the year ended December 31, 2010 because they are anti-dilutive.

Shareholders' Equity

The Company repurchased 7.7 shares during the year ended December 31, 2011 at an average price of $12.53 per share for a total of $96.8. The timing and terms of any future transactions will depend on a number of considerations including market conditions and liquidity. There were 2.4 shares repurchased during the year ended December 31, 2010. Below is a summary of the Company's share repurchases for the years ended December 31, 2011, 2010 and 2009:

2011	7.7	$	96.8
2010	2.4	$	24.9
2009	—	$	—

At December 31, 2011, the Company has the authority to repurchase an additional $162.7 of outstanding common shares pursuant to current authorizations.

As described in Note 7, during 2009, the Company issued approximately $125.0 aggregate principal amount of 5.75% Junior Subordinated Convertible Debentures due 2029 (2029 Convertible Debentures). The 2029 Convertible Debentures are convertible, subject to certain conditions, into shares of the Company's common stock at an initial conversion price of approximately $12.07 per share, or 82.82 shares per one thousand in principal amount of debentures. Upon conversion, the Company will pay cash up to the aggregate principal amount of the 2029 Convertible Debentures and settle the remainder of the debentures in cash or stock at the Company's option.

Preferred Shares

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The Company is authorized to issue up to 5 preferred shares, of which 4 would have voting rights. At December 31, 2011 and 2010, there were no preferred shares outstanding.

5. Investment in Cellular Partnerships

On July 1, 2011, the Company completed the sale of its 33.8% limited partnership interest in the Cincinnati SMSA Limited Partnership and its 45.0% limited partnership interest in the Cincinnati SMSA Tower Holdings LLC (collectively

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referred to as the Cellular Partnerships) to AT&T. AT&T is the general and a limited partner of both Cincinnati SMSA Limited Partnership and Cincinnati SMSA Tower Holdings LLC with partnership interests prior to Convergys' sale of its interests of approximately 66% and 53%, respectively. The Company received approximately $320.0 in cash proceeds upon closing. The Company's interests in the Cellular Partnerships did not qualify as discontinued operations; therefore, the gain has been reported within income from continuing operations and no reclassification of prior results is required. The gain on sale of its interests in the Cellular Partnerships was $265.0, or $171.8 net of tax.

Since the Cellular Partnerships were organized as limited partnerships, the partners are responsible for income taxes applicable to their share of taxable income generated by the Cellular Partnerships. The net income of the Cincinnati SMSA Limited Partnership reflected in the following table does not include any provision for income taxes incurred by the partners.

	Year-to-Date July 1,	Year Ended December 31,	
	2011	2010	2009
Revenues	**$ 359.8**	$ 653.5	$ 592.0
Income from operations	**61.2**	124.1	128.9
Net income	**60.8**	120.9	126.5

	At December 31,
	2010
Current assets	$ 66.9
Non-current assets	246.5
Current liabilities	22.7
Non-current liabilities	30.1

The Company’s equity in earnings of equity method investees for the three years ended December 31, 2011, 2010 and 2009, respectively, is as follows:

	Year Ended December 31,		
	2011	2010	2009
Convergys’ equity in earnings of Cincinnati SMSA Limited Partnership	**$ 20.5**	$ 46.1	$ 40.1
Convergys’ equity in earnings of Cincinnati SMSA Tower Holdings LLC	**0.9**	1.1	0.9
Transaction costs related to the sale of Convergys' interests in Cellular Partnerships	**(1.2)**	—	—
Gain on sale of Convergys' interests in Cellular Partnerships	**265.0**	—	—
Total earnings and gain from Cellular Partnerships, net	**$ 285.2**	$ 47.2	$ 41.0

6. Goodwill and Other Intangible and Long-Lived Assets

Goodwill

The Company tests goodwill for impairment annually as of October 1 and at other times if events have occurred or circumstances exist that indicate the carrying value of goodwill may no longer be recoverable. The impairment test for goodwill involves a two-step process. The first step compares the fair value of a reporting unit with its carrying amount, including the goodwill allocated to each reporting unit. If the carrying amount is in excess of the fair value, the second step requires the comparison of the implied fair value of the reporting unit goodwill with the carrying amount of the reporting unit goodwill. Any excess of the carrying value of the reporting unit goodwill over the implied fair value of the reporting unit goodwill will be recorded as an impairment loss. Fair value of the reporting unit is determined using a combination of the market approach and the income approach. Under the market approach, fair value is based on actual stock price or transaction prices of comparable companies. Under the income approach, value is dependent on the present value of net cash flows to be derived from the ownership. The implied fair value of the Company’s reporting units is determined based on significant unobservable inputs; accordingly, these inputs fall within Level 3 of the fair value hierarchy under U.S. GAAP.

For 2011 and 2010, the Company tested goodwill for the following reporting units: Customer Management - Live Agents, Customer Management - CIT (CIT), and Information Management. Based on the results of its first-step impairment tests performed as of October 1, 2011, the Company had no goodwill impairment related to its reporting units. The

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Company believes it makes every reasonable effort to ensure that it accurately estimates the fair value of the reporting units. However, future changes in the assumptions used to make these estimates could result in impairment losses.

The results of the first step of the impairment testing performed as of October 1, 2010 indicated an impairment in the CIT reporting unit. Accordingly, the second step of the impairment model was performed on this reporting unit. The impairment charge for the Company's CIT reporting unit was the result of a change in the strategic plan for the unit, which was finalized in the fourth quarter of 2010, reflecting the output of the Company's annual strategic business planning process. As a result of declining revenue during the preceding 12 months, lower future revenue projections and transaction valuation multiples lower than those supported at the time of the Intervoice acquisition in 2008, the fair value of the reporting unit was determined to be less than carrying value. In the second step, a hypothetical purchase price allocation of the reporting unit's net assets is performed using the fair value calculated in Step 1. Based on the results of the second step, the Company recorded a $166.5 ($160.8 after tax) goodwill impairment charge recorded within the asset impairment caption in the accompanying Consolidated Statements of Operations and Comprehensive Income (Loss). The remaining goodwill balance allocated to the CIT reporting unit that was not impaired as of December 31, 2010 was $45.8.

Below is a progression of goodwill for the Company's segments for 2011 and 2010:

	Customer Management	Information Management	Total
Balance at December 31, 2009	$ 785.8	$ 193.5	$ 979.3
Acquisitions	—	3.3	3.3
Impairment	(166.5)	—	(166.5)
Foreign currency and other	4.8	(0.4)	4.4
Balance at December 31, 2010	$ 624.1	$ 196.4	$ 820.5
Acquisitions	—	—	—
Foreign currency and other	(2.6)	0.6	(2.0)
Balance at December 31, 2011	$ 621.5	$ 197.0	$ 818.5

The goodwill addition to the Information Management segment for the year ended 2010 resulted from additional earn-out payments of $3.3 as certain performance targets were met with respect to a small acquisition in 2008. Accumulated goodwill impairment charges at December 31, 2011 and 2010 were $166.5 for both years. All accumulated goodwill impairment charges as of December 31, 2011 and December 31, 2010 relate to the Customer Management segment.

Other Intangible Assets

The Company's other intangible assets, primarily acquired through business combinations, are evaluated periodically if events or circumstances indicate a possible inability to recover their carrying amounts. No impairment charges were recognized in any period presented. As of December 31, 2011 and 2010, the Company's other intangible assets consisted of the following:

2011:	Gross Carrying Amount	Accumulated Amortization	Net
Software (classified with Property, Plant & Equipment)	**$ 88.8**	**$ (66.2)**	**$ 22.6**
Trademarks	**12.0**	**(10.3)**	**1.7**
Customer relationships and other intangibles	**152.8**	**(124.4)**	**28.4**
Total	**$ 253.6**	**$ (200.9)**	**$ 52.7**
2010			
Software (classified with Property, Plant & Equipment)	$ 88.6	$ (59.6)	$ 29.0
Trademarks	12.0	(7.8)	4.2
Customer relationships and other intangibles	154.6	(118.7)	35.9
Total	$ 255.2	$ (186.1)	$ 69.1

The intangible assets are being amortized using the following amortizable lives: five to eight years for software, four years for trademarks and seven to twelve years for customer relationships and other intangibles. The remaining weighted average amortization period for intangible assets is 5.0 years.

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Customer relationships, trademarks and other intangibles amortization expense was $9.6 for the year ended

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December 31, 2011 and the related estimated expense for the five subsequent fiscal years is as follows:

For the year ended 12/31/12	$	9
For the year ended 12/31/13		7
For the year ended 12/31/14		3
For the year ended 12/31/15		3
For the year ended 12/31/16		2
Thereafter		6

Long-Lived Assets
The Company evaluates its property, plant and equipment when events or circumstances indicate a possible inability to recover their carrying amounts. During 2010, the Company committed to a plan to sell two facilities. At December 31, 2010, the property met the “Held-for-Sale” criteria set forth in U.S. GAAP, resulting in classification of $11.8 of property, plant and equipment as Held-for-Sale; the book value was adjusted to its fair value less costs to sell, resulting in an impairment charge of $14.6 ($9.3 after tax) recorded within the asset impairments caption in the accompanying Consolidated Statements of Operations and Comprehensive Income (Loss). Fair value was determined based on discounted cash flow analysis which contains significant unobservable inputs that fall within Level 3 of the fair value hierarchy under U.S. GAAP.

During 2011, the Company sold one of the two facilities at its carrying value and therefore, no gain or loss was recognized on the sale. At December 31, 2011, the Company had not identified a buyer for the second facility. Because the property no longer meets the "Held-for-Sale" criteria, the facility was reclassified to property and equipment, net on the Consolidated Balance Sheets.

7. Debt
Debt consists of the following:

	At December 31,			
		2011		2010
Revolving credit facility	**$**	**—**	$	—
2029 Convertible Debentures		**57.5**		56.6
Capital Lease Obligations		**58.6**		58.0
Accounts Receivable Securitization		**—**		85.0
Other		**11.1**		10.7
Total debt		**127.2**		210.3
Less current maturities		**6.2**		91.0
Long-term debt	**$**	**121.0**	$	119.3
Weighted average effective interest rates:				
Revolving credit facility		**2.9%**		4.2%
Accounts Receivable Securitization		**2.2%**		2.4%
2029 Convertible Debentures		**6.4%**		6.0%
Other		**3.4%**		4.2%

On March 11, 2011, the Company entered into a $300 Four-Year Competitive Advance and Revolving Credit Facility Agreement (the New Credit Facility). The New Credit Facility replaced the Company's $400 Five-Year Competitive Advance and Revolving Credit Facility (the Prior Credit Facility), dated as of October 20, 2006 and as amended subsequently, among Convergys and a group of financial institutions. In connection with Convergys' entry into the New Credit Facility, Convergys terminated the Prior Credit Facility. There were no balances outstanding under the Prior Revolving Facility at December 31, 2010.

Convergys has two borrowing options available under the New Credit Facility: (i) a competitive advance option which will be provided on an uncommitted competitive advance basis through an auction mechanism and (ii) a revolving credit option which will be provided on a committed basis. Under each option, amounts borrowed and repaid may be re-borrowed subject to availability. Borrowings under the New Credit Facility bear interest at one of the rates described in the New Credit

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Facility. The New Credit Facility includes certain restrictive covenants including maintenance of interest coverage and debt-to-EBITDA ratios (as defined in the New Credit Facility). The Company’s interest coverage

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ratio cannot be less than 4.00 to 1.00 as determined on a rolling four quarter basis. The Company's debt-to-EBITDA ratio cannot be greater than 3.00 to 1.00 until December 31, 2012 and 2.75 to 1.00 after December 31, 2012. The New Credit Facility also contains customary representations and warranties. In the event of default, the lenders may terminate the commitments and declare the amounts outstanding, and all accrued interest, immediately due and payable. The maturity date of the New Credit Facility is March 11, 2015 except that upon satisfaction of certain conditions, Convergys may extend the maturity date by one year twice during the term. Convergys will pay an annual facility fee regardless of utilization. At December 31, 2011, the facility was undrawn. The Company was in compliance with all covenants at December 31, 2011.

In December 2004, the Company issued $250.0 in 4.875% Unsecured Senior Notes (4.875% Senior Notes) due December 15, 2009. During 2009, the Company announced an exchange offer (Exchange Offer) for up to $122.5 aggregate principal amount of its outstanding 4.875% Senior Notes. Under the terms of the Exchange Offer, the Company offered to exchange one thousand twenty dollars in principal amount of its new 5.75% Junior Subordinated Convertible Debentures due 2029 (2029 Convertible Debentures) for each one thousand dollars in principal amount of its 4.875% Senior Notes. Upon settlement of the Exchange Offer on October 13, 2009, the Company issued a total of $125.0 aggregate principal amount of the 2029 Convertible Debentures in exchange for $122.5 of the 4.875% Senior Notes. This exchange transaction resulted in a loss on extinguishment of debt of $2.3 that is reflected within other income (expense), net, in the accompanying Statements of Operations and Comprehensive Income (Loss) for the year ended December 31, 2009.

The 2029 Convertible Debentures are convertible, subject to certain conditions, into shares of the Company's common stock at an initial conversion price of approximately $12.07 per share, or 82.82 shares of the Company's common stock per one thousand dollars in principal amount of debentures. Upon conversion, the Company will pay cash up to the aggregate principal amount of the 2029 Convertible Debentures and settle the remainder of the debentures in cash or stock at the Company's option.

The conversion rate will be subject to adjustment for certain events outlined in the indenture governing the debenture (the Indenture). The conversion rate will increase for a holder who elects to convert the debenture in connection with certain share exchanges, mergers or consolidations involving the Company, as described in the indenture.

The Company may not redeem the 2029 Convertible Debentures prior to September 15, 2019, except if certain U.S. federal tax legislation, regulations or rules are enacted or are issued. On or after September 15, 2019, the Company may redeem for cash all or part of the 2029 Convertible Debentures for the principal amount, plus any accrued and unpaid interest, if the last closing price of the Company's common shares has been at least 150% of the applicable conversion price for at least 20 trading days immediately prior to the date on which the Company provides notice of redemption. Holders may convert their 2029 Convertible Debentures prior to the close of business on the business day immediately preceding September 15, 2028, if certain market conditions related to the trading price of the Company's common shares and 2029 Convertible Debentures occur. On or after September 15, 2028, holders may convert their 2029 Convertible Debentures at the option of the holder regardless of the foregoing circumstances. Holders may also convert if the Company calls any or all of the 2029 Convertible Debentures for redemption prior to the maturity date. The conversion rate will equal 100% of the principal amount of the 2029 Convertible Debentures to be redeemed, plus accrued and unpaid interest and will be subject to adjustment for certain events outlined in the Indenture. If certain events occur in the future, the Indenture provides that each holder of the debentures can, for a pre-defined period of time, require the Company to repurchase the holder's debentures for the principal amount plus any accrued and unpaid interest. The Company concluded that the indentures are not conventional convertible debt instruments and that the embedded stock conversion option qualifies as a derivative. Under the appropriate authoritative guidance, the Company further concluded that the option is indexed to the Company's stock and does not require bifurcation from the host instrument. Therefore, the embedded conversion option is not accounted for separately as a derivative.

The 2029 Convertible Debentures, which pay a fixed rate of interest semi-annually, have a contingent interest component that will require the Company to pay interest based on the trading price of the debentures exceeding a specified threshold at specified times, commencing on September 15, 2019, as outlined in the Indenture. The maximum amount of contingent interest that will accrue is 0.75% per annum of the average trading price of the debentures during the periods specified in the Indenture. The fair value of this embedded derivative was not significant at December 31, 2011 and 2010.

At the date of issuance, the Company recognized the liability component of the 2029 Convertible Debenture at its fair

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value of $56.3. The liability component was recognized as the fair value of a similar instrument that did not have a conversion feature at issuance. The equity component, which was the value of the conversion feature at issuance, was recognized as the difference between the proceeds from the issuance of the debentures and the fair value of the liability component, after adjusting for the deferred tax impact of $32.7. The 2029 Convertible Debentures were issued at a coupon rate of 5.75%, which was below that of a similar instrument that does not have a conversion feature. Therefore, the valuation of the debt component, using the income approach, resulted in a debt discount. The debt discount is being amortized over the life of a similar debt instrument without a conversion feature, which the Company determined to equal the contractual maturity of the 2029 Convertible Debentures. Amortization is based upon the effective interest rate method and will be included within the interest expense caption in the accompanying Consolidated Statements of Operations and Comprehensive Income (Loss).

As of December 31, 2011, the 2029 Convertible Debentures "if-converted" value was $132.2. Based on quoted market prices at December 31, 2011, the fair value of the Company's 2029 Convertible Debentures is $162.5.

The Company leased an office complex in Orlando, Florida, under an agreement that expired in June 2010 (the "Orlando lease"). At December 31, 2011 and 2010, the Orlando lease is accounted for as a capital lease. Pursuant to the terms of the lease, on October 8, 2009, the Company was required to provide notice to the Lessor of its intention to either purchase the property for $65.0 or arrange to have the office complex sold to a third party (the terms of the lease provided the Lessor with a residual value guarantee from the Company of up to $55.0). Although continuing to pursue a refinancing of the Orlando lease, on October 8, 2009, the Company legally elected the purchase option under the required notification provision of the lease agreement. In 2010, the Company recorded a capital lease obligation and property of $55.0 related to this facility, coincident with the completion of the refinancing of the lease discussed below.

On June 30, 2010, the Company refinanced this lease arrangement. As part of the refinancing, the Company paid approximately $10.0 to reduce the principal under the prior facility related to the residual value guarantee provision referenced above, such amount having been previously accrued. The new facility provides for a new lease period of five years. Upon termination or expiration of the new facility, the Company is required to either purchase the property for $55.0 or arrange to have the office complex sold to a third party (the terms of the lease provide the Lessor with a residual value guarantee from the Company of up to $47.0). Total scheduled lease payments during the term are currently estimated to be approximately $10.

Including the $55.0 obligation for the Orlando facility, total capital lease obligations were $58.6 and $58.0 at December 31, 2011 and 2010, respectively.

During 2009, the Company entered into a $125.0 asset securitization facility collateralized by accounts receivables of certain of its subsidiaries, of which $50.0 was scheduled to expire in June 2010 and $75.0 expires in June 2012. The $50.0 that was scheduled to expire in June 2010 was extended through June 2011. During June 2011, the Company renegotiated the terms of the agreement, increasing the purchase limited to $150.0 and extending the terms to June 2014. The asset securitization program is conducted through Convergys Funding Inc., a wholly-owned bankruptcy remote subsidiary of the Company. As of December 31, 2011, this facility was undrawn. As of December 31, 2010, the Company had borrowings of $85.0 under this facility.

Other debt of $11.1 and $10.7 at December 31, 2011 and 2010, respectively, consisted of miscellaneous domestic and international borrowings.

At December 31, 2011, future minimum payments of the Company's debt and capital lease arrangements are as follows:

2012	$	6.2
2013		1.6
2014		6.7
2015		55.2
2016		—
Thereafter		125.0
Total	$	194.7

8. Restructuring

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2011 Restructuring
During 2011, the Company initiated operational changes that resulted in severance costs of $2.8 largely to reduce headcount and align resources to future business needs. This charge was offset by a $2.8 reduction to previously established facility-related reserves, as described below. The $2.8 of severance-related charges were comprised of $1.6 at Information Management, $1.0 at Customer Management and $0.2 at Corporate. Severance actions impact approximately 100 professional employees worldwide and charges will largely be paid in cash pursuant to the Company's existing severance policy and employment agreements. These actions were substantially completed by the end of 2011.

Restructuring liability activity for the 2011 severance plan, the balance of which is included within payables, deferred revenue and other current liabilities on the Company's Consolidated Balance Sheets, consisted of the following:

		2011
Balance at January 1	$	—
Severance charge		2.8
Severance payments		(2.6)
Balance at December 31, 2011	$	0.2

2010 Restructuring
During 2010, the Company initiated a restructuring plan and incurred a total charge of $36.7 consisting of $22.4 of severance-related charges and $14.3 of facility-related charges. The $22.4 of severance-related charges were comprised of $13.3 at Customer Management and $3.0 at Information Management, largely to reduce headcount and align resources to business needs and $6.1 at Corporate to further simplify operations and to reflect the impact of the sale of the HR Management line of business. The severance charge of $22.4 was largely be paid in cash pursuant to the Company's existing severance policy and employment agreements. These actions affected approximately 1,000 professional employees and approximately 1,400 non-salaried employees worldwide and were substantially completed by the end of 2011. The facility-related charge of $14.3 relates to lease rent accruals and penalties for properties that have closed as the result of consolidating facilities and shifting capacity. The charge is equal to the future costs associated with the facility, net of proceeds from any probable future sublease agreements. The fair value measurement utilized internal discounted cash flows, which is a Level 3 input. The Company used estimates, based on consultation with the Company's real estate advisors, to determine the proceeds from any future sublease agreements. The Company will continue to evaluate these estimates in recording the facilities abandonment charge. Consequently, there may be additional reversals or charges relating to these facility closures in the future. Therefore, facility-related reserves are maintained on a facility basis rather than a restructuring charge event basis. At December 31, 2011, the facility-related restructuring reserve had an outstanding balance of $9.6, which will be paid over several years until the leases expire.

Below is a summary of the 2010 net restructuring charge of $36.7 by segment:

		Customer Management		Information Management		Corporate		Total
Severance costs	$	13.3	$	3.0	$	6.1	$	22.4
Facility-related costs		9.3		5.0		—		14.3
Total restructuring	$	22.6	$	8.0	$	6.1	$	36.7

Restructuring liability activity for the 2010 severance plan, the balance of which is included in payables, deferred revenue and other current liabilities on the Company's Consolidated Balance Sheets, consisted of the following:

		2011		2010
Balance at January 1	$	12.4	$	—
Severance charge		—		22.4
Severance payments		(11.4)		(10.0)
Balance at December 31	$	1.0	$	12.4

2009 Restructuring

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During 2009, the Company initiated a restructuring plan to reduce headcount and align resources to future business needs. The total charge recorded in 2009 was $43.3, and included $27.0 of severance-related charges and $16.3 of facility-related charges. Severance charges were comprised of $15.3 at Information Management related to shifting the geographic mix of certain resources and further streamlining of operations, $6.7 at Customer Management resulting from a reduction in one international program and efforts to streamline operations and $5.0 at Corporate to reduce headcount. The severance actions were completed as of March 31, 2011. All severance charges were largely paid in cash pursuant to the Company's existing severance policy and employment agreements. These actions affected approximately 1,000 of the Company's worldwide salaried employees and approximately 800 non-salaried employees.

The $16.3 facility-related charge relates to lease rent accruals for properties that have closed as the result of consolidating facilities, consistent with the methodology discussed in connection with the 2010 restructuring. The facility-related restructuring reserve related to this charge is encompassed within the total outstanding facility balance of $9.6, which will be paid over several years until the leases expire.

Facilities Restructuring

The Company's facilities restructuring reserves are equal to the estimated future costs associated with the facilities, net of proceeds from any probable future sublease agreements. The Company uses estimates, based on consultation with the Company's real estate advisers, to determine the proceeds from any future sublease agreements. The Company continues to evaluate these estimates in recording the facilities abandonment charge. Based upon early termination and settlement of a lease for a previously abandoned facility during 2011 and review of estimated future costs for other facilities, the Company recorded a net benefit of $2.8 to reduce the remaining reserves. Restructuring liability for the facilities plans, the balance of which is included in payables, deferred revenue and other current liabilities on the Company's Consolidated Balance Sheets, consisted of the following:

	2011	2010	2009
Balance at January 1	**$ 20.7**	$ 16.0	$ —
Facility charge	**—**	14.3	16.3
Facility payment	**(8.3)**	(9.6)	(0.3)
Facility adjustment	**(2.8)**	—	—
Balance at December 31	**$ 9.6**	$ 20.7	$ 16.0

9. Employee Benefit Plans

Pensions

The Company sponsors a frozen defined benefit pension plan, which includes both a qualified and non-qualified portion, for all eligible employees (the cash balance plan) in North America and an unfunded defined benefit plan for certain eligible employees in the Philippines (the defined benefit plans). The Company also sponsors a non-qualified, unfunded executive deferred compensation plan and a supplemental, non-qualified, unfunded plan for certain senior executives (the executive pension plans). As further describe in Note 12, "Financial Instruments," in December 2011, the Company made investments in certain securities which are held in a grantor trust for the benefit of participants of the executive deferred compensation plan. This investment was made in securities reflecting the hypothetical investment balances of plan participants. The pension benefit formula for the cash balance plan is determined by a combination of compensation and age-based credits and annual guaranteed interest credits. Benefits for the executive deferred compensation plan are based on employee deferrals, matching contributions and investment earnings on participant accounts. Benefits for the supplemental plan are based on age, years of service and eligible pay. Funding of the qualified portion of the cash balance plan has been achieved through contributions made to a trust fund. The contributions have been determined using the prescribed methods in accordance with the Pension Protection Act of 2006. Based on the funded status of the cash balance plan and mandatory legislative requirements under the Pension Protection Act, beginning April 29, 2009, lump sum payments from the cash balance plan have been partially restricted. The Company's measurement date for all plans is December 31. The projected unit credit cost method is used for determining the unfunded executive pension cost for financial reporting purposes. The plan assumptions are evaluated annually and are updated as necessary.

Components of pension cost and other amounts recognized in other comprehensive income (loss) for the defined benefit plans are as follows:

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	Year Ended December 31,		
	2011	2010	2009
Service cost	**$ 2.8**	$ 2.6	$ 0.9
Interest cost on projected benefit obligation	**12.0**	12.1	12.2
Expected return on plan assets	**(11.4)**	(12.3)	(10.4)
Amortization and deferrals—net	**8.7**	6.6	7.4
Settlement loss	**—**	6.8	—
Total pension cost	**$ 12.1**	$ 15.8	$ 10.1
Other comprehensive income (loss)	**$ (29.5)**	$ (1.3)	$ 9.6

The settlement loss of $6.8 in 2010 resulted from the benefit payments exceeding the sum of the service cost and interest cost. Pension cost for the defined benefit plans related to discontinued operations included in the table above for the years ended December 31, 2010 and 2009 is $0.1 and $0.7, respectively.

The reconciliation of the defined benefit plans' projected benefit obligation and the fair value of plan assets for the years ended December 31, 2011 and 2010 are as follows:

	At December 31,	
	2011	2010
Change in benefit obligation:		
Benefit obligation at beginning of year	**$ 224.3**	$ 213.5
Service costs	**2.8**	2.6
Interest cost	**12.0**	12.1
Actuarial loss	**28.9**	16.9
Benefits paid	**(14.5)**	(20.8)
Plan amendment	**(1.0)**	—
Benefit obligation at end of year	**$ 252.5**	$ 224.3
Change in plan assets:		
Fair value of plan assets at beginning of year	**$ 134.1**	$ 129.7
Actual return on plan assets	**—**	14.6
Employer contribution	**20.8**	10.6
Benefits paid	**(14.5)**	(20.8)
Fair value of plan assets at end of year	**$ 140.4**	$ 134.1
Funded status	**$ (112.0)**	$ (90.2)
Amounts recognized in the Consolidated Balance Sheets consisted of:		
Non-current liability	**$ 112.0**	$ 90.2
Accumulated other comprehensive income (loss)	**$ (114.1)**	$ (84.7)

Accumulated other comprehensive loss at December 31, 2011 and 2010 includes unrecognized actuarial losses of $114.1 ($71.2 net of tax) and $84.7 ($55.0 net of tax), respectively. The actuarial loss included in accumulated other comprehensive loss that is expected to be recognized in net periodic pension cost during the fiscal year ended December 31, 2012 is $10.7. The accumulated benefit obligation for the defined benefit plans was $252.5 and $224.3 at December 31, 2011 and 2010, respectively.

Estimated future benefit payments from the defined benefit plans are as follows:

2012	$ 9.0
2013	10.5
2014	27.0
2015	14.8
2016	16.1
2017 - 2021	86.8

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Total	$	164.2

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Components of pension cost and other amounts recognized in other comprehensive income (loss) for the unfunded executive pension plans are as follows:

	Year Ended December 31,		
	2011	2010	2009
Service cost	**$ 0.7**	$ 0.9	$ 1.5
Interest cost on projected benefit obligation	**1.3**	2.0	2.1
Amortization and deferrals—net	**(0.1)**	(0.1)	(0.8)
Curtailment (benefit) loss, net	**(2.4)**	1.8	—
Settlement loss	**—**	1.4	—
Total pension (benefit) cost	**$ (0.5)**	$ 6.0	$ 2.8
Other comprehensive income (loss)	**$ 1.3**	$ (3.1)	$ (3.9)

In 2011, the Company froze the executive deferred compensation plan and recognized a $0.9 curtailment benefit. The Company also recognized a $1.5 curtailment benefit during 2011 related to the resignation of a senior executive. The Company recognized a $2.2 curtailment loss during 2010 related to the termination of employment of the President and Chief Executive Officer of the Company. The curtailment loss was partially offset by a $0.4 curtailment benefit related to the termination of employment of a senior executive. The Company also recognized a settlement loss related to the CEO transition of $1.4 upon payment of benefits under the unfunded executive pension plan.

The reconciliation of the unfunded executive pension plans' projected benefit obligation for the years ended December 31, 2011 and 2010 is as follows:

	At December 31,	
	2011	2010
Change in benefit obligation:		
Benefit obligation at beginning of year	**$ 33.2**	$ 37.1
Service cost	**0.7**	0.9
Interest cost	**1.3**	2.0
Change in plan provisions	**—**	(0.5)
Actuarial (gain) loss	**(1.9)**	3.8
Curtailment (benefit) loss	**(2.5)**	2.3
Benefits paid	**(6.2)**	(12.4)
Benefit obligation at end of year	**$ 24.6**	$ 33.2
Funded status	**$ (24.6)**	$ (33.2)
Amounts recognized in the Consolidated Balance Sheets consisted of:		
Current liability	**$ 6.2**	$ 5.2
Non-current liability	**18.4**	28.0
Accumulated other comprehensive income (loss)	**$ 4.1**	$ 2.8

Total benefits paid of $6.2 were made via employer contributions.

Included in accumulated other comprehensive loss at December 31, 2011 are the following amounts that have not yet been recognized in net periodic pension cost: unrecognized prior service credits of $0.3 ($0.2 net of tax) and unrecognized actuarial gain of $3.8 ($2.4 net of tax). Included in accumulated other comprehensive loss at December 31, 2010 are the following amounts that have not yet been recognized in net periodic pension cost: unrecognized prior service credits of $1.1 ($0.7 net of tax) and unrecognized actuarial gain $1.7 ($1.1 net of tax). The accumulated benefit obligation for the unfunded executive pension plans was $24.6 and $32.1 at December 31, 2011 and 2010, respectively. The prior service credit expected to be recognized in net periodic pension cost during the year ending December 31, 2012 is $0.2.

Estimated future benefit payments from the unfunded executive plans are as follows:

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2012	$	6.2
2013		3.1
2014		1.6
2015		1.5
2016		1.0
2017 - 2021		8.3
Total	$	21.7

The following weighted-average rates were used in determining the benefit obligations at December 31:

	2011			2010		
Discount rate—projected benefit obligation	**4.25%**	**-**	**7.80%**	5.20%	-	5.40%
Future compensation growth rate	**4.00%**	**-**	**5.50%**	4.00%	-	5.00%
Expected long-term rate of return on plan assets	**7.50%**	**-**	**8.00%**		8%	

The following weighted-average rates were used in determining the pension cost for all years ended December 31:

	2011			2010			2009		
Discount rate—projected benefit obligation	**5.20%**	-	**7.80%**	5.50%	-	6.00%	6.25%	-	6.50%
Future compensation growth rate	**4.00%**	-	**5.50%**	4.00%	-	5.00%	4.00%	-	5.00%
Expected long-term rate of return on plan assets	**7.50%**	-	**8.00%**		8%			8%	

The range of discount rates utilized in determining the pension cost and projected benefit obligation of the Company's defined benefit plans reflects a lower prevalent rate applicable to the frozen cash balance plan for eligible employees in North America and a higher applicable rate for the unfunded defined benefit plan for certain eligible employees in the Philippines.

As of December 31, 2011 and 2010, plan assets for the cash balance plan consisted of Convergys common stock, an equity fund and common/collective trusts (of which approximately 70% are invested in equity backed funds and 30% in funds invested in fixed income instruments), which is consistent with the Company's targeted allocation. Plan assets for the cash balance plan included $3.7 and $4.0 of the Company's common shares at December 31, 2011 and 2010, respectively. The investment objectives for the plan assets are to generate returns that will enable the plan to meet its future obligations. The Company's expected long-term rate of return was determined based on the asset mix of the plan, past performance and other factors. The Company contributed $19.7 and $10.2 in 2011 and 2010, respectively, to fund its cash balance plan in order to satisfy its Employee Retirement Income Security Act of 1974 (ERISA) funding requirements. The Company currently expects to make $11.2 in contributions in 2012 to fund its cash balance plan. No plan assets are expected to be returned to the Company during 2012.

The following table sets forth by level, within the fair value hierarchy, the cash balance plan's assets at fair value as of December 31, 2011 and 2010:

Investments	**December 31, 2011**	Quoted Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Common/Collective trusts	**$ 132.8**	**$ —**	**$ 132.8**	**$ —**
Convergys common stock	**3.7**	**3.7**	**—**	**—**
Equity fund	**3.9**	**—**	**—**	**3.9**
Total investments	**$ 140.4**	**$ 3.7**	**$ 132.8**	**$ 3.9**

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Investments		December 31, 2010		Quoted Prices In Active Markets for Identical Assets (Level 1)		Significant Other Observable Inputs (Level 2)		Significant Unobservable Inputs (Level 3)
Common/Collective trusts	$	126.7	$	—	$	126.7	$	—
Convergys common stock		4.0		4.0		—		—
Equity fund		3.4		—		—		3.4
Total investments	$	134.1	$	4.0	$	126.7	$	3.4

For additional information on the fair value hierarchy, see Note 13.

The Company's pension plan holds Level 3 investments within equity funds which primarily invests in domestic early stage capital funds. The fair value of these investments is based on the net asset value per share of the fund. The pension plan has approximately $0.2 in future funding requirements associated with this investment. The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Company believes its valuation methodologies are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement. The following table provides a reconciliation of the beginning and ending balances for the Level 3 assets:

	Year Ended December 31			
		2011		2010
Balance, beginning of year		**3.4**		3.3
Unrealized gains (losses) relating to instruments still held at the reporting date		**0.4**		(0.1)
Purchases		**0.1**		0.2
Balance, end of year	**$**	**3.9**	$	3.4

Savings Plans

The Company sponsors a defined contribution plan covering substantially all U.S. employees. The Company's contributions to the plan are based on matching a portion of the employee contributions. In 2011, the Company's matching contribution changed from 100% of the first 5% to 100% of the first 3% of eligible employee contributions. As a result, total Company contributions to the defined contribution plan were $9.5 in 2011 compared to $15.1 and $17.6 for 2010 and 2009, respectively. Plan assets for these plans included 2.0 million ($26.0) and 2.2 million ($29.1) of Company's common shares at December 31, 2011 and 2010, respectively.

Employee Postretirement Benefits Other Than Pensions

The Company sponsors postretirement health and life insurance plans for certain eligible employees. The plan provides eligible employees and retirees with the opportunity to direct an amount of their compensation or pension benefits to cover medical, dental and life insurance programs of their choice for their benefit and the benefit of their dependents. The plan covers both active and retired eligible employees of the Company and its subsidiaries. Employees' eligibility to participate in the plan is based upon their date of hire. During the second quarter of 2011, the Company amended certain components of the postretirement health and life insurance plans to reduce certain benefits. The plan amendments constitute negative amendments. As a result of the plan amendments, the accumulated postretirement benefit obligation decreased approximately $20 from December 31, 2010, the impact of which will be recognized as a reduction to net periodic benefit cost over the remaining future service years of the active participants over a weighted-average period of approximately 3 years.

The Company funds life insurance benefits of certain retirees through a Voluntary Employee Benefit Association (VEBA) trust. Contributions to the plan consist of (1) compensation or pension benefit deductions that the participant directs the Company, which is also the Plan Sponsor, to deposit into the plan on their behalf based on the coverage the participant has elected under the plan, and (2) amounts the Company pays to the plan that are in excess of the participant-directed deductions. Contributions to the VEBA are subject to IRS limitations developed using the aggregate cost method. At December 31, 2006, the Company eliminated the postretirement life insurance plan benefits for non-retirement eligible employees. The Company's postretirement benefit plan (benefit) cost was $(3.4), $0.5, and $0.6 for 2011, 2010 and 2009,

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respectively. The amounts included within accumulated other comprehensive loss related to these benefits were $14.9 and $0.8 at December 31, 2011 and 2010, respectively.

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Components of other post-employment benefit plan cost and other amounts recognized in other comprehensive income (loss) for the postretirement health and life insurance plans are as follows:

	2011	2010	2009
Service cost	$ **0.2**	$ 0.4	$ 0.5
Interest cost on projected benefit obligation	**0.9**	1.4	1.5
Expected return on plan assets	**(0.5)**	(0.6)	(0.6)
Amortization and deferrals—net	**(4.0)**	(0.7)	(0.8)
Total other post-employment benefit plan (benefit) cost	$ **(3.4)**	$ 0.5	$ 0.6
Other comprehensive income (loss)	$ **14.1**	$ (2.0)	$ (2.3)

The reconciliation of the postretirement health and life insurance plan's projected benefit obligation and the fair value of plan assets for the years ended December 31, 2011 and 2010 are as follows:

	At December 31,	
	2011	2010
Change in benefit obligation:		
Benefit obligation at beginning of year	$ **27.1**	$ 25.5
Service cost	**0.2**	0.4
Interest cost	**0.9**	1.4
Plan amendment	**(16.8)**	—
Actuarial (gain) loss	**(1.8)**	0.8
Part D subsidy	**0.1**	0.1
Benefits paid	**(1.1)**	(1.1)
Benefit obligation at end of year	$ **8.6**	$ 27.1
Change in plan assets:		
Fair value of plan assets at beginning of year	$ **7.2**	$ 7.5
Actual return on plan assets	**0.2**	0.2
Employer contribution	**0.7**	0.6
Benefits paid	**(1.1)**	(1.1)
Fair value of plan assets at end of year	$ **7.0**	$ 7.2
Funded status	$ **(1.6)**	$ (19.9)
Amounts recognized in the Consolidated Balance Sheets consisted of:		
Non-current assets	$ **3.3**	$ 1.6
Current liability	**(0.5)**	1.0
Non-current liability	**(4.4)**	20.5
Accumulated other comprehensive income (loss)	$ **14.9**	$ 0.8

Estimated future benefit payments from the postretirement health and life plan are as follows:

2012	$ 0.7
2013	0.6
2014	0.5
2015	0.6
2016	0.6
2017 - 2021	3.4
Total	$ 6.4

Plan assets for the postretirement health and life plan of $7.0 and $7.2 at December 31, 2011 and 2010, respectively, are comprised of money market accounts, a Level 1 asset. The Company expects to make $0.5 in contributions in 2012 to fund its post retirement health and life plan. No plan assets are expected to be returned to the Company during 2012.

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Assumed health care costs trend rates were capped for all participants following the plan amendments during the second quarter of 2011.

10. Stock-Based Compensation Plans

At December 31, 2011, the Company had 38 common shares that were authorized for issuance under the Convergys Corporation 1998 Long-Term Incentive Plan (Convergys LTIP), as amended on April 22, 2008. The Convergys LTIP provides for the issuance of stock-based awards to certain employees and Directors. From time to time, the Company grants restricted stock awards that generally vest over terms of three to five years, pursuant to the plan. During the restriction period, restricted stock awards entitle the holder to all the rights of a holder of common shares (other than the right to transfer the shares). Unvested shares are restricted as to disposition and subject to forfeiture under certain circumstances. The Company granted stock options in 2011 with exercise prices that are no less than market value of the stock at the grant date and have a ten-year term and vesting terms of two to three years. Stock options granted in 2010 were fully vested at the time they were granted. The Company did not issue any stock options to employees or Directors during 2009.The Company also grants certain employees and Directors restricted stock units. Unlike the restricted stock awards discussed above, the restricted stock units do not possess dividend or voting rights. The restricted stock units consist of both time-related and performance-related units. The restrictions for the time-related restricted stock units generally lapse three years after the grant date. The performance-related units vest upon the Company's satisfaction of certain financial market conditions (relative shareholder return versus the S&P 500 return). Performance-related units that have not vested by the end of three years from the grant date (i.e., the performance conditions for vesting of those units have not been met within that period) are forfeited.

The following table shows certain information as of December 31, 2011, with respect to compensation plans under which common shares are authorized for issuance:

	Number of Common Shares to be Issued Upon Exercise	Weighted Average Exercise Price	Common Shares Available for Future Issuance
Equity compensation plans approved by shareholders			
Stock options	3.9	$ 23.90	—
Restricted stock units	3.9	—	—
	7.8	$ 23.90	9.1

The Company's operating results reflect long-term incentive plan expense of $17.0, $14.8 and $17.5 for the years ended December 31, 2011, 2010 and 2009, respectively. Long-term incentive plan expense related to discontinued operations for these periods was $0.0, $0.9, and $2.5, respectively. Long-term incentive plan expenses include: (a) incentive plan expense that is paid in cash based on relative shareholder return, and (b) stock compensation expense. Stock compensation expense for the years ended December 31, 2011, 2010 and 2009 was $17.4, $15.3 and $19.1, respectively.

Stock Options

Presented below is a summary of Company stock option activity:

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Shares (in Millions)	Shares		Weighted Average Exercise Price
Options outstanding at January 1, 2009	9.3	$	30.69
Forfeited	(1.5)		22.67
Options outstanding at December 31, 2009	7.8	$	32.21
Options exercisable at December 31, 2009	7.8	$	32.21
Granted	0.3		10.88
Exercised	—		11.74
Forfeited	(2.4)		31.14
Options outstanding at December 31, 2010	5.7	$	31.66
Options exercisable at December 31, 2010	5.7	$	31.66
Granted	0.7		13.79
Exercised	(0.2)		11.68
Forfeited	(2.3)		41.50
Options outstanding at December 31, 2011	3.9	$	23.90
Options exercisable at December 31, 2011	3.2	$	25.97

Approximately one-half of the stock options granted during 2011 vest in two years and the remaining vest in three years. The Company uses the Black-Scholes option pricing model to calculate the fair value of stock options granted. The weighted average fair value at grant date of $4.06 per option granted included assumptions of a strike price of $13.79, a 31.11% implied volatility, an expected term of 4.5 years, a risk-free rate of 2.12%, and a dividend yield of 0.00%. These option grants resulted in stock compensation expense of $1.0 in 2011. Stock options were granted during 2010 that were fully vested at the time they were granted, resulting in compensation cost of approximately $1.1. Expected volatility is based on the unbiased standard deviation of the Company's common stock over the option term. The expected life of the options represents the period of time that the Company expects the options granted to be outstanding. The risk-free rate is based on the U.S. Treasury yield curve in effect at the time of the grant of the option for the expected term of the instrument. The dividend yield reflects an estimate of dividend payouts over the term of the award.

The weighted average grant date fair value per share for the outstanding and exercisable options at December 31, 2011 was $10.17 and $9.15, respectively.

The following table summarizes the status of the Company stock options outstanding and exercisable at December 31, 2011:

Shares (in Millions)	Options Outstanding				Options Exercisable			
Range of Exercise Prices	Shares	Weighted Average Remaining Contractual Life (in years)		Weighted Average Exercise Price	Shares	Weighted Average Remaining Contractual Life (in years)		Weighted Average Exercise Price
$0.0 to $11.55	1.0	1.7	$	11.35	1.0	1.7	$	11.35
$11.56 to $21.81	1.1	6.3		13.80	0.4	1.2		13.82
$21.82 to $22.22	—	—		—	—	—		—
$22.23 to $29.32	0.1	0.3		28.25	0.1	0.3		28.25
$29.33 to $29.53	—	—		—	—	—		—
$29.54 to $36.49	—	0.1		30.66	—	0.1		30.66
$36.50 to $36.67	1.7	—		36.67	1.7	—		36.67
$36.68 to $43.50	—	—		—	—	—		—
$43.51 and Over	—	—		—	—	—		—
Total	3.9	2.1	$	23.90	3.2	0.7	$	25.97

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The aggregate intrinsic value of stock options exercised was less than $0.7 in 2011 and $0.1 in 2010 and 2009. The actual tax benefit realized from the exercised stock options was $0.1 in 2011 and less than $0.1 in 2010 and 2009. The

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total grant date fair value of stock options that vested during 2011, 2010 and 2009 was $0.0, $1.1 and $0.0, respectively. As of December 31, 2011, the aggregate intrinsic value was $1.5 for both stock options outstanding and exercisable. Intrinsic value represents the Company's closing price on the last trading day of the year in excess of the weighted average exercise price for those tranches of options with a weighted average exercise price less than the closing price multiplied by the number of options outstanding or exercisable.

Restricted Stock Awards and Restricted Stock Units

During 2011, 2010 and 2009, the Company granted 1.5, 2.3 and 2.8 shares, respectively, of restricted stock and restricted stock units. The weighted average fair values of these grants were $13.67, $11.45 and $7.69, respectively. Included in the total grants were 0.5, 1.0 and 1.8 of performance-related restricted stock units for 2011, 2010 and 2009, respectively.

The 2011 performance-related grants provide for payout based upon the extent to which the Company achieves certain EBITDA targets, as determined by the Compensation and Benefits Committee of the Board of Directors for this award, over a two-year period. Payout levels range from 50% to 200% of award shares earned. No payout can be earned if performance is below the minimum threshold level. Compensation cost related to these 2011 grants will be adjusted based upon expected performance as compared to defined targets.

The 2010 and 2009 performance-related grants provide for payout depending on the Company's relative total shareholder return in each respective year as compared to companies in the S&P 500 Index. The Company used a Monte Carlo simulation model to determine the fair value for performance-based restricted stock units granted during 2010 and 2009. The assumptions used in this model are set forth in the table below. Expected volatilities for the 2010 performance awards were based on historical volatility and daily returns for the three-year period ended January 1, 2010 of the Company’s stock and S&P 500 companies. For the 2010 performance awards, the total stock return for the Company over the performance period is based on comparing Convergys’ average closing price from the fourth quarter of 2009 with the average expected closing price for the fourth quarter of 2012. For these awards, the total stock return of the S&P 500 companies is computed by comparing the average closing price of the S&P 500 companies from the fourth quarter of 2009 with the average expected closing price for the fourth quarter of 2012. The risk-free interest rate for the expected term of the award granted is based on the U.S. Treasury yield curve in effect at the time of grant.

	2010	2009
Expected volatility	56.0%	52.8%
Expected term (in years)	3.0	3.0
Risk-free interest rate	1.4%	1.2%

The total compensation cost related to non-vested restricted stock and restricted stock units not yet recognized as of December 31, 2011 was approximately $19.3 based on current estimates of the performance metrics, which is expected to be recognized over a weighted average of 0.8 years. Changes to non-vested restricted stock and restricted stock units for the years ended December 31, 2011 and 2010 were as follows:

Shares (in millions)	Number of Shares	Weighted Average Fair Value at Date of Grant
Non-vested at December 31, 2009	4.9	$ 12.18
Granted	2.3	11.45
Vested	(1.3)	16.88
Forfeited	(1.7)	11.01
Non-vested at December 31, 2010	4.2	10.64
Granted	1.5	13.67
Vested	(0.6)	11.70
Forfeited	(1.2)	11.22
Non-vested at December 31, 2011	3.9	$ 11.08

The aggregate intrinsic value of non-vested restricted stock units was $50.1 at December 31, 2011.

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11. Commitments and Contingencies

Commitments

The Company leases certain facilities and equipment used in its operations under operating leases. Total rent expense was $79.0, $81.9 and $88.7 in 2011, 2010 and 2009, respectively.

At December 31, 2011, the total minimum rental commitments under non-cancelable operating leases are as follows:

2012	$	26.8
2013		16.4
2014		11.8
2015		8.5
2016		6.7
Thereafter		11.3
Total	$	81.5

At December 31, 2011, the Company had outstanding letters of credit of approximately $32 related to performance and payment guarantees, of which approximately $15 is set to expire by the end of 2012, approximately $4 is set to expire within one to three years and approximately $13 is set to expire after three years. The Company also had other bond obligations of approximately $2 related to performance and payment guarantees.

At December 31, 2011, the Company had outstanding performance bond obligations of approximately $35 related to performance and payment guarantees for the Company's former HR Management line of business. Upon completion of the sale of the HR Management business, the Company accounts for these performance bond obligations under the guidance of ASC 460-10. As part of the gain on disposition the Company recognized a liability equal to the present value of probability weighted cash flows of potential outcomes, a Level 3 fair value measurement. Although NorthgateArinso is obligated to indemnify the Company for any and all losses, costs, liabilities and expenses incurred related to these performance bonds, as of December 31, 2011 the Company maintains a liability of approximately $1 for these obligations.

The Company also has purchase commitments with telecommunication providers of approximately $17 in 2012.

Contingencies

The Company from time to time is involved in various loss contingencies, including legal contingencies that arise in the ordinary course of business. The Company accrues for a loss contingency when it is probable that a liability has been incurred and the amount of such loss can be reasonably estimated. At this time, the Company believes that the results of any such contingencies, either individually or in the aggregate, will not have a materially adverse effect on the Company's results of operations or financial condition. However, the outcome of any litigation cannot be predicted with certainty. An unfavorable resolution of one or more pending matters could have a materially adverse impact on the Company's results of operations or financial condition in the future.

Several related class action lawsuits were filed in the United States District Court for the Northern District of Texas in 2001 on behalf of purchasers of common stock of Intervoice, Inc. (Intervoice) during the period from October 12, 1999 through June 6, 2000 (the Class Period).

Plaintiffs filed claims, which were consolidated into one proceeding under Sections 10(b) and 20(a) of the Exchange Act and SEC Rule 10b-5 against Intervoice (a subsidiary of the Company since 2008) as well as certain named former officers and directors of Intervoice on behalf of the alleged class members. In the complaint, Plaintiffs claim that Intervoice and the named former officers and directors issued false and misleading statements during the Class Period concerning the financial condition of Intervoice, the results of a merger with another company and the alleged future business projections of Intervoice. Plaintiffs have asserted that these alleged statements resulted in artificially inflated stock prices.

The District Court dismissed the plaintiffs' complaint because it lacked the degree of specificity and factual support to meet the pleading standards applicable to federal securities litigation. On appeal, the United States Court of Appeals for the Fifth Circuit affirmed the dismissal in part and reversed in part. The Fifth Circuit remanded a limited number of issues for further proceedings in the District Court. In 2006, the District Court granted the plaintiffs' motion to certify a class of purchasers of Intervoice stock during the Class Period. Intervoice appealed and in 2008, the Fifth Circuit vacated the District Court's class-certification order and remanded the case to the District Court for further consideration.

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In October 2009, the District Court denied the plaintiffs' motion to certify a class. In January 2010, the Fifth Circuit granted the plaintiffs' petition for permission to appeal the denial of class certification. The District Court stayed the case pending the Fifth Circuit's decision on the plaintiffs' appeal. The Company and the plaintiffs have signed a term sheet to settle and terminate the lawsuit. The District Court approved the parties' joint stipulation of settlement on September 27, 2011. The joint stipulation of settlement was not appealed and became final on October 30, 2011. The final settlement did not have a material adverse impact on the Company's results of operations or financial condition.

In November 2011, one of the Company's call center clients tendered a contractual indemnity claim to Convergys Customer Management Group, Inc., a subsidiary of the Company, relating to a putative class action captioned *Brandon Wheelock, individually and on behalf of a class and subclass of similarly situated individuals, v. Hyundai Motor America*, Orange County Superior Court, California, Case No. 30-2011-00522293-CU-BT-CJC. The lawsuit alleges that Hyundai Motor America violated California's telephone recording laws by recording telephone calls with customer service representatives without providing a disclosure that the calls might be recorded. Plaintiff is seeking, among other things, an order certifying the suit as a California class action, statutory damages, payment of attorneys' fees and pre- and post judgment interest. Convergys Customer Management Group, Inc. is not named as a defendant in the lawsuit and is in the process of evaluating the indemnity demand. Given the early stage of this matter, the fact that Convergys Customer Management Group, Inc. is not named as a defendant in the lawsuit, and the fact that there has been no determination as to whether Convergys Customer Management Group, Inc. will be required to indemnify the client, the likelihood of losses that may become payable to this call center client under claims related to this matter, the amount of potential losses associated with such claims and whether such losses may be material cannot be determined or estimated at this time. The Company has therefore not established a reserve for them. The Company believes Convergys Customer Management Group, Inc. has meritorious defenses to the client's demand for indemnification and also believes there are meritorious defenses to Plaintiff's claims in the lawsuit.

12. Financial Instruments

Derivative Instruments

The Company is exposed to a variety of market risks, including the effects of changes in foreign currency exchange rates and interest rates. Market risk is the potential loss arising from adverse changes in market rates and prices. The Company's risk management strategy includes the use of derivative instruments to reduce the effects on its operating results and cash flows from fluctuations caused by volatility in currency exchange and interest rates.

The Company serves many of its U.S.-based clients using contact center capacity in the Philippines, India, Canada and Colombia. Although the contracts with these clients are typically priced in U.S. dollars, a substantial portion of the costs incurred to render services under these contracts are denominated in Philippine pesos (PHP), Indian rupees (INR), Canadian dollars (CAD) or Colombian pesos (COP), which represents a foreign exchange exposure. Beginning in 2011, the Company entered into a contract with a client priced in Australian dollars (AUD). The Company has hedged a portion of its exposure related to the anticipated cash flow requirements denominated in these foreign currencies by entering into forward exchange contracts and options with several financial institutions to acquire a total of PHP 19,399.7 at a fixed price of $424.4 at various dates through December 2014, INR 7,588.7 at a fixed price of $152.9 at various dates through December 2014, CAD 12.0 at a fixed price of $11.4 at various dates through December 2012 and COP 31,200.0 at a fixed price of $15.9 at various dates through December 2013, and to sell a total of AUD 14.6 at a fixed price of $15.2 at various dates through December 2012. These instruments mature within the next 36 months and had a notional value of $619.8 at December 31, 2011 and $571.6 at December 31, 2010. The derivative instruments discussed above are designated and are effective as cash flow hedges. The following table reflects the fair values of these derivative instruments:

	December 31,	
	2011	2010
Forward exchange contracts and options designated as hedging instruments		
Included within other current assets	**$ 13.0**	$ 19.5
Included within other non-current assets	**3.9**	19.2
Included within other current liabilities	**11.2**	7.2
Included within other long-term liabilities	**8.1**	0.8

The Company recorded a deferred tax benefit of $1.0 and deferred tax expense of $12.0 related to these derivatives at December 31, 2011 and 2010, respectively. A total of $1.5 of deferred losses and $18.7 of deferred gains, net of

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tax, related to these cash flow hedges at December 31, 2011 and 2010, respectively, were included in accumulated other comprehensive loss (OCL). As of December 31, 2011, deferred gains of $1.8 ($1.1 net of tax), on derivative instruments included in accumulated OCL are expected to be reclassified into earnings during the next 12 months. The following tables provide the effect of these derivative instruments on the Company's Consolidated Financial Statements for the year ended December 31, 2011 and 2010, respectively:

2011:

Derivatives in Cash Flow Hedging Relationships	Gain (Loss) Recognized in OCL on Derivative (Effective Portion)	Gain (Loss) Reclassified from Accumulated OCL into Income (Effective Portion)	Location of Gain (Loss) Reclassified from Accumulated OCL into Income (Effective Portion)
Foreign exchange contracts	$ (21.6)	$ 11.6	Cost of providing services and products sold and Selling, general and administrative

2010:

Derivatives in Cash Flow Hedging Relationships	Gain (Loss) Recognized in OCL on Derivative (Effective Portion)	Gain (Loss) Reclassified from Accumulated OCL into Income (Effective Portion)	Location of Gain (Loss) Reclassified from Accumulated OCL into Income (Effective Portion)
Foreign exchange contracts	$ 53.1	$ (0.5)	Cost of providing services and products sold and Selling, general and administrative

The gain recognized related to the ineffective portion of the derivative instruments was immaterial for the years ended December 31, 2011 and 2010.

During 2011, 2010 and 2009, the Company recorded a net gain of $11.6 and net losses of $0.5 and $27.5, respectively, related to the settlement of forward contracts and options which were designated as cash flow hedges.

The Company also enters into derivative instruments (forwards) to economically hedge the foreign currency impact of assets and liabilities denominated in nonfunctional currencies. During the year ended December 31, 2011, a loss of $0.2 was recognized related to changes in fair value of these derivative instruments not designated as hedges, compared to a gain of $0.2 in the same period in 2010. The gains and losses largely offset the currency gains and losses that resulted from changes in the assets and liabilities denominated in nonfunctional currencies. These gains and losses are classified within other income, net in the accompanying Consolidated Statements of Operations and Comprehensive Income (Loss). The fair value of these derivative instruments not designated as hedges at December 31, 2011, was immaterial to the Company's Consolidated Financial Statements.

A few of the Company's counterparty agreements related to derivative instruments contain provisions that require that the Company maintain collateral on derivative instruments in net liability positions. The aggregate fair value of all derivative instruments in liability position at December 31, 2011 was $19.3 for which the Company has no posted collateral. Future downgrades in the Company's credit ratings and/or changes in the foreign currency markets could result in collateral to counterparties.

Investments

In December 2011, the Company made investments in certain securities, included within other current assets in the Consolidated Balance Sheets, which are held in a grantor trust for the benefit of participants of the executive deferred compensation plan, which was frozen during the fourth quarter of 2011. This investment was made in securities reflecting the hypothetical investment balances of plan participants. As of December 31, 2011, the Company maintained investment securities with a fair value of $22.7 classified as trading securities. The investment securities include exchange-traded mutual

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funds, common stock of the Company and money market accounts. These securities are carried at fair value, with gains and losses, both realized and unrealized, reported in other income (expense), net in the Consolidated Statements of Operations and Comprehensive Income (loss). The cost of securities sold is based

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upon the specific identification method. Interest and dividends on securities classified as trading are included in other income (expense), net.

13. Fair Value Disclosures

U.S. GAAP defines a hierarchy which prioritizes the inputs in measuring fair value. The three levels of the fair value hierarchy are as follows: Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities; Level 2 inputs are quoted prices for similar assets and liabilities in active markets or inputs that are observable for the asset or liability, either directly or indirectly through market corroboration, for substantially the full term of the financial instrument; and Level 3 inputs are unobservable inputs based on the Company's assumptions used to measure assets and liabilities at fair value. A financial asset's or liability's classification within the hierarchy is determined based on the lowest level input that is significant to the fair value measurement.

At December 31, 2011 and 2010, the Company had foreign currency forward contracts measured at fair value. The fair values of these instruments were measured using valuations based upon quoted prices for similar assets and liabilities in active markets (Level 2) and are valued by reference to similar financial instruments, adjusted for terms specific to the contracts. The derivative assets and liabilities measured at fair value on a recurring basis as of December 31, 2011 and 2010 were as follows:

	December 31, 2011	Quoted Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Derivatives:				
Foreign currency forward contracts (asset position)	**$ 16.9**	$ —	$ 16.9	$ —
Foreign currency forward contracts (liability position)	**$ 19.3**	$ —	$ 19.3	$ —

	December 31, 2010	Quoted Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Derivatives:				
Foreign currency forward contracts (asset position)	$ 38.8	$ —	$ 38.8	$ —
Foreign currency forward contracts (liability position)	$ 8.0	$ —	$ 8.0	$ —

The Company also had investment securities measured at fair value at December 31, 2011. The fair value of these instruments was measured using quoted prices in active markets for identical assets (Level 1). The assets measured at fair value on a recurring basis as of December 31, 2011 were as follows:

	December 31, 2011	Quoted Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investment securities:				
Mutual funds	**$ 15.9**	$ 15.9	$ —	$ —
Convergys common stock	**5.1**	5.1	—	—
Money market accounts	**1.7**	1.7	—	—
Total	**$ 22.7**	$ 22.7	$ —	$ —

Fair values of cash equivalents and current accounts receivable and payable approximate the carrying amounts because of their short-term nature. The fair value of short-term debt approximates its recorded value because of its short-term nature.

14. Income Taxes

The Company's provision (benefit) for income taxes from continuing operations consists of the following:

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	Year Ended December 31,		
	2011	2010	2009
Current:			
United States federal	**$ 47.1**	$ 12.7	$ (34.5)
Foreign	**20.7**	10.3	10.1
State and local	**2.9**	(2.3)	5.6
Total current	**70.7**	20.7	(18.8)
Deferred:			
United States federal	**43.7**	(14.0)	44.3
Foreign	**(1.9)**	1.2	(13.6)
State and local	**6.4**	8.8	(0.3)
Total deferred	**48.2**	(4.0)	30.4
Total	**$ 118.9**	$ 16.7	$ 11.6

The Company's combined pre-tax earnings from continuing operations relating to foreign subsidiaries or branches were $84.8, $100.1 and $88.7 during 2011, 2010 and 2009, respectively.

The following is a reconciliation of the statutory federal income tax rate with the effective tax rate from continuing operations for the tax expense in 2011, 2010 and 2009:

	Year Ended December 31,		
	2011	2010	2009
U.S. federal statutory rate	**35.0 %**	35.0 %	35.0 %
Permanent differences	**(12.7)**	(2.6)	(0.1)
State and local income taxes, net of federal income tax	**1.2**	(7.5)	3.5
International rate differential, including tax holidays	**(2.1)**	33.9	(13.4)
Foreign valuation allowances	**—**	0.2	2.0
Impairments	**—**	(91.7)	—
Adjustments for uncertain tax positions	**6.6**	(0.3)	(13.8)
Tax credits and other	**(1.4)**	3.6	(1.2)
Effective rate	**26.6 %**	(29.4)%	12.0 %

The 56.0% increase in the income tax expense rate in 2011 is primarily due to the previous year's impact of non-deductibility of goodwill impairments, internal restructurings, and the geographic mix of worldwide income. The Company's foreign taxes for 2011, 2010 and 2009 included $2.6, $12.0 and $8.5, respectively, of benefit derived from tax holidays in the Philippines, India and Costa Rica. This resulted in a (0.6)%, 21.0% and (8.8)% impact to the effective tax rate in 2011, 2010 and 2009, respectively. The Company's foreign taxes for 2011, 2010 and 2009 include $1.0, $9.9 and $7.5, respectively, related to a tax holiday in India which expired March 2011. The tax holidays in the Philippines are scheduled to expire by December 2012. The Company has applied for one- or two-year extensions of the Philippine tax holidays in accordance with local law.

The components of deferred tax assets and liabilities are as follows:

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	At December 31,	
	2011	2010
Deferred tax assets:		
Loss and credit carryforwards	**$ 118.7**	$ 148.4
Pension and employee benefits	**76.8**	73.0
Restructuring charges	**1.0**	6.9
Deferred revenue	**16.1**	9.0
Foreign currency hedge	**1.0**	—
Other	**53.5**	49.1
Valuation allowances	**(37.3)**	(37.3)
Total deferred tax assets	**229.8**	249.1
Deferred tax liabilities:		
Depreciation and amortization	**149.6**	148.2
Deferred implementation costs	**29.3**	18.0
Contingent debt and accrued interest	**44.0**	37.7
Foreign currency hedge	**—**	12.0
Other	**30.8**	30.6
Total deferred tax liabilities	**253.7**	246.5
Net deferred tax (liabilities) / assets	**$ (23.9)**	$ 2.6

As of December 31, 2011 and 2010, $14.3 and $15.3, respectively, of the valuation allowances relate to the Company's foreign operations.

As of December 31, 2011, the Company has federal, state, and foreign operating loss carryforwards of $85.2, $809.7 and $104.7, respectively. The federal operating loss carryforwards and state operating loss carryforwards expire between 2020 and 2031. The foreign operating loss carryforwards include $57.1 with no expiration date; the remainder will expire between 2012 and 2026. The federal and state operating loss carryforwards include losses of $105.6 and $221.3, respectively, that were acquired in connection with business combinations. Utilization of the acquired federal and state tax loss carryforwards may be limited pursuant to Section 382 of the Internal Revenue Code of 1986. At December 31, 2011, the Company also had $3.7 in state tax credits that expire from 2012 to 2014.

The Company has not provided for U.S. federal income taxes or foreign withholding taxes on $422.7 of undistributed earnings of its foreign subsidiaries at December 31, 2011, because such earnings are intended to be reinvested indefinitely. It is not practicable to determine the amount of applicable taxes that would be due if such were distributed.

As of December 31, 2011 and 2010, the liability for unrecognized tax benefits was $112.3 and $84.8, respectively, including $23.5 and $20.5 of accrued interest and penalties, and is recorded within the other long-term liabilities in the accompanying Consolidated Balance Sheets. The total amount of net unrecognized tax benefits that would affect income tax expense, if ever recognized in the Consolidated Financial Statements, is $98.7. This amount includes net interest and penalties of $20.2. The Company's policy is to recognize interest and penalties accrued on unrecognized tax benefits as part of income tax expense. During the years ended December 31, 2011 and 2010, the Company recognized approximately $3.0 and $5.8 in interest and penalties, respectively.

A reconciliation of the beginning and ending total amounts of unrecognized tax benefits (exclusive of interest and penalties) is as follows:

	2011	2010
Balance at January 1	**$ 63.9**	$ 64.7
Additions based on tax positions related to the current year	**26.7**	0.1
Additions for tax positions of prior years	**—**	3.0
Reductions for tax positions of prior years	**(1.5)**	(1.9)
Settlements	**2.4**	—
Lapse of statutes	**(2.7)**	(2.0)
Balance at December 31	**$ 88.8**	$ 63.9

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The increase in the liability for unrecognized tax benefits was largely due to uncertainty related to the deductibility of

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certain items, partially offset by decreases for the resolution of tax audits in the current year. The Company is currently attempting to resolve income tax audits relating to prior years in various jurisdictions. The Company has received assessments from these jurisdictions related to transfer pricing and deductibility of expenses. The Company believes that it is appropriately reserved with regard to these assessments as of December 31, 2011. Furthermore, the Company believes that it is reasonably possible that the total amounts of unrecognized tax benefits will decrease between $5.0 and $40.0 prior to December 31, 2012, based upon resolution of audits; however, actual developments could differ from those currently expected.

The Company files income tax returns in the U.S. federal jurisdiction, and various states and foreign jurisdictions. With a few exceptions, the Company is no longer subject to examinations by tax authorities for years before 2002.

15. Additional Financial Information

	At December 31,	
	2011	2010
Property and equipment, net:		
Land	**$ 18.4**	$ 16.9
Buildings	**221.7**	211.3
Leasehold improvements	**185.8**	187.5
Equipment	**597.7**	610.6
Software	**492.6**	467.4
Construction in progress and other	**28.9**	28.3
	1,545.1	1,522.0
Less: Accumulated depreciation	**(1,179.7)**	(1,174.4)
	$ 365.4	$ 347.6
Payables and other current liabilities:		
Accounts payable	**$ 46.1**	$ 53.6
Accrued taxes	**44.2**	19.7
Accrued payroll-related expenses	**89.3**	100.2
Derivative Liabilities	**11.2**	7.2
Accrued expenses, other	**115.7**	103.6
Restructuring and exit costs	**10.8**	35.8
Deferred revenue and government grants	**58.7**	60.1
	$ 376.0	$ 380.2
Accumulated other comprehensive (loss) income:		
Foreign currency translation adjustments	**$ 14.1**	$ 18.0
Pension liability, net of tax benefit of $35.7 and $29.0	**(59.3)**	(52.0)
Unrealized (loss) gain on hedging activities, net of tax benefit (expense) $1.0 and ($12.0)	**(1.5)**	18.7
	$ (46.7)	$ (15.3)

16. Industry Segment and Geographic Operations

Industry Segment Information

As discussed in Note 1, after the sale of HR Management, the Company reorganized its reportable segments into the following segments, (i) Customer Management, which provides agent-assisted services, self-service, and intelligent technology care solutions; and (ii) Information Management, which provides BSS solutions. These segments are consistent with the Company's management of the business and reflect its internal financial reporting structure and operating focus.

The Company does not allocate activities below the operating income level to its reported segments. The Company's business segment information is as follows:

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	Year Ended December 31,		
	2011	2010	2009
Revenues:			
Customer Management	**$ 1,918.8**	$ 1,839.3	$ 1,986.7
Information Management	**328.8**	340.1	434.3
Corporate and other	**14.4**	24.0	—
	$ 2,262.0	$ 2,203.4	$ 2,421.0
Depreciation:			
Customer Management	**$ 60.3**	$ 65.7	$ 66.9
Information Management	**13.9**	14.3	22.6
Corporate and other (1)	**12.7**	17.3	20.8
	$ 86.9	$ 97.3	$ 110.3
Amortization:			
Customer Management	**$ 7.4**	$ 7.7	$ 7.3
Information Management	**2.2**	2.5	3.6
	$ 9.6	$ 10.1	$ 10.9
Restructuring Charges:			
Customer Management	**$ 1.0**	$ 22.6	$ 7.9
Information Management	**(1.2)**	8.0	30.4
Corporate and other	**0.2**	6.1	5.0
	$ —	$ 36.7	$ 43.3
Asset Impairments:			
Customer Management	**$ —**	$ 181.1	$ —
Information Management	**—**	—	3.1
	$ —	$ 181.1	$ 3.1
Operating Income (Loss):			
Customer Management	**$ 149.9**	$ (78.5)	$ 133.9
Information Management	**37.2**	33.2	21.9
Corporate (1)(2)	**(18.8)**	(49.3)	(54.6)
	$ 168.3	$ (94.6)	$ 101.2
Capital Expenditures:			
Customer Management	**$ 51.8**	$ 42.7	$ 44.5
Information Management	**15.4**	10.1	10.8
Corporate (1)	**21.1**	13.2	16.1
	$ 88.3	$ 66.0	$ 71.4

(1) Includes shared services-related capital expenditures and depreciation.
(2) Includes costs incurred historically allocated to the HR Management segment but not meeting the criteria for classification as discontinued operations of $9.1 and $32.1 for 2010 and 2009, respectively.

	At December 31,	
	2011	2010
Total Assets:		
Customer Management	**$ 1,380.2**	$ 1,370.5

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Information Management		**459.4**		513.8
Corporate		**486.3**		229.2
Held-for-Sale		**—**		11.8
	$	**2,325.9**	$	2,125.3

Geographic Operations

The following table presents certain geographic information regarding the Company's operations:

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	Year Ended December 31,		
	2011	2010	2009
Revenues:			
North America	**$ 1,845.4**	$ 1,810.5	$ 2,037.6
Rest of World	**416.6**	392.9	383.4
	$ 2,262.0	$ 2,203.4	$ 2,421.0

	At December 31,	
	2011	2010
Long-lived Assets:		
North America	**$ 1,164.9**	$ 1,292.5
Rest of World	**209.9**	127.3
	$ 1,374.8	$ 1,419.8

Concentrations

The Customer Management and Information Management segments derive significant revenues from AT&T. Revenues from AT&T were 21.6%, 21.4% and 23.1% of the Company's consolidated revenues from continuing operations for 2011, 2010 and 2009, respectively. Related accounts receivable from AT&T totaled $93.2 and $57.4 at December 31, 2011 and 2010, respectively. The Customer Management segment also derives significant revenues from DIRECTV and Comcast. Revenues for DIRECTV were 10.1%, 8.9% and 8.4% of the Company's consolidated revenues from continuing operations for 2011, 2010 and 2009, respectively. Revenues for Comcast were 10.2%, 7.3% and 7.2% of the Company's consolidated revenues from continuing operations for 2011, 2010 and 2009, respectively.

17. Quarterly Financial Information (Unaudited)

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	Total
2011:					
Revenues	**$ 544.6**	**$ 551.6**	**$ 576.9**	**$ 588.9**	**$ 2,262.0**
Operating income	**37.0**	**38.1**	**43.5**	**49.7**	**168.3**
Net income from continuing operations	**34.9**	**31.7**	**213.7**	**48.0**	**328.3**
Net income from discontinued operations	**—**	**—**	**—**	**6.5**	**6.5**
Net income	**34.9**	**31.7**	**213.7**	**54.5**	**334.8**
Basic earnings per share:					
Continuing operations	**$ 0.29**	**$ 0.26**	**$ 1.78**	**$ 0.41**	**$ 2.73**
Discontinued operations	**—**	**—**	**—**	**0.06**	**0.06**
Net basic earnings per common share	**$ 0.29**	**$ 0.26**	**$ 1.78**	**$ 0.47**	**$ 2.79**
Diluted earnings per share					
Continuing operations	**$ 0.28**	**$ 0.26**	**$ 1.75**	**$ 0.40**	**$ 2.67**
Discontinued operations	**—**	**—**	**—**	**0.05**	**0.05**
Net basic earnings per common share	**$ 0.28**	**$ 0.26**	**$ 1.75**	**$ 0.45**	**$ 2.72**

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	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	Total
2010:					
Revenues	$ 546.0	$ 528.2	$ 556.0	$ 573.2	$ 2,203.4
Operating income (loss)	22.1	7.8	34.7	(159.2) (a)	(94.6)
Net income (loss) from continuing operations	25.6	11.2	35.0	(146.5) (a)	(74.7)
Net income (loss) from discontinued operations	9.7	16.2	(6.2)	1.8	21.5
Net income (loss)	35.3	27.4	28.8	(144.7) (a)	(53.2)
Basic earnings (loss) per share:					
Continuing operations	$ 0.21	$ 0.09	$ 0.28	$ (1.20)	$ (0.61)
Discontinued operations	0.08	0.13	(0.05)	0.01	0.18
Net basic earnings (loss) per common share	$ 0.29	$ 0.22	$ 0.23	$ (1.19)	$ (0.43)
Diluted earnings (loss) per share					
Continuing operations	$ 0.20	$ 0.09	$ 0.28	$ (1.20)	$ (0.61)
Discontinued operations	0.08	0.13	(0.05)	0.01	0.18
Net basic earnings (loss) per common share	$ 0.28	$ 0.22	$ 0.23	$ (1.19)	$ (0.43)

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	Total
Segment Data:					
Customer Management					
2011:					
Revenues	**$ 458.5**	**$ 469.6**	**$ 490.9**	**$ 499.8**	**$ 1,918.8**
Operating income	**$ 32.2**	**$ 37.3**	**$ 39.0**	**$ 41.4**	**$ 149.9**
2010:					
Revenues	$ 463.6	$ 446.1	$ 462.9	$ 466.7	$ 1,839.3
Operating income (loss)	$ 33.8	$ 8.0	$ 31.3	$ (151.6) (a)	$ (78.5)
Information Management					
2011:					
Revenues	**$ 79.8**	**$ 77.0**	**$ 83.6**	**$ 88.4**	**$ 328.8**
Operating income	**$ 7.2**	**$ 6.5**	**$ 9.7**	**$ 13.8**	**$ 37.2**
2010:					
Revenues	$ 82.4	$ 78.0	$ 81.9	$ 97.8	$ 340.1
Operating income	$ 6.9	$ 9.4	$ 11.3	$ 5.6	$ 33.2

(a) Includes asset impairment charge of $181.1

The sum of the quarterly earnings (loss) per common share may not equal the annual amounts reported because per share amounts are computed independently for each quarter and for full year based on respective weighted-average common shares outstanding and other dilutive potential common shares.

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Item 9. and 9A.

Item 9. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

No disagreements with accountants on any accounting or financial disclosure or auditing scope or procedure occurred during 2011.

Item 9A. Controls and Procedures

Evaluation of Disclosure Controls and Procedures

The Company's Chief Executive Officer and Chief Financial Officer evaluated, together with General Counsel, the Chief Accounting Officer and other key members of management, the effectiveness of design and operation of the Company's "disclosure controls and procedures" (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended (the Act)) as of the year ended December 31, 2011 (Evaluation Date). Based on this evaluation, the Company's Chief Executive Officer and Chief Financial Officer have concluded that the Company's disclosure controls and procedures were effective as of the Evaluation Date such that the information required to be disclosed by the Company in the reports that it files or submits under the Act is accumulated and communicated to the Company's management, including its Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosure, and are effective to ensure that such information is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms.

Changes in Internal Control

There have been no changes in the Company's internal control over financial reporting that occurred during the fourth quarter ended December 31, 2011 that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

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Report of Management

Attestation Report on Internal Control Over Financial Reporting

Management's Responsibilities for and Audit Committee Oversight of the Financial Reporting Process
The management of Convergys Corporation is responsible for the preparation, integrity and fair presentation of the Consolidated Financial Statements and all related information appearing in this Annual Report. The Consolidated Financial Statements and notes have been prepared in conformity with accounting principles generally accepted in the United States and include certain amounts, which are estimates based upon currently available information, and management's judgment of current conditions and circumstances.

The Audit Committee, consisting entirely of independent directors, meets regularly with management, the compliance officer, internal auditors and the independent registered public accounting firm, and reviews audit plans and results, as well as management's actions taken in discharging responsibilities for accounting, financial reporting and internal control. Ernst & Young LLP, independent registered public accounting firm, and the internal auditors have direct and confidential access to the Audit Committee at all times to discuss the results of their examinations.

Management's Report on Internal Control over Financial Reporting
Convergys' management is also responsible for establishing and maintaining adequate internal control over financial reporting that is designed to produce reliable Financial Statements in conformity with accounting principles generally accepted in the United States. The system of internal control over financial reporting is evaluated for effectiveness by management and tested for reliability through a program of internal audits. Actions are taken to correct potential deficiencies as they are identified. Any internal control system, no matter how well designed, has inherent limitations, including the possibility that a control can be circumvented or overridden and misstatements due to error or fraud may occur and may not be detected. Also, because of changes in conditions, internal control effectiveness may vary over time. Accordingly, even an effective system of internal control will provide only reasonable assurance with respect to Financial Statement preparation and presentation.

Convergys' management assessed the effectiveness of the Company's internal control over financial reporting as of December 31, 2011. In making this assessment, it used the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) in *Internal Control—Integrated Framework.* Based on its assessment, management has concluded that, as of December 31, 2011, the Company's internal control over financial reporting is effective based on those criteria.

Convergys engaged Ernst & Young LLP in 2011 to perform an integrated audit of the Consolidated Financial Statements in accordance with auditing standards of the Public Company Accounting Oversight Board (United States). Their report appears on page 47. Additionally, Ernst & Young LLP has issued an audit report on the Company's internal control over financial reporting. That report appears on page 88.

/s/ Jeffrey H. Fox
Jeffrey H. Fox
Chief Executive Officer

/s/ Earl C. Shanks
Earl C. Shanks
Chief Financial Officer

February 22, 2012

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Report of Independent Registered Public Accounting Firm

The Board of Directors and Shareholders of Convergys Corporation

We have audited Convergys Corporation's internal control over financial reporting as of December 31, 2011, based on criteria established in Internal Control—Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (the COSO criteria). Convergys Corporation's management is responsible for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting included in the accompanying "Report of Management." Our responsibility is to express an opinion on the company's internal control over financial reporting based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk, and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

In our opinion, Convergys Corporation maintained, in all material respects, effective internal control over financial reporting as of December 31, 2011, based on the COSO criteria.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), the consolidated balance sheets of Convergys Corporation as of December 31, 2011 and 2010, and the related consolidated statements of operations and comprehensive income (loss), shareholders' equity, and cash flows for each of the three years in the period ended December 31, 2011 and our report dated February 22, 2012, expressed an unqualified opinion thereon.

/s/ Ernst & Young LLP
Ernst & Young LLP
Cincinnati, Ohio
February 22, 2012

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Item 9B.

Item 9B. Other Information

None.

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PART III

Part III, Item 10. through 14.

Item 10. Directors, Executive Officers and Corporate Governance

The information required by Item 10 with respect to directors, the Audit Committee of the Board of Directors, Audit Committee financial experts, Financial Code of Ethics and Section 16 compliance is incorporated herein by reference to the Company’s proxy statement relating to its annual meeting of shareholders to be held on April 26, 2012. See "Corporate Governance," "Code of Ethics and Governance Principals," "Board of Directors and Committees," and "Election of Directors" sections in the Company's proxy statement.

Certain information concerning the executive officers of the Company is contained on page 16 of this Form 10-K.

Item 11. Executive Compensation

The information required by Item 11 is incorporated herein by reference to the Company’s proxy statement relating to its annual meeting of shareholders to be held on April 26, 2012. See "Compensation Discussion and Analysis," "Summary Compensation Table," "Grants of Plan-Based Awards," "Outstanding Equity Awards at Fiscal Year End," "Option Exercises and Stock Vested," "Pension Benefits," Non-Qualified Deferred Compensation," "Payments Upon Termination or In Connection With Change of Control," "and "Director Compensation" sections of the Company's proxy statement

Item 12. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters

The Share Ownership of Directors and Officers section is incorporated herein by reference to the Company’s proxy statement relating to its annual meeting of shareholders to be held on April 26, 2012. See "Share Ownership" section of the Company's proxy statement.

The remaining information called for by this Item relating to “securities authorized for issuance under equity compensation plans” is incorporated by reference to Note 10 of the Notes to Consolidated Financial Statements.

Item 13. Certain Relationships and Related Transactions, and Director Independence

Relationships and related transactions section, and director independence is incorporated herein by reference to the Company’s proxy statement relating to its annual meeting of shareholders to be held on April 26, 2012. See "Related Party Transactions" section of the Company's proxy statement.

Item 14. Principal Accounting Fees and Services

The information required by Item 14 is incorporated by reference to the Company’s proxy statement relating to its annual meeting of shareholders to be held on April 26, 2012. See "Audit Fees" section of the Company's proxy statement.

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Part IV, Items 15., 15(a)(1) and (2)

PART IV

Item 15. Exhibits, Financial Statement Schedule

Item 15(a)(1) and (2). List of Financial Statements and Financial Statement Schedule

The following consolidated financial statements of Convergys are included in Item 8:

	Page
(1) Consolidated Financial Statements:	
Report of Independent Registered Public Accounting Firm	47
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(2) Financial Statement Schedule:	
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Financial statement schedules other than that listed above have been omitted because the required information is not required or applicable.

CONVERGYS CORPORATION
SCHEDULE II — VALUATION AND QUALIFYING ACCOUNTS
(Millions of Dollars)

COL. A	COL. B	COL. C		COL. D	COL. E
		Additions			
Description	Balance at Beginning of Period	(1) Charged to Expense	(2) Charged to Other Accounts	Deductions	Balance at End of Period
Year 2011					
Allowance for Doubtful Accounts	**$ 11.0**	**$ 13.3**	**$ (0.2)**	**$ 13.9** [a]	**$ 10.2**
Deferred Tax Asset Valuation Allowance	**$ 37.3**	**$ 2.0** [b]	**$ (0.1)** [c]	**$ 1.9** [d]	**$ 37.3**
Year 2010					
Allowance for Doubtful Accounts	$ 13.1	$ 11.8	$ —	$ 13.9 [a]	$ 11.0
Deferred Tax Asset Valuation Allowance	$ 51.3	$ 3.8 [b]	$ (13.4) [c]	$ 4.4 [d]	$ 37.3
Year 2009					
Allowance for Doubtful Accounts	$ 8.8	$ 18.2	$ —	$ 13.9 [a]	$ 13.1
Deferred Tax Asset Valuation Allowance	$ 93.2	$ 6.6 [b]	$ (40.2) [e]	$ 8.3 [d]	$ 51.3

[a] Primarily includes amounts written-off as uncollectible.
[b] Amounts relate to valuation allowances recorded for state operating loss carryforwards and capital loss carryforwards.
[c] Primarily includes usage / creation of and foreign currency translation adjustment for foreign deferred tax assets.
[d] Primarily includes the release of foreign valuation allowances related to the utilization of foreign net operating losses in the current year and release of valuation allowance related to state tax credits and against expiration of capital loss carryforward.

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(3) Exhibits:
Exhibits identified in parenthesis below, on file with the Securities and Exchange Commission (SEC), are incorporated herein by reference as exhibits hereto.

Exhibit Number

3.1	Amended Articles of Incorporation of the Company. (Incorporated by reference from Exhibit 3.1 to Form 10-Q filed on May 5, 2009.)
3.2	Amended and Restated Code of Regulations of Convergys Corporation. (Incorporated by reference from Exhibit 3.1 to Form 8-K filed on May 2, 2011.)
4.1	Indenture, dated October 13, 2009, by and between Convergys Corporation and U.S. Bank National Association, as trustee, relating to Convergys Corporation's 5.75% Junior Subordinated Convertible Debentures due 2029. (Incorporated by reference from Exhibit 4.1 to Form 8-K filed October 13, 2009.)
4.2	Form of 5.75% Junior Subordinated Convertible Debenture due 2029. (Incorporated by reference from Exhibit 4.1 to Form 8-K filed October 13, 2009.)
10.1	$300,000,000 Four-Year Competitive Advance and Revolving Credit Facility Agreement dated as of March 11, 2011 among Convergys Corporation, The Lenders Party Hereto, JPMorgan Chase Bank, N.A., as Administrative Agent, Citibank, N.A., as Syndication Agent and BNP Paribas, The Bank of Nova Scotia, PNC Bank, National Association, and Wells Fargo Bank, N.A., as Co-Documentation Agents. (Incorporated by reference from Exhibit 10.1 to Form 8-K filed on March 16, 2011.)
10.2	Guarantee and Contribution Agreement dated as of March 11, 2011, among Convergys Corporation and JPMorgan Chase Bank, N.A., as administrative agent for the Lenders party to the $300,000,000 Four-Year Competitive Advance and Revolving Credit Facility Agreement dated as of March 11, 2011. (Incorporated by reference from Exhibit 10.2 to Form 8-K filed on March 16, 2011.)
10.3	Amendment No. 1 to Certain Operative Agreements, dated as of April 21, 2011, by and among Convergys Corporation, the Guarantors, Wachovia Development Corporation, the various banks and other lending institutions party thereto as lenders, and Wells Fargo Bank, National Association. (Incorporated by reference from exhibit 10.1 to Form 8-K filed on April 27, 2011.)
10.4	Form of Joinder Agreement, dated as of April 21, 2011, by and among Asset Ohio Fourth Street LLC, Brite Voice Systems, Inc., Convergys Cellular Systems Company, Convergys Customer Management Group Canada Holding Inc., Convergys Customer Management International Inc., and Convergys Finance Corp. as Subsidiary Guarantors, Convergys Corporation as Lessee, and Wells Fargo Bank, National Association, as Agent. Each of the Subsidiary Guarantors executed a Joinder Agreement identical in all material respects to the copy filed herewith except as to the Subsidiary Guarantor party thereto. (Incorporated by reference from exhibit 10.2 to Form 8-K filed on April 27, 2011.)
10.5	Purchase Agreement, dated June 2, 2011, among Convergys Cellular Systems Company, New Cingular Wireless PCS, LLC and SBC Tower Holdings LLC. (Incorporated by reference from Exhibit 2.1 to Form 8-K filed on June 3, 2011.)
10.6	Amendment No. 3 to Receivables Purchase Agreement, dated as of June 24, 2011, among Convergys Corporation, as initial Servicer and Performance Guarantor, Convergys Funding Inc., as Seller, Liberty Street Funding LLC, The Bank of Nova Scotia, as Purchaser and Scotiabank Group Agent, and Wells Fargo Bank, N.A., successor by merger to Wachovia Bank, National Association, as Purchaser and Administrative Agent. (Incorporated by reference from Exhibit 10.1 to Form 8-K filed on June 29, 2011.)
10.7	Convergys Corporation Deferred Compensation and Long-Term Incentive Plan Award Deferral Plan for Non-Employee Directors as amended and restated effective February 24, 2004. (Incorporated by reference from Exhibit 10.24 to Form 10-Q filed on August 9, 2004.) *
10.8	Convergys Corporation Deferred Compensation Plan for Non-Employee Directors dated August 26, 2008. (Incorporated by reference from Exhibit 10.2 to Form 10-Q filed on November 5, 2008.) *
10.9	Convergys Corporation Long-Term Incentive Plan as amended and restated effective as of April 22, 2008. (Incorporated by reference from Exhibit 10.4 to Form 10-Q filed on May 7, 2008.) *
10.10	Convergys Corporation Supplemental Executive Retirement Plan amended effective February 20, 2007. (Incorporated by reference from Exhibit 10.1 to Form 10-Q filed on August 7, 2007.) *

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10.11 Convergys Corporation Supplemental Executive Retirement Plan as amended dated August 26, 2008. (Incorporated by reference from Exhibit 10.3 to Form 10-Q filed on November 5, 2008.) *

10.12 Amendment to Convergys Corporation Supplemental Executive Retirement Plan dated December 22, 2011.*

10.13 Convergys Corporation Executive Deferred Compensation Plan as amended October 29, 2001. (Incorporated by reference from Exhibit 10.9 to Form 10-K filed on February 28, 2008.) *

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10.14 Convergys Corporation Executive Deferred Compensation Plan as amended effective February 24, 2004. (Incorporated by reference from Exhibit 10.25 to Form 10-Q filed on August 9, 2004.) *

10.15 Convergys Corporation Executive Deferred Compensation Plan as amended dated December 21, 2005. (Incorporated by reference from Exhibit 10.14 to Form 10-K filed on February 27, 2009.) *

10.16 Convergys Corporation Executive Deferred Compensation Plan as amended dated October 21, 2008. (Incorporated by reference from Exhibit 10.15 to Form 10-K filed on February 27, 2009.) *

10.17 Amendment to Convergys Corporation Executive Deferred Compensation Plan dated December 22, 2011.*

10.18 Convergys Corporation Employee Stock Purchase Plan. (Incorporated by reference from Appendix IV of Convergys Corporation's Definitive Schedule 14A filed on March 12, 2004.) *

10.19 Convergys Corporation Retirement and Savings Plan as amended and restated dated January 28, 2008. (Incorporated by reference from Exhibit 10.17 to Form 10-K filed on February 27, 2009.) *

10.20 Amendment to Convergys Corporation Retirement and Savings Plan dated March 31, 2008. (Incorporated by reference from Exhibit 10.18 to Form 10-K filed on February 27, 2009.) *

10.21 Amendment to Convergys Corporation Retirement and Savings Plan dated December 23, 2008. (Incorporated by reference from Exhibit 10.19 to Form 10-K filed on February 27, 2009.) *

10.22 Convergys Corporation Canadian Employee Share Plan. (Incorporated by reference from Exhibit 4.2.1 to Form S-8 Registration Statement (File No. 333-86137) filed on December 29, 1999.) *

10.23 Annual Executive Incentive Plan dated February 20, 2007. (Incorporated by reference from Appendix IV of the Convergys Corporation's Definitive Schedule 14A filed on March 13, 2007.) *

10.24 Convergys Corporation Qualified and Non-Qualified Pension Plan as amended and restated dated January 28, 2008. (Incorporated by reference from Exhibit 10.22 to Form 10-K filed on February 27, 2009.) *

10.25 Amended Convergys Corporation Qualified and Non-Qualified Pension Plan dated March 31, 2008. (Incorporated by reference from Exhibit 10.23 to Form 10-K filed on February 27, 2009.)*

10.26 Amended Convergys Corporation Qualified and Non-Qualified Pension Plan dated December 17, 2008. (Incorporated by reference from Exhibit 10.24 to Form 10-K filed on February 27, 2009.)*

10.27 Convergys Corporation Severance Pay Plan dated December 9, 2008. (Incorporated by reference from Exhibit 10.25 to Form 10-K filed on February 27, 2009.)*

10.28 Convergys Corporation Severance Pay Plan dated January 1, 2011. (Incorporate by reference from Exhibit 10.23 to Form 10-K filed on February 25, 2011.)*

10.29 2008 Form of Time-Based Restricted Stock Unit Award for Directors. (Incorporated by reference from Exhibit 10.1 to Form 10-Q filed on May 7, 2008.) *

10.30 2008 Form of Performance-Based Restricted Stock Unit Award. (Incorporated by reference from Exhibit 10.2 to Form 10-Q filed on May 7 2008.) *

10.31 2008 Form of Performance Unit Award. (Incorporated by reference from Exhibit 10.3 to Form 10-Q filed on May 7, 2008.) *

10.32 2009 Form of Time-Based Restricted Stock Unit Award Agreement for Employees. (Incorporated by reference from exhibit (10.45) to Form 10-K filed on February 26, 2010.)*

10.33 2009 Form of Performance-Based Stock Unit Award Agreement. (Incorporated by reference from exhibit (10.46) to Form 10-K filed on February 26, 2010.)*

10.34 2009 Form of Performance-Based Restricted Stock Unit Award Agreement. (Incorporated by reference from exhibit (10.47) to Form 10-K filed on February 26, 2010.)*

10.35 2011 Form of Time-Based Restricted Stock Unit Award Agreement for Employees (Incorporated by reference from Exhibit 10.41 to Form 10-K filed on February 25, 2011).*

10.36 2011 Form of Performance-Based Restricted Stock Unit Award Agreement for Employees (Incorporated by reference from Exhibit 10.42 to Form 10-K filed on February 25, 2011).*

10.37 2011 Form of Stock Option Award Agreement for Employees (Incorporated by reference from Exhibit 10.43 to Form 10-K filed on February 25, 2011).*

10.38 Employment letter between Convergys Corporation and Andrea J. Ayers dated June 4, 1994 (Incorporated by reference from Exhibit 10.1 to Form 10-K filed on February 26, 2010).*

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10.39	Change-in-control Agreement between Convergys Corporation and Andrea J. Ayers dated June 8, 2008 (Incorporated by reference from Exhibit 10.2 to Form 10-K filed on February 26, 2010).*
10.40	Employment Agreement between Convergys Corporation and Robert A. Lento dated September 1, 2002 (Incorporated by reference from Exhibit 10.5 to Form 10-K filed on February 26, 2010).*

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10.41	Amendment to Employment Agreement dated September 1, 2002 between Convergys Corporation and Robert A. Lento dated December 29, 2008 (Incorporated by reference from Exhibit 10.6 to Form 10-K filed on February 26, 2010).*
10.42	Trust Agreement, dated as of December 23, 2011, between Convergys Corporate and Fidelity Management Trust Company for the Convergys Corporation Executive Deferred Compensation Plan and Convergys Corporate Deferred Compensation Plan for Non-Employee Directors Trust.*
10.43	Amended and Restated Participation Agreement, dated as of June 30, 2010, between Convergys Corporation, Various Guarantors, Wachovia Development Corporation, as the Borrower and Lessor, Various Credit Lenders, Various Mortgage Lenders and Wells Fargo Bank, National Association, as Agent. (Incorporated by reference from Exhibit 10.2 to Form 10-Q filed on August 9, 2010.)
10.44	Second Amended and Restated Lease Agreement, dated as of June 30, 2010, between Wachovia Development Corporation and Convergys Corporation. (Incorporated by reference from Exhibit 10.3 to Form 10-Q filed on August 9, 2010.)
10.45	Amended and Restated Security Agreement, dated as of June 30, 2010, between Wachovia Development Corporation and Wells Fargo Bank, National Association and accepted and agreed to by Convergys Corporation. (Incorporated by reference from Exhibit 10.4 to Form 10-Q filed on August 9, 2010.)
10.46	Assignment and Recharacterization Agreement, dated as of June 30, 2010, between Convergys Corporation, Existing Guarantors, Wachovia Development Corporation, Existing Credit Note Purchasers, Existing Debt Providers, Wells Fargo Bank, National Association, Wachovia Development Corporation and the Lenders. (Incorporated by reference from Exhibit 10.5 to Form 10-Q filed on August 9, 2010.)
10.47	Letter Agreement, dated November 8, 2010, between the Company and Jeffrey H. Fox (Incorporated by reference from Exhibit 99.1 to Form 8-K filed on November 8, 2010).
10.48	Receivables Sales Agreement, dated as of June 30, 2009, between Convergys Corporation, as Originator, and Convergys Funding Inc., as Buyer. (Incorporated by reference from Exhibit 10.1 to Form 10-Q filed on August 4, 2009.)
10.49	Receivables Purchase Agreement, dated as of June 30, 2009, among Convergys Funding Inc. as Seller, Convergys Corporation as Services, Wachovia Bank, National Association, Liberty Street Funding LLC, the Bank of Nova Scotia, The Bank of Nova Scotia as Scotiabank Group Agent, and Wachovia Bank, National Association as Administrative Agent. (Incorporated by reference from Exhibit 10.2 to Form 10-Q filed on August 4, 2009.)
10.50	Amendment to Convergys Corporation Executive Deferred Compensation Plan dated April 13, 2011.*
10.51	Amendment to Convergys Corporation Qualified and Non-Qualified Pension Plan dated June 29, 2011.*
10.52	Amendment to Convergys Corporation Long-Term Incentive Plan dated as of January 28, 2011.*
12	Computation of Ratio of Earnings to Combined Fixed Charges and Preferred Dividends.
21	Subsidiaries of Convergys Corporation.
23.1	Consent of Ernst & Young LLP, Independent Registered Public accounting for the Company.
24	Powers of Attorney.
31.1	Rule 13(a) - 14(a) Certification by Chief Executive Officer.
31.2	Rule 13(a) - 14(a) Certification by Chief Financial Officer.
32	Section 1350 Certifications.
101	The following financial statements from the Company's Annual Report on Form 10-K for the year ended December 31, 2011, filed on February 22, 2012, formatted in XBRL: (i) Consolidated Statements of Operations and Comprehensive Income (Loss), (ii) Consolidated Balance Sheets, (iii) Consolidated Statements of Cash Flows, (iv) the Notes to Condensed Consolidated Financial Statements, tagged as blocks of text.
*	Management contract or compensatory plan or arrangement.

Item 15(b) and (c). Exhibits and Financial Statement Schedule

The responses to these portions of Item 15 are submitted as a separate section of this report.

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Signatures

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

	CONVERGYS CORPORATION
February 22, 2012	By /s/ Earl C. Shanks
	Earl C. Shanks Chief Financial Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated.

Signature	Title	Date
/s/ JEFFREY H. FOX Jeffrey H. Fox	Principal Executive Officer; Chief Executive Officer and Director	February 22, 2012
/s/ EARL C. SHANKS Earl C. Shanks	Principal Financial Officer; Chief Financial Officer	February 22, 2012
/s/ TAYLOR C. GREENWALD Taylor C. Greenwald	Chief Accounting Officer; Vice President and Controller	February 22, 2012
JOHN F. BARRETT* John F. Barrett	Director	
WILLARD W. BRITTAIN JR.* Willard W. Brittain Jr.	Director	
RICHARD R. DEVENUTI* Richard R. Devenuti	Director	
JOSEPH E. GIBBS* Joseph E. Gibbs	Director	
JOAN E. HERMAN* Joan E. Herman	Director	
THOMAS L. MONAHAN III* Thomas L. Monahan III	Director	
RONALD L. NELSON* Ronald L. Nelson	Director	
PHILIP A. ODEEN* Philip A. Odeen	Director	
RICHARD F. WALLMAN* Richard F. Wallman	Director	
*By: /s/ Earl C. Shanks Earl C. Shanks as attorney-in-fact		February 22, 2012

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AMENDMENT TO
CONVERGYS CORPORATION
SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN

The Convergys Corporation Supplemental Executive Retirement Plan (the "Plan") is hereby amended in the following respect:

Section 6.2(c)(1) is amended and restated to read as follows:

(1) Notwithstanding the foregoing provisions of this Section6.2(c), in the event of a Change in Control, the Company shall, within five business days after the Change in Control, contribute such amounts as are necessary to cause the full present value of all benefits that are accrued under the Plan as of the date of the Change in Control to be fully funded under the Trust; provided however, that such funding shall not be required in the event such funding would be treated as property transferred in connection with the performance of services for purposes of Code Section 83, pursuant to Section 409A(b).

IN ORDER TO ADOPT THIS PLAN AMENDMENT, Convergys Corporation has caused its name to be subscribed to this Plan amendment.

CONVERGYS CORPORATION

By: ___________________________

Title: ___________________________

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Date: ______________________

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AMENDMENT TO

CONVERGYS CORPORATION

EXECUTIVE DEFERRED COMPENSATION PLAN

The Convergys Corporation Executive Deferred Compensation Plan (the "Plan") is hereby amended in the following respects:

1. Section 1 of the Plan is amended to add a new Section 1.4 reading as follows:

   1.4 Notwithstanding any other provision of the Plan to the contrary, no new deferral elections will be permitted on or after January 1, 2011. Deferral elections made prior to such date shall remain in effect and to the extent not already applied will be applied to Basic Salary to which such elections apply by their terms.

2. Section 8.2(c) is amended and restated in its entirety to read as follows:

   (c)<u>Contributions to Trust</u>. Except as may otherwise be required by the terms of the Trust itself, an Employer may make contributions to its Trust account for the purposes of meeting its obligations under the Plan at any time, and in such amounts, as such Employer determines in its discretion.

IN ORDER TO ADOPT THIS PLAN AMENDMENT, Convergys Corporation, the Sponsor of the Plan, has caused its name to be subscribed to this Plan amendment.

CONVERGYS CORPORATION

By: ______________________________

Title: ______________________________

Date: ______________________________

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TRUST AGREEMENT

Between

CONVERGYS CORPORATION

And

FIDELITY MANAGEMENT TRUST COMPANY

CONVERGYS CORPORATION EXECUTIVE DEFERRED COMPENSATION PLAN AND CONVERGYS CORPORATION DEFERRED COMPENSATION PLAN FOR NON-EMPLOYEE DIRECTORS TRUST

Dated as of December 23, 2011

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TRUST AGREEMENT, dated as of the twenty-third day of December, 2011 ("Effective Date"), between **CONVERGYS CORPORATION**, an Ohio corporation, having an office at 201 East Fourth Street, Cincinnati, OH 45202 (the "Sponsor"), and **FIDELITY MANAGEMENT TRUST COMPANY**, a Massachusetts trust company, having an office at 82 Devonshire Street, Boston, Massachusetts 02109 (the "Trustee").

WITNESSETH:

WHEREAS, the Sponsor is the sponsor of the Convergys Corporation Executive Deferred Compensation Plan and the Convergys Corporation Deferred Compensation Plan for Non-Employee Directors (collectively and individually, the "Plan"); and

WHEREAS, the Sponsor wishes to restate, in its entirety, by entering into this Agreement, the irrevocable trust originally established on October 17, 2001, with regard to the Plan effective on the date the assets of which are transferred to the Trustee and to contribute to the Trust assets that shall be held therein, subject to the claims of Sponsor's creditors in the event of Sponsor's Insolvency, as herein defined, until paid to Participants and their beneficiaries in such manner and at such times as specified in the Plan; and

WHEREAS, it is the intention of the parties that this Trust shall constitute an unfunded arrangement and shall not affect the status of the Plan as an unfunded plan maintained for the purpose of providing deferred compensation for a select group of management or highly compensated employees for purposes of Title I of the Employee Retirement Income Security Act of 1974 ("ERISA"); and

WHEREAS, it is the intention of the Sponsor to make contributions to the Trust to provide itself with a source of funds to assist it in the meeting of its liabilities under the Plan; and

WHEREAS, the Trustee is willing to hold and invest the aforesaid plan assets in trust among several investment options selected by the Sponsor; and

WHEREAS, the Sponsor also wishes to have the Trustee perform certain ministerial recordkeeping and administrative functions under the Plan; and

WHEREAS, the Trustee is willing to perform recordkeeping and administrative services for the Plan if the services are ministerial in nature and are provided within a framework of plan provisions, guidelines and interpretations conveyed in writing to the Trustee by the Administrator (as defined herein).

NOW, THEREFORE, in consideration of the foregoing premises and the mutual covenants and agreements set forth below, the Sponsor and the Trustee agree as follows:

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Section 1 Definitions

The following terms as used in this Trust Agreement have the meaning indicated unless the context clearly requires otherwise:

(a) "Administrator"

"Administrator" shall mean Convergys Corporation identified in the Plan document as the "administrator" of the Plan, or otherwise, the Plan Sponsor.

(b) "Agreement"

"Agreement" shall mean this Trust Agreement, and the Schedules and/or Exhibits attached hereto, as the same may be amended and in effect from time to time.

(c) "Business Day"

"Business Day" shall mean each day the NYSE is open. The closing of a Business Day shall mean the NYSE's normal closing time of 4:00 p.m.(ET), however, in the event the NYSE closes before such time or alters its closing time, all references to the NYSE closing time shall mean the actual or altered closing time of the NYSE.

(d) "Cincinnati Bell Common Stock"

"Cincinnati Bell Common Stock" shall mean the common stock of Cincinnati Bell.

(e) "Cincinnati Bell Common Stock Fund"

"Cincinnati Bell Common Stock Fund" shall mean the investment option consisting of Cincinnati Bell Common Stock.

(f) "Code"

"Code" shall mean the Internal Revenue Code of 1986, as it has been or may be amended from time to time.

(g) "EDT"

"EDT" shall mean electronic data transfer.

(h) "Electronic Services"

"Electronic Services" shall mean communication and services made available via electronic media.

(i) "ERISA"

"ERISA" shall mean the Employee Retirement Income Security Act of 1974, as it has been or may be amended from time to time.

(j) "External Account Information"

"External Account Information" shall mean account information, including retirement savings account

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information, from third party websites or other websites maintained by Fidelity or its affiliates.

(k) "Fidelity Mutual Fund"

"Fidelity Mutual Fund" shall mean any investment company advised by Fidelity Management & Research Company or any of its affiliates.

(l) "Fidelity Plan Sponsor Webstation®"

"Fidelity Plan Sponsor Webstation®" (PSW®) shall mean the graphical windows based application that provides current Plan and Participant information including indicative data, account balances, activity and history.

(m) "FIIOC"

"FIIOC" shall mean Fidelity Investments Institutional Operations Company, Inc.

(n) "In Good Order"

"In Good Order" shall mean in a state or condition acceptable to the Trustee in its sole discretion, which the Trustee determines is reasonably necessary for accurate execution of the intended transaction.

(o) "Insolvency"

"Insolvency" shall mean that (i) Sponsor is unable to pay its debts as they become due, or (ii) Sponsor is subject to a pending proceeding as a debtor under the United States Bankruptcy Code.

(p) "Insolvent"

"Insolvent" shall mean that (i) Sponsor is unable to pay its debts as they become due, or (ii) Sponsor is subject to a pending proceeding as a debtor under the United States Bankruptcy Code.

(q) "Losses"

"Losses" shall mean any and all loss, damage, penalty, liability, cost and expense, including without limitation, reasonable attorney's fees and disbursements.

(r) "Mutual Fund"

"Mutual Fund" shall refer both to Fidelity Mutual Funds and Non-Fidelity Mutual Funds.

(s) "NAV"

"NAV" shall mean Net Asset Value.

(t) "NFSLLC"

"NFSLLC" shall mean National Financial Services LLC.

(u) "Non-Fidelity Mutual Fund"

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"Non-Fidelity Mutual Fund" shall mean certain investment companies not advised by Fidelity Management & Research Company or any of its affiliates.

(v) "NYSE"

"NYSE" shall mean the New York Stock Exchange.

(w) "Participant"

"Participant" shall mean, with respect to the Plan, any employee (or former employee) with an account under the Plan, which has not yet been fully distributed and/or forfeited, and shall include the designated beneficiary(ies) with respect to the account of any deceased employee (or deceased former employee) until such account has been fully distributed and/or forfeited.

(x) "Participant Recordkeeping Reconciliation Period"

"Participant Recordkeeping Reconciliation Period" shall mean the period beginning on the date of the initial transfer of assets to the Trust and ending on the date of the completion of the reconciliation of Participant records.

(y) "PIN"

"PIN" shall mean personal identification number.

(z) "Plan"

"Plan" shall mean the Convergys Corporation Executive Deferred Compensation Plan and the Convergys Corporation Deferred Compensation Plan for Non-Employee Directors.

(aa) "Plan Administration Discovery & Design Document"

"Plan Administration Discovery & Design Document" shall mean the document which sets forth the administrative and recordkeeping duties and procedures to be followed by the Trustee in administering the Plan, as such document may be amended and in effect from time to time during the initial implementation of the Plan onto the Fidelity Participant Recordkeeping System ("FPRS"). This document is an interim document and shall be superseded by the approved Plan Administration Manual.

(ab) "Plan Administration Manual"

"Plan Administration Manual" shall mean the document which sets forth the administrative and recordkeeping duties and procedures to be followed by the Trustee in administering the Plan, as such document may be amended and in effect from time to time. This definition shall include the Plan Administration Discovery & Design Document from the implementation process until the full Plan Administration Manual can be generated and approved.

(ac) "Reporting Date"

"Reporting Date" shall mean the last day of each fiscal quarter of the Plan and, if not on the last day of fiscal quarter, the date as of which the Trustee resigns or is removed pursuant to this Agreement or the date as of which this Agreement terminates pursuant to Section 9 hereof.

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(ad) “SEC”

“SEC” shall mean the Securities and Exchange Commission.

(ae) “Sponsor”

“Sponsor” shall mean Convergys Corporation, an Ohio corporation, or any successor to all or substantially all of its businesses which, by agreement, operation of law or otherwise, assumes the responsibility of the Sponsor under this Agreement.

(af) “Sponsor Stock”

“Sponsor Stock” shall mean the common stock of the Sponsor, or such other publicly-traded stock of the Sponsor, or such other publicly-traded stock of the Sponsor’s affiliates.

(ag) “Stock Fund”

“Stock Fund” shall mean the investment option consisting of Sponsor Stock.

(ah) “Trust”

“Trust” shall mean the Convergys Corporation Executive Deferred Compensation Plan and the Convergys Corporation Deferred Compensation Plan for Non-Employee Directors Trust, being the trust established by the Sponsor and the Trustee pursuant to the provisions of this Agreement.

(ai) “Trustee”

“Trustee” shall mean Fidelity Management Trust Company, a Massachusetts trust company and any successor to all or substantially all of its trust business as described in Section 10. The term Trustee shall also include any successor trustee appointed pursuant to Section 10 to the extent such successor agrees to serve as Trustee under this Agreement.

(aj) “VRS”

“VRS” shall mean Voice Response System.

Section 2 Trust

(a) Establishment

The Sponsor hereby establishes the Trust with the Trustee. The Trust shall consist of an initial contribution of money or other property acceptable to the Trustee in its sole discretion, made by the Sponsor or transferred from a previous trustee under the Plan, such additional sums of money as shall from time to time be delivered to the Trustee under the Plan, all investments made therewith and proceeds thereof, and all earnings and profits thereon, less the payments that are made by the Trustee as provided herein, without distinction between principal and income. The Trustee hereby accepts the Trust on the terms and conditions set forth in this Agreement. In accepting this Trust, the Trustee shall be accountable for the assets received by it, subject to the terms and conditions of this Agreement. The Sponsor retains the right to hold other Plan assets in a trust or insurance contract which shall be separate and apart from the Trust, and the Trustee shall have no responsibilities with respect to such trust or insurance contract except as specifically set forth herein.

(b) Agency Arrangement.

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The Trust is intended to be an agency arrangement for Federal tax purposes and shall be construed accordingly.

(c) Trust Assets

The principal of the Trust and any earnings thereon shall be held separate and apart from other funds of the Sponsor and shall be used exclusively for the uses and purposes of Participants and general creditors as herein set forth. Participants and their beneficiaries shall have no preferred claim on, or any beneficial ownership interest in, any assets of the Trust. Any rights created under the Plan and this Agreement shall be mere unsecured contractual rights of Participants and their beneficiaries against the Sponsor. Any assets held by the Trust will be subject to the claims of the Sponsor's general creditors under federal and state law in the event of Sponsor's Insolvency.

(d) Non-Assignment

Benefit payments to Participants and their beneficiaries funded under this Trust may not be anticipated, assigned (either at law or in equity), alienated, pledged, encumbered, or subjected to attachment, garnishment, levy, execution, or other legal or equitable process. Notwithstanding anything in this Agreement to the contrary, the Sponsor can direct the Trustee to disperse monies pursuant to a domestic relations order as defined in Code section 414(p)(1)(B) in accordance with Section 4(a).

Section 3 Payments to Sponsor

Except as provided under this Agreement, the Sponsor shall have no right to retain or divert to others any of the Trust assets before all payment of benefits have been made to Participants pursuant to the terms of the Plan. The Sponsor may direct the Trustee in writing to pay the Sponsor any amount in excess of the amount needed to pay all of the benefits accrued under the Plan as of the date of such payment.

Section 4 Disbursements

(a) Directions from Administrator

The Trustee shall disburse monies to the Administrator for benefit payments in the amounts that the Administrator directs from time to time in writing. The Trustee shall have no responsibility to ascertain whether the Administrator's direction complies with the terms of the Plan or any applicable law. The Trustee shall not be responsible for: (i) making benefit payments to Participants under the Plan, (ii) any Federal, State or local income tax reporting or withholding with respect to such Plan benefits, and (iii) FICA (Social Security and Medicare) or any Federal or State unemployment tax with respect to Plan distributions.
Notwithstanding any other provision of this plan to the contrary, the Sponsor directs the Trustee to separately account for amounts contributed during a "restricted period" (as defined in Code Section 409A(b)(3)(B)) and shall not use those amounts and/or the earnings thereon for the purposes of paying deferred compensation of an "applicable covered employee" (as defined in Section 409A(b)(3)(D)).

(b) Limitations

The Trustee shall not be required to make any disbursement in excess of the net realizable value of the assets of the Trust at the time of the disbursement. The Trustee shall not be required to make any disbursement in cash or shares unless the Administrator has provided a written direction as to the assets to be converted to cash or shares for the purpose of making the disbursement.

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For the purposes of this Agreement, where any Plan distribution exceeds the benefit due a Participant, the Participant shall be required to repay such amounts and the Plan shall not be deemed to have incurred any

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loss in connection with any overpayment unless and until it has been determined that the Participant will not restore such amounts to the Plan. Consistent with the foregoing, the Trustee and Sponsor shall cooperate in asserting commercially reasonable attempts to recover such overpayment from the Participant prior to either the Trustee or the Sponsor restoring such amount to the Plan provided that the reasonable expenses and fees incurred in such collection efforts shall be the responsibility of the party that caused the error.

Section 5 Investment of Trust

(a) Selection of Investment Options

The Trustee shall have no responsibility for the selection of investment options under the Trust and shall not render investment advice to any person in connection with the selection of such options.

(b) Available Investment Options

The Sponsor shall direct the Trustee as to what investment options the Trust shall be invested in during the Participant Recordkeeping Reconciliation Period, the investment options in which Participants may invest following the Participant Recordkeeping Reconciliation Period, and any other investment option in which the Trust is to be invested, as reflected on Schedule C. The investment options initially selected by the Sponsor are identified on Schedule C attached hereto. Upon transfer to the Trust, Plan assets will be invested in the investment option(s) as directed by the Sponsor. The Trustee shall be responsible for providing services under this Agreement solely with respect to those investment options set forth on Schedule C, which have been designated by the Sponsor in its sole discretion. Although the Sponsor retains sole discretion as to the investment options for the Plan, the Trustee shall not, absent its written consent, be required to provide services with respect to other investment options that the Sponsor seeks to add to the Trust. Except where stated otherwise in this Agreement by explicit reference to Plan assets being held outside the Trust, all obligations of the Trustee hereunder (including all services to be performed by the Trustee) with respect to the Plan shall be performed solely with respect to the investment options set forth on Schedule C, and no other investments that may be held under a separate trust or insurance product with respect to the Plan shall be considered by the Trustee in its performance of such obligations.

(c) Investment Directions

The Sponsor shall direct the Trustee as to how to invest the assets held in the Trust. In order to provide for an accumulation of assets comparable to the contractual liabilities accruing under the Plan, the Sponsor may direct the Trustee in writing to invest the assets held in the Trust to correspond to the hypothetical investments made for Participants in accordance with their direction under the Plan. In such cases, Participants may provide directions with respect to their hypothetical investments under the Plan by use of the system maintained for such purposes by the Trustee or its agents, as may be agreed upon from time to time by the Sponsor and the Trustee, and shall be processed in accordance with the fund exchange provisions set forth in the Plan Administration Manual. The Trustee shall not be liable for any loss or expense that arises from a Participant's exercise or non-exercise of rights under this Section 5 over the assets in the Participant's accounts. In the event that the Trustee fails to receive a proper direction, the assets in question shall be invested in the investment option set forth for such purpose on Schedule C until the Trustee receives a proper direction.

(d) Unfunded Status of Plan

The Sponsor's designation of available investment options, the maintenance of accounts for each Participant, the crediting of investments gains (or losses) to such accounts, and the exercise by Participants of any powers relating to investments under this Agreement are solely for the purpose of providing a mechanism for measuring the obligation of the Sponsor to any particular Participant under the applicable Plan. As provided in this Agreement, no Participant will have any preferential claim to or beneficial ownership interest in any

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asset or investment held in the Trust, and the rights of any Participant under the applicable Plan and this Agreement are solely those of an unsecured general creditor of the Sponsor with respect to the benefits of the Participant under the Plan.

(e) Mutual Funds

On the effective date of this Agreement, in lieu of receiving a printed copy of the prospectus for each Fidelity Mutual Fund selected by the Sponsor as a Plan investment option or short-term investment fund, the Sponsor hereby consents to receiving such documents electronically. The Sponsor shall access each prospectus on the internet after receiving notice from the Trustee that a current version is available online at a website maintained by the Trustee or its affiliate. Trustee represents that on the effective date of this Agreement, a current version of each such prospectus is available at https://www.fidelity.com or such successor website as Trustee may notify the Sponsor of in writing from time to time. The Sponsor represents that it has accessed/will access each such prospectus as of the effective date of this Agreement at https://www.fidelity.com or such successor website as Trustee may notify the Sponsor of in writing from time to time.

Trust investments in Mutual Funds shall be subject to the following limitations:

(i) Execution of Purchases and Sales

Purchases and sales of Mutual Funds (other than for exchanges) shall be made on the date on which the Trustee receives from the Sponsor In Good Order all information and documentation necessary to accurately effect such transactions and (if applicable) wire transfer of funds.

Exchanges of Mutual Funds shall be processed in accordance with the fund exchange provisions set forth in the Plan Administration Manual.

(ii) Voting

At the time of mailing of notice of each annual or special stockholders' meeting of any Mutual Fund, the Trustee shall send a copy of the notice and all proxy solicitation materials to the Sponsor, together with a voting direction form for return to the Trustee or its designee. The Trustee shall vote the shares held in the Trust in the manner as directed by the Sponsor. The Trustee shall not vote shares for which it has received no corresponding directions from the Sponsor. The Sponsor shall also have the right to direct the Trustee as to the manner in which all shareholder rights, other than the right to vote, shall be exercised. The Trustee shall have no further duty to solicit directions from the Sponsor.

(f) Sponsor Stock (frozen to new investments, except for reinvestment of dividends)

Trust investments in Sponsor Stock shall be made via the Stock Fund.

(i) Acquisition Limit

Pursuant to the Plan, the Trust may be invested in Sponsor Stock to the extent necessary to comply with investment directions under this Agreement. The Sponsor shall be responsible for providing specific direction on any acquisition limits required by the Plan or applicable law.

(ii) Duty

The Sponsor shall continually monitor the suitability of acquiring and holding Sponsor Stock. The Trustee shall not be liable for any loss or expense which arises from the directions of the Sponsor with respect to the acquisition and holding of Sponsor

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Stock, unless it is clear on their face that the actions to be taken under those directions would be prohibited by any applicable law or would be contrary to the terms of this

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Agreement.

(iii) Sales of Sponsor Stock

Unless otherwise directed by the Sponsor in writing, pursuant to directions that the Trustee can administratively implement, the following provisions shall govern sales of Sponsor Stock:

Sales from or to Sponsor

Unless otherwise directed by the Sponsor in writing prior to the trading date, the Trustee will purchase or sell Sponsor Stock from or to the Sponsor if the purchase or sale is for adequate consideration and no commission is charged in accordance with the provisions set forth in the Plan Administration Manual. If Sponsor contributions (employer) or contributions made by the Sponsor to hypothetical Participants (employee) accounts under the Plan are to be invested in Sponsor Stock, the Sponsor may transfer Sponsor Stock in lieu of cash to the Trust.

Open Market Sales of Sponsor Stock

If directed by the Sponsor in writing prior to trading date, sales of Sponsor Stock (other than for exchanges) shall be made on the open market on the date on which the Trustee receives from the Sponsor In Good Order all information, documentation, and wire transfer of funds (if applicable), necessary to accurately effect such transactions. Exchanges of Sponsor Stock shall be processed in accordance with the fund exchange provisions set forth in the Plan Administration Manual. Such general rules shall not apply in the following circumstances:

(1) If the Trustee is unable to purchase or sell the total number of shares required to be purchased or sold on such day as a result of market conditions; or

(2) If the Trustee is prohibited by the SEC, the NYSE or principal exchange on which the Sponsor Stock is traded, or any other regulatory body from purchasing or selling any or all of the shares required to be purchased or sold on such day.

In the event of the occurrence of the circumstances described in (1) or (2) above, the Trustee shall purchase or sell such shares as soon thereafter as administratively feasible, and shall determine the price of such purchases or sales to be the average purchase or sales price of all such shares purchased or sold, respectively. The Trustee may follow written directions from the Sponsor to deviate from the above purchase and sale procedures.

Use of an Affiliated Broker

The Sponsor hereby directs the Trustee to use NFSLLC to provide brokerage services in connection with any purchase or sale of Sponsor Stock. NFSLLC shall execute such directions directly or through any of its affiliates. The provision of brokerage services shall be subject to the following:

(1) Any successor organization of NFSLLC, through reorganization, consolidation, merger or similar transactions, shall, upon consummation of such transaction, become the successor broker in accordance with the terms of this authorization provision.

(2) The Trustee and NFSLLC shall continue to rely on this direction provision until notified to the contrary. The Sponsor reserves the right to terminate this direction upon written notice to NFSLLC (or its successor) and the Trustee, in accordance with this Agreement.

(iv) Securities Law Reports

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The Sponsor shall be responsible for filing all reports required under Federal or state securities laws with respect to the Trust's ownership of Sponsor Stock, including, without limitation, any reports required under section 13 or 16 of the Securities Exchange Act of 1934, and shall immediately notify the Trustee in writing of any requirement to stop purchases or sales of Sponsor Stock pending the filing of any report. The Sponsor shall be responsible for the registration of any Plan interests to the extent required under Federal or state securities law. The Trustee shall provide to the Sponsor such information on the Trust's ownership of Sponsor Stock as the Sponsor may reasonably request in order to comply with Federal or state securities laws.

(v) Voting and Tender Offers

Notwithstanding any other provision of this Agreement, the provisions of this Section shall govern the voting and tendering of Sponsor Stock held under the Trust. The Sponsor shall provide direction to the Trustee with respect to any proxy voting, any tender or exchange offer, or any other similar shareholder right, and the Trustee shall vote, tender or exchange shares of Sponsor Stock in accordance with timely, written direction from the Sponsor. Unless otherwise required by applicable law, the Trustee shall not take any action with respect to a vote, tender, exchange or similar shareholder right in the absence of instruction from the Sponsor. For these purposes, a timely direction is one that is received at a time that reasonably allows the Trustee to exercise shareholder rights, through a custodian, if applicable.

(vi) General

With respect to all shareholder rights other than the right to vote, the right to tender, and the right to withdraw shares previously tendered, the Trustee shall follow the directions of the Sponsor in accordance with the procedures described in (v) above.

(vii) Conversion

All provisions in this Section 5(f) shall also apply to any securities received as a result of a conversion of Sponsor Stock.

(g) Cincinnati Bell Common Stock (frozen to new investments, except for reinvestment of dividends)

Trust investments in Cincinnati Bell Common Stock shall be made via the Cincinnati Bell Common Stock Fund.

(i) **Acquisition Limit.**

Pursuant to the Plan, the Trust may be invested in Cincinnati Bell Common Stock to the extent necessary to comply with investment directions under this Agreement. The Sponsor shall be responsible for providing specific direction on any acquisition limits required by the Plan or applicable law.

(ii) **Duty.**

The Sponsor shall continually monitor the suitability of acquiring and holding Cincinnati Bell Common Stock. The Trustee shall not be liable for any loss, or expense, which arises from the directions of the Sponsor with respect to the acquisition and holding of Cincinnati Bell Common Stock, unless it is clear on their face that the actions to be taken under those directions would be prohibited by any applicable law or would be contrary to the terms of this Agreement.

(iii) **Purchases and Sales of Cincinnati Bell Common Stock for Batch Activity.**

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Unless otherwise directed by the Sponsor in writing pursuant to directions that the Trustee can

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administratively implement, the following provisions shall govern purchases and sales of Cincinnati Bell Common Stock for contributions, distributions, or any other purchase or sale of Cincinnati Bell Common Stock related to a transaction that the Sponsor has directed the Trustee in writing to implement on a batch basis ("batch activity").

(A) Open Market Purchases and Sales. Purchases and sales of Cincinnati Bell Common Stock shall be made on the open market in accordance with the Trustee's standard trading guidelines, as they may be amended from time to time, as necessary to honor batch activity. Such general rules shall not apply in the following circumstances:

(1) If the Trustee is unable to purchase or sell the total number of shares required to be purchased or sold on such day as a result of market conditions; or

(2) If the Trustee is prohibited by the SEC, the NYSE or principal exchange on which the Cincinnati Bell Common Stock is traded, or any other regulatory or judicial body from purchasing or selling any or all of the shares required to be purchased or sold on such day.

In the event of the occurrence of a circumstance described in (1) or (2) above, the Trustee shall purchase or sell such shares as soon thereafter as administratively feasible, and shall determine the price of such purchases or sales to be the average purchase or sales price of all such shares purchased or sold, respectively. The Trustee may follow written directions from the Sponsor to deviate from the above purchase and sale procedures.

(B) Purchases and Sales from or to Sponsor. If directed by the Sponsor in writing prior to the trading date, the Trustee may purchase or sell Cincinnati Bell Common Stock from or to the Sponsor if the purchase or sale is for adequate consideration (within the meaning of section 3(18) of ERISA) and no commission is charged. If Sponsor contributions (employer) or contributions made by the Sponsor on behalf of the Participants (employee) under the Plan are to be invested in Cincinnati Bell Common Stock, the Sponsor may transfer Cincinnati Bell Common Stock in lieu of cash to the Trust.

(iv) **Purchases and Sales of Cincinnati Bell Common Stock for Participant-Initiated Exchanges ("Real Time" Trading)**

Unless otherwise directed by the Sponsor in writing pursuant to directions that the Trustee can administratively implement, the following provisions shall govern purchases and sales of Cincinnati Bell Common Stock for Participant-initiated exchanges of hypothetical investment in Cincinnati Bell Common Stock.

(A) Purchases and Sales of Cincinnati Bell Common Stock. Purchases and sales of Cincinnati Bell Common Stock associated with individual Participant-initiated exchanges into or out of a Participant's hypothetical interest in the Cincinnati Bell Common Stock Fund shall be made on the open market pursuant to order types selected by the Participant in accordance with the Trustee's procedures for "Real Time Trading." The Sponsor may instruct the Trustee to limit the order types available to Participants.

(1) Automated Order Entry. Cincinnati Bell Common Stock trades associated with Participant-initiated exchanges of a Participant's hypothetical interest in the Cincinnati Bell Common Stock Fund shall be sent to market as soon as administratively feasible during regular trading hours via an electronic order entry system, unless such trade is treated as a block trade. Such electronic order entry system shall be deemed an Electronic Service for purposes of Section 15 of this Agreement.

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(2) Limitations on Trades; Cancellation of Exchange Requests. Trades rejected under rules of the applicable securities exchange will not be executed. The Trustee will not submit orders (or will cancel orders) for stock trades that violate the Trustee's procedures for "Real Time Trading". The Trustee shall not submit any trade order associated with a Participant-initiated exchange of a Participant's hypothetical interest in the Cincinnati Bell Common Stock Fund at any time when the Cincinnati Bell Common Stock Fund has been closed to such activity. Trades associated with Participant-initiated exchanges of a Participant's hypothetical interest in the Cincinnati Bell Common Stock Fund shall not be transacted at any time when the regular market is closed, or when the SEC, the NYSE or principal exchange on which the Cincinnati Bell Common Stock is traded, or any other regulatory or judicial body has prohibited purchases or sales of any or all of the shares requested to be traded pursuant to the Participant-initiated exchange of a Participant's hypothetical interest in the Cincinnati Bell Common Stock Fund. An exchange requested by the Participant in a Participant's hypothetical interest in the Cincinnati Bell Common Stock Fund shall be rejected or cancelled, as the case may be, to the extent any accompanying hypothetical trade is not submitted, not executed or cancelled.

(B) Reserve Requirements for Exchanges Into Cincinnati Bell Common Stock Fund and Corrective Sales. The Participant's ability to initiate hypothetical exchanges into the Cincinnati Bell Common Stock Fund shall be subject to standard reserve requirements applicable to the investment options used to fund the exchange, as established by the Trustee from time to time (or such higher reserve requirements as may be established by the Sponsor in written direction to the Trustee). Requests to exchange into the Cincinnati Bell Common Stock Fund that exceed such reserves, and accompanying trade orders, may be rejected or cancelled. In the event that a buy trade associated with a request to exchange into Cincinnati Bell Common Stock is executed, and the Participant does not have sufficient hypothetical interest in assets in the designated investment option to fund the trade, the Trustee will liquidate the hypothetical interest in the investment options (including those held in other sources eligible for liquidation) in the affected Participant's account pro rata. In the event that the Participant does not have sufficient hypothetical interest in assets in any other investment option, the Trustee shall initiate a corrective sale, and shall debit the costs of such corrective trade from the Participant's hypothetical account.

(C) Fractional Shares. Participants will be entitled make hypothetical exchanges out of hypothetical interests in fractional shares in the Cincinnati Bell Common Stock Fund only in connection with a request to exchange out the entire hypothetical balance of their Cincinnati Bell Common Stock Fund (or the entire hypothetical balance in a particular source, as applicable). Fractional shares will be transacted at the price determined by the stock trade order selected by the Participant.

(v) **Use of an Affiliated Broker.**

For all purchases and sales of Cincinnati Bell Common Stock on the open market, whether Participant-initiated or otherwise, the Sponsor hereby directs the Trustee to use Fidelity Brokerage Services LLC ("FBSLLC") to provide brokerage services. Subject to the provisions of this agreement, FBSLLC shall execute such trades directly or through any of its affiliates. The provision of brokerage services shall be subject to the following:

(1) Any successor organization of FBSLLC, through reorganization, consolidation, merger or similar transactions, shall, upon consummation of such transaction, become the successor broker in accordance with the terms of this direction provision. FBSLLC may assign its rights and obligations under this agreement to any affiliate, provided that the assignee is bound by the terms hereof, including the provisions concerning remuneration.

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(2) The Trustee and FBSLLC shall continue to rely on this direction provision until notified to the contrary. The Sponsor reserves the right to terminate this direction upon written notice to FBSLLC (or its successors or assigns) and the Trustee, in accordance with Section 11 of this Agreement.

(3) The Sponsor acknowledges that FBSLLC (and its successors and assigns) may rely upon this Agreement in establishing an account in the name of the Trustee for the Plan, and in allowing each Participant to exercise limited trading authorization over such account, to the extent of his or her individual account balance in the Cincinnati Bell Common Stock Fund subject to Participant direction.

(vi) **Securities Law Reports.**

The Sponsor shall be responsible for filing all reports required under Federal or state securities laws with respect to the Trust's ownership of Cincinnati Bell Common Stock, including, without limitation, any reports required under section 13 or 16 of the Securities Exchange Act of 1934, and shall immediately notify the Trustee in writing of any requirement to stop purchases or sales of Cincinnati Bell Common Stock pending the filing of any report. The Sponsor shall be responsible for the registration of any Plan interests to the extent required under Federal or state securities law. The Trustee shall provide to the Sponsor such information on the Trust's ownership of Cincinnati Bell Common Stock as the Sponsor may reasonably request in order to comply with Federal or state securities laws.

(vii) **Voting and Tender Offers.**

Notwithstanding any other provision of this Agreement, the provisions of this Section shall govern the voting and tendering of Cincinnati Bell Common Stock held under the Trust. The Sponsor shall provide direction to the Trustee with respect to any proxy voting, any tender or exchange offer, or any other similar shareholder right, and the Trustee shall vote, tender or exchange shares of Cincinnati Bell Common Stock in accordance with timely, written direction from the Sponsor. Unless otherwise required by applicable law, the Trustee shall not take any action with respect to a vote, tender, exchange or similar shareholder right in the absence of instruction from the Sponsor. For these purposes, a timely direction is one that is received at a time that reasonably allows the Trustee to exercise shareholder rights, through a custodian, if applicable.

(viii) **General.**

With respect to all shareholder rights other than the right to vote, the right to tender, and the right to withdraw shares previously tendered, in the case of Cincinnati Bell Common Stock, the Trustee shall follow the procedures set forth in subsection (vii), above.

(ix) **Conversion.**

All provisions in this Section 5(g) shall also apply to any securities received as a result of a conversion of Cincinnati Bell Common Stock.

(h) Trustee Powers

The Trustee shall have the following powers and authority:

(i) Subject to this Section 5, to sell, exchange, convey, transfer, or otherwise dispose of any property held in the Trust, by private contract or at public auction. No person dealing with the Trustee shall be bound to see to the application of the purchase money or other property delivered to the Trustee or to inquire into the validity, expediency, or propriety of any such sale or other disposition.

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(ii) To cause any securities or other property held as part of the Trust to be registered in the Trustee's own name, in the name of one or more of its nominees, or in the Trustee's account with the Depository Trust Company of New York and to hold any investments in bearer form, but the books and records of the Trustee shall at all times show that all such investments are part of the Trust.

(iii) To keep that portion of the Trust in cash or cash balances as the Sponsor or Administrator may, from time to time, deem to be in the best interest of the Trust.

(iv) To make, execute, acknowledge, and deliver any and all documents of transfer or conveyance and to carry out the powers herein granted.

(v) To borrow funds from a bank or other financial institution not affiliated with the Trustee in order to provide sufficient liquidity to process Plan transactions in a timely fashion, provided that the cost of borrowing shall be allocated in a reasonable fashion to the investment fund(s) in need of liquidity. The Sponsor acknowledges that it has received the disclosure on the Trustee's line of credit program and credit allocation policy and a copy of the text of Prohibited Transaction Exemption 2002-55 prior to executing this Agreement if applicable.

(vi) To settle, compromise, or submit to arbitration any claims, debts, or damages due to or arising from the Trust; to commence or defend suits or legal or administrative proceedings; to represent the Trust in all suits and legal and administrative hearings; and to pay all reasonable expenses arising from any such action, from the Trust if not paid by the Sponsor.

(vii) To employ legal, accounting, clerical, and other assistance as may be required in carrying out the provisions of this Agreement and to pay their reasonable expenses and compensation from the Trust if not paid by the Sponsor.

(viii) To do all other acts, although not specifically mentioned herein, as the Trustee may deem necessary to carry out any of the foregoing powers and the purposes of the Trust.

Notwithstanding any powers granted to Trustee pursuant to this Agreement or to applicable law, Trustee shall not have any power that could give this Trust the objective of carrying on a business and dividing the gains therefrom, within the meaning of Section 301.7701-2 of the Procedure and Administrative Regulations promulgated pursuant to the Code. The Trustee will file an annual fiduciary return to the extent required by law.

Section 6 Recordkeeping and Administrative Services to Be Performed

(a) General

The Trustee shall perform those recordkeeping and administrative functions described in Schedule A attached hereto. These recordkeeping and administrative functions shall be performed within the framework of the Administrator's written directions regarding the Plan's provisions, guidelines and interpretations. The Sponsor acknowledges that the Trustee will be working to streamline and standardize its service model and agrees to reasonably cooperate with the Trustee in connection with those efforts. The Trustee will make the Sponsor aware of the service model changes in advance and will work with the Sponsor to determine the most efficient and effective methods of implementing the changes. The Sponsor acknowledges that the Trustee does not provide legal or tax advice, and that the Sponsor must obtain its own legal and tax counsel for advice on the plan design appropriate for its specific situation and on legal and tax issues pertaining to the administration of the Plan. The Sponsor further acknowledges that the Trustee has no continuing responsibility to be aware of and responsive to IRS guidance provided under Section 409A of the Code as

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the Trustee is not the responsible party for (a) ensuring that the Administrator's or Sponsor's direction to the Trustee conforms with that guidance, and (b) the payment of all taxes and penalties associated with a failure to maintain such compliance.

(b) Accounts

The Trustee shall keep accurate accounts of all investments, receipts, disbursements, and other transactions hereunder, and shall report the value of the assets held in the Trust as of the last day of each Reporting Date. Within thirty (30) days following each Reporting Date or within sixty (60) days in the case of a Reporting Date caused by the resignation or removal of the Trustee, or the termination of this Agreement, the Trustee shall file with the Administrator a written account setting forth all investments, receipts, disbursements, and other transactions effected by the Trustee between the Reporting Date and the prior Reporting Date, and setting forth the value of the Trust as of the Reporting Date. Except as otherwise required under applicable law, upon the expiration of six (6) months from the date of filing such account, the Trustee shall have no liability or further accountability to anyone with respect to the propriety of its acts or transactions shown in such account, except with respect to such acts or transactions as to which a written objection shall have been filed with the Trustee within such six (6) month period.

(c) Inspection and Audit

Upon the resignation or removal of the Trustee or the termination of this Agreement, the Trustee shall provide to the Sponsor, at no expense to the Sponsor, in the format regularly provided to the Sponsor, a statement of each Participant's account as of the resignation, removal, or termination, and the Trustee shall provide to the Sponsor or the Plan's new recordkeeper such further records as are reasonable, at the Sponsor's expense.

The Trustee will provide to auditors (including third-party auditors and Sponsor's internal audit staff) as Sponsor may designate in writing, access to any Trustee owned or managed facility at which the services are being performed, to appropriate Trustee management personnel, and to the data and records (and other documentation reasonably requested by the Sponsor) maintained by the Trustee with respect to the services solely for the purpose of examining (i) transactional books and records maintained by the Trustee in order to provide the services, (ii) documentation of service level performance, and (iii) invoices to the Sponsor. Any such audits will be conducted at the Sponsor's expense. The Sponsor and its auditors will first look to the most recent Service Organization Control I Report Type II ("Type II SOC"), formerly referred to as a Service Auditor's Report or SAS 70 Report, before conducting further audits. Type II SOC reports will be issued by the Trustee or its affiliate's independent public accounting firm in accordance with Statement on Standards for Attestation Engagements No. 16 ("SSAE 16"), Reporting on Controls at a Service Organization, or superseding standards set forth by the American Institute of Certified Public Accountants. Excepting audit requests from governmental or regulatory agencies, if a matter is not covered in such Type II SOC, then the Sponsor will provide the Trustee not less than ninety (90) days prior written notice of an audit and will provide a proposed detailed scope and timeframe of the audit requested by the Sponsor to the Trustee in writing at least sixty (60) days prior to date of the audit. The Sponsor and its auditors will conduct such audits in a manner that will result in a minimum of inconvenience and disruption to the Trustee's operations. Audits may be conducted only during normal business hours and no more frequently than annually unless otherwise required as a matter of law or for compliance with regulatory or contractual requirements. Any audit assistance provided by the Trustee in excess of the number of audit hours per annum referenced in the fee schedule shall be provided on a fee-for-service basis. The Sponsor will reimburse the Trustee for any costs incurred by the Trustee in connection with an audit conducted pursuant to this section. The Sponsor and its auditors will not be entitled to review or audit (i) data or information of other customers or clients of the Trustee, (ii) any of Trustee's proprietary data, or (iii) any other Confidential Information of the Trustee that is not relevant for the purposes of the audit. The Sponsor and its auditors will not be entitled to logical access to the Trustee's networks and systems, nor unrestricted physical access to Trustee's facilities and personnel. Reviews of processes, controls, and support documentation will be facilitated with appropriate

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Trustee’s personnel. The Trustee will use commercially reasonable efforts to cooperate in the audit, will make available on a timely basis the information reasonably required to conduct the audit and will assist the designated employees of the Sponsor or its auditors as reasonably necessary. To the maximum extent possible, audits will be designed and conducted (in such manner and with such frequency) so as not to interfere with the provision of the services. The Sponsor will not use any competitors of the Trustee (or any significant subcontractor of Trustee under this Agreement) to conduct such audits. The auditors and other representatives of the Sponsor will execute and deliver such confidentiality and non-disclosure agreements and comply with such security and confidentiality requirements as the Trustee may reasonably request in connection with such audits.

(d) Notice of Plan Amendment

The Trustee's provision of the recordkeeping and administrative services set forth in this Section shall be conditioned on the Sponsor delivering to the Trustee a copy of any amendment to the Plan as soon as administratively feasible following the amendment's adoption, and on the Administrator providing the Trustee, on a timely basis, with all the information the Trustee deems necessary for the Trustee to perform the recordkeeping and administrative services and such other information as the Trustee may reasonably request.

(e) Returns, Reports and Information

Except as set forth in the Plan Reporting section of Schedule A, the Administrator shall be responsible for the preparation and filing of all returns, reports, and information required of the Trust or Plan by law. The Trustee shall provide the Administrator with such information as the Administrator may reasonably request to make these filings. The Administrator shall also be responsible for making any disclosures to Participants required by law.

Section 7 Compensation and Expenses

Sponsor shall pay to Trustee, within thirty (30) days of receipt of the Trustee’s bill, the fees for services in accordance with Schedule B. Fees for services are specifically outlined in Schedule B and are based on any assumptions identified therein. In the event that the Plan characteristics referenced in the assumptions outlined in Schedule B change significantly by either falling below or exceeding current or projected levels, such fees may be subject to revision, upon mutual renegotiation. To reflect increased operating costs, Trustee may once each calendar year amend Schedule B without the Sponsor’s consent upon ninety (90) days prior notice to the Sponsor.

All reasonable expenses of Plan administration as shown on Schedule B attached hereto, as amended from time to time, shall be a charge against and paid from the appropriate Participants’ accounts, except to the extent such amounts are paid by the Sponsor in a timely manner.

Any overcharge by the Trustee, or underpayment of fees or expenses by the Sponsor that is the result of a good-faith fee dispute, shall bear interest until paid by the appropriate party with such interest determined by calculating the average of the prime rates reported in the Wall Street Journal from the date of overpayment or underpayment until such corrective payment is made by the appropriate party. Any underpayment of fees or expenses by the Sponsor that is not the subject of a good-faith fee dispute shall bear interest until paid at the rate of the lesser of (i) 1½% per month, or (ii) the maximum amount permitted by law.

All expenses of the Trustee relating directly to the acquisition and disposition of investments constituting part of the Trust, and all taxes of any kind whatsoever that may be levied or assessed under existing or future laws upon or in respect of the Trust or the income thereof, shall be a charge against and paid from the appropriate Participants' accounts.

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Section 8 Directions, Indemnification and Data Conditions

(a) Identity of the Sponsor and the Administrator

The Trustee shall be fully protected in relying on the fact that the Sponsor and the Administrator under the Plan are the individual or persons named as such above or such other individuals or persons as the Sponsor may notify the Trustee in writing.

(b) Directions from the Sponsor and the Administrator

Whenever the Sponsor or the Administrator provides a direction to the Trustee, the Trustee shall not be liable for any loss or expense arising from the direction if the direction is contained in a writing provided by any individual whose name has been submitted (and not withdrawn) in writing to the Trustee by the Sponsor or the Administrator unless it is clear on the direction's face that the actions to be taken under the direction would be contrary to the terms of this Agreement. The Trustee may rely without further duty of inquiry on the authority of any such individual to provide direction to the Trustee on behalf of the Sponsor.

For purposes of this Section, such direction may also be made via EDT, facsimile or such other secure electronic means in accordance with procedures agreed to by the Sponsor and the Trustee and, in any such case the Trustee shall be fully protected in relying on such direction as if it were a direction made in writing by the Sponsor.

(c) Directions from Participants

The Trustee shall not be liable for any loss which arises from any Participant's exercise or non-exercise of rights under the Plan over the assets in the Participants' hypothetical accounts.

(d) Indemnification

The Sponsor shall indemnify the Trustee against, and hold the Trustee harmless from, any and all Losses that may be incurred by, imposed upon, or asserted against the Trustee by reason of any claim, regulatory proceeding, or litigation arising from any act done or omitted to be done by any individual or person with respect to the Plan or Trust, excepting only any and all Losses arising solely from the Trustee's negligence, bad faith or breach of this Agreement.

The Trustee shall indemnify the Sponsor against, and hold the Sponsor harmless from, any and all Losses that may be incurred by, imposed upon, or asserted against the Sponsor by reason of any claim, regulatory proceeding, or litigation arising from Trustee's negligence or bad faith.

The Trustee shall also indemnify the Sponsor against and hold the Sponsor harmless from any and all such Losses that may be incurred by, imposed upon, or asserted against the Sponsor solely as a result of: i) any defects in the investment methodology embodied in the target asset allocation or model portfolio provided through Portfolio Review, except to the extent that any such Losses arise from information provided by the Participant, the Sponsor or third parties; or ii) any prohibited transactions resulting from the provision of Portfolio Review by the Trustee.

In addition to any other indemnification provided to Trustee by Sponsor under this Agreement, Sponsor shall indemnify Trustee against, and hold Trustee harmless from, any and all Losses that may be incurred by, imposed upon, or asserted against Trustee by reason of any claim, regulatory proceeding, or litigation arising from Sponsor's failure to provide, or delay in providing, information to Trustee necessary to effectuate the transfer of funds pursuant to the Auto-Debit service in

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Section 22(h) or any deficiency or lack of funds in any account from which Sponsor has directed Trustee to deduct payments under that section.

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(e) Data Conditions

Sponsor represents that all data and documentation, including employee data and/or participant data (the "Data") provided to Trustee to be used in performing the services under this Agreement shall be provided in a timely manner, in good condition, correct, complete and submitted in accordance with Trustee's specifications (such specifications to be provided to the Sponsor by the Trustee from time to time). Trustee shall be entitled to rely on the accuracy and completeness of such data and shall have (i) no liability for inaccuracies in Data originating from Sponsor, the Sponsor participants or Sponsor's third party service providers, and (ii) no duty to verify such information except where the data is clearly erroneous on its face. If any data is not submitted in accordance with these requirements, or if Trustee detects errors or omissions in the data submitted, Trustee shall promptly notify Sponsor and return such data to Sponsor for correction and modification unless (i) Sponsor and Trustee agree, in writing, that Trustee is to make corrections or modifications to the data for an additional fee, or (ii) Sponsor will provide prompt direction as necessary to correct any errors or omissions in the Data. For purposes of these requirements and except to the extent such treatment would be inconsistent with applicable law, Trustee may treat scanned electronic copies of paper records as the official records.

(f) Exclusion of Damages

Neither party shall be liable to the other party for any indirect, special, consequential or punitive damages, including, but not limited to, loss of business or loss of profits, regardless of the form of action, which may arise from the performance, nonperformance, default or other breach of this Agreement.

Section 9 Resignation or Removal of Trustee

(a) Resignation and Removal

The Trustee may resign at any time in accordance with the notice provisions set forth below. The Sponsor may remove the Trustee at any time in accordance with the notice provisions set forth below.

(b) Termination

This Agreement may be terminated in full, or with respect to only a portion of the Plan (i.e. a "partial deconversion") at any time by the Sponsor upon prior written notice to the Trustee in accordance with the notice provisions set forth below.

(c) Notice Period

In the event either party desires to terminate this Agreement or any Services hereunder, the party shall provide at least ninety (90) days prior written notice of the termination date to the other party; provided, however, that the receiving party may agree, in writing, to a shorter notice period.

(d) Transition Assistance

In the event of termination of this Agreement, if requested by Sponsor, the Trustee shall assist Sponsor in developing a plan for the orderly transition of the Plan data, cash and assets then constituting the Trust and services provided by the Trustee hereunder to Sponsor or its designee. The Trustee shall provide such assistance for a period not extending beyond sixty (60) days from the termination date of this Agreement. The Trustee shall provide to Sponsor, or to any person designated by Sponsor, at a mutually agreeable time, one file of the Plan data prepared and maintained by the Trustee in the ordinary course

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of business, in the Trustee's format. The Trustee may provide other or additional transition assistance as mutually determined for additional fees, which shall be due and payable by the Sponsor prior to any termination of this Agreement.

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(e) Failure to Appoint Successor

If, by the termination date, the Sponsor has not notified the Trustee in writing as to the individual or entity to which the assets and cash are to be transferred and delivered, the Trustee may bring an appropriate action or proceeding for leave to deposit the assets and cash in a court of competent jurisdiction. The Trustee shall be reimbursed by the Sponsor for all costs and expenses of the action or proceeding including, without limitation, reasonable attorneys' fees and disbursements.

Section 10 Successor Trustee

(a) Appointment

If the office of Trustee becomes vacant for any reason, the Sponsor may in writing appoint a successor trustee under this Agreement. The successor trustee shall have all of the rights, powers, privileges, obligations, duties, liabilities, and immunities granted to the Trustee under this Agreement. The successor trustee and predecessor trustee shall not be liable for the acts or omissions of the other with respect to the Trust.

(b) Acceptance

As of the date the successor trustee accepts its appointment under this Agreement, title to and possession of the Trust assets shall immediately vest in the successor trustee without any further action on the part of the predecessor trustee, except as may be required to evidence such transition. The predecessor trustee shall execute all instruments and do all acts that may be reasonably necessary and requested in writing by the Sponsor or the successor trustee to vest title to all Trust assets in the successor trustee or to deliver all Trust assets to the successor trustee.

(c) Corporate Action

Any successor of the Trustee or successor trustee, either through sale or transfer of the business or trust department of the Trustee or successor trustee, or through reorganization, consolidation, or merger, or any similar transaction of either the Trustee or successor trustee, shall, upon consummation of the transaction, become the successor trustee under this Agreement.

Section 11 Resignation, Removal, and Termination Notices

All notices of resignation, removal, or termination under this Agreement must be in writing and mailed to the party to which the notice is being given by certified or registered mail, return receipt requested, to the Sponsor c/o Director of Human Resources, 201 East Fourth Street, Cincinnati, OH 45202, and to the Trustee c/o Fidelity Workplace Services LLC, PWI Risk & Compliance, 82 Devonshire Street, V6D, Boston, Massachusetts 02109, or to such other addresses as the parties have notified each other of in the foregoing manner.

Section 12 Duration

This Trust shall continue in effect without limit as to time, subject, however, to the provisions of this Agreement relating to amendment, modification, and termination thereof.

Section 13 Insolvency of Sponsor

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(a) Trustee shall cease disbursement of funds for payment of benefits to Participants if the Sponsor is Insolvent.

(b) All times during the continuance of this Trust, the principal and income of the Trust shall

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be subject to claims of general creditors of the Sponsor under federal and state law as set forth below.

(i) The Board of Directors and the Chief Executive Officer of the Sponsor shall have the duty to inform Trustee in writing of Sponsor's Insolvency. If a person claiming to be a creditor of the Sponsor alleges in writing to Trustee that Sponsor has become Insolvent, Trustee shall determine whether Sponsor is Insolvent and, pending such determination, Trustee shall discontinue disbursements for payment of benefits to Participants.

(ii) Unless Trustee has actual knowledge of Sponsor's Insolvency, or has received notice from Sponsor or a person claiming to be a creditor alleging that Sponsor is Insolvent, Trustee shall have no duty to inquire whether Sponsor is Insolvent. Trustee may in all events rely on such evidence concerning Sponsor's solvency as may be furnished to Trustee and that provides Trustee with a reasonable basis for making a determination concerning Sponsor's solvency.

(iii) If at any time Trustee has determined that Sponsor is Insolvent, Trustee shall discontinue disbursements for payments to Participants and shall hold the assets of the trust for the benefit of Sponsor's general creditors. Nothing in this Agreement shall in any way diminish any rights of Participants to pursue their rights as general creditors of Sponsor with respect to benefits due under the Plan or otherwise.

(iv) Trustee shall resume disbursement for the payment of benefits to Participants in accordance with this Agreement only after Trustee has determined that Sponsor is not Insolvent (or is no longer Insolvent).

(c) If the Sponsor permits the employees of another member of the same controlled group (as defined in IRC Section 414(b) or (c)) to participate in the Plan, all of the assets held by the Trust will be subject to the claims of the general creditors of both the Sponsor and all of such participating affiliates and, for purposes of Section 13(a), the Sponsor is considered Insolvent if any such affiliate meets the definition of Insolvent.

(d) Provided that there are sufficient assets, if Trustee discontinues the payment of benefits from the Trust pursuant to (a) hereof and subsequently resumes such payments, the first payment following such discontinuance shall include the aggregate amount of all payments due to Participants under the terms of the Plan for the period of such discontinuance, less the aggregate amount of any payments made to Participants by Sponsor in lieu of the payments provided for hereunder during any such period of discontinuance.

Section 14 Amendment or Modification

This Agreement may be amended or modified at any time and from time to time only by an instrument executed by both the Sponsor and the Trustee.

Section 15 Electronic Services

(a) The Trustee may provide communications via electronic media, including, but not limited to NetBenefits, eWorkplace and Fidelity Plan Sponsor Webstation® ("Electronic Services"). The Sponsor agrees to use such Electronic Services only in the course of reasonable administration of or participation in the Plan and to keep confidential and not alter, publish, copy, broadcast, retransmit, reproduce, frame-in, link to, commercially exploit or otherwise redisseminate the Electronic Services, any content associated therewith, or any portion thereof (including, without limitation, any trademarks and service marks associated therewith), without the written consent of the Trustee. Notwithstanding the foregoing, the Trustee acknowledges that certain Electronic Services may, by their nature, be intended for non-commercial, personal

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use by Participants or their beneficiaries, with respect to their participation in the Plan, or for their other retirement or employee benefit planning purposes, and certain content may be intended or permitted to be modified by the Sponsor in connection with the administration of the Plan. In such cases, the Trustee will notify the Sponsor of such fact, and any requirements or guidelines associated with such usage or modification no later than the time of initial delivery of such Electronic Services. To the extent permission is granted to make Electronic Services available to administrative personnel designated by the Sponsor, it shall be the responsibility of the Sponsor to keep the Trustee informed as to which of the Sponsor personnel are authorized to have such access. Except to the extent otherwise specifically agreed by the parties, the Trustee reserves the right, upon notice when reasonably feasible, to modify or discontinue Electronic Services, or any portion thereof, at any time.

(b) Without limiting the responsibilities of the Trustee or the rights of the Sponsor stated elsewhere in this Agreement, Electronic Services shall be provided to the Sponsor without acceptance of legal liability related to or arising out of the electronic nature of the delivery or provision of such Services provided, however, the Trustee shall defend, indemnify and hold the Sponsor harmless from any claims brought by third parties based upon infringement of any patent, copyright, trademark, trade secret or other proprietary right in connection with the Electronic Services furnished under the Agreement. The Sponsor shall promptly notify the Trustee in writing of any such claim. The Sponsor shall give reasonable assistance to the Trustee in defense of any claim, at the Trustee's expense. The Trustee shall have sole control of the defense of any such claim. To the extent that any Electronic Services utilize Internet services to transport data or communications, the Trustee will take, and the Sponsor agrees to follow, reasonable security precautions. However, the Trustee disclaims any liability for interception of any such data or communications. The Trustee reserves the right not to accept data or communications transmitted electronically or via electronic media by the Sponsor or a third party if it determines that the method of delivery does not provide adequate data security, or if it is not administratively feasible for the Trustee to use the data security provided. The Trustee shall not be responsible for, and makes no warranties regarding access, speed or availability of Internet or network services, or any other service required for electronic communication, nor does the Trustee make any warranties, express or implied, and specifically disclaims all warranties of merchantability, fitness for a particular purpose, or non-infringement. The Trustee shall not be responsible for any loss or damage related to or resulting from any changes or modifications to the Electronic Services made in violation of this Agreement.

(c) The Sponsor acknowledges that certain web sites through which the Electronic Services are accessed may be protected by passwords or require a login and the Sponsor agrees that neither the Sponsor nor, where applicable, Participants, will obtain or attempt to obtain unauthorized access to such Services or to any other protected materials or information, through any means not intentionally made available by the Trustee for the specific use of the Sponsor. To the extent that a PIN is necessary for access to the Electronic Services, the Sponsor and/or its Participants, as the case may be, are solely responsible for all activities that occur in connection with such PINs.

(d) The Trustee will provide to Participants the FullView® service via NetBenefits, through which Participants may elect to consolidate and manage any retirement account information available through NetBenefits as well as External Account Information. To the extent not provided by the Trustee or its affiliates, the data aggregation service will be provided by Yodlee.com, Inc. or such other independent provider as the Trustee may select, pursuant to a contract that requires the provider to take appropriate steps to protect the privacy and confidentiality of information furnished by users of the service. The Sponsor acknowledges that Participants who elect to use FullView® must provide passwords and PINs to the provider of data aggregation services. The Trustee will use External Account Information to furnish and support FullView® or other services provided pursuant to this Agreement, and as otherwise directed by the Participant.

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The Trustee will not furnish External Account Information to any third party, except pursuant to subpoena or other applicable law. The Sponsor agrees that the information accumulated through FullView® shall not be made available to the Sponsor, provided, however, that the Trustee shall provide to the Sponsor, upon request, aggregate usage data that contains no personally identifiable information.

Section 16 Assignment

This Agreement, and any of its rights and obligations hereunder, may not be assigned by any party without the prior written consent of the other party(ies), and such consent may be withheld in any party's sole discretion. Notwithstanding the foregoing, Trustee may assign this Agreement in whole or in part, and any of its rights and obligations hereunder, to a subsidiary or affiliate of Trustee without consent of the Sponsor. All provisions in this Agreement shall extend to and are binding upon the parties hereto and their respective successors and permitted assigns.

Section 17 Proprietary Material

Trustee, its vendors and assignees shall retain title to any systems, methods, know-how and materials used in providing the services contemplated herein (including without limitation hardware, software and other procedures and methods, documents or scripts whether written or electronic) (collectively, "Trustee and Third Party Intellectual Property"). Sponsor acknowledges that any such Trustee and Third Party Intellectual Property developed or used by Trustee, its vendors or assignees in providing the services is the proprietary and confidential property of the respective party.

Section 18 Force Majeure

No party shall be deemed in default of this Agreement to the extent that any delay or failure in performance of its obligation(s) results, without its fault or negligence, from any cause beyond its reasonable control, such as acts of God, acts of civil or military authority, acts of terrorism, whether actual or threatened, quarantines, embargoes, epidemics, war, riots, insurrections, fires, explosions, earthquakes, floods, unusually severe weather conditions, power outages or strikes. This clause shall not excuse any of the parties to the Agreement from any liability which results from failure to have in place reasonable disaster recovery and safeguarding plans adequate for protection of all data each of the parties to the Agreement are responsible for maintaining for the Plan.

Section 19 Insurance

Trustee will, during the term of this Agreement, have and maintain in force the following insurance coverage:

(a)Worker's Compensation Insurance, including occupational illness or disease coverage, or other similar social insurance, including self-insurance, in accordance with the laws of the country, state or territory exercising jurisdiction over its employees and Employer's Liability Insurance with a minimum limit sufficient to cover the statutory requirements of such country, state or territory.

(b)Commercial General Liability Insurance, including Contractual Liability, Products, Completed Operations Liability and Personal Injury, and Broad Form Property Damage Liability coverage for damages to any property with a minimum combined single limit of $1,000,000 per occurrence and $5,000,000 umbrella excess liability. Such insurance must name Sponsor as an additional insured with respect to its legal liability arising from Trustee's acts or omissions.

(c)Employee Dishonesty and Computer Fraud coverage for loss arising out of or in connection with any fraudulent or dishonest acts committed by the employees of Trustee, acting alone

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or in collusion with others, including the property and funds of others in their care, custody or control, in a minimum amount of $1,000,000.

(d)Errors and Omissions Liability Insurance covering the legal liability for damages due to error, omissions, negligence of employees and failure of Trustee's products to perform the function or serve the purpose intended in an amount of at least $5,000,000 per wrongful act. Trustee will have and maintain in force Errors and Omissions Liability Insurance for a period of twelve (12) months after termination of this Agreement.

(e)"All Risk" Property insurance covering not less than the full replacement cost of Trustee's personal property while on or at a Sponsor's work location.

The foregoing insurance coverage will be primary and non-contributing with respect to any other insurance or self-insurance which may be maintained by Sponsor. Within (30) calendar days of the effective date of the Agreement, Trustee will cause its insurers to issue certificates of insurance evidencing that the coverage required under this Agreement are maintained in force and that not less than thirty (30) calendar days written notice will be given to Sponsor prior to any materially adverse modification, cancellation or non-renewal of the policies. The insurers selected by Trustee will have an A.M. Best rating of A-IX or better or, if such ratings are no longer available, with a comparable rating from a recognized insurance rating agency. Trustee will assure that its subcontractors, if any, maintain insurance coverage commensurate with their respective scope of services or are endorsed as additional insureds on all required Trustee's coverage.

Section 20 Confidentiality; Safeguarding of Data

Confidential Information

In connection with this Agreement, each of the parties has disclosed and may continue to disclose to the other party information that relates to the disclosing party's business operations, financial condition, employees, former employees, eligible dependents and beneficiaries of such employees and former employees, customers, business associates, products, services or technical knowledge. Except as otherwise specifically agreed in writing by the parties, Trustee and Sponsor each agree that from and after the Effective Date (i) all information communicated to it before or after the Effective Date by the other and identified as confidential or proprietary, (ii) all information identified as confidential or proprietary to which it has access in connection with the services, whether such access was before or after the Effective Date, (iii) all information communicated to it that reasonably should have been understood by the receiving party to be proprietary and confidential to the disclosing party including without limitation technical, trade secret or business information, financial information, business or marketing strategies or plans, product development or customer information, and (iv) the terms and conditions of this Agreement (collectively, the "Confidential Information") will be used only in accordance with this Agreement.

(b) Ownership of Information/Safeguarding Information

Each party's Confidential Information will remain the property of that party except as otherwise expressly provided in this Agreement. Each party will use at least the same degree of care to safeguard and to prevent disclosing to third parties the Confidential Information of the other as it employs to avoid unauthorized disclosure or publication of its own information (or information of its customers) of a similar nature, and in any event, no less than reasonable care. Each party may use and disclose relevant aspects of the other party's Confidential Information to its employees, affiliates, subcontractors and agents to the extent such disclosure is reasonably necessary for the performance of its obligations under this Agreement or the enforcement of its rights under this Agreement; provided, however, that the disclosing party shall ensure that such parties agree to be bound by confidentiality provisions at least as restrictive as those set forth in this Section 20;

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and provided further, however, that in no event shall Sponsor disclose such Confidential Information to direct competitors of the Trustee. Each party will be responsible for any improper disclosure of Confidential Information by such party's employees, affiliates, subcontractors or agents. Neither party will (i) make any use or copies of the Confidential Information of the other except as contemplated by this Agreement, or (ii) sell, assign, lease or otherwise commercially exploit the Confidential Information (or any derivative works thereof) of the other party. Neither party will withhold the Confidential Information of the other party (including in the case of the Sponsor, the Personal Data) or refuse for any reason (including due to the other party's actual or alleged breach of this Agreement) to promptly return to the other party its Confidential Information (including copies thereof) if requested to do so.

(c) Return of Information

Upon expiration or any termination of this Agreement and completion of a party's obligations under this Agreement, each party will return or destroy, as the owner may direct, all documentation in any medium that contains or refers to the other party's Confidential Information; however, each party may retain copies of Confidential Information of the other party solely to the extent required for compliance with applicable professional standards and applicable law.

(d) Exceptions to Confidential Treatment

Sections 20(a), (b) and (c) shall not apply to any particular information that either party can demonstrate (i) was, at the time of disclosure to it (a) already known to the receiving party (and not subject to a pre-existing confidentiality agreement) or (b) publicly known; (ii) after disclosure to it, becomes publicly known through no fault of the receiving party; (iii) was received after disclosure to it from a third party who did not indicate that the information was to be treated as confidential in connection with the disclosure or (iv) was independently developed by the receiving party without use of the Confidential Information of the disclosing party. In addition, a party will not be considered to have breached its obligations under this Section 20 for disclosing Confidential Information of the other party to the extent required to satisfy any valid subpoena, court order, litigation or regulatory request, or any other legal requirement of a competent governmental authority, provided that following receipt of any such request, or making a determination that disclosure is legally required, and to the extent that it may legally do so, such party advises the other party prior to making such disclosure in order that the other party may object to such disclosure, take action to ensure confidential treatment of the Confidential Information, or take such other action as it considers appropriate to protect the Confidential Information. In addition, Trustee will not be considered to have breached its obligations under this Section 20 for using or disclosing Confidential Information to the extent Trustee or an affiliate of the Trustee is specifically authorized by an individual to use that individual's personal information (including plan-related and account-related information applicable to that individual) in connection with any other Trustee products or services.

(e) No Duty to Disclose

Nothing contained in this Section 20 will be construed as obligating a party to disclose its Confidential Information to the other party, or as granting to or conferring on a party, expressly or impliedly, any rights or license to the Confidential Information of the other party provided that Trustee shall be excused from its obligations to perform hereunder to the extent Sponsor fails to provide any such information as is reasonably necessary for Trustee to perform the services and otherwise meet its obligations hereunder.

(f) Personal Data

In order to fulfill its obligations under this Agreement, Trustee may receive in connection with this Agreement or the services provided hereunder personal data, including compensation, benefits, tax, marital/family status and other similar information about participants ("Personal Data"). Trustee acknowledges that it is receiving

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Personal Data only in connection with the performance of the services and Trustee will not use or disclose Personal Data without the permission of the Sponsor for any purpose other than as permitted in this Agreement and in fulfilling its obligations under this Agreement, unless disclosure is required or permitted under this Agreement or by applicable law. With respect to Personal Data it receives under this Agreement, Trustee agrees to (i) safeguard Personal Data in accordance with its privacy policy, and (ii) exercise at least the same standard of care in safeguarding such Personal Data that it uses to protect the personal data of its own employees. Notwithstanding the foregoing, Sponsor may monitor Trustee's interactions with participants, and Sponsor authorizes Trustee to permit third-party prospects of the Trustee to monitor participants' interactions for the purpose of evaluating Trustee's services. Nothing in this Agreement shall affect in any way other product or service arrangements entered into separately by Trustee or its affiliates and the Sponsor and/or participants.

(g) Foreign Data Protection Laws

Sponsor is responsible for any and all activities necessary to ensure compliance with applicable laws regarding data protection outside of the United States and for ensuring that the transfer of Personal Data to Trustee is in compliance with such laws. Sponsor will not transfer any Personal Data to Trustee unless Sponsor has satisfied such laws, such as through the use of consents. Trustee will be entitled to presume that, unless notified to the contrary by Sponsor, activities necessary to ensure compliance with such laws have been satisfied by Sponsor with respect to all Personal Data furnished to Trustee hereunder. Trustee will have no obligation to process any Personal Data if Trustee is on notice that compliance with such laws has not been met.

Section 21 Resolution of Disputes

(a) Informal Dispute Resolution

In the event that there is a dispute, claim, question or difference arising out of or relating to this Agreement or any alleged breach hereof (a "Dispute") (except to the extent such Dispute is covered by Section 21(c) hereof), prior to the initiation of any action in a court of law, the parties will use reasonable efforts to settle such Dispute. During the course of such discussions, all reasonable requests made by one party to another for non-privileged information, reasonably related to the Dispute, will be honored in order that each of the parties may be fully apprised of the other's position. The specific format for such discussions will be left to the discretion of the parties, but may include the preparation of agreed-upon statements of fact or written statements of position.

(b) Non-Binding Mediation

Except as expressly provided otherwise in this Agreement, if the parties do not reach a solution pursuant to the provisions of Section 21(a) within a period of twenty (20) business days, then upon written notice by a party to the other party, the parties will attempt in good faith to resolve the Dispute by non-binding mediation. Formal proceedings for the resolution of a Dispute may not be commenced until the earlier of (i) the good-faith determination by the appropriate senior executives of each party that amicable resolution through continued negotiation of the matter does not appear likely; or (ii) thirty (30) days following the date that the Dispute was first referred to the mediator.

(c) Exceptions to Dispute Resolution Procedure

The provisions of this Section 21 will not be construed to prevent a party from (i) seeking a temporary restraining order or injunctive or other equitable relief with respect to a breach (or attempted or threatened breach) of this Agreement by the other party, or (ii) making any claim or asserting any defense in litigation or other formal proceedings to the extent necessary (A) to avoid the expiration of any applicable limitations

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period, (B) to preserve a superior position with respect to other creditors, or (C) in the case of claims involving third parties, to allow for an expeditious and orderly presentation of a party's claims or defenses.

Section 22 General

(a) Performance by Trustee, its Agents or Affiliates

The Sponsor acknowledges and authorizes that the services to be provided under this Agreement shall be provided by the Trustee, its agents or affiliates, and that certain of such services may be provided pursuant to one or more other contractual agreements or relationships.

(b) Entire Agreement

This Agreement, together with the Schedules referenced herein, contains all of the terms agreed upon between the parties with respect to the subject matter hereof. This Agreement supersedes any and all other agreements, written or oral, made by the parties with respect to the services.

(c) Waiver

No waiver by either party of any failure or refusal to comply with an obligation hereunder shall be deemed a waiver of any other obligation hereunder or subsequent failure or refusal to comply with any other obligation hereunder.

(d) Successors and Assigns

The stipulations in this Agreement shall inure to the benefit of, and shall bind, the successors and assigns of the respective parties.

(e) Partial Invalidity

If any term or provision of this Agreement or the application thereof to any person or circumstances shall, to any extent, be invalid or unenforceable, the remainder of this Agreement, or the application of such term or provision to persons or circumstances other than those as to which it is held invalid or unenforceable, shall not be affected thereby, and each term and provision of this Agreement shall be valid and enforceable to the fullest extent permitted by law.

(f) Section Headings

The headings of the various sections and subsections of this Agreement have been inserted only for the purposes of convenience and are not part of this Agreement and shall not be deemed in any manner to modify, explain, expand or restrict any of the provisions of this Agreement.

(g) Communications

In the event that the Sponsor retains any responsibility for delivering Participant communications to some or all Participants and beneficiaries, the Sponsor agrees to furnish the communications to such Participants in a timely manner as determined under applicable law.

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The provisions of this Agreement shall apply to all information provided and all Participant communications prepared and delivered by the Sponsor or the Trustee during the implementation period prior to the execution date of this Agreement and throughout the term set forth in this Agreement.

(h) Auto-Debit

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Notwithstanding anything herein to the contrary, Sponsor hereby directs Trustee to request and receive payments in connection with contributions, loan repayments, and other payments made to the Plan through the ACH via an electronic funds transfer from Sponsor's bank account as the Sponsor shall direct Trustee in writing. Sponsor agrees that it shall be solely responsible for assuring that Trustee is in receipt of the information necessary to effectuate the transfer of funds pursuant to this paragraph and that the bank account described under this paragraph or any subsequent directions to the Trustee contains sufficient funds to satisfy Trustee's ACH request. Funds received via an electronic funds transfer will be credited to Participant's accounts the day they are received by Trustee, if received prior to the close of the NYSE's business day.

(i) Survival

Trustee's and Sponsor's respective obligations under this Agreement, which by their nature would continue beyond the termination of this Agreement, including but not limited to those contained in Sections "Indemnification" and "Confidentiality; Safeguarding of Data" shall survive any termination of the Agreement.

(j) Sponsor Authorization

Sponsor understands, acknowledges and agrees that (i) Trustee utilizes omnibus accounts at unaffiliated banks for money movement into and out of investment options in defined contribution plans, and (ii) Trustee acts as agent for the Plan with respect to such accounts and generally invests the funds awaiting settlement of transactions or clearance of disbursements in short-term investments.

Sponsor hereby authorizes Trustee, in accordance with the foregoing process, to (i) commingle funds in transit to or from the Plan with other plans' funds for transaction accounts, (ii) invest overnight omnibus transaction account balances in short-term investments, (iii) use float earnings to pay bank fees and make other required adjustments, and (iv) retain net float earnings attributable to the Plan. Trustee shall be responsible for paying any bank fees that are not covered by earnings generated by the omnibus accounts.

For purposes of the foregoing, net float earnings shall be determined by subtracting from gross float earnings any fees charged by the banks in connection with such accounts. Gross float earnings will also be subject to adjustments arising in connection with an omnibus trading process.

Neither the Sponsor nor the Plan shall be liable for any diminution in the value of such overnight investments. Provided that the Sponsor has provided timely funding, neither the Sponsor nor the Plan shall be responsible for any failure to settle or clear from such omnibus accounts any proper or timely trade or disbursement if such failure results from a decrease in the value, or temporary inaccessibility of funds attributable to either the use of a specific bank or the overnight investment of balances from such accounts.

Section 23 Authorization To Make Available Comprehensive Employee Solutions

Notwithstanding any provision of the Agreement to the contrary, Sponsor hereby authorizes Trustee, Fidelity Brokerage Services LLC ("FBS"), and other affiliates of the Trustee, throughout the term of this Agreement and any extensions thereto, to provide and/or offer personal and/or workplace services, tools, programs, and products (collectively, "Comprehensive Employee Solutions") to any and all persons with respect to whom the Trustee receives any information hereunder, including Comprehensive Employee Solutions unrelated to retirement or employment and the Trustee may use for such purpose any information received hereunder. Any information collected by the Trustee in the course of providing Comprehensive Employee Solutions may be retained and used by the Trustee, FBS, or Trustee affiliates after the termination of this Agreement. All information shall be treated in accordance with Trustee's privacy policy. Trustee shall provide Sponsor with a schedule and overview of the anticipated Comprehensive Employee Solutions communications on an annual basis. If any material enhancements or modifications are planned for anticipated communications,

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beyond those outlined in such schedule, Trustee shall provide Sponsor with prior notice of any such enhancements or modifications. Sponsor may request that Trustee cease delivery of a specific Comprehensive Employee Solutions communication through written notice to Trustee, provided that the Trustee must receive notice of such request allowing it reasonable time to stop such communication. Participants who request that Trustee discontinue communications related to Comprehensive Employee Solutions other than workplace-related offerings shall be permitted to do so in accordance with industry rules and practices and through various means that may be specific by communication medium. With respect to any product or service made available directly to individuals by Trustee or its affiliates pursuant to Sponsor's authorization in this Section 22 and not as part of Trustee's servicing of the Plan in accordance with the remaining terms of this Agreement, Trustee shall defend, indemnify and hold harmless Sponsor against any claim brought by any such individual alleging (i) liability on account of Sponsor's endorsement of such products or services, or (ii) that actions taken by Trustee or its affiliates in the marketing, sale or servicing of any such products or services were (A) negligent, fraudulent, misleading, or inaccurate, (B) in violation of applicable securities law, regulation, or securities regulatory organization rules, or (C) in breach of the terms of any agreement(s) entered into between such individual and Trustee (or its affiliate) with respect to such products or services. Sponsor shall be solely responsible for (i) ensuring that its authorizations in this Section 23 comply with all laws, policies and contracts to which the Sponsor is subject, and (ii) any misrepresentations of any such products or services by the Sponsor's employees or other representatives.

Section 24 Situs of Trust Assets

The Sponsor and the Trustee agree that no assets of the Trust shall be located or transferred outside of the United States.

Section 25 Governing Law

(a) Massachusetts Law Controls

This Agreement is being made in the Commonwealth of Massachusetts, and the Trust shall be administered as a Massachusetts trust. The validity, construction, effect, and administration of this Agreement shall be governed by and interpreted in accordance with the laws of the Commonwealth of Massachusetts, except to the extent those laws are superseded under section 514 of ERISA**.**

(b) Trust Agreement Controls

The Trustee is not a party to the Plan, and in the event of any conflict between the provisions of the Plan and the provisions of this Agreement, the provisions of this Agreement shall control.

Section 26 Non-Resident Aliens

Sponsor hereby represents and warrants that no non-resident aliens are, or will be, allowed to participate in the Plan at any time during the term of this Agreement.

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IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their duly authorized officers as of the day and year first above written. By signing below, the undersigned represent that they are authorized to execute this Agreement on behalf of the respective parties. Each party may rely without duty of inquiry on the foregoing representation.

CONVERGYS CORPORATION

By: ______________________________
Authorized Signatory

Name: ____________________________

Title: ____________________________

Date: ____________________________

FIDELITY MANAGEMENT TRUST COMPANY

By: ______________________________
FMTC Authorized Signatory

Name: ____________________________

Title: ____________________________

Date: ____________________________

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SCHEDULES

SCHEDULE A – *Recordkeeping and Administrative Services*

ADMINISTRATION

(a) Establishment and maintenance of Participant account and election percentages.

(b) Maintenance of the Plan investment options set forth on Schedule C.

(c) Maintenance of the money classifications set forth in the Plan Administration Manual.

(d) The Trustee will provide the recordkeeping and administrative services set forth on this Schedule A or as otherwise agreed to in writing (or by means of a secure electronic medium) between Sponsor and Trustee. The Trustee may unilaterally add or enhance services, provided there is no impact on the fees set forth in Schedule B.

PARTICIPANT SERVICES

(a) Participant service representatives are available each Business Day at the times set forth in the Plan Administration Manual via toll free telephone service for Participant inquiries and transactions.

(b) Through the automated voice response system and on-line account access via the World Wide Web, Participants have virtually 24 hour account inquiry. Through on-line account access via the World Wide Web, Participants also have virtually 24 hour transaction capabilities.

(c) For security purposes, all calls are recorded. In addition, several levels of security are available including the verification of a PIN or such other personal identifier as may be agreed to from time to time by the Sponsor and the Trustee.

(d) The following services are available via the telephone or such other electronic means as may be agreed upon from time to time by the Sponsor and the Trustee:

(i) Process Participant enrollments, in accordance with the procedures set forth in the Plan Administration Manual.

(ii) Provide Plan investment option information.

(iii) Provide and maintain information and explanations about Plan provisions.

(iv) Respond to requests for literature.

(v) Maintain and process changes to Participants' contribution allocations for all money sources, if applicable.

(vi) Process exchanges (transfers) between investment options on a daily basis.

PLAN ACCOUNTING

(a) Process consolidated payroll contributions according to the Sponsor's payroll frequency via

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Fidelity Plan Sponsor Webstation® or other medium permitted by the Trustee. The data format will be provided by the Trustee.

(b) Maintain and update employee data necessary to support Plan administration. The data will be submitted according to payroll frequency.

(c) Provide daily Plan and Participant level accounting for all Plan investment options.

(d) Provide daily Plan and Participant level accounting for all money classifications for the Plan.

(e) Audit and reconcile the Plan and Participant accounts daily.

(f) Reconcile and process Participant withdrawal requests and distributions as approved and directed by the Sponsor. All requests are paid based on the current market values of Participants' accounts, not advanced or estimated values. A distribution report will accompany each check.

(g) Maintain and process changes to Participants' existing hypothetical investment mix elections.

PARTICIPANT REPORTING

(a) Provide confirmation to Participants of all Participant initiated transactions either online or via the mail. Online confirms are generated upon submission of a transaction and mail confirms are available by mail generally within five (5) calendar days of the transaction.

(b) Provide Participant statements in accordance with the procedures set forth in the Plan Administration Manual.

PLAN REPORTING

Prepare, reconcile and deliver a monthly Trial Balance Report presenting all money classes and investments. This report is based on the market value as of the last business day of the month. The report will be delivered not later than twenty (20) calendar days after the end of each month in the absence of unusual circumstances.

GOVERNMENT REPORTING

(a) Provide federal and state tax reporting and withholding on benefit payments made to Participants and beneficiaries in accordance with this Agreement.

(b) Provide Mutual Fund tax reporting (Forms 1099 DIV. and 1099-B) to the Sponsor.

COMMUNICATION & EDUCATION SERVICES

(a) Design, produce and distribute a customized comprehensive communications program for employees. The program may include multimedia informational materials, investment education and planning materials, access to Fidelity's homepage on the internet and STAGES magazine. Additional fees for such services may apply as mutually agreed upon between Sponsor and Trustee.

(b) Provide Portfolio Review an internet-based educational service for Participants that

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generates target asset allocations and model portfolios customized to investment options in the Plan based upon methodology provided by Strategic Advisers, Inc., an affiliate of the Trustee.

OTHER

(a) Fidelity Plan Sponsor Webstation®: The Fidelity Participant Recordkeeping System is available on-line to the Sponsor via the Fidelity Plan Sponsor Webstation®. PSW® is a graphical, Windows-based application that provides current Plan and Participant-level information, including indicative data, account balances, activity and history. The Sponsor agrees that PSW® access will not be granted to third parties without the prior consent of the Trustee.

(b) Change of Address by Telephone: The Trustee shall allow Participants as directed by the Sponsor and documented in the Plan Administration Manual, to make address changes via Fidelity's toll-free telephone service.

CONVERGYS CORPORATION	**FIDELITY MANAGEMENT TRUST COMPANY**
By: ______________________________ Authorized Signatory	By: ______________________________ FMTC Authorized Signatory
Name: ____________________________	Name: ____________________________
Title: _____________________________	Title: _____________________________
Date: _____________________________	Date: _____________________________

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SCHEDULE B – *Fee Schedule*

Annual Recordkeeping Fee: $10,000 per year billed and payable on a quarterly basis.

Non-Fidelity Mutual Funds: Payments made directly to Fidelity Investments Institutional Operations Company, Inc. (FIIOC) or its affiliates by Non-Fidelity Mutual Fund vendors shall be posted and updated quarterly on Fidelity Plan Sponsor Webstation® at https://psw.fidelity.com or a successor site.

DRO Qualification: This service will commence only after the Trustee receives the Service Authorization Agreement executed by a legally authorized representative of the Sponsor. The "standard" Order review fee is $1,200. A "standard" DRO is an order that references one defined contribution plan only. The fee for a "complex" Order is $1,800. A "complex" Order is an Order that references a defined benefit plan or multiple plans (defined benefit and/or defined contribution, in any combination). Any revisions to these fees will be reflected in an updated Service Authorization Agreement for the DRO qualification service which will be provided by the Trustee to the Sponsor for execution.

Stock Administration Fee:

To the extent that assets are invested in Sponsor Stock and Cincinnati Bell Common Stock, .10% of such assets in the Trust payable pro rata quarterly on the basis of such assets as of the calendar quarter's last valuation date, but no less than $10,000 per year nor more than $35,000 per year.

Commissions:

Fidelity Brokerage Services LLC shall be entitled to remuneration in the amount of no more than $0.029 commission on each share of Sponsor Stock and Cincinnati Bell Common Stock. Any increase in such remuneration may be made only by written agreement between the Sponsor and Trustee.

Other Fees:

- Other Fees: separate charges may apply for extraordinary expenses resulting from large numbers of simultaneous manual transactions, from errors not caused by Fidelity, reports not contemplated in this Agreement, corporate actions, audit support in excess of the standard and customary hours allotted for the annual financial statement audit, or the provision of communications materials in hard copy which are also accessible to participants via electronic services in the event that the provision of such material in hard copy would result in an additional expense deemed to be material. The Administrator may withdraw reasonable administrative fees from the Trust by written direction to Fidelity.

Note: These fees are based on the Plan characteristics, asset configuration, net cash flow, fund selection and number of Participants existing as of the date of this agreement. In the event that one or more of these factors changes significantly, fees may be subject to change after discussion and mutual agreement of the parties. Significant changes in the legal and regulatory environment would also prompt discussion and potential fee

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changes.

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CONVERGYS CORPORATION	**FIDELITY MANAGEMENT TRUST COMPANY**
By: ________________________________ Authorized Signatory	By: ________________________________ FMTC Authorized Signatory
Name: ______________________________	Name: ______________________________
Title: ______________________________	Title: ______________________________
Date: ______________________________	Date: ______________________________

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SCHEDULE C – *Investment Options*

In accordance with Section 5(b), the Sponsor hereby directs the Trustee that Participants' individual hypothetical accounts may be invested in the following investment options:

Fidelity Dividend Growth (frozen to new contributions and exchanges in)
Fidelity Freedom 2000 Fund®
Fidelity Freedom 2005 Fund®
Fidelity Freedom 2010 Fund®
Fidelity Freedom 2015 Fund®
Fidelity Freedom 2020 Fund®
Fidelity Freedom 2025 Fund®
Fidelity Freedom 2030 Fund®
Fidelity Freedom 2035 Fund®
Fidelity Freedom 2040 Fund®
Fidelity Freedom 2045 Fund®
Fidelity Freedom 2050 Fund®
Fidelity Freedom Income Fund®
Fidelity® Growth Company Fund
Fidelity® High Income Fund
Fidelity® Money Market Trust Retirement Money Market Portfolio
Fidelity® Puritan® Fund
Spartan® 500 Index - Investor Class
American Funds EuroPacific Growth Fund Class R4
Cincinnati Bell Common Stock (frozen to new investments, except for reinvestment of dividends)
Convergys Corporation Shares (frozen to new investments, except for reinvestment of dividends)
Davis New York Venture Fund Class Y
Hotchkis and Wiley Mid-Cap Value Fund Class I
MFS Value Fund Class R4
Morgan Stanley Institutional Small Company Growth Fund Class I
PIMCO Total Return Fund Institutional Class
Rainier Small/Mid Cap Equity Portfolio Fund Class Institutional
Royce Total Return Fund Investment Class

The Sponsor hereby directs the Trustee to add any additional Fidelity Freedom Funds® as permissible investment options as they are launched, such funds being available to Participants as of the open of trading on the NYSE on their respective inception dates or as soon thereafter as administratively possible, unless otherwise directed by the Sponsor.

The Sponsor hereby directs that for Plan assets allocated to a Participant's account, the investment option referred to in Section 5(c) shall be the Fidelity Freedom Fund® determined according to a methodology selected by the Sponsor and communicated to the Trustee in writing. In the case of assets not allocated to Participants accounts, the termination or reallocation of an investment option, the Plan's default investment

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shall be Fidelity® Money Market Trust Retirement Money Market Portfolio.

The Sponsor hereby directs the Trustee to update the methodology (i.e., date ranges) as additional Fidelity Freedom Funds® are launched and added in accordance with the above. Such updates will be made to the service as soon as administratively feasible following the launch of future Fidelity Freedom Funds®, unless otherwise directed by the Sponsor.

CONVERGYS CORPORATION

By: ________________________________
Authorized Signatory

Name: ______________________________

Title: ______________________________

Date: ______________________________

SAMPLE DIRECTION LETTER

[Employer's Letterhead]

Fidelity Workplace Service LLC
PWI Risk & Compliance
82 Devonshire Street, V6D
Boston, MA 02109

***Re*: <u>Investment Instructions for Rabbi Trust Assets</u>**

Dear [Insert Names]:

The Participants under the Convergys Corporation Executive Deferred Compensation Plan and the Convergys Corporation Deferred Compensation Plan For Non-Employee Directors ("Plan") have the right to direct the investment of their Plan account in hypothetical investment options, which are currently based on (i) Mutual Funds; and (ii) the Stock Fund. Fidelity Management Trust Company has agreed pursuant to a Trust Agreement with Convergys Corporation dated December 23, 2011, to receive such Participant directions.

The Sponsor hereby directs the Trustee to invest funds contributed to the rabbi trust in a manner which corresponds directly to elections made by Participants under the Plan. The Sponsor hereby directs the Trustee to vote the shares of Fidelity and Non-Fidelity Mutual Funds and vote and/or tender shares of Sponsor Stock as directed by the Sponsor.

These procedures will remain in effect until a revised instruction letter is provided by the Sponsor and accepted by the Trustee.

Sincerely,

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Authorized Signatory

Enclosures:

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AMENDMENT TO
CONVERGYS CORPORATION EXECUTIVE DEFERRED COMPENSATION PLAN

The Convergys Corporation Executive Deferred Compensation Plan (the "Plan") 1s hereby amended effective as of April 1, 2011 to reflect a change in the matching contribution.

Section 4.2(b) of the Plan is hereby amended to read as follows:

(b) Amount of Companv Match for Basic Salarv and Annual Cash Incentive Award Deferrals When Deferral Date Occurs On or After April l, 2011. The Company match to be credited to a Key Employee's Account by reason of any Basic Salary and Annual Cash Incentive Award deferrals made with respect to any deferral date that occurs on or after April I, 2011 shall be the lesser of:

(I) the result obtained (not less than zero) by subtracting the Key Employee's Maximum 40l(m) Match for such deferral date from 3% of the Key Employee's Total Compensation for such deferral date; or

(2) 100% of the first 3% of the amount of the Basic Salary and Annual Cash Incentive Award deferred by the Key Employee pursuant to the Plan as of such deferral date.

IN ORDER TO ADOPT THIS PLAN AMENDMENT, Convergys Corporation, the sponsor of the Plan, has caused its name to be subscribed to this Plan amendment.

CONVERGYS CORPORATION

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AMENDMENT TO
CONVERGYS CORPORATION PENSION PLAN
(EGTRRA RESTATEMENT)

Convergys Corporation Pension Plan is hereby amended effective as of December 31, 2011 to clarify the Participants who prior to December 31, 2011 were entitled to a death benefit under Section 11.2 and to eliminate the death benefit for all remaining eligible Participants as of December 31, 2011:

The last sentence of Section 11.2 is deleted and the following is added to the end thereof:

Notwithstanding any other provision of this Section 11.2 to the contrary, no death benefit shall be payable under this Section 11.2 to any person claiming by or through a Participant described in the immediately preceding sentence who dies after December 30, 2000. Notwithstanding any other provision of this Section 11.2 to the contrary, no death benefit shall be payable under this Section 11.2 to any person claiming by or through a Participant who (i) was a Participant on January 1, 1999, (ii) was not an employee on December 30, 2000 and (iii) who dies after December 31, 2011.

IN WITNESS WHEREOF, Convergys Corporation has hereunto caused its name to be subscribed this 29th day of June, 2011.

CONVERGYS CORPORATION

By________________________

Title: Chief Executive Officer,
Convergys Corporation

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AMENDMENT TO
CONVERGYS CORPORATION 2008 LONG TERM INCENTIVE PLAN

Convergys Corporation (the "Corporation") maintains the Convergys Corporation 2008 Long Term Incentive Plan (the "Plan") and has reserved the right to amend the Plan from time to time.

Recital

Whereas, the Compensation and Benefits Committee (the ·'Committee") of the Board of Directors of Convergys Corporation approved awards on June 3, 2010 containing terms specifying the effect of a change of control of the Corporation, and authorized actions necessary to effect those awards. Therefore, the Corporation hereby formally documents a Plan amendment regarding the Committee's authority to specify the affect of a change of control on the award.

Amendment

Now therefore, a new Section 13.5 is added to the Plan reading as follows.

13.5 Notwithstanding any provision to the contrary specified in Section 13.1 above or in the second sentence of Section 13.3 above, the Committee shall have the right to specify, in the terms of any award granted by the Committee under the Plan, rules that set forth the effect of a Change of Control on such award that differ from the Change of Control rules otherwise provided under Section 13.1 above and under the second sentence of Section 13.3 above. If the Committee exercises such discretion by prescribing in the terms of any award granted under the Plan specific rules that concern the effect of a Change of Control on such award, then, with respect to such award, the Change of Control rules set forth in the terms of such award shall be controlling over (and render null and void) the Change of Control rules set forth in Section 13.1 above and the second sentence of Section 13.3 above.

IN ORDER TO ADOPT THIS PLAN AMENDMENT, the Assistant Secretary of the Corporation, has caused its name to be subscribed to this Plan amendment on January 28, 2011.

CONVERGYS CORPORATION

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Exhibit 12 - Ratio of Earnings to Fixed Charges

CONVERGYS CORPORATION
Computation of Ratio of Earnings to Combined Fixed Charges and Preferred Dividends
(Amounts in millions)

	For the Twelve Months Ended 12/31/2011	For the Twelve Months Ended 12/31/2010	For the Twelve Months Ended 12/31/2009	For the Twelve Months Ended 12/31/2008	For the Twelve Months Ended 12/31/2007
Income before income taxes, extraordinary charges and cumulative effect of change in accounting principle	328.3	(74.7)	84.5	146.5	182.4
Adjustment for undistributed (income)/losses of partnerships, net of distributions	10.5	(11.5)	(1.0)	3.5	(5.5)
Interest expense	16.1	19.5	28.9	22.5	16.8
Portion of rental expense deemed interest	26.3	27.3	29.6	27.3	27.3
Total earnings	381.2	(39.4)	142.0	199.8	221.0
Fixed Charges:					
Interest expense	16.1	19.5	28.9	22.5	16.8
Portion of rental expense deemed interest	26.3	27.3	29.6	27.3	27.3
Total fixed charges	42.4	46.8	58.5	49.8	44.1
Preferred dividends:					
Preferred dividends	—	—	—	—	—
Combined fixed charges and preferred dividends	42.4	46.8	58.5	49.8	44.1
Ratio of Earnings to Fixed Charges	9.0	(0.8)	2.4	4.0	5.0
Ratio of Earnings to Combined Fixed Charges and Preferred Dividends	9.0	(0.8)	2.4	4.0	5.0

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Exhibit 21 to 2011 10-K

Convergys Corporation Direct and Indirect Subsidiaries
As of 12/31/2011

Entity Name	Jurisdiction
Convergys Corporation	**Ohio**
Convergys Information Management Group Inc.	Ohio
Convergys CMG Utah Inc. (15%)	Utah
Convergys IMG International Services Inc.	Ohio
Convergys Information Management (India) Private Limited (1%)	India
Convergys Mexico S. de R. L. de C. V. (1%)	Mexico
Convergys IMG do Brasil Ltda (99%)	Brazil
Convergys Information Management Group (Singapore) Pte. Ltd	Singapore
Shanghai Hong Xun Software Co., Ltd.	Peoples Republic of China
Shanghai Hong Xun Information Technology Co., Ltd.	Peoples Republic of China
Convergys IMG (M) Sdn. Bhd.	Malaysia
Convergys Singapore Operations Pte. Ltd.	Singapore
Convergys Singapore Pte. Ltd.	Singapore
Convergys Cyprus Limited	Cyprus
Nodisko Trading Limited	Cyprus
Rosas Limited	Cyprus
Convergys Cellular Systems Company	Ohio
Convergys France SAS	France
Convergys Germany GmbH	Germany
Convergys Hong Kong Limited	Hong Kong
Convergys IMG Australia Pty Ltd (99.98%)	Australia
Convergys IMG International Inc.	Ohio
Convergys IMG Australia Pty Ltd (0.02%)	Australia
Convergys IMG do Brasil Ltda (1%)	Brazil
PT. Convergys Indonesia (1%)	Indonesia
Convergys IMG Spain, S.L.	Spain
Convergys Information Management (India) Private Limited (99%)	India
Convergys Information Management Services Limited	Korea
Convergys Mexico S. de R. L. de C. V. (99%)	Mexico
Convergys (Thailand) Co., Ltd.	Thailand
PT. Convergys Indonesia (99%)	Indonesia
Ceon Corporation	California
Ceon International Corporation	Delaware
Convergys Customer Management Group Inc.	Ohio
Convergys EC Inc.	Ohio
Convergys Funding Inc.	Kentucky
Convergys CMG Insurance Services LLC	Ohio
Convergys Customer Management Colombia S.A.S.	Colombia

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Convergys Customer Management Mexico S. de R.L. de C.V. (99%)	Mexico
Convergys Employee Care Colombia Limitada (99%)	Colombia

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Convergys Employee Care Puerto Rico, LLC	Puerto Rico
Convergys India Services Private Limited (99%)	India
Convergys International Solutions (Mauritius) Limited	Mauritius
Convergys International B.V.	Netherlands
Convergys Philippines Services Corporation	Philippines
Convergys Singapore Holdings Pte. Ltd.	Singapore
Convergys EMEA Limited (70%)	United Kingdom
Convergys IMG Ltd	United Kingdom
Convergys Egypt LLC (1%)	Egypt
Convergys Egypt LLC (99%)	Egypt
Convergys Solutions Ltd. (30%)	Israel
Intervoice, LLC (30%)	Texas
Encore Receivable Management, Inc.	Kansas
Finali Corporation	Delaware
Convergys Learning Solutions Inc.	Delaware
Learning Byte International, Inc	Minnesota
DigitalThink (India) Pvt. Ltd.	India
Convergys Customer Management Group Canada Holding Inc. (0.16%)	Delaware
Horn Interactive Inc.	Ohio
Convergys Customer Management Belgium SA (0.04%)	Belgium
Convergys Customer Management International Inc.	Ohio
Convergys Employee Care Colombia Limitada (1%)	Colombia
Convergys Korea Limited (51%)	Korea
Convergys CMG UK Limited	United Kingdom
Convergys Customer Management Belgium SA (99.96%)	Belgium
Convergys Customer Management Mexico S. de R.L. de C.V. (1%)	Mexico
Convergys Customer Management Netherlands B.V.	Netherlands
Convergys Services Denmark ApS	Denmark
Convergys Customer Management Group Canada Holding Inc. (99.84%)	Delaware
CCM Limited Partner ULC	Nova Scotia, Canada
Convergys CMG Canada Limited Partnership (99% LP)	Manitoba, Canada
Convergys New Brunswick, Inc.	New Brunswick, Canada
Convergys CMG Canada Limited Partnership (1% GP)	Manitoba, Canada
Convergys Customer Management Delaware LLC	Delaware
Convergys CMG Utah Inc. (85%)	Utah
Intervoice, LLC (70%)	Texas
Edify LLC	Delaware
Edify Holding Company, Inc.	Delaware
Intervoice-Brite Inc.	Texas
Intervoice GP, Inc.	Nevada
Intervoice Limited Partnership (1%)	Nevada
Intervoice LP, Inc.	Nevada
Intervoice Limited Partnership (99%)	Nevada

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Intervoice Acquisition Subsidiary II, Inc.	Nevada
Intervoice Acquisition Subsidiary, Inc.	Nevada

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Subsidiary	Jurisdiction
Intervoice Colombia Ltda. (6%)	Colombia
Intervoice do Brasil Comerico Servicos e Partipacoes Ltda. (0.1%)	Brazil
Intervoice Colombia Ltda. (94%)	Colombia
Intervoice de Brasil Comerico Services e Partipacoes Ltda. (99.9%)	Brazil
Brite Voice Systems, LLC	Kansas
Intervoice Pte Ltd.	Singapore
Intervoice Brite (Pty) Ltd.	South Africa
BVSI, Inc.	Delaware
Intervoice Limited	United Kingdom
Intervoice GmbH	Germany
Convergys Broadband Asia Pte. Ltd.	Singapore
Convergys Japan K.K.	Japan
Convergys Broadband Taiwan Limited	Taiwan
Convergys Israel Investments, Ltd.	Israel
Convergys Solutions Ltd. (70%)	Israel
Convergys CSL Danismanlik Hizmeleri Limited Sirketi (99%)	Turkey
Convergys Solutions Australia Pty Ltd.	Australia
Convergys CSL Danismanlik Hizmetleri Limited Sirketi (1%)	Turkey
Convergys EMEA Ltd (6%)	United Kingdom
Asset Ohio Fourth Street LLC	Ohio
Convergys Government Solutions LLC	Ohio
Convergys India Services Private Limited (1%)	India
Convergys Software Service (Beijing) Ltd.	Peoples Republic of China
Convergys EMEA Ltd (23%)	United Kingdom

• All subsidiaries conduct business under their legal name.

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Consent of Independent Registered Public Accounting Firm

We consent to the incorporation by reference in the following Registration Statements:

(1) Registration Statement (Form S-4 No. 333-161586) of Convergys Corporation,
(2) Registration Statement (Form S-3 No. 333-150856) of Convergys Corporation,
(3) Registration Statement (Form S-8 No. 333-165385) pertaining to Convergys Corporation Salary Stock Unit Award Agreement with an Employee, Restricted Stock Unit Award Agreement with an Employee, and Stand Alone Stock Option Award,
(4) Registration Statement (Form S-8 No. 333-96735) pertaining to Convergys Corporation Executive Deferred Compensation Plan,
(5) Registration Statement (Form S-8 No. 333-111209) pertaining to Convergys Corporation Employee Stock Purchase Plan,
(6) Registration Statement (Form S-8 No. 333-96733) pertaining to Convergys Corporation Retirement and Savings Plan,
(7) Registration Statement (Form S-8 No. 333-96729) pertaining to Convergys Corporation Deferred Compensation and Option Gain Deferral Plan for Non-Employee Directors,
(8) Registration Statement (Form S-8 No. 333-96727) pertaining to Convergys Corporation 1998 Long Term Incentive Plan,
(9) Registration Statement (Form S-8 No. 333-86137) pertaining to Convergys Corporation Canadian Employee Share Purchase Plan, and
(10) Registration Statement (Form S-8 No. 333-66992) pertaining to Geneva Technology Limited Unapproved Share Option Scheme 1998 of Convergys Corporation;

of our reports dated February 22, 2012, with respect to the consolidated financial statements and schedule of Convergys Corporation and the effectiveness of internal control over financial reporting of Convergys Corporation included in this Annual Report (Form 10-K) of Convergys Corporation for the year ended December 31, 2011.

/s/ Ernst & Young LLP
Ernst & Young LLP
Cincinnati, Ohio
February 22, 2012

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POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, CONVERGYS CORPORATION, an Ohio corporation (hereinafter referred to as the "Company"), proposes shortly to file with the Securities and Exchange Commission under the provisions of the Securities Exchange Act of 1934, as amended, and the Rules and Regulations thereunder, an annual report on Form 10-K for the year ended December 31, 2011; and

WHEREAS, the undersigned is a director of the Company;

NOW, THEREFORE, the undersigned hereby constitutes and appoints Philip A. Odeen, Jeffrey H. Fox, and Thomas L. Monahan III and each of them singly, his attorneys for him and in his name, place and stead, and in his office and capacity in the Company, to execute and file such annual report on Form 10-K, and thereafter to execute and file any amendments or supplements thereto, hereby giving and granting to said attorneys full power and authority to do and perform each and every act and thing whatsoever requisite and necessary to be done in and about the premises as fully to all intents and purposes as he might or could do if personally present at the doing thereof, hereby ratifying and confirming all that said attorneys may or shall lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 8th day of February, 2012.

____
John F. Barrett
Director

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POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, CONVERGYS CORPORATION, an Ohio corporation (hereinafter referred to as the "Company"), proposes shortly to file with the Securities and Exchange Commission under the provisions of the Securities Exchange Act of 1934, as amended, and the Rules and Regulations thereunder, an annual report on Form 10-K for the year ended December 31, 2011; and

WHEREAS, the undersigned is a director of the Company;

NOW, THEREFORE, the undersigned hereby constitutes and appoints Philip A. Odeen, Jeffrey H. Fox, and Thomas L. Monahan III and each of them singly, his attorneys for him and in his name, place and stead, and in his office and capacity in the Company, to execute and file such annual report on Form 10-K, and thereafter to execute and file any amendments or supplements thereto, hereby giving and granting to said attorneys full power and authority to do and perform each and every act and thing whatsoever requisite and necessary to be done in and about the premises as fully to all intents and purposes as he might or could do if personally present at the doing thereof, hereby ratifying and confirming all that said attorneys may or shall lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 9th day of February, 2012.

____
Willard W. Brittain, Jr.
Director

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POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, CONVERGYS CORPORATION, an Ohio corporation (hereinafter referred to as the "Company"), proposes shortly to file with the Securities and Exchange Commission under the provisions of the Securities Exchange Act of 1934, as amended, and the Rules and Regulations thereunder, an annual report on Form 10-K for the year ended December 31, 2011; and

WHEREAS, the undersigned is a director of the Company;

NOW, THEREFORE, the undersigned hereby constitutes and appoints Philip A. Odeen, Jeffrey H. Fox, and Thomas L. Monahan III and each of them singly, his attorneys for him and in his name, place and stead, and in his office and capacity in the Company, to execute and file such annual report on Form 10-K, and thereafter to execute and file any amendments or supplements thereto, hereby giving and granting to said attorneys full power and authority to do and perform each and every act and thing whatsoever requisite and necessary to be done in and about the premises as fully to all intents and purposes as he might or could do if personally present at the doing thereof, hereby ratifying and confirming all that said attorneys may or shall lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 14th day of February, 2012.

____
Richard R. Devenuti
Director

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POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, CONVERGYS CORPORATION, an Ohio corporation (hereinafter referred to as the "Company"), proposes shortly to file with the Securities and Exchange Commission under the provisions of the Securities Exchange Act of 1934, as amended, and the Rules and Regulations thereunder, an annual report on Form 10-K for the year ended December 31, 2011; and

WHEREAS, the undersigned is a director of the Company;

NOW, THEREFORE, the undersigned hereby constitutes and appoints Philip A. Odeen and Thomas L. Monahan III and each of them singly, his attorneys for him and in his name, place and stead, and in his office and capacity in the Company, to execute and file such annual report on Form 10-K, and thereafter to execute and file any amendments or supplements thereto, hereby giving and granting to said attorneys full power and authority to do and perform each and every act and thing whatsoever requisite and necessary to be done in and about the premises as fully to all intents and purposes as he might or could do if personally present at the doing thereof, hereby ratifying and confirming all that said attorneys may or shall lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 14th day of February, 2012.

____
Jeffrey H. Fox
Director

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POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, CONVERGYS CORPORATION, an Ohio corporation (hereinafter referred to as the "Company"), proposes shortly to file with the Securities and Exchange Commission under the provisions of the Securities Exchange Act of 1934, as amended, and the Rules and Regulations thereunder, an annual report on Form 10-K for the year ended December 31, 2011; and

WHEREAS, the undersigned is a director of the Company;

NOW, THEREFORE, the undersigned hereby constitutes and appoints Philip A. Odeen, Jeffrey H. Fox, and Thomas L. Monahan III and each of them singly, his attorneys for him and in his name, place and stead, and in his office and capacity in the Company, to execute and file such annual report on Form 10-K, and thereafter to execute and file any amendments or supplements thereto, hereby giving and granting to said attorneys full power and authority to do and perform each and every act and thing whatsoever requisite and necessary to be done in and about the premises as fully to all intents and purposes as he might or could do if personally present at the doing thereof, hereby ratifying and confirming all that said attorneys may or shall lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 14th day of February, 2012.

____
Joseph E. Gibbs
Director

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POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, CONVERGYS CORPORATION, an Ohio corporation (hereinafter referred to as the "Company"), proposes shortly to file with the Securities and Exchange Commission under the provisions of the Securities Exchange Act of 1934, as amended, and the Rules and Regulations thereunder, an annual report on Form 10-K for the year ended December 31, 2011; and

WHEREAS, the undersigned is a director of the Company;

NOW, THEREFORE, the undersigned hereby constitutes and appoints Philip A. Odeen, Jeffrey H. Fox, and Thomas L. Monahan III and each of them singly, her attorneys for her and in her name, place and stead, and in her office and capacity in the Company, to execute and file such annual report on Form 10-K, and thereafter to execute and file any amendments or supplements thereto, hereby giving and granting to said attorneys full power and authority to do and perform each and every act and thing whatsoever requisite and necessary to be done in and about the premises as fully to all intents and purposes as she might or could do if personally present at the doing thereof, hereby ratifying and confirming all that said attorneys may or shall lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand this 8thday of February, 2012.

____
Joan E. Herman
Director

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POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, CONVERGYS CORPORATION, an Ohio corporation (hereinafter referred to as the "Company"), proposes shortly to file with the Securities and Exchange Commission under the provisions of the Securities Exchange Act of 1934, as amended, and the Rules and Regulations thereunder, an annual report on Form 10-K for the year ended December 31, 2011; and

WHEREAS, the undersigned is a director of the Company;

NOW, THEREFORE, the undersigned hereby constitutes and appoints Philip A. Odeen and Jeffrey H. Fox and each of them singly, his attorneys for him and in his name, place and stead, and in his office and capacity in the Company, to execute and file such annual report on Form 10-K, and thereafter to execute and file any amendments or supplements thereto, hereby giving and granting to said attorneys full power and authority to do and perform each and every act and thing whatsoever requisite and necessary to be done in and about the premises as fully to all intents and purposes as he might or could do if personally present at the doing thereof, hereby ratifying and confirming all that said attorneys may or shall lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 9th day of February, 2012.

____
Thomas L. Monahan III
Director

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KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, CONVERGYS CORPORATION, an Ohio corporation (hereinafter referred to as the "Company"), proposes shortly to file with the Securities and Exchange Commission under the provisions of the Securities Exchange Act of 1934, as amended, and the Rules and Regulations thereunder, an annual report on Form 10-K for the year ended December 31, 2011; and

WHEREAS, the undersigned is a director of the Company;

NOW, THEREFORE, the undersigned hereby constitutes and appoints Philip A. Odeen, Jeffrey H. Fox, and Thomas L. Monahan III and each of them singly, his attorneys for him and in his name, place and stead, and in his office and capacity in the Company, to execute and file such annual report on Form 10-K, and thereafter to execute and file any amendments or supplements thereto, hereby giving and granting to said attorneys full power and authority to do and perform each and every act and thing whatsoever requisite and necessary to be done in and about the premises as fully to all intents and purposes as he might or could do if personally present at the doing thereof, hereby ratifying and confirming all that said attorneys may or shall lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this14th day of February, 2012.

____
Ronald L. Nelson
Director

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POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, CONVERGYS CORPORATION, an Ohio corporation (hereinafter referred to as the "Company"), proposes shortly to file with the Securities and Exchange Commission under the provisions of the Securities Exchange Act of 1934, as amended, and the Rules and Regulations thereunder, an annual report on Form 10-K for the year ended December 31, 2011; and

WHEREAS, the undersigned is a director of the Company;

NOW, THEREFORE, the undersigned hereby constitutes and appoints Jeffrey H. Fox and Thomas L. Monahan III and each of them singly, his attorneys for him and in his name, place and stead, and in his office and capacity in the Company, to execute and file such annual report on Form 10-K, and thereafter to execute and file any amendments or supplements thereto, hereby giving and granting to said attorneys full power and authority to do and perform each and every act and thing whatsoever requisite and necessary to be done in and about the premises as fully to all intents and purposes as he might or could do if personally present at the doing thereof, hereby ratifying and confirming all that said attorneys may or shall lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 8th day of February, 2012.

____

Philip A. Odeen
Director
Non-Executive Chairman

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POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, CONVERGYS CORPORATION, an Ohio corporation (hereinafter referred to as the "Company"), proposes shortly to file with the Securities and Exchange Commission under the provisions of the Securities Exchange Act of 1934, as amended, and the Rules and Regulations thereunder, an annual report on Form 10-K for the year ended December 31, 2010; and

WHEREAS, the undersigned is a director of the Company;

NOW, THEREFORE, the undersigned hereby constitutes and appoints Philip A. Odeen, Jeffrey H. Fox, and Thomas L. Monahan III and each of them singly, his attorneys for him and in his name, place and stead, and in his office and capacity in the Company, to execute and file such annual report on Form 10-K, and thereafter to execute and file any amendments or supplements thereto, hereby giving and granting to said attorneys full power and authority to do and perform each and every act and thing whatsoever requisite and necessary to be done in and about the premises as fully to all intents and purposes as he might or could do if personally present at the doing thereof, hereby ratifying and confirming all that said attorneys may or shall lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 14th day of February, 2012.

____
Richard F. Wallman
Director

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Certification

I, Jeffrey H. Fox, certify that:

1. I have reviewed this annual report on Form 10-K of Convergys Corporation;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 22, 2012 /s/ Jeffrey H. Fox

Jeffrey H. Fox
Chief Executive Officer

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Certification

I, Earl C. Shanks, certify that:

1. I have reviewed this annual report on Form 10-K of Convergys Corporation;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 22, 2012 /s/ Earl C. Shanks

Earl C. Shanks
Chief Financial Officer

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Exhibit 32.1 to 2011 10-K

CERTIFICATION OF PERIODIC FINANCIAL REPORT BY CHIEF EXECUTIVE OFFICER PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Form 10-K for the year ended December 31, 2011 of Convergys Corporation (the "Company"), as filed with the Securities and Exchange Commission on February 22, 2012 (the "Report"), I, Jeffrey H. fox, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company as of and for the periods covered in the Report.

/s/ Jeffrey H. Fox

Jeffrey H. Fox
Chief Executive Officer

February 22, 2012

A signed original of this written statement required by Section 906 has been provided to Convergys Corporation and will be retained by Convergys Corporation and furnished to the Securities and Exchange Commission or its staff upon request.

The foregoing certification is being furnished to the Securities and Exchange Commission as an exhibit to the Form 10-K and shall not be considered filed as part of the Form 10-K.

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Exhibit 32.2 to 2011 10-K

CERTIFICATION OF PERIODIC FINANCIAL REPORT BY CHIEF FINANCIAL OFFICER PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Form 10-K for the year ended December 31, 2011 of Convergys Corporation (the “Company”), as filed with the Securities and Exchange Commission on February 22, 2012 (the “Report”), I, Earl C. Shanks, Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company as of and for the periods covered in the Report.

/s/ Earl C. Shanks

Earl C. Shanks
Chief Financial Officer

February 22, 2012

A signed original of this written statement required by Section 906 has been provided to Convergys Corporation and will be retained by Convergys Corporation and furnished to the Securities and Exchange Commission or its staff upon request.

The foregoing certification is being furnished to the Securities and Exchange Commission as an exhibit to the Form 10-K and shall not be considered filed as part of the Form 10-K.

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Additional Financial Information (Tables)	12 Months Ended Dec. 31, 2011
Organization, Consolidation and Presentation of Financial Statements [Abstract]	
Additional Financial Information	

	At December 31,	
	2011	2010
Property and equipment, net:		
Land	**$ 18.4**	$ 16.9
Buildings	**221.7**	211.3
Leasehold improvements	**185.8**	187.5
Equipment	**597.7**	610.6
Software	**492.6**	467.4
Construction in progress and other	**28.9**	28.3
	1,545.1	1,522.0
Less: Accumulated depreciation	**(1,179.7)**	(1,174.4)
	$ 365.4	$ 347.6
Payables and other current liabilities:		
Accounts payable	**$ 46.1**	$ 53.6
Accrued taxes	**44.2**	19.7
Accrued payroll-related expenses	**89.3**	100.2
Derivative Liabilities	**11.2**	7.2
Accrued expenses, other	**115.7**	103.6
Restructuring and exit costs	**10.8**	35.8
Deferred revenue and government grants	**58.7**	60.1
	$ 376.0	$ 380.2
Accumulated other comprehensive (loss) income:		
Foreign currency translation adjustments	**$ 14.1**	$ 18.0
Pension liability, net of tax benefit of $35.7 and $29.0	**(59.3)**	(52.0)
Unrealized (loss) gain on hedging activities, net of tax benefit (expense) $1.0 and ($12.0)	**(1.5)**	18.7
	$ (46.7)	$ (15.3)

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Goodwill and Other Intangible Assets and Long-Lived Assets (Schedule Of Estimated Amortization Expense) (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended
	Dec. 31, 2011
Goodwill And Other Intangible Assets [Abstract]	
For the year ended 12/31/12	$ 9
For the year ended 12/31/13	7
For the year ended 12/31/14	3
For the year ended 12/31/15	3
For the year ended 12/31/16	2
Thereafter	$ 6

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Investment In Cellular Partnership (Narrative) (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Proceeds from sale of interests in the Cellular Partnerships	$ 320.0	$ 0	$ 0
Gain on sale of interests in Cellular Partnerships	265.0	0	0
Net gain on sale of interest in Cellular Partnerships, net of tax	$ 171.8		
Cincinnati SMSA Limited Partnership [Member]			
Percentage of interest owned by company	33.80%		
Cincinnati SMSA Tower Holdings LLC [Member]			
Percentage of interest owned by company	45.00%		
AT&T [Member] | Cincinnati SMSA Limited Partnership [Member]			
Percentage of interest owned by company	66.00%		
AT&T [Member] | Cincinnati SMSA Tower Holdings LLC [Member]			
Percentage of interest owned by company	53.00%		

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Stock-Based Compensation Plans (Restricted Stock Units) (Details) (Restricted Stock Units (RSUs) [Member], USD $) In Millions, except Per Share data, unless otherwise specified	12 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Restricted Stock Units (RSUs) [Member]			
Changes to non-vested restricted stock and restricted stock units			
Non-vested, beginning balance, shares	4.2	4.9	
Non-vested, beginning balance, weighted average fair value at date of grant	$ 10.64	$ 12.18	
Granted, shares	1.5	2.3	2.8
Granted, weighted average fair value at date of grant	$ 13.67	$ 11.45	$ 7.69
Vested, shares	(0.6)	(1.3)	
Vested, weighted average fair value at date of grant	$ 11.70	$ 16.88	
Forfeited, shares	(1.2)	(1.7)	
Forfeited, weighted average fair value at date of grant	$ 11.22	$ 11.01	
Non-vested, ending balance, shares	3.9	4.2	4.9
Non-vested, ending balance, weighted average fair value at date of grant	$ 11.08	$ 10.64	$ 12.18

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Debt (Revolving Credit Facility) (Details) (USD $) In Millions, unless otherwise specified			12 Months Ended				12 Months Ended					
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2011 New Credit Facility [Member]	Mar. 11, 2011 New Credit Facility [Member]	Mar. 11, 2011 Prior Credit Facility [Member]	Dec. 31, 2010 Prior Credit Facility [Member]	Dec. 31, 2011 Interest Coverage Ratio, EBITDA [Member]	Dec. 31, 2011 Interest Coverage Ratio, Consolidated Interest Expense [Member]	Dec. 31, 2013 Debt-to-EBITDA Ratio, Debt [Member]	Dec. 31, 2012 Debt-to-EBITDA Ratio, Debt [Member]	Dec. 31, 2013 Debt-to-EBITDA Ratio, EBITDA [Member]	Dec. 31, 2012 Debt-to-EBITDA Ratio, EBITDA [Member]
Line of credit, maximum borrowing capacity				$ 300	$ 400							
Credit facility, amount outstanding	$ 0	$ 0				$ 0						
Line of Credit Facility, Covenant Terms							4.00	1.00	2.75	3.00	1.00	1.00
Line of Credit Facility, Expiration Date			March 11, 2015									

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Income Taxes Income Taxes - Reconciliation of Statutory Federal Income Tax Rate (Details)	12 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Income Tax Disclosure [Abstract]			
U.S. federal statutory rate	35.00%	35.00%	35.00%
Permanent differences	(12.70%)	(2.60%)	(0.10%)
State and local income taxes, net of federal income tax	1.20%	(7.50%)	3.50%
International rate differential, including tax holidays	(2.10%)	33.90%	(13.40%)
Foreign valuation allowances	0.00%	0.20%	2.00%
Impairments	0.00%	(91.70%)	0.00%
Adjustments for uncertain tax positions	6.60%	(0.30%)	(13.80%)
Tax credits and other	(1.40%)	3.60%	(1.20%)
Effective rate	26.60%	(29.40%)	12.00%

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Earnings (Loss) Per Share and Shareholder's Equity (Schedule Of Reconciliation Of The Numerator And Denominator Of The Basic And Diluted Earnings (Loss) Per Share (EPS) Computations) (Details) (USD $) In Millions, except Per Share data, unless otherwise specified	3 Months Ended								12 Months Ended		
	Dec. 31, 2011	Sep. 30, 2011	Jun. 30, 2011	Mar. 31, 2011	Dec. 31, 2010	Sep. 30, 2010	Jun. 30, 2010	Mar. 31, 2010	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Earnings Per Share											
Basic									120.2	123.1	122.8
Stock-based compensation arrangements									2.1	0	2.1
Convertible Debt, Share									0.6	0	0
Diluted EPS									122.9	123.1	124.9
Income from continuing operations	$ 48.0	$ 213.7	$ 31.7	$ 34.9	$ (146.5) [1]	$ 35.0	$ 11.2	$ 25.6	$ 328.3	$ (74.7)	$ 84.5
Income from continuing operations, Diluted EPS									328.3	(74.7)	84.5
Income (loss) from continuing operations, per basic share	$ 0.41	$ 1.78	$ 0.26	$ 0.29	$ (1.20)	$ 0.28	$ 0.09	$ 0.21	$ 2.73	$ (0.61)	$ 0.69
Stock-based compensation arrangements continuing operations, per share									$ (0.06)	$ 0.00	$ (0.01)
Convertible debt continuing operation, per share									$ 0.00	$ 0.00	$ 0.00
Interest On Convertible Debt Discontinued Operation Per Share									$ 0.00	$ 0.00	$ 0.00
Income (loss) from continuing operations, per diluted share	$ 0.40	$ 1.75	$ 0.26	$ 0.28	$ (1.20)	$ 0.28	$ 0.09	$ 0.20	$ 2.67	$ (0.61)	$ 0.68
Income from Discontinued Operations, net of tax									6.5	21.5	(161.8)
Income (loss) from discontinued operations, Diluted EPS									$ 6.5	$ 21.5	$ (161.8)
Income (loss) from discontinued operations, per basic share	$ 0.06	$ 0.00	$ 0.00	$ 0.00	$ 0.01	$ (0.05)	$ 0.13	$ 0.08	$ 0.06	$ 0.18	$ (1.32)
Stock-based compensation arrangements discontinued operations, per share									$ (0.01)	$ 0.00	$ 0.02
Income (loss) from discontinued operations, per diluted share	$ 0.05	$ 0.00	$ 0.00	$ 0.00	$ 0.01	$ (0.05)	$ 0.13	$ 0.08	$ 0.05	$ 0.18	$ (1.30)
Net basic earnings (loss) per share	$ 0.47	$ 1.78	$ 0.26	$ 0.29	$ (1.19)	$ 0.23	$ 0.22	$ 0.29	$ 2.79	$ (0.43)	$ (0.63)

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Stock-based compensation arrangements per share, total									$ (0.07)	$ 0.00	$ 0.01
Convertible debt discontinuing operation, per share, total									$ 0.00	$ 0.00	$ 0.00
Net diluted earnings (loss) per share	$ 0.45	$ 1.75	$ 0.26	$ 0.28	$ (1.19)	$ 0.23	$ 0.22	$ 0.28	$ 2.72	$ (0.43)	$ (0.62)

[1] Includes asset impairment charge of $181.1

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Employee Benefit Plans (Tables)

12 Months Ended Dec. 31, 2011

[Schedule of Net Funded Status](#)

The reconciliation of the defined benefit plans' projected benefit obligation and the fair value of plan assets for the years ended December 31, 2011 and 2010 are as follows:

	At December 31,	
	2011	2010
Change in benefit obligation:		
Benefit obligation at beginning of year	**$ 224.3**	$ 213.5
Service costs	**2.8**	2.6
Interest cost	**12.0**	12.1
Actuarial loss	**28.9**	16.9
Benefits paid	**(14.5)**	(20.8)
Plan amendment	**(1.0)**	—
Benefit obligation at end of year	**$ 252.5**	$ 224.3
Change in plan assets:		
Fair value of plan assets at beginning of year	**$ 134.1**	$ 129.7
Actual return on plan assets	**—**	14.6
Employer contribution	**20.8**	10.6
Benefits paid	**(14.5)**	(20.8)
Fair value of plan assets at end of year	**$ 140.4**	$ 134.1
Funded status	**$ (112.0)**	$ (90.2)
Amounts recognized in the Consolidated Balance Sheets consisted of:		
Non-current liability	**$ 112.0**	$ 90.2
Accumulated other comprehensive income (loss)	**$ (114.1)**	$ (84.7)

[Schedule of Changes in Projected Benefit Obligations](#)

The reconciliation of the unfunded executive pension plans' projected benefit obligation for the years ended December 31, 2011 and 2010 is as follows:

	At December 31,	
	2011	2010
Change in benefit obligation:		
Benefit obligation at beginning of year	**$ 33.2**	$ 37.1
Service cost	**0.7**	0.9
Interest cost	**1.3**	2.0
Change in plan provisions	**—**	(0.5)
Actuarial (gain) loss	**(1.9)**	3.8
Curtailment (benefit) loss	**(2.5)**	2.3
Benefits paid	**(6.2)**	(12.4)
Benefit obligation at end of year	**$ 24.6**	$ 33.2
Funded status	**$ (24.6)**	$ (33.2)
Amounts recognized in the Consolidated Balance Sheets consisted of:		
Current liability	**$ 6.2**	$ 5.2
Non-current liability	**18.4**	28.0
Accumulated other comprehensive income (loss)	**$ 4.1**	$ 2.8

[Schedule of Effect of Significant Unobservable Inputs, Changes in Plan Assets](#)

The following table provides a reconciliation of the beginning and ending balances for the Level 3 assets:

	Year Ended December 31	
	2011	2010
Balance, beginning of year	**3.4**	3.3

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Unrealized gains (losses) relating to instruments still held at the reporting date	**0.4**	(0.1)
Purchases	**0.1**	0.2
Balance, end of year	**$ 3.9**	$ 3.4

Schedule of Assumptions Used

The following weighted-average rates were used in determining the benefit obligations at December 31:

	2011	2010
Discount rate—projected benefit obligation	**4.25% - 7.80%**	5.20% - 5.40%
Future compensation growth rate	**4.00% - 5.50%**	4.00% - 5.00%
Expected long-term rate of return on plan assets	**7.50% - 8.00%**	8%

The following weighted-average rates were used in determining the pension cost for all years ended December 31:

	2011	2010	2009
Discount rate—projected benefit obligation	**5.20% - 7.80%**	5.50% - 6.00%	6.25% - 6.50%
Future compensation growth rate	**4.00% - 5.50%**	4.00% - 5.00%	4.00% - 5.00%
Expected long-term rate of return on plan assets	**7.50% - 8.00%**	8%	8%

Schedule of Allocation of Plan Assets

The following table sets forth by level, within the fair value hierarchy, the cash balance plan's assets at fair value as of December 31, 2011 and 2010:

Investments	**December 31, 2011**	Quoted Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Common/Collective trusts	**$ 132.8**	**$ —**	**$ 132.8**	**$ —**
Convergys common stock	**3.7**	**3.7**	**—**	**—**
Equity fund	**3.9**	**—**	**—**	**3.9**
Total investments	**$ 140.4**	**$ 3.7**	**$ 132.8**	**$ 3.9**

Investments	December 31, 2010	Quoted Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Common/Collective trusts	$ 126.7	$ —	$ 126.7	$ —
Convergys common stock	4.0	4.0	—	—
Equity fund	3.4	—	—	3.4
Total investments	$ 134.1	$ 4.0	$ 126.7	$ 3.4

Cash Balance Plan [Member]

Schedule Of Components Of Pension Cost

Components of pension cost and other amounts recognized in other comprehensive income (loss) for the defined benefit plans are as follows:

	Year Ended December 31,		
	2011	2010	2009
Service cost	**$ 2.8**	$ 2.6	$ 0.9
Interest cost on projected benefit obligation	**12.0**	12.1	12.2
Expected return on plan assets	**(11.4)**	(12.3)	(10.4)
Amortization and deferrals—net	**8.7**	6.6	7.4

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Settlement loss	—	6.8	—
Total pension cost	$ 12.1	$ 15.8	$ 10.1
Other comprehensive income (loss)	$ (29.5)	$ (1.3)	$ 9.6

Schedule of Expected Benefit Payments

Estimated future benefit payments from the defined benefit plans are as follows:

2012	$ 9.0
2013	10.5
2014	27.0
2015	14.8
2016	16.1
2017 - 2021	86.8
Total	$ 164.2

Unfunded Executive Pension Plans [Member]

Schedule Of Components Of Pension Cost

Components of pension cost and other amounts recognized in other comprehensive income (loss) for the unfunded executive pension plans are as follows:

	Year Ended December 31,		
	2011	2010	2009
Service cost	**$ 0.7**	$ 0.9	$ 1.5
Interest cost on projected benefit obligation	**1.3**	2.0	2.1
Amortization and deferrals—net	**(0.1)**	(0.1)	(0.8)
Curtailment (benefit) loss, net	**(2.4)**	1.8	—
Settlement loss	**—**	1.4	—
Total pension (benefit) cost	**$ (0.5)**	$ 6.0	$ 2.8
Other comprehensive income (loss)	**$ 1.3**	$ (3.1)	$ (3.9)

Schedule of Expected Benefit Payments

Estimated future benefit payments from the unfunded executive plans are as follows:

2012	$ 6.2
2013	3.1
2014	1.6
2015	1.5
2016	1.0
2017 - 2021	8.3
Total	$ 21.7

Defined Benefit Postretirement Health Coverage And Life Insurance [Member]

Schedule Of Components Of Pension Cost

Components of other post-employment benefit plan cost and other amounts recognized in other comprehensive income (loss) for the postretirement health and life insurance plans are as follows:

	2011	2010	2009
Service cost	**$ 0.2**	$ 0.4	$ 0.5
Interest cost on projected benefit obligation	**0.9**	1.4	1.5
Expected return on plan assets	**(0.5)**	(0.6)	(0.6)
Amortization and deferrals—net	**(4.0)**	(0.7)	(0.8)
Total other post-employment benefit plan (benefit) cost	**$ (3.4)**	$ 0.5	$ 0.6
Other comprehensive income (loss)	**$ 14.1**	$ (2.0)	$ (2.3)

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Schedule of Net Funded Status

The reconciliation of the postretirement health and life insurance plan's projected benefit obligation and the fair value of plan assets for the years ended December 31, 2011 and 2010 are as follows:

	At December 31,	
	2011	2010
Change in benefit obligation:		
Benefit obligation at beginning of year	**$ 27.1**	$ 25.5
Service cost	**0.2**	0.4
Interest cost	**0.9**	1.4
Plan amendment	**(16.8)**	—
Actuarial (gain) loss	**(1.8)**	0.8
Part D subsidy	**0.1**	0.1
Benefits paid	**(1.1)**	(1.1)
Benefit obligation at end of year	**$ 8.6**	$ 27.1
Change in plan assets:		
Fair value of plan assets at beginning of year	**$ 7.2**	$ 7.5
Actual return on plan assets	**0.2**	0.2
Employer contribution	**0.7**	0.6
Benefits paid	**(1.1)**	(1.1)
Fair value of plan assets at end of year	**$ 7.0**	$ 7.2
Funded status	**$ (1.6)**	$ (19.9)
Amounts recognized in the Consolidated Balance Sheets consisted of:		
Non-current assets	**$ 3.3**	$ 1.6
Current liability	**(0.5)**	1.0
Non-current liability	**(4.4)**	20.5
Accumulated other comprehensive income (loss)	**$ 14.9**	$ 0.8

Schedule of Expected Benefit Payments

Estimated future benefit payments from the postretirement health and life plan are as follows:

2012	$ 0.7
2013	0.6
2014	0.5
2015	0.6
2016	0.6
2017 - 2021	3.4
Total	$ 6.4

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Income Taxes (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended			
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009	Dec. 31, 2012
Earnings from continuing operations, foreign	$ 84.8	$ 100.1	$ 88.7	
Reduction in income tax benefit	56.00%			
Operating loss carryforward with no expiration	57.1			
Undistributed foreign earnings	422.7			
Liability for unrecognized tax benefits	112.3	84.8		
Accrued interest and penalties recorded in other long-term liabilities	23.5	20.5		
Unrecognized tax benefits that would affect income tax expense	98.7			
Interest and penalties share in unrecognized tax benefits	20.2			
Interest and penalties recognized	3.0	5.8		
Expected change in unrecognized tax benefits, lower				5.0
Expected change in unrecognized tax benefits, upper				40.0
Federal				
Operating loss carryforwards	85.2			
State				
Operating loss carryforwards	809.7			
Tax credit carryforward	3.7			
Foreign				
Valuation allowance	14.3	15.3		
Operating loss carryforwards	104.7			
Philippines and India [Member]				
Effective income tax rate recocilliation, tax holidays	(0.60%)	21.00%	(8.80%)	
Philippines and India [Member] | Foreign				
Income tax holiday	2.6	12.0	8.5	
India, Set to Expire March 2011 [Member] | Foreign				
Income tax holiday	1.0	9.9	7.5	
Business Combination [Member] | Federal				
Operating loss carryforwards	105.6			
Business Combination [Member] | State				
Operating loss carryforwards	$ 221.3			

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Financial Instruments (Narrative) (Details) In Millions, unless otherwise specified	3 Months Ended	12 Months Ended					12 Months Ended		12 Months Ended		12 Months Ended		12 Months Ended	
	Dec. 31, 2011 USD ($)	Dec. 31, 2011 USD ($)	Dec. 31, 2010 USD ($)	Dec. 31, 2009 USD ($)	Dec. 31, 2011 Forward Contracts PHP [Member] PHP	Dec. 31, 2011 Forward Contracts PHP [Member] USD ($)	Dec. 31, 2011 Forward Contracts INR [Member] INR	Dec. 31, 2011 Forward Contracts INR [Member] USD ($)	Dec. 31, 2011 Forward Contracts CAD [Member] CAD	Dec. 31, 2011 Forward Contracts CAD [Member] USD ($)	Dec. 31, 2011 Forward Contracts COP [Member] COP	Dec. 31, 2011 Forward Contracts COP [Member] USD ($)	Dec. 31, 2011 Forward Contracts AUD [Member] AUD	Dec. 31, 2011 Forward Contracts AUD [Member] USD ($)
Derivatives														
Foreign currency acquired through forward exchange contracts					19,399.7		7,588.7		12.0		31,200.0			
Notional amount, foreign currency derivatives	619.8	619.8	571.6			424.4		152.9		11.4		15.9		15.2
Foreign currency sold through forward exchange contracts													14.6	
Derivative instruments maturity period (in months)	36	36												
Deferred tax expense	(1.0)	(1.0)	12.0											
Deferred gains (losses), net of tax	(1.5)	(1.5)	18.7											
Deferred gain on derivative instruments reclassified from OCI to earnings during the next the next twelve months, before tax		1.8												
Deferred gain on derivative instruments reclassified from OCI to earnings during next twelve months, net of tax		1.1												
Net gain related to forward contracts		11.6												
Net loss related to settlement of forward contracts			(0.5)	(27.5)										
Net loss recognized, related to changes in fair value		(0.2)												
Net gain recognized, related to changes in fair value			0.2											
Aggregate fair value of derivative instruments in liability positions	19.3	19.3												
Aggregate fair value of collateral already posted	0	0												
Investment securities with a fair value, classified as trading securites	$ 22.7													

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Debt (Other) (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended				12 Months Ended	
	Dec. 31, 2011	Dec. 31, 2010	Jun. 30, 2010	Dec. 31, 2009	Dec. 31, 2009 Asset Securitization Facility Expire in 2010 [Member]	Dec. 31, 2009 Asset Securitization Facility Expire in 2012 [Member]
Debt Instrument						
Asset Securitization Facility	$ 150.0			$ 125.0	$ 50.0	$ 75.0
Asset Securitization Facility, Expiration Date	June 2014				June 2010	June 2012
Accounts Receivable Securitization	0	85.0				
Lease term	5 years					
Lease Expiration Date	June 2010					
Capital Lease Obligation Related To Facility		55.0				
Contingent Purchase Price Obligation	65.0		55.0			
Residual Value Guaranteed To Lessor From Company	47.0		55.0			
Capital Leases, Future Minimum Payments Due	10					
Capital Lease Obligations	58.6	58.0	55.0			
Other Long-term Debt	$ 11.1	$ 10.7				

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Fair Value Disclosures (Details) (USD $) In Millions, unless otherwise specified	Dec. 31, 2011	Dec. 31, 2010
Fair value assets	$ 22.7	
Estimate Of Fair Value, Fair Value Disclosure [Member]		
Foreign currency forward contracts (asset position)	16.9	38.8
Foreign currency forward contracts (liability position)	19.3	8.0
Quoted Prices In Active Markets For Identical Assets (Level 1) [Member]		
Fair value assets	22.7	
Foreign currency forward contracts (asset position)	0	0
Foreign currency forward contracts (liability position)	0	0
Significant Other Observable Inputs (Level 2) [Member]		
Fair value assets	0	
Foreign currency forward contracts (asset position)	16.9	38.8
Foreign currency forward contracts (liability position)	19.3	8.0
Significant Unobservable Inputs (Level 3) [Member]		
Fair value assets	0	
Foreign currency forward contracts (asset position)	0	0
Foreign currency forward contracts (liability position)	0	0
Equity Funds [Member]		
Fair value assets	15.9	
Equity Funds [Member] | Quoted Prices In Active Markets For Identical Assets (Level 1) [Member]		
Fair value assets	15.9	
Equity Funds [Member] | Significant Other Observable Inputs (Level 2) [Member]		
Fair value assets	0	
Equity Funds [Member] | Significant Unobservable Inputs (Level 3) [Member]		
Fair value assets	0	
Common Stock [Member]		
Fair value assets	5.1	
Common Stock [Member] | Quoted Prices In Active Markets For Identical Assets (Level 1) [Member]		
Fair value assets	5.1	
Common Stock [Member] | Significant Other Observable Inputs (Level 2) [Member]		
Fair value assets	0	
Common Stock [Member] | Significant Unobservable Inputs (Level 3) [Member]		
Fair value assets	0	
Money Market Funds [Member]		
Fair value assets	1.7	
Money Market Funds [Member] | Quoted Prices In Active Markets For Identical Assets (Level 1) [Member]		
Fair value assets	1.7	

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Money Market Funds [Member] | Significant Other Observable Inputs (Level 2) [Member]

Fair value assets	0

Money Market Funds [Member] | Significant Unobservable Inputs (Level 3) [Member]

Fair value assets	$ 0

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Schedule II - Valuation and Qualifying Accounts (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Allowance for Doubtful Accounts [Member]			
Valuation and Qualifying Accounts			
Balance at Beginning of Period	$ 11.0	$ 13.1	$ 8.8
Charged to Expense	13.3	11.8	18.2
Charged to Other Accounts	(0.2)	0	0
Deductions	13.9 [1]	13.9 [1]	13.9 [1]
Balance at End of Period	10.2	11.0	13.1
Deferred Tax Asset Valuation Allowance [Member]			
Valuation and Qualifying Accounts			
Balance at Beginning of Period	37.3	51.3	93.2
Charged to Expense	2.0 [2]	3.8 [2]	6.6 [2]
Charged to Other Accounts	(0.1) [3]	(13.4) [3]	(40.2) [3]
Deductions	1.9 [4]	4.4 [4]	8.3 [4]
Balance at End of Period	$ 37.3	$ 37.3	$ 51.3

[1] Primarily includes amounts written-off as uncollectible.

[2] Amounts relate to valuation allowances recorded for state operating loss carryforwards and capital loss carryforwards.

[3] Primarily includes usage / creation of and foreign currency translation adjustment for foreign deferred tax assets.

[4] Primarily includes the release of foreign valuation allowances related to the utilization of foreign net operating losses in the current year and release of valuation allowance related to state tax credits and against expiration of capital loss carryforward.

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Income Taxes Income Taxes - Unrecognized Tax Benefits (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended	
	Dec. 31, 2011	Dec. 31, 2010
Reconciliation of unrecognized tax benefits [Roll Forward]		
Balance at January 1	$ 63.9	$ 64.7
Additions based on tax positions related to the current year	26.7	0.1
Additions for tax positions of prior years	0	3.0
Reductions for tax positions of prior years	(1.5)	(1.9)
Settlements	2.4	0
Lapse of statutes	(2.7)	(2.0)
Balance at December 31	$ 88.8	$ 63.9

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Income Taxes Income Taxes - Provision (Benefit) for Income Taxes (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Current:			
United States federal	$ 47.1	$ 12.7	$ (34.5)
Foreign	20.7	10.3	10.1
State and local	2.9	(2.3)	5.6
Total current	70.7	20.7	(18.8)
Deferred:			
United States federal	43.7	(14.0)	44.3
Foreign	(1.9)	1.2	(13.6)
State and local	6.4	8.8	(0.3)
Total deferred	48.2	(4.0)	30.4
Total	$ 118.9	$ 16.7	$ 11.6

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Commitments And Contingencies (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Rent expense	$ 79.0	$ 81.9	$ 88.7
Letters of credit outstanding amount	32		
Guarantee	2		
Remaining Purchase Commitments for the Current Year [Member]			
Purchase Commitments	17		
HRM Performance Bond Obligations [Member]			
Guarantee	35		
Liability of obligations	1		
Letter Of Credits Expiration for the Current Year [Member]			
Letters of credit outstanding amount	15		
Letters of Credit Expiration for the Preceding One to Three Years [Member]			
Letters of credit outstanding amount	4		
Letters Of Credit Expiration After Three Years [Member]			
Letters of credit outstanding amount	$ 13		

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Schedule II - Valuation and Qualifying Accounts	12 Months Ended Dec. 31, 2011
Valuation and Qualifying Accounts [Abstract]	
Schedule II - Valuation and Qualifiying Accounts	

CONVERGYS CORPORATION
SCHEDULE II — VALUATION AND QUALIFYING ACCOUNTS
(Millions of Dollars)

COL. A	COL. B	COL. C		COL. D	COL. E
		Additions			
Description	Balance at Beginning of Period	(1) Charged to Expense	(2) Charged to Other Accounts	Deductions	Balance at End of Period
Year 2011					
Allowance for Doubtful Accounts	**$ 11.0**	**$ 13.3**	**$ (0.2)**	**$ 13.9** [a]	**$ 10.2**
Deferred Tax Asset Valuation Allowance	**$ 37.3**	**$ 2.0** [b]	**$ (0.1)** [c]	**$ 1.9** [d]	**$ 37.3**
Year 2010					
Allowance for Doubtful Accounts	$ 13.1	$ 11.8	$ —	$ 13.9 [a]	$ 11.0
Deferred Tax Asset Valuation Allowance	$ 51.3	$ 3.8 [b]	$ (13.4) [c]	$ 4.4 [d]	$ 37.3
Year 2009					
Allowance for Doubtful Accounts	$ 8.8	$ 18.2	$ —	$ 13.9 [a]	$ 13.1
Deferred Tax Asset Valuation Allowance	$ 93.2	$ 6.6 [b]	$ (40.2) [e]	$ 8.3 [d]	$ 51.3

[a] Primarily includes amounts written-off as uncollectible.
[b] Amounts relate to valuation allowances recorded for state operating loss carryforwards and capital loss carryforwards.
[c] Primarily includes usage / creation of and foreign currency translation adjustment for foreign deferred tax assets.
[d] Primarily includes the release of foreign valuation allowances related to the utilization of foreign net operating losses in the current year and release of valuation allowance related to state tax credits and against expiration of capital loss carryforward.

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Investment In Cellular Partnership (Schedule Of Equity In Earnings Of Equity Method Investees) (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Earnings from Cellular Partnerships, net	$ 20.2	$ 47.2	$ 41.0
Transaction costs related to the sale of Convergys' interest in Cellular Partnerships	(1.2)	0	0
Gain on sale of Convergys' interests in Cellular Partnerships	265.0	0	0
Total earnings from Cellular Partnerships, net	285.2	47.2	41.0
Cincinnati SMSA Limited Partnership [Member]			
Earnings from Cellular Partnerships, net	20.5	46.1	40.1
Cincinnati SMSA Tower Holdings LLC [Member]			
Earnings from Cellular Partnerships, net	$ 0.9	$ 1.1	$ 0.9

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Background And Basis of Presentation (Details)	Dec. 31, 2011 businesssegments
Background And Basis Of Presentation [Abstract]	
Number Of Business Segments	2

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Financial Instruments (Effect Of Derivative Instruments On Consolidated Financial Statements) (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended	
	Dec. 31, 2011	Dec. 31, 2010
Derivative Instruments, Gain (Loss)		
Foreign exchange contracts, Gain (Loss) Recognized in OCL	$ (21.6)	$ 53.1
Foreign exchange contracts, Gain Reclassified from AOCL to Income	11.6	
Foreign exchange contracts, Loss Reclassified from AOCL to Income		$ (0.5)

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Fair Value Disclosures (Tables)	12 Months Ended Dec. 31, 2011

Fair Value Disclosures [Abstract]

Fair Value, Measurement Inputs, Disclosure

The derivative assets and liabilities measured at fair value on a recurring basis as of December 31, 2011 and 2010 were as follows:

	December 31, 2011	Quoted Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Derivatives:				
Foreign currency forward contracts (asset position)	**$ 16.9**	$ —	$ 16.9	$ —
Foreign currency forward contracts (liability position)	**$ 19.3**	$ —	$ 19.3	$ —

	December 31, 2010	Quoted Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Derivatives:				
Foreign currency forward contracts (asset position)	$ 38.8	$ —	$ 38.8	$ —
Foreign currency forward contracts (liability position)	$ 8.0	$ —	$ 8.0	$ —

Fair Value, Assets Measured on Recurring Basis

The assets measured at fair value on a recurring basis as of December 31, 2011 were as follows:

	December 31, 2011	Quoted Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investment securities:				
Mutual funds	**$ 15.9**	$ 15.9	$ —	$ —
Convergys common stock	**5.1**	5.1	—	—
Money market accounts	**1.7**	1.7	—	—
Total	**$ 22.7**	$ 22.7	$ —	$ —

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Goodwill and Other Intangible Assets and Long-Lived Assets (Schedule of Goodwill) (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended	
	Dec. 31, 2011	Dec. 31, 2010
Goodwill [Line Items]		
Beginning Balance	$ 820.5	$ 979.3
Acquisitions	0	3.3
Impairment		(166.5)
Foreign currency and other	(2.0)	4.4
Ending Balance	818.5	820.5
Customer Management [Member]		
Goodwill [Line Items]		
Beginning Balance	624.1	785.8
Acquisitions	0	0
Impairment		(166.5)
Foreign currency and other	(2.6)	4.8
Ending Balance	621.5	624.1
Information Management [Member]		
Goodwill [Line Items]		
Beginning Balance	196.4	193.5
Acquisitions	0	3.3
Impairment		0
Foreign currency and other	0.6	(0.4)
Ending Balance	$ 197.0	$ 196.4

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Stock-Based Compensation Plans (Narrative) (Details) (USD $) In Millions, except Per Share data, unless otherwise specified	12 Months Ended			
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009	Dec. 31, 2008
Common share authorized under Convergys LTIP	38			
Equity compensation plans approved by shareholders				
Stock options, common shares to be issued upon exercise	3.9	5.7	7.8	9.3
Total stock, common shares to be issued upon exercise	7.8			
Options approved, weighted average exercise price	$ 23.90	$ 31.66	$ 32.21	$ 30.69
Options approved, common shares available, future issuance	9.1			
Long-term incentive plan expense related to continuing operations	$ 17.0	$ 14.8	$ 17.5	
Long-term incentive plan expense related to discontinued operations	0	0.9	2.5	
Stock-based compensation expense	17.4	15.3	19.1	
Weighted average grant date, fair value, options outstanding	$ 10.17			
Weighted average grant date, fair value, options exercisable	$ 9.15			
Aggregate intrinsic value, stock options exercised		0.1	0.1	
Total grant date fair value of stock options vested	0	1.1	0	
Aggregate intrinsic value, stock options outstanding and exercisable	1.5			
Aggregate intrinsic value, non-vested restricted stock	50.1			
Stock Options [Member]				
Equity compensation plans approved by shareholders				
Stock options, common shares to be issued upon exercise	3.9			
Options approved, weighted average exercise price	$ 23.90			
Options approved, common shares available, future issuance	0			
Term of Award	10 years			
Stock option expense	1.0	1.1		
Stock options granted vesting period, minimum (in years)	2			
Stock options granted vesting period, maxiumum (in years)	3			
Options granted, weighted-average grant date fair value	$ 4.06			
Strike price	$ 13.79			
Expected volatility	31.11%			
Expected term (in years)	4.5			
Risk-free interest rate	2.12%			
Expected dividend rate	0.00%			
Recognized tax benefit from exercised stock	0.1			
Restricted Stock Units (RSUs) [Member]				
Equity compensation plans approved by shareholders				
Restricted stock units, common shares to be issed upon exercise	3.9	4.2	4.9	
Options approved, weighted average exercise price	$ 0.00			
Options approved, common shares available, future issuance	0			
Award Maximum Time Until Unvested Performance Shares Are Forfieted	3 years			

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Expected volatility		56.00%	52.80%
Expected term (in years)		3.0	3.0
Risk-free interest rate		1.40%	1.20%
Granted, shares	1.5	2.3	2.8
Restricted stock units granted, weighted average fair value at date of grant	$ 13.67	$ 11.45	$ 7.69
Total unrecognized compensation cost related to non-vested restricted stock and restricted stock units	19.3		
Weighted average recognition period (in years)	0.8		
Performance Based Restricted Stock [Member]			
Equity compensation plans approved by shareholders			
Granted, shares	0.5	1.0	1.8
Maximum [Member]			
Equity compensation plans approved by shareholders			
Aggregate intrinsic value, stock options exercised	0.7		
Maximum [Member] | Stock Options [Member]			
Equity compensation plans approved by shareholders			
Award Vesting Period	3 years		
Recognized tax benefit from exercised stock		$ 0.1	$ 0.1
Maximum [Member] | Restricted Stock [Member]			
Equity compensation plans approved by shareholders			
Award Vesting Period	5 years		
Maximum [Member] | Performance Based Restricted Stock [Member]			
Equity compensation plans approved by shareholders			
Payout range	200.00%		
Minimum [Member] | Stock Options [Member]			
Equity compensation plans approved by shareholders			
Award Vesting Period	2 years		
Minimum [Member] | Restricted Stock [Member]			
Equity compensation plans approved by shareholders			
Award Vesting Period	3 years		
Minimum [Member] | Performance Based Restricted Stock [Member]			
Equity compensation plans approved by shareholders			
Payout range	50.00%		

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Restructuring (2010 Restructuring) (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Restructuring Reserve [Roll Forward]			
Restructuring charges	$ 0	$ 36.7	$ 43.3
Restructuring Plan for 2010 [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges		36.7	
Restructuring liability, ending balance	1.0	12.4	
Professional Employees [Member] | Restructuring Plan for 2010 [Member]			
Restructuring Reserve [Roll Forward]			
Employees affected		1,000	
Non-Salaried Employees [Member] | Restructuring Plan for 2010 [Member]			
Restructuring Reserve [Roll Forward]			
Employees affected		1,400	
Customer Management [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges	1.0	22.6	7.9
Customer Management [Member] | Restructuring Plan for 2010 [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges		22.6	
Information Management [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges	(1.2)	8.0	30.4
Information Management [Member] | Restructuring Plan for 2010 [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges		8.0	
Corporate [Member] | Restructuring Plan for 2010 [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges		6.1	
Severance Charge [Member] | Restructuring Plan for 2010 [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring liability, beginning balance		0	
Restructuring charges	0	22.4	
Restructuring liability payment	(11.4)	(10.0)	
Severance Charge [Member] | Customer Management [Member] | Restructuring Plan for 2010 [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges		13.3	
Severance Charge [Member] | Information Management [Member] | Restructuring Plan for 2010 [Member]			
Restructuring Reserve [Roll Forward]			

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Restructuring charges		3.0	
Severance Charge [Member] | Corporate [Member] | Restructuring Plan for 2010 [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges		6.1	
Facility Charge [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring liability, beginning balance	20.7	16.0	0
Restructuring liability payment	(8.3)	(9.6)	(0.3)
Restructuring liability, ending balance	9.6	20.7	16.0
Facility Charge [Member] | Restructuring Plan for 2010 [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges		14.3	
Restructuring liability, ending balance	9.6		
Facility Charge [Member] | Customer Management [Member] | Restructuring Plan for 2010 [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges		9.3	
Facility Charge [Member] | Information Management [Member] | Restructuring Plan for 2010 [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges		5.0	
Facility Charge [Member] | Corporate [Member] | Restructuring Plan for 2010 [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges		$ 0	

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Earnings (Loss) Per Share and Shareholder's Equity (Narrative) (Details) (USD $) In Millions, except Share data, unless otherwise specified	12 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Repurchase of shares	7,700,000	2,400,000	0
Repurchase of shares, average price per share	$ 12.53		
Repurchase of common shares	$ 96.8	$ 24.9	$ 0
Stock Repurchase Program, Authorized Amount	162.7		
Preferred Stock, Shares Authorized	5,000,000	5,000,000	
Preferred Stock, With Voting Rights	4,000,000		
Preferred shares - without par value, outstanding	0	0	
Stock Options [Member]			
Antidilutive securities excluded from diluted EPS	3,700,000	5,800,000	7,900,000
Restricted Stock Units (RSUs) [Member]			
Antidilutive securities excluded from diluted EPS		2,200,000	
Junior Subordinated Convertible Debentures [Member]			
Antidilutive securities excluded from diluted EPS		200,000	
Junior Subordinated Convertible Debentures [Member]			
Aggregate principal amount convertible debentures			$ 125.0
Interest rate on unsecured senior notes	5.75%		
Maturity date	Sep. 15, 2029		
Junior subordinated convertible debentures convertible conversion price	$ 12.07		
Junior subordinated convertible debentures convertible equity instruments in conversion	82.82		
Debt Instrument, Convertible, Terms of Conversion Feature	1000		

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Accounting Policies	12 Months Ended Dec. 31, 2011
Accounting Policies [Abstract]	
Accounting Policies	

Accounting Policies

Consolidation — The accompanying Consolidated Financial Statements have been prepared in accordance with accounting principles generally accepted in the United States (U.S. GAAP) and U.S. Securities and Exchange Commission regulations. The Consolidated Financial Statements include the accounts of the Company's majority-owned subsidiaries. All significant intercompany accounts and transactions are eliminated upon consolidation. Investments in 20% to 50% owned affiliates where the Company has significant influence are accounted for under the equity method.

Reclassification — Certain balances in prior years have been reclassified to conform to current year presentation.

Use of Estimates — The preparation of the Consolidated Financial Statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the amounts reported. These estimates include project completion dates, time and cost required to complete projects for purposes of revenue recognition and future revenue, expense and cash flow estimates for purposes of impairment analysis and loss contract evaluation. Actual results could differ from those estimates. The Company's results are affected by economic, political, legislative, regulatory and legal actions. Economic conditions, such as recessionary trends, inflation, interest and monetary exchange rates, and government fiscal policies, can have a significant effect on operations. While the Company maintains reserves for anticipated liabilities and carries various levels of insurance, the Company could be affected by civil, criminal, regulatory or administrative actions, claims or proceedings.

Foreign Currency — Assets and liabilities of foreign operations are translated to U.S. dollars at year-end exchange rates. Revenues and expenses are translated at average exchange rates for the year. Translation adjustments are accumulated and reflected as adjustments to comprehensive income (loss), a component of Shareholders' Equity, and included in net earnings only upon sale or liquidation of the underlying foreign subsidiary. Gains or losses resulting from foreign exchange transactions are recorded in the Consolidated Statements of Operations and Comprehensive Income (Loss) within other income (expense), net.

Revenue Recognition — Revenues from Customer Management, which accounted for 85% of the Company's 2011 consolidated revenues, mostly consist of fees generated from outsourced services provided to the Company's clients. Information Management, which accounted for 15% of 2011 consolidated revenues, generates its revenues from three primary sources: data processing, professional and consulting services and license and other services.

The Company's revenues are recognized in conformity with Financial Accounting Standards Board (FASB) ASC Topic 605-10, "Revenue Recognition (ASC 605-10), ASC Topic 605-25, "Revenue Arrangements with Multiple Deliverables" (ASC 605-25), and ASC Topic 985-605, "Software Revenue Recognition" (ASC 985-605). Revenues are recognized only when there is evidence of an arrangement and the Company determines that the fee is fixed and determinable and collection of the fee included in the arrangement is considered probable. When determining whether the fee is considered fixed and determinable and collection is probable, the Company considers a number of factors including the creditworthiness of the client and the contractual payment terms. If a client is not considered creditworthy, all revenue under arrangements with that client is recognized upon receipt of cash. If payment terms extend beyond what is considered customary or

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standard in the related industry and geographic location, the related fees are considered extended and deferred until they become due and payable.

Approximately 90% of Customer Management revenues are derived from agent-related services. The Company typically recognizes these revenues as services are performed based on staffing hours or the number of contacts handled by service agents using contractual rates. In a limited number of engagements where the client pays a fixed fee, the Company recognizes revenues, based on the specific facts and circumstances of the engagement, using the proportional performance method or upon final completion of the engagement. Customer Management's remaining revenues are derived from sale of premise-based and hosted automated self-care and technology solutions. License, professional and consulting and maintenance and software support services revenues recognized from sale of these advanced speech recognition solutions are recognized pursuant to ASC 985, more fully described below with Information Management revenues.

Professional and consulting revenues accounted for 45% of the 2011 Information Management revenues. These revenues consist of fees generated for installation, implementation, customization, training and managed services related either to the clients' use of Information Management's software in Information Management's data centers or in their own processing environments. The professional and consulting revenues are recognized monthly based on time and materials incurred at contractually agreed upon rates or, in some instances, based upon a fixed fee. Professional and consulting services provided in connection with license arrangements are evaluated to determine whether those services are essential to the client's functionality of the software. When significant customization or modification of the software and the development of complex interfaces are required to meet the client's functionality, those services are considered essential. Accordingly, the related professional and consulting revenue is recognized together with the license fee using the percentage-of-completion method. The Company calculates the percentage of work completed by comparing contract costs incurred to date to total estimated contract costs at completion. Payment for these services sometimes is dependent on milestones (e.g., commencement of work, completion of design plan, completion of configuration, completion of customization). These milestone payments normally do not influence the Company's revenue recognition as the scheduled payments coincide with the period of time the Company completes the work. When the professional and consulting services provided in connection with license arrangements are not considered essential or when professional and consulting services are provided in connection with outsourcing arrangements, the revenues are recognized as the related services are delivered.

License and other revenues, which accounted for 40% of the 2011 Information Management revenues, consist of revenues generated from the sale of licenses to use Information Management's proprietary software and related software support and maintenance fees. License arrangements are contracted as either perpetual or term licenses, depending on the software product. When Information Management provides professional and consulting services that are considered essential to the software's functionality, the license element is recognized together with the professional and consulting element using the percentage-of-completion method. In circumstances where the Company is providing professional and consulting services that are considered essential to the software's functionality, and the Company is unable to determine the pattern in which Information Management's professional and consulting services will be utilized, the license revenue is recognized on a straight-line basis over the implementation period. When Information Management is not required to provide services that are considered essential to the software's functionality, the license element is recognized upon delivery of the software, assuming all other revenue recognition criteria have been met.

In connection with its license arrangements, Information Management typically is engaged to provide support and maintenance services. Revenues for support and

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maintenance services are recognized ratably over the term of the agreement. For these arrangements, Information Management allocates the contract value to the elements based on fair value of the individual elements. Fair value is determined using vendor specific objective evidence (VSOE), which represents the normal pricing for these elements when sold separately. For a very limited number of its arrangements, the Company has not had sufficient VSOE of fair value of its undelivered elements, principally related to support and maintenance. As a result, revenue for the entire arrangement, including license fees and related professional and consulting fees, has been deferred and recognized over the term of the support and maintenance period. There may be cases in which there is VSOE of fair value of the undelivered item but no such evidence for the delivered items. In these cases, the residual method is used to allocate the arrangement consideration. Under the residual method, the amount of consideration allocated to the delivered items equals the total arrangement consideration less the aggregate VSOE of fair value of the undelivered elements.

Data processing, which accounted for 15% of the 2011 Information Management revenues, consists of monthly fees for processing client transactions in Information Management's data centers and, in some cases, the clients' data centers, using Information Management's proprietary software. Data processing revenues are recognized based on the number of invoices, subscribers or events that are processed by Information Management using contractual rates. In connection with any new data processing outsourcing arrangements, Information Management often must perform significant set-up activities or implementations, including the installation and customization of its proprietary software in its centers. Under these arrangements, a client does not take possession of the software nor has the right to take possession of the software without incurring a significant penalty. As the client does not derive benefit from the implementation itself (but rather from the underlying services that are delivered once the systems and processes are launched), the implementation services do not meet the separation criteria as defined primarily under ASC 605. Therefore, any proceeds collected for the implementation are deferred and recognized over the contract period beginning from the commencement of services.

The Company considers the criteria established primarily by ASC Topic 605-45, "Principal Agent Considerations," (ASC 605-45) in determining whether revenue should be recognized on a gross versus a net basis. Factors considered in determining if gross or net basis recognition is appropriate include whether the Company is primarily responsible to the client for the services, has discretion on vendor selection, or bears credit risk. The Company provides certain services to clients using third party vendors. Typically, the costs incurred with third party vendors related to these services are passed through to the clients. In consideration of the above mentioned criteria, total payments the Company receives from clients related to these services are recorded as revenue and payments the Company makes to third party vendors are recorded as cost of providing services and products sold.

The Company sometimes earns supplemental revenues in each of the two segments depending on the satisfaction of certain service levels or achievement of certain performance measurement targets. The supplemental revenues are recognized only after required measurement targets are met.

The Company recognizes revenues from transition services provided to the buyer of the HR Management business as such services are performed.

Stock Compensation — The Company accounts for stock-based payment transactions in which the Company receives employee services in exchange for equity instruments of the Company. Stock-based compensation cost for restricted stock awards and restricted stock units and performance restricted stock units is measured based on the closing fair market value of the Company's common stock on the date of grant. Stock-based compensation cost for stock options is estimated at the grant date based on each option's fair-value as calculated by the Black-Scholes option-pricing model. Stock-based

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compensation cost for restricted stock units with a market condition is estimated using a Monte Carlo simulation model. The Company recognizes stock-based compensation cost as expense for awards other than its performance-based restricted stock units ratably on a straight-line basis over the requisite service period. The Company recognizes stock-based compensation cost associated with its performance based restricted stock units over the requisite service period if it is probable that the performance conditions will be satisfied. Compensation costs for awards with a market condition are recognized regardless of whether the market condition is achieved. The Company will recognize a benefit from stock-based compensation in equity if an incremental tax benefit is realized by following the ordering provisions of the tax law. Tax benefits related to stock compensation expense are reported as financing cash flow and tax expenses are reported as operating cash flow. Further, the Company applies an estimate forfeiture rate to unvested awards when computing the stock compensation-related expenses.

Income Taxes — The provision for income taxes includes taxes paid, currently payable or receivable, and those deferred. Under U.S. GAAP, the Company recognizes deferred tax assets and liabilities based on the differences between the financial statement and tax basis of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to be settled or realized.

The Company regularly reviews its deferred tax assets for recoverability and establishes a valuation allowance if it is more likely than not that some portion or all of a deferred tax asset will not be realized. The determination as to whether a deferred tax asset will be realized is made on a jurisdictional basis and is based on the evaluation of positive and negative evidence. This evidence includes historical pre-tax and taxable income, projected future taxable income, the expected timing of the reversal of existing temporary differences and the implementation of tax planning strategies. Projected future taxable income is based on expected results and assumptions as to the jurisdiction in which the income will be earned. The expected timing of the reversals of existing temporary differences is based on current tax law and the Company's tax methods of accounting.

The Company also reviews its tax activities and evaluates uncertain tax positions using a two-step approach. The first step is to evaluate the tax position for recognition by determining if the weight of available evidence indicates that it is more likely than not that the position will be sustained on audit, including resolution of related appeals or litigation processes, if any. The second step is to measure the tax benefit, which is the largest amount that is more than 50% likely of being realized upon ultimate settlement. The Company's policy is to recognize interest and penalties accrued on unrecognized tax benefits as part of income tax expense.

Other Comprehensive Income (Loss) — Components of other comprehensive income (loss) include currency translation adjustments, changes related to pension liabilities, net of tax, and unrealized gains (losses) on hedging activities, net of tax. Foreign currency translation adjustments generally are not adjusted for income taxes as they relate to indefinite investments in non-U.S. operations. Accumulated other comprehensive income (loss) also includes, net of tax, actuarial gains or losses, prior service costs or credits and transition assets and obligations that are not recognized as components of net periodic pension cost.

Concentration of Credit Risk — In the normal course of business, the Company is exposed to credit risk. The principal concentrations of credit risk are short-term investments, accounts receivable and derivative instruments. The Company regularly monitors credit risk exposures and takes steps to mitigate the likelihood of these exposures resulting in a loss. Historically, credit losses on accounts receivable have not been material because of the large concentration of revenues with a small number of large, established companies. The Company does not require collateral or other security to support accounts receivable. The Company evaluates the creditworthiness of its clients in conjunction with its revenue recognition processes, as discussed above, as well as through its ongoing collectability assessment processes for accounts receivable. The

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Company maintains an allowance for doubtful accounts receivable based upon factors surrounding the credit risk of specific clients, historical trends and other information. The Company limits its counterparty credit risk exposures by entering into derivative contracts with significant financial institutions that are rated A or better by S&P.

Cash Equivalents — Cash equivalents consist of short-term, highly liquid investments with original maturities of three months or less.

Receivables — Trade receivables are comprised primarily of amounts owed to the Company by clients and are presented net of an allowance for doubtful accounts of $10.2 and $11.0 at December 31, 2011 and 2010, respectively. Contracts with individual clients determine when receivables are due, generally within 30-60 days, and whether interest is accrued on late payments.

The allowance for doubtful accounts is the Company's best estimate of the amount of probable credit losses in the Company's existing accounts receivable. The Company regularly reviews the adequacy of its allowance for doubtful accounts. The Company determines the allowance based on historical write-off experience and current economic conditions and also considers factors such as customer credit, past transaction history with the customer and changes in customer payment terms when determining whether the collection of a receivable is reasonably assured. Account balances are charged off against the allowance after all means of collection have been exhausted and the potential for recovery is considered remote.

Property and Equipment — Property and equipment are stated at cost. Depreciation is based on the straight-line method over the estimated useful lives of the assets. Buildings are depreciated over a 30-year life, software over a five- to eight-year life and equipment generally over a three- to five-year life. Leasehold improvements are depreciated over the shorter of their estimated useful life or the remaining term of the associated lease.

The Company reviews property, plant and equipment asset groups for impairment whenever events or changes in circumstances indicate the carrying amount of an asset may not be recoverable. The Company monitors these changes and events on at least a quarterly basis. Examples of events or changes in circumstances could include, but are not limited to, a prolonged economic downturn, current period operating or cash flow losses combined with a history of losses or a forecast of continuing losses associated with the use of an asset group, or a current expectation that an asset group will be sold or disposed of before the end of its previously estimated useful life. Recoverability is based upon projections of anticipated future undiscounted cash flows associated with the use and eventual disposal of the property, plant and equipment asset groups, as well as specific appraisals in certain instances. Reviews occur at the lowest level for which identifiable cash flows are largely independent of cash flows associated with other property, plant and equipment asset groups. If the future undiscounted cash flows result in a value that is less than the carrying value, then the long-lived asset is considered impaired and a loss is recognized based on the amount by which the carrying amount exceeds the estimated fair value. Various factors that the Company uses in determining the impact of these assessments include the expected useful lives of long-lived assets and our ability to realize any undiscounted cash flows in excess of the carrying amounts of such asset groups, and are affected primarily by changes in the expected use of the assets, changes in technology or development of alternative assets, changes in economic conditions, changes in operating performance and changes in expected future cash flows. Because judgment is involved in determining the fair value of property, plant and equipment asset groups, there is risk that the carrying value of these assets may require adjustment in future periods.

Software Development Costs — Research and development expenditures are charged to expense as incurred. The development costs of software to be marketed are charged to expense until technological feasibility is established and capitalized thereafter, subject to assessment of realizability. Amortization of the capitalized amounts is

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computed using the greater of the sales ratio method or the straight-line method over a life of five years or less. The Company did not capitalize any software development costs during the periods reported.

Internal Use Software — The Company capitalizes certain expenditures for software that is purchased or internally developed for use in the business. During 2011, 2010, and 2009, internally developed software amounts capitalized were $3.8, $5.6 and $3.7, respectively. Amortization of internal use software begins when the software is ready for service and continues on the straight-line method generally over a life of three years.

Goodwill and Other Intangibles — As discussed more fully in Note 6, goodwill is reviewed at the reporting unit level for impairment as of October 1 and at other times if events have occurred or circumstances exist that indicate the carrying value of goodwill may no longer be recoverable.

The impairment test for goodwill involves a two-step process. The first step compares the fair value of a reporting unit with its carrying amount, including the goodwill allocated to each reporting unit (Step 1). If the fair value of the reporting units is in excess of the carrying value, the related goodwill is considered not to be impaired and no further analysis is necessary. If the carrying amount of the reporting unit exceeds the fair value, there is an indication of potential impairment and a second step of testing is performed to measure the amount of the impairment, if any, for that reporting unit.

When required, the second step compares the implied fair value of the reporting unit goodwill with the carrying amount of the reporting unit goodwill. The implied fair value of goodwill is determined in the same manner as the amount of goodwill recognized in a business combination, which is the excess of the fair value of the reporting unit determined in step one over the fair value of the net assets and identifiable intangibles as if the reporting unit were being acquired. Any excess of the carrying value of the reporting unit goodwill over the implied fair value of the reporting unit goodwill will be recorded as an impairment loss. An impairment charge recognized cannot exceed the amount of goodwill allocated to a reporting unit and cannot be reversed subsequently even if the fair value of the reporting unit recovers.

Fair value of the reporting unit is determined using a combination of the market approach and the income approach. Under the market approach, fair value is based on actual stock prices or transaction prices of comparable companies. The market approach requires significant judgment regarding the selection of comparable companies. Under the income approach, value is dependent on the present value of net cash flows to be derived from the ownership. The income approach requires significant judgment including estimates about future cash flows and discount rates. A combination of methodologies is used and weighted appropriately for reporting units with significant adverse changes in business climate.

Other intangibles, primarily customer relationship assets and trademarks, are amortized over a straight-line basis with lives ranging from four to twelve years and are evaluated periodically if events or circumstances indicate a possible inability to recover their carrying amounts.

Equity-Method Investments — In July 2011, the Company completed the sale of its 33.8% limited partnership interest in the Cincinnati SMSA Limited Partnership, a provider of wireless communications in central and southwestern Ohio and northern Kentucky, and its 45.0% limited partnership interest in the Cincinnati SMSA Tower Holdings LLC, an operator of cellular tower space (collectively referred to as the Cellular Partnerships) to AT&T. Cincinnati SMSA Limited Partnership conducts its operations as a part of AT&T. AT&T is the general partner and a limited partner of both Cincinnati SMSA Limited Partnership and Cincinnati SMSA Tower Holdings LLC with a partnership interest prior to Convergys' sale of its interests of approximately 66% and 53%, respectively. Prior to the

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sale, the Company accounted for its interest in the Cellular Partnerships under the equity method of accounting.

Postemployment Benefits — The funded status of the Company's pension and other postretirement benefit plans is recognized in the Consolidated Balance Sheets. The funded status is measured as the difference between the fair value of plan assets and the benefit obligation at December 31, the measurement date. For defined benefit pension plans, the benefit obligation is the projected benefit obligation (PBO) and for the other postretirement benefit plans the benefit obligation is the accumulated postretirement benefit obligation (APBO). The PBO represents the actuarial present value of benefits expected to be paid upon retirement based on estimated future compensation levels. The APBO represents the actuarial present value of postretirement benefits attributed to employee services already rendered. The fair value of plan assets represents the current market value of assets held by an irrevocable trust fund for the sole benefit of participants. The measurement of the benefit obligation is based on the Company's estimates and actuarial valuations. These valuations reflect the terms of the plans and use participant-specific information such as compensation, age and years of service, as well as certain key assumptions that require significant judgment, including, but not limited to, estimates of discount rates, expected return on plan assets, rate of compensation increases, interest crediting rates and mortality rates. For additional information regarding plan assumptions and the current financial position of the pension and other postretirement plans, see Note 9.

The Company provides severance benefits to certain employees. The Company accrues the benefits when it becomes probable that such benefits will be paid and when sufficient information exists to make reasonable estimates of the amounts to be paid.

Government Grants — From time to time, the Company receives grants from local or state governments as an incentive to locate or retain operations in their jurisdictions. Depending on the arrangement, the grants are either received up-front or at the time the Company achieves the milestones set forth in the grant. The Company's policy is to record the grant funds received as deferred credit and to amortize the deferred credit as a reduction of cost of providing services and products sold or selling, general and administrative expense as the milestones are met over the term of the grant. The terms of the grants range from one to fifteen years.

Derivative Instruments — The Company's risk management strategy includes the use of derivative instruments to reduce the effects on its operating results and cash flows from fluctuations caused by volatility in currency exchange and interest rates. The Company currently uses cash flow and fair value hedges. These instruments are hedges of forecasted transactions or of the variability of cash flows to be received or paid related to a recognized asset or liability. The Company generally enters into forward exchange contracts expiring within 36 months as hedges of anticipated cash flows denominated in foreign currencies. These contracts are entered into to protect against the risk that the eventual cash flows resulting from such transactions will be adversely affected by changes in exchange rates. Additionally, the Company from time to time enters into interest rate swap agreements to effectively fix the interest rates of variable rate borrowings. In using derivative financial instruments to hedge exposures to changes in exchange rates and interest rates, the Company exposes itself to counterparty credit risk.

All derivatives, including foreign currency exchange contracts, are recognized in the Consolidated Balance Sheets at fair value. Fair values for the Company's derivative financial instruments are based on quoted market prices of comparable instruments or, if none are available, on pricing models or formulas using current assumptions. On the date the derivative contract is entered into, the Company determines whether the derivative contract should be designated as a hedge. For derivatives that are designated as hedges, the Company further designates the hedge as either a fair value or cash flow hedge. Changes in the fair value of derivatives that are highly effective and designated as fair value hedges are recorded in the Consolidated Statement of Operations and

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Comprehensive Income (Loss) along with the loss or gain on the hedged asset or liability. Changes in the fair value of derivatives that are highly effective and designated as cash flow hedges are reported as a component of Other Comprehensive Income (Loss) and reclassified into earnings in the same line-item associated with the forecasted transaction and in the same periods during which the hedged transaction impacts earnings. The Company formally documents all relationships between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking various hedging activities. This process includes linking all derivatives that are designated as fair value or cash flow hedges to specific assets and liabilities on the balance sheet or to forecasted transactions. The Company also formally assesses, both at the hedge's inception and on an ongoing basis, whether the derivatives that are used in hedging transactions are highly effective in offsetting changes in fair value or cash flows of hedged items. When it is determined that a derivative is not highly effective as a hedge or that it has ceased to be a highly effective hedge, the Company discontinues hedge accounting prospectively.

The Company also periodically enters into forward exchange contracts and options that are not designated as hedges. The purpose of the majority of these derivative instruments is to protect the Company against foreign currency exposure pertaining to receivables, payables and intercompany transactions that are denominated in currencies different from the functional currencies of the Company or the respective subsidiaries. The Company records changes in the fair value of these derivative instruments in the Consolidated Statements of Operations and Comprehensive Income (Loss) within other income (expense), net.

Investments — Management determines the appropriate classification of securities at the time of purchase and re-evaluates such designation as of each balance sheet date. Currently, we classify all investment securities, reported within other current assets in the Consolidated Balance Sheets, as trading. Trading securities are carried at fair value, with gains and losses, both realized and unrealized, reported in other income (expense), net in the Consolidated Statements of Operations and Comprehensive Income (loss). The cost of securities sold is based upon the specific identification method. Interest and dividends on securities classified as trading is included in other income (expense), net.

Fair Value Measurements —The Company applies fair value accounting for all financial assets and liabilities and non-financial assets and liabilities that are recognized or disclosed at fair value in the consolidated financial statements on a recurring basis. The Company defines fair value as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities, the Company considers the principal or most advantageous market in which the Company would transact and the market-based risk measurements or assumptions that market participants would use in pricing the asset or liability, such as inherent risk, transfer restrictions and credit risk.

New Accounting Pronouncements

In October 2009, the FASB issued ASU 2009-13, "Multiple-Deliverable Revenue Arrangements," (amendments to FASB ASC Topic 605, "Revenue Recognition") (ASU 2009-13) and ASU 2009-14, "Certain Arrangements That Include Software Elements," (amendments to FASB ASC Topic 985, "Software") (ASU 2009-14). ASU 2009-13 requires entities to allocate revenue in an arrangement using estimated selling prices of the delivered goods and services based on a selling price hierarchy. The amendments eliminate the residual method of revenue allocation and require revenue to be allocated using the relative selling price method. ASU 2009-14 removes tangible products from the scope of software revenue guidance and provides guidance on determining whether software deliverables in an arrangement that includes a tangible product are covered by the scope of the software revenue guidance. ASU 2009-13 and ASU 2009-14 should be applied on a prospective basis for revenue arrangements entered into or materially modified in fiscal years beginning on or after June 15, 2010, with early adoption permitted.

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The Company adopted ASU 2009-13 or ASU 2009-14 effective January 1, 2011. Adoption of these standards did not have a material impact to the Company's consolidated results of operations and financial position.

In June 2011, the FASB issued ASU 2011-05, "Presentation of Comprehensive Income," (ASU 2011-05) requiring entities to present net income and other comprehensive income in either a single continuous statement or in two separate, but consecutive, statements of net income and other comprehensive income. The option to present items of other comprehensive income in the statement of changes in equity is eliminated. Reclassification adjustments between net income and other comprehensive income must be shown on the face of the statement(s); the previous option to disclose reclassification adjustments in the footnotes has been eliminated. The effective date for ASU 2011-05 was at the start of the reporting entity's fiscal year beginning after December 15, 2011 and required retrospective application. However, in December 2011, the FASB issued ASU 2011-12, "Deferral of the Effective Date for Amendments to the Presentation of Reclassification of Items Out of Accumulated Other Comprehensive Income in Accounting Standards Update No. 2011-05," (ASU 2011-12). All other requirements of ASU 2011-05 were not affected by ASU 2011-12, including the requirement to report other comprehensive income either in a single continuous financial statement or in two separate, but consecutive financial statements. The Company will provide the disclosures required by these Standards in the first quarter of 2012.

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Restructuring (2009 Restructuring) (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Restructuring charges	$ 0	$ 36.7	$ 43.3
Restructuring Plan for 2009 [Member]			
Restructuring charges			43.3
Facility Closing [Member] | Restructuring Plan for 2009 [Member]			
Restructuring charges			16.3
Employee Severance [Member] | Restructuring Plan for 2009 [Member]			
Restructuring charges			27.0
Non-Salaried Employees [Member] | Restructuring Plan for 2009 [Member]			
Employees affected			800
Information Management [Member]			
Restructuring charges	(1.2)	8.0	30.4
Information Management [Member] | Employee Severance [Member] | Restructuring Plan for 2009 [Member]			
Restructuring charges			15.3
Customer Management [Member]			
Restructuring charges	1.0	22.6	7.9
Customer Management [Member] | Restructuring Plan for 2009 [Member]			
International programs reduced (in international programs)			1
Customer Management [Member] | Employee Severance [Member] | Restructuring Plan for 2009 [Member]			
Restructuring charges			6.7
Corporate [Member] | Employee Severance [Member] | Restructuring Plan for 2009 [Member]			
Restructuring charges			$ 5.0
Professional Employees [Member] | Restructuring Plan for 2009 [Member]			
Employees affected			1,000

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Accounting Policies (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended											12 Months Ended					
	Dec. 31, 2011 sources businesssegments	Dec. 31, 2010	Dec. 31, 2009	Dec. 31, 2011 Minimum [Member]	Dec. 31, 2011 Maximum [Member]	Dec. 31, 2011 Customer Management [Member]	Dec. 31, 2011 Information Management [Member]	Jul. 31, 2011 Cincinnati SMSA Limited Partnership [Member]	Jul. 31, 2011 Cincinnati SMSA Tower Holdings LLC [Member]	Jul. 31, 2011 Owned By AT&T [Member] Cincinnati SMSA Limited Partnership [Member]	Jul. 31, 2011 Owned By AT&T [Member] Cincinnati SMSA Tower Holdings LLC [Member]	Dec. 31, 2011 Building [Member] years	Dec. 31, 2011 Software [Member] years	Dec. 31, 2011 Equipment [Member] years	Dec. 31, 2011 Software Development [Member] years	Dec. 31, 2011 Software and Software Development Costs [Member] years	Dec. 31, 2011 Other Intangible Assets [Member] years
Investment Percentage To Account For Equity Method				20.00%	50.00%												
Percent Of Total Revenues						85.00%	15.00%										
Sources Of Revenue (sources)	3																
Percent Of Revenue Derived From Agents						90.00%											
Percent Of Revenue From Professional And Consulting Revenues							45.00%										
Percent Of Revenue From License And Other Revenues							40.00%										
Percent Of Revenue From Data Processing							15.00%										
Number Of Business Segments	2																
Minimum Percent Likely To Be Recognized To Measure Tax Benefit	50.00%																
Allowance for doubtful accounts receivable	$ 10.2	$ 11.0															
Number Of Days Receivables Are Generally Due				30 days	60 days												
Property, Plant and Equipment, Useful Life, Average												30					
Property, Plant and Equipment, Useful Life, Minimum													5	3		3	4
Property, Plant and Equipment, Useful Life, Maximum													8	5	5		12
Capitalized Computer Software, Period Increase (Decrease)	$ 3.8	$ 5.6	$ 3.7														
Equity Method Investment, Ownership Percentage								33.80%	45.00%	66.00%	53.00%						
Term Of Government Grant				1 year	15 years												
Term Of Derivative	36 months																

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Investment In Cellular Partnership (Tables)	12 Months Ended Dec. 31, 2011
Investment In Cellular Partnerhsip [Abstract]	
Schedule Of Net Income Of Cincinnati SMSA Limited Partnership	The net income of the Cincinnati SMSA Limited Partnership reflected in the following table does not include any provision for income taxes incurred by the partners.

	Year-to-Date July 1,	Year Ended December 31,	
	2011	2010	2009
Revenues	**$ 359.8**	$ 653.5	$ 592.0
Income from operations	**61.2**	124.1	128.9
Net income	**60.8**	120.9	126.5

Schedule Of Assets And LIabilities Of Cellular Partnerships

	At December 31,
	2010
Current assets	$ 66.9
Non-current assets	246.5
Current liabilities	22.7
Non-current liabilities	30.1

Schedule Of Equity In Earnings Of Equity Method Investees

The Company’s equity in earnings of equity method investees for the three years ended December 31, 2011, 2010 and 2009, respectively, is as follows:

	Year Ended December 31,		
	2011	2010	2009
Convergys’ equity in earnings of Cincinnati SMSA Limited Partnership	**$ 20.5**	$ 46.1	$ 40.1
Convergys’ equity in earnings of Cincinnati SMSA Tower Holdings LLC	**0.9**	1.1	0.9
Transaction costs related to the sale of Convergys' interests in Cellular Partnerships	**(1.2)**	—	—
Gain on sale of Convergys' interests in Cellular Partnerships	**265.0**	—	—
Total earnings and gain from Cellular Partnerships, net	**$ 285.2**	$ 47.2	$ 41.0

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Earnings (Loss) Per Share and Shareholder's Equity (Tables)	12 Months Ended Dec. 31, 2011
Earnings (Loss) Per Share And Shareholder's Equity [Abstract]	
Schedule Of Reconciliation Of The Numerator And Denominator Of The Basic And Diluted Earnings (Loss) Per Share (EPS) Computations	***Earnings (Loss) per Share*** The following is a reconciliation of the numerator and denominator of the basic and diluted earnings per share (EPS) computations:

		Continuing Operations		Discontinued Operations		Total
Shares (in Millions)	Shares	Net Income (Loss)	Per Share Amount	Net Income (Loss)	Per Share Amount	Per Share Amount
2011:						
Basic EPS	**120.2**	**$ 328.3**	**$ 2.73**	**$ 6.5**	**$ 0.06**	**$ 2.79**
Effect of dilutive securities:						
Stock-based compensation arrangements	**2.1**	**—**	**(0.06)**	**—**	**(0.01)**	**(0.07)**
2029 Convertible Debentures	**0.6**	**—**	**—**	**—**	**—**	**—**
Diluted EPS	**122.9**	**328.3**	**$ 2.67**	**$ 6.5**	**$ 0.05**	**$ 2.72**
2010:						
Basic EPS	123.1	$ (74.7)	$ (0.61)	$ 21.5	$ 0.18	$ (0.43)
Effect of dilutive securities:						
Stock-based compensation arrangements	—	—	—	—	—	—
2029 Convertible Debentures	—	—	—	—	—	—
Diluted EPS	$ 123.1	$ (74.7)	$ (0.61)	$ 21.5	$ 0.18	$ (0.43)
2009:						
Basic EPS	122.8	$ 84.5	$ 0.69	$ (161.8)	$ (1.32)	$ (0.63)
Effect of dilutive securities:						
Stock-based compensation arrangements	2.1	—	(0.01)	—	0.02	0.01
2029 Convertible Debentures	—	—	—	—	—	—
Diluted EPS	124.9	$ 84.5	$ 0.68	$ (161.8)	$ (1.30)	$ (0.62)

Share Repurchase Activity	Below is a summary of the Company's share repurchases for the years ended December 31, 2011, 2010 and 2009:

2011	7.7	$ 96.8
2010	2.4	$ 24.9
2009	—	$ —

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Debt (Convertible Debentures) (Details) (USD $)	12 Months Ended		12 Months Ended			
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2011 5.75% Junior Subordinated Convertible Debentures [Member]	Dec. 31, 2009 5.75% Junior Subordinated Convertible Debentures [Member]	Dec. 31, 2010 4.875% Unsecured Senior Notes [Member]	Dec. 31, 2009 4.875% Unsecured Senior Notes [Member]
Debt Instrument						
Aggregate principal amount convertible debentures			$ 125,000,000			$ 250,000,000
Debt Instrument, Interest Rate, Stated Percentage			5.75%			4.875%
Gains (Losses) on Extinguishment of Debt					2,300,000	
Unsecured debt, principal amount of debt extinguished						122,500,000
Exchange offer terms				1,020		1,000
Maturity date			Sep. 15, 2029			Dec. 15, 2009
Liability component of convertible debt recognized at issuance	162,500,000			56,300,000		
Deferred tax impact on convertible debt	104,800,000	76,400,000		32,700,000		
Junior subordinated convertible debentures convertible conversion price				$ 12.07		
Junior subordinated convertible debentures convertible equity instruments in conversion				82.82		
Debt Instrument, Convertible, Terms of Conversion Feature				1000		
Percent Closing Price Must Be Of Conversion Price For Minimum 20 Days For Company To Reedeem Convertible Debt			150.00%			
Percent Of Debt Converted To Equity			100.00%			
Contingent Interest Component, Maxiumum			0.75%			

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Debt Instrument, Convertible, If-converted Value in Excess of Principal	$ 132,200,000

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Divestitures (Narrative) (Details) (USD $) In Millions, unless otherwise specified	3 Months Ended		6 Months Ended	12 Months Ended		
	Mar. 31, 2011	Dec. 31, 2010	Jun. 30, 2010	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Sale of business segment			$ 100			
Cash received from sale of business segment			80			
Note received in divestiture			15			
Value of principal of zero coupon note received in sale during second anniversary				5		
Value of principal of zero coupon note received in sale during third anniversary				10		
Proceeds from disposition of business	10.0	5.0		10.0	0	0
Final settlement of working capital adjustments		7				
Cash paid to settle obligations			28.2			
Gain on sale of business segment, pre tax	7.0			0	35.2	0
Gain on sale of business segment, after tax	4.3				5.6	
Federal, state and foreign income tax obligation				(6.5)	29.6	0
Elimination of goodwill and intangible assets from gain on sale of business segment	2.6				67.1	
Cost allocated for discontinued business segment included in continuing operations					9.1	32.1
Revenue under transition services agreements subsequent to close of sale				$ 14.4	$ 24.0	
Minimum [Member]						
Transition Service Agreement Period				3 months		
Maximum [Member]						
Transition Service Agreement Period				18 months		

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Goodwill and Other Intangible Assets and Long-Lived Assets (Tables)	12 Months Ended
	Dec. 31, 2011

Goodwill And Other Intangible Assets [Abstract]

Schedule of Goodwill

Below is a progression of goodwill for the Company's segments for 2011 and 2010:

	Customer Management	Information Management	Total
Balance at December 31, 2009	$ 785.8	$ 193.5	$ 979.3
Acquisitions	—	3.3	3.3
Impairment	(166.5)	—	(166.5)
Foreign currency and other	4.8	(0.4)	4.4
Balance at December 31, 2010	$ 624.1	$ 196.4	$ 820.5
Acquisitions	—	—	—
Foreign currency and other	(2.6)	0.6	(2.0)
Balance at December 31, 2011	$ 621.5	$ 197.0	$ 818.5

Schedule Of Total Intangible Assets Primarily Acquired Through Business Combinations

As of December 31, 2011 and 2010, the Company's other intangible assets consisted of the following:

2011:	Gross Carrying Amount	Accumulated Amortization	Net
Software (classified with Property, Plant & Equipment)	**$ 88.8**	**$ (66.2)**	**$ 22.6**
Trademarks	**12.0**	**(10.3)**	**1.7**
Customer relationships and other intangibles	**152.8**	**(124.4)**	**28.4**
Total	**$ 253.6**	**$ (200.9)**	**$ 52.7**
2010			
Software (classified with Property, Plant & Equipment)	$ 88.6	$ (59.6)	$ 29.0
Trademarks	12.0	(7.8)	4.2
Customer relationships and other intangibles	154.6	(118.7)	35.9
Total	$ 255.2	$ (186.1)	$ 69.1

Schedule Of Estimated Amortization Expense

Customer relationships, trademarks and other intangibles amortization expense was $9.6 for the year ended December 31, 2011 and the related estimated expense for the five subsequent fiscal years is as follows:

For the year ended 12/31/12	$ 9
For the year ended 12/31/13	7
For the year ended 12/31/14	3
For the year ended 12/31/15	3
For the year ended 12/31/16	2
Thereafter	6

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Debt (Tables)	12 Months Ended Dec. 31, 2011
Long-term Debt and Capital Lease Obligations [Abstract]	
Schedule Of Debt And Capital Lease Obligations	Debt consists of the following:
Schedule Of Future Minimum Payments	At December 31, 2011, future minimum payments of the Company’s debt and capital lease arrangements are as follows:

Debt consists of the following:

	At December 31,			
	2011		2010	
Revolving credit facility	**$**	**—**	$	—
2029 Convertible Debentures		**57.5**		56.6
Capital Lease Obligations		**58.6**		58.0
Accounts Receivable Securitization		**—**		85.0
Other		**11.1**		10.7
Total debt		**127.2**		210.3
Less current maturities		**6.2**		91.0
Long-term debt	**$**	**121.0**	$	119.3
Weighted average effective interest rates:				
Revolving credit facility		**2.9%**		4.2%
Accounts Receivable Securitization		**2.2%**		2.4%
2029 Convertible Debentures		**6.4%**		6.0%
Other		**3.4%**		4.2%

At December 31, 2011, future minimum payments of the Company’s debt and capital lease arrangements are as follows:

2012	$	6.2
2013		1.6
2014		6.7
2015		55.2
2016		—
Thereafter		125.0
Total	$	194.7

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Background And Basis Of Presentation	12 Months Ended Dec. 31, 2011
Background And Basis Of Presentation [Abstract]	
Background and Basis of Presentation	**Background and Basis of Presentation** Convergys Corporation (the Company or Convergys) is a global leader in relationship management. The Company provides solutions that drive more value from the relationships its clients have with their customers and employees. Convergys turns these everyday interactions into a source of profit and strategic advantage for the Company's clients. The Company's unique combination of domain expertise, operational excellence and innovative technologies has delivered process improvement and actionable business insight to clients to enhance their relationships with customers. Prior to June 2010, the Company had three reportable segments, Customer Management, Information Management and Human Resources Management (HR Management). In connection with the sale of the HR Management line of business on June 1, 2010 (see Note 3), the Company reorganized its reportable segments into two segments: Customer Management, which provides agent-assisted services, self-service, and intelligent technology care solutions, and Information Management, which provides business support system (BSS) solutions. See Note 16 for information about these segments.

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Restructuring (Tables)

12 Months Ended Dec. 31, 2011

Schedule of Restructuring Reserve by Type of Cost

	Customer Management		Information Management		Corporate	Total
Severance costs	$	13.3	$	3.0	$ 6.1	$22.4
Facility-related costs		9.3		5.0	—	14.3
Total restructuring	$	22.6	$	8.0	$ 6.1	$36.7

2011 Restructuring Plan [Member]

Schedule Of Restructuring Liability Activity Balance Included Within Payables, Deferred Revenue And Other Current Liabilities On The Company's Balance Sheets

		2011
Balance at January 1	$	—
Severance charge		2.8
Severance payments		(2.6)
Balance at December 31, 2011	$	0.2

Restructuring Plan for 2010 [Member]

Schedule Of Restructuring Liability Activity Balance Included Within Payables, Deferred Revenue And Other Current Liabilities On The Company's Balance Sheets

		2011		2010
Balance at January 1	$	12.4	$	—
Severance charge		—		22.4
Severance payments		(11.4)		(10.0)
Balance at December 31	$	1.0	$	12.4

Facility Charge [Member]

Schedule Of Restructuring Liability Activity Balance Included Within Payables, Deferred Revenue And Other Current Liabilities On The Company's Balance Sheets

		2011		2010		2009
Balance at January 1	$	20.7	$	16.0	$	—
Facility charge		—		14.3		16.3
Facility payment		(8.3)		(9.6)		(0.3)
Facility adjustment		(2.8)		—		—
Balance at December 31	$	9.6	$	20.7	$	16.0

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Industry Segments and Geographic Operations (Schedule Of Business Segment Information) (Details) (USD $) In Millions, unless otherwise specified	3 Months Ended								12 Months Ended		
	Dec. 31, 2011	Sep. 30, 2011	Jun. 30, 2011	Mar. 31, 2011	Dec. 31, 2010	Sep. 30, 2010	Jun. 30, 2010	Mar. 31, 2010	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Revenues	$ 588.9	$ 576.9	$ 551.6	$ 544.6	$ 573.2	$ 556.0	$ 528.2	$ 546.0	$ 2,262.0	$ 2,203.4	$ 2,421.0
Depreciation									86.9	97.3	110.3
Amortization									9.6	10.1	10.9
Restructuring charges									0	36.7	43.3
Asset Impairments					181.1				0	181.1	3.1
Operating income (loss)	49.7	43.5	38.1	37.0	(159.2) [1]	34.7	7.8	22.1	168.3	(94.6)	101.2
Capital Expenditures									88.3	66.0	71.4
Cost allocated for discontinued business segment included in continuing operations										9.1	32.1
Assets	2,325.9				2,125.3				2,325.9	2,125.3	
Long-Lived Assets	1,374.8				1,419.8				1,374.8	1,419.8	
Customer Management [Member]											
Revenues	499.8	490.9	469.6	458.5	466.7	462.9	446.1	463.6	1,918.8	1,839.3	1,986.7
Depreciation									60.3	65.7	66.9
Amortization									7.4	7.7	7.3
Restructuring charges									1.0	22.6	7.9
Asset Impairments									0	181.1	0
Operating income (loss)	41.4	39.0	37.3	32.2	(151.6) [1]	31.3	8.0	33.8	149.9	(78.5)	133.9
Capital Expenditures									51.8	42.7	44.5
Assets	1,380.2				1,370.5				1,380.2	1,370.5	
Information Management [Member]											
Revenues	88.4	83.6	77.0	79.8	97.8	81.9	78.0	82.4	328.8	340.1	434.3
Depreciation									13.9	14.3	22.6
Amortization									2.2	2.5	3.6
Restructuring charges									(1.2)	8.0	30.4
Asset Impairments									0	0	3.1
Operating income (loss)	13.8	9.7	6.5	7.2	5.6	11.3	9.4	6.9	37.2	33.2	21.9
Capital Expenditures									15.4	10.1	10.8
Assets	459.4				513.8				459.4	513.8	
Corporate And Other [Member]											
Revenues									14.4	24.0	0
Depreciation									12.7 [2]	17.3 [2]	20.8 [2]
Restructuring charges									0.2	6.1	5.0
Operating income (loss)									(18.8) [2],[3]	(49.3) [2],[3]	(54.6) [2],[3]
Capital Expenditures									21.1 [2]	13.2 [2]	16.1 [2]
Segment, Discontinued Operations [Member]											

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Assets	486.3	229.2	486.3	229.2	
Assets Held-for-sale [Member]					
Assets	0	11.8	0	11.8	
Segment, Geographical, Groups of Countries, Group One [Member]					
Revenues			1,845.4	1,810.5	2,037.6
Long-Lived Assets	1,164.9	1,292.5	1,164.9	1,292.5	
Segment, Geographical, Groups of Countries, Group Two [Member]					
Revenues			416.6	392.9	383.4
Long-Lived Assets	209.9	127.3	209.9	127.3	
At And T [Member] | Customer Concentration Risk [Member] | Sales Revenue, Services, Net [Member]					
Concentration risk percent	21.60%	21.40%	21.60%	21.40%	23.10%
Accounts Receivable, Net	$ 93.2	$ 57.4	$ 93.2	$ 57.4	
Directtv [Member] | Customer Concentration Risk [Member] | Sales Revenue, Services, Net [Member]					
Concentration risk percent	10.10%	8.90%	10.10%	8.90%	8.40%
Comcast [Member] | Customer Concentration Risk [Member] | Sales Revenue, Services, Net [Member]					
Concentration risk percent	10.20%	7.30%	10.20%	7.30%	7.20%

[1] Includes asset impairment charge of $181.1

[2] Includes shared services-related capital expenditures and depreciation.

[3] Includes costs incurred historically allocated to the HR Management segment but not meeting the criteria for classification as discontinued operations of $9.1 and $32.1 for 2010 and 2009, respectively.

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Industry Segments and Geographic Operations (Tables)	12 Months Ended Dec. 31, 2011

Segment Reporting Information, Revenue for Reportable Segment [Abstract]

Schedule Of Business Segment Information

The Company does not allocate activities below the operating income level to its reported segments. The Company's business segment information is as follows:

	Year Ended December 31,		
	2011	2010	2009
Revenues:			
Customer Management	**$ 1,918.8**	$ 1,839.3	$ 1,986.7
Information Management	**328.8**	340.1	434.3
Corporate and other	**14.4**	24.0	—
	$ 2,262.0	$ 2,203.4	$ 2,421.0
Depreciation:			
Customer Management	**$ 60.3**	$ 65.7	$ 66.9
Information Management	**13.9**	14.3	22.6
Corporate and other (1)	**12.7**	17.3	20.8
	$ 86.9	$ 97.3	$ 110.3
Amortization:			
Customer Management	**$ 7.4**	$ 7.7	$ 7.3
Information Management	**2.2**	2.5	3.6
	$ 9.6	$ 10.1	$ 10.9
Restructuring Charges:			
Customer Management	**$ 1.0**	$ 22.6	$ 7.9
Information Management	**(1.2)**	8.0	30.4
Corporate and other	**0.2**	6.1	5.0
	$ —	$ 36.7	$ 43.3
Asset Impairments:			
Customer Management	**$ —**	$ 181.1	$ —
Information Management	**—**	—	3.1
	$ —	$ 181.1	$ 3.1
Operating Income (Loss):			
Customer Management	**$ 149.9**	$ (78.5)	$ 133.9
Information Management	**37.2**	33.2	21.9
Corporate (1)(2)	**(18.8)**	(49.3)	(54.6)
	$ 168.3	$ (94.6)	$ 101.2
Capital Expenditures:			
Customer Management	**$ 51.8**	$ 42.7	$ 44.5
Information Management	**15.4**	10.1	10.8
Corporate (1)	**21.1**	13.2	16.1
	$ 88.3	$ 66.0	$ 71.4

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Schedule Of Goodwill Segment Reporting

	At December 31,	
	2011	2010
Total Assets:		
Customer Management	**$ 1,380.2**	$ 1,370.5
Information Management	**459.4**	513.8
Corporate	**486.3**	229.2
Held-for-Sale	**—**	11.8
	$ 2,325.9	$ 2,125.3

Schedule of Disclosure on Geographic Areas, Long-Lived Assets in Individual Foreign Countries by Country

The following table presents certain geographic information regarding the Company's operations:

	Year Ended December 31,		
	2011	2010	2009
Revenues:			
North America	**$ 1,845.4**	$ 1,810.5	$ 2,037.6
Rest of World	**416.6**	392.9	383.4
	$ 2,262.0	$ 2,203.4	$ 2,421.0

Schedule of Revenue from External Customers Attributed to Foreign Countries by Geographic Area

	At December 31,	
	2011	2010
Long-lived Assets:		
North America	**$ 1,164.9**	$ 1,292.5
Rest of World	**209.9**	127.3
	$ 1,374.8	$ 1,419.8

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Goodwill and Other Intangible Assets and Long-Lived Assets (Schedule Of Total Intangible Assets Primarily Acquired Through Business Combinations) (Details) (USD $) In Millions, unless otherwise specified	Dec. 31, 2011	Dec. 31, 2010
Gross Carrying Value	$ 253.6	$ 255.2
Accumulated Amortization	(200.9)	(186.1)
Intangible assets, net	52.7	69.1
Software [Member]		
Gross Carrying Value	88.8	88.6
Accumulated Amortization	(66.2)	(59.6)
Intangible assets, net	22.6	29.0
Trademarks [Member]		
Gross Carrying Value	12.0	12.0
Accumulated Amortization	(10.3)	(7.8)
Intangible assets, net	1.7	4.2
Customer Relationships And Other Intangibles [Member]		
Gross Carrying Value	152.8	154.6
Accumulated Amortization	(124.4)	(118.7)
Intangible assets, net	$ 28.4	$ 35.9

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Commitments And Contingencies Commitments And Contingencies (Future Minimum Lease Payments) (Details) (USD $) In Millions, unless otherwise specified	Dec. 31, 2011
Commitments and Contingencies Disclosure [Abstract]	
2012	$ 26.8
2013	16.4
2014	11.8
2015	8.5
2016	6.7
Thereafter	11.3
Total	$ 81.5

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Consolidated Statements Of Operations and Comprehensive Income (Loss) (USD $) In Millions, except Per Share data, unless otherwise specified	12 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Revenues	$ 2,262.0	$ 2,203.4	$ 2,421.0
Operating Costs and Expenses:			
Cost of providing services and products sold	1,420.5 [1]	1,340.9 [1]	1,461.6 [1]
Selling, general and administrative expenses	527.4	575.7	616.4
Research and development costs	49.3	56.2	74.2
Depreciation	86.9	97.3	110.3
Amortization	9.6	10.1	10.9
Restructuring charges	0	36.7	43.3
Asset impairment	0	181.1	3.1
Total costs and expenses	2,093.7	2,298.0	2,319.8
Operating Income (Loss)	168.3	(94.6)	101.2
Earnings from Cellular Partnerships, net	285.2	47.2	41.0
Other income (expense), net	9.8	8.9	(17.2)
Interest expense	(16.1)	(19.5)	(28.9)
Income (loss) before income taxes	447.2	(58.0)	96.1
Income tax expense	118.9	16.7	11.6
Income (loss) from continuing operations	328.3	(74.7)	84.5
Income (loss) from discontinued operations, net of tax	6.5	21.5	(161.8)
Net Income (Loss)	334.8	(53.2)	(77.3)
Other Comprehensive Income (Loss), net of tax:			
Foreign currency translation adjustments	(3.9)	11.7	25.4
Change related to pension liability (net of tax benefit (expense) of $6.7, $2.9, and ($2.4))	(7.3)	(3.5)	2.2
Unrealized gain (loss) on hedging activities (net of tax benefit (expense) of $13.0, ($20.0), and ($27.9))	(20.2)	33.5	51.8
Total Comprehensive Income (Loss)	$ 303.4	$ (11.5)	$ 2.1
Basic Earnings (Loss) per share:			
Continuing operations	$ 2.73	$ (0.61)	$ 0.69
Discontinued operations	$ 0.06	$ 0.18	$ (1.32)
Net basic earnings (loss) per share	$ 2.79	$ (0.43)	$ (0.63)
Diluted Earnings (Loss) per share:			
Continuing operations	$ 2.67	$ (0.61)	$ 0.68
Discontinued operations	$ 0.05	$ 0.18	$ (1.30)
Net diluted earnings (loss) per share	$ 2.72	$ (0.43)	$ (0.62)
Weighted average common shares outstanding:			
Basic	120.2	123.1	122.8

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Diluted	122.9	123.1	124.9

[1] Exclusive of depreciation and amortization, with the exception of amortization of deferred charges.

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Divestitures (Schedule Of Results Included In Discontinued Operations) (Details) (USD $) In Millions, unless otherwise specified	3 Months Ended	12 Months Ended		
	Mar. 31, 2011	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Discontinued Operations and Disposal Groups [Abstract]				
Revenue		$ 0	$ 107.2	$ 406.2
Income (loss) before tax		0	25.3	(213.7)
Gain (loss) on disposition	7.0	0	35.2	0
Income (loss) before income taxes		0	60.5	(213.7)
Income Tax Expense (Benefit) [Abstract]				
Expense (benefit) related to operations		0	9.4	(51.9)
Expense (benefit) related to gain (loss) on disposition		(6.5)	29.6	0
Income (Loss) from discontinued operations, net of tax		$ 6.5	$ 21.5	$ (161.8)

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Consolidated Statements Of Cash Flows (USD $) In Millions, unless otherwise specified	12 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
CASH FLOWS FROM OPERATING ACTIVITIES			
Net income (loss)	$ 334.8	$ (53.2)	$ (77.3)
Income (loss) from discontinued operations	6.5	21.5	(161.8)
Income (loss) from continuing operations	328.3	(74.7)	84.5
Adjustments to reconcile net income to net cash provided by operating activities:			
Depreciation and amortization	96.5	107.4	121.2
Gain on sale of interests in the Cellular Partnerships	(265.0)	0	0
Gain on sale of business	(7.0)	0	0
Asset impairment	0	181.1	3.1
Deferred income tax expense (benefit)	48.2	(4.0)	30.4
Earnings from Cellular Partnerships, net	(20.2)	(47.2)	(41.0)
Distributions from Cellular Partnerships	30.7	35.7	40.0
Stock compensation expense	17.4	14.4	16.6
Changes in assets and liabilities:			
Change in receivables	(19.0)	11.0	111.5
Change in other current assets	6.2	49.8	(23.3)
Change in deferred charges, net	(33.6)	(25.5)	(15.0)
Change in other assets and liabilities	44.0	(1.8)	50.4
Change in payables and other current liabilities	(25.3)	(24.2)	2.9
Other, net	(4.6)	(4.8)	2.7
Net cash provided by operating activities of continuing operations	196.6	217.2	384.0
Net cash used in operating activities of discontinued operations	0	(23.0)	(79.3)
Net cash provided by operating activities	196.6	194.2	304.7
CASH FLOWS FROM INVESTING ACTIVITIES			
Capital expenditures	(88.3)	(66.0)	(71.4)
Proceeds from sale of interests in the Cellular Partnerships	320.0	0	0
Proceeds from disposition of assets	3.1	0	0
Proceeds from disposition of business	10.0	0	0
Payments to Acquire Trading Securities Held-for-investment	22.7		
Purchases of available-for-sale securities		0	0
Acquisitions, net of cash acquired	0	(3.3)	(3.1)
Net cash used in investing activities of continuing operations	222.1	(69.3)	(74.5)
Net cash provided by (used in) investing activities of discontinued operations	0	70.0	(3.5)
Net cash provided by (used in) investing activities	222.1	0.7	(78.0)
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayments of credit facilities and other debt, net	(86.0)	(315.6)	(132.3)
Repurchase of common shares	(96.8)	(24.9)	0
Proceeds from exercise of stock options	3.0	0	0

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Other, net	(3.2)	0	0
Net cash used in financing activities of continuing operations	(183.0)	(340.5)	(132.3)
Net cash used in financing activities of discontinued operations	0	0	(2.7)
Net cash used in financing activities	(183.0)	(340.5)	(135.0)
Net increase (decrease) in cash and cash equivalents	235.7	(145.6)	91.7
Cash and cash equivalents at beginning of period	186.1	331.7	240.0
Cash and cash equivalents at end of period	421.8	186.1	331.7
SUPPLEMENTAL CASH FLOW INFORMATION			
Cash paid for interest	16.7	18.2	31.1
Income taxes paid, net of refunds	$ (20.6)	$ (16.9)	$ (13.5)

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Debt (Schedule Of Future Minimum Payments) (Details) (USD $) In Millions, unless otherwise specified	Dec. 31, 2011
Long-term Debt and Capital Lease Obligations [Abstract]	
2012	$ 6.2
2013	1.6
2014	6.7
2015	55.2
2016	0
Thereafter	125.0
Total	$ 194.7

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Commitments And Contingencies (Tables)	12 Months Ended Dec. 31, 2011
Commitments and Contingencies Disclosure [Abstract]	
Schedule of Future Minimum Rental Payments for Operating Leases	At December 31, 2011, the total minimum rental commitments under non-cancelable operating leases are as follows:

2012	$	26.8
2013		16.4
2014		11.8
2015		8.5
2016		6.7
Thereafter		11.3
Total	$	81.5

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Employee Benefit Plans (Details 1) (USD $) In Millions, unless otherwise specified	12 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Defined Benefit Plan, Net Periodic Benefit Cost [Abstract]			
Other comprehensive income (loss)	$ (31.4)	$ 41.7	$ 79.4
Defined Benefit Plan, Weighted Average Assumptions Used in Calculating Net Periodic Benefit Cost [Abstract]			
Expected long-term rate of return on plan assets		8.00%	8.00%
Defined Benefit Plan, Change in Benefit Obligation [Roll Forward]			
Change in plan provisions	20.0		
Defined Benefit Plan, Change in Fair Value of Plan Assets [Roll Forward]			
Fair value of plan assets at beginning of year	134.1		
Fair value of plan assets at end of year	140.4	134.1	
Non-current liability	121.1	129.6	
Defined Benefits Plans [Member]			
Defined Benefit Plan, Net Periodic Benefit Cost [Abstract]			
Service cost	2.8	2.6	0.9
Interest cost	12.0	12.1	12.2
Expected return on plan assets	(11.4)	(12.3)	(10.4)
Amortization and deferrals - net	8.7	6.6	7.4
Settlement loss	0	6.8	0
Pension cost	12.1	15.8	10.1
Other comprehensive income (loss)	(29.5)	(1.3)	9.6
Defined Benefit Plan, Change in Benefit Obligation [Roll Forward]			
Benefit obligation at beginning of year	224.3	213.5	
Service cost	2.8	2.6	0.9
Interest cost	12.0	12.1	12.2
Change in plan provisions	(1.0)	0	
Actuarial loss (gain)	28.9	16.9	
Benefits paid	(14.5)	(20.8)	
Benefit obligation at end of year	252.5	224.3	213.5
Defined Benefit Plan, Change in Fair Value of Plan Assets [Roll Forward]			
Fair value of plan assets at beginning of year	134.1	129.7	
Actual return on plan assets	0	14.6	
Employer contribution	(112.0)	(90.2)	
Fair value of plan assets at end of year	140.4	134.1	129.7
Funded status	(112.0)	(90.2)	
Non-current liability	112.0	90.2	
Accumulated other comprehensive income (loss)	(114.1)	(84.7)	
Defined Benefit Plan, Estimated Future Benefit Payments [Abstract]			
2012	9.0		
2013	10.5		
2014	27.0		

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2015	14.8		
2016	16.1		
2017-2021	86.8		
Total	164.2		
Unfunded Executive Pension Plans [Member]			
Defined Benefit Plan, Net Periodic Benefit Cost [Abstract]			
Service cost	0.7	0.9	1.5
Interest cost	1.3	2.0	2.1
Amortization and deferrals - net	(0.1)	(0.1)	(0.8)
Settlement loss	0	1.4	0
Curtailment loss, net	(2.4)	1.8	0
Pension cost	(0.5)	6.0	2.8
Other comprehensive income (loss)	1.3	(3.1)	(3.9)
Defined Benefit Plan, Change in Benefit Obligation [Roll Forward]			
Benefit obligation at beginning of year	33.2	37.1	
Service cost	0.7	0.9	1.5
Interest cost	1.3	2.0	2.1
Change in plan provisions	0	(0.5)	
Actuarial loss (gain)	(1.9)	3.8	
Benefits paid	(6.2)	(12.4)	
Curtailments	(2.5)	2.3	
Benefit obligation at end of year	24.6	33.2	37.1
Defined Benefit Plan, Change in Fair Value of Plan Assets [Roll Forward]			
Employer contribution	(24.6)	(33.2)	
Funded status	(24.6)	(33.2)	
Current liability	6.2	5.2	
Non-current liability	18.4	28.0	
Accumulated other comprehensive income (loss)	4.1	2.8	
Defined Benefit Plan, Estimated Future Benefit Payments [Abstract]			
2012	6.2		
2013	3.1		
2014	1.6		
2015	1.5		
2016	1.0		
2017-2021	8.3		
Total	21.7		
Minimum [Member]			
Defined Benefit Plan, Weighted Average Assumptions Used in Calculating Benefit Obligation [Abstract]			
Discount rate -projected benefit obligation	4.25%	5.20%	
Future compensation growth rate	4.00%	4.00%	
Defined Benefit Plan, Weighted Average Assumptions Used in Calculating Net Periodic Benefit Cost [Abstract]			
Discount rate - projected benefit obligation	5.20%	5.50%	6.25%

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Future compensation growth rate	4.00%	4.00%	4.00%
Expected long-term rate of return on plan assets	7.50%		
Maximum [Member]			
Defined Benefit Plan, Weighted Average Assumptions Used in Calculating Benefit Obligation [Abstract]			
Discount rate -projected benefit obligation	7.80%	5.40%	
Future compensation growth rate	5.50%	5.00%	
Defined Benefit Plan, Weighted Average Assumptions Used in Calculating Net Periodic Benefit Cost [Abstract]			
Discount rate - projected benefit obligation	7.80%	6.00%	6.50%
Future compensation growth rate	5.50%	5.00%	5.00%
Expected long-term rate of return on plan assets	8.00%		
Defined Benefit Postretirement Health Coverage And Life Insurance [Member]			
Defined Benefit Plan, Net Periodic Benefit Cost [Abstract]			
Service cost	0.2	0.4	0.5
Interest cost	0.9	1.4	1.5
Expected return on plan assets	(0.5)	(0.6)	(0.6)
Amortization and deferrals - net	(4.0)	(0.7)	(0.8)
Pension cost	(3.4)	0.5	0.6
Other comprehensive income (loss)	14.1	(2.0)	(2.3)
Defined Benefit Plan, Change in Benefit Obligation [Roll Forward]			
Benefit obligation at beginning of year	27.1	25.5	
Service cost	0.2	0.4	0.5
Interest cost	0.9	1.4	1.5
Change in plan provisions	(16.8)	0	
Actuarial loss (gain)	(1.8)	0.8	
Benefits paid	(1.1)	(1.1)	
Part D subsidy	0.1	0.1	
Benefit obligation at end of year	8.6	27.1	25.5
Defined Benefit Plan, Change in Fair Value of Plan Assets [Roll Forward]			
Fair value of plan assets at beginning of year	7.2	7.5	
Actual return on plan assets	0.2	0.2	
Employer contribution	(1.6)	(19.9)	
Fair value of plan assets at end of year	7.0	7.2	7.5
Funded status	(1.6)	(19.9)	
Non-current assets	3.3	1.6	
Current liability	(0.5)	1.0	
Non-current liability	(4.4)	20.5	
Accumulated other comprehensive income (loss)	(14.9)	(0.8)	
Defined Benefit Plan, Estimated Future Benefit Payments [Abstract]			
2012	0.7		
2013	0.6		
2014	0.5		
2015	0.6		

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2016	0.6
2017-2021	3.4
Total	$ 6.4

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Additional Financial Information	12 Months Ended Dec. 31, 2011
Organization, Consolidation and Presentation of Financial Statements [Abstract]	
Additional Financial Information	

Additional Financial Information

	At December 31,	
	2011	2010
Property and equipment, net:		
Land	**$ 18.4**	$ 16.9
Buildings	**221.7**	211.3
Leasehold improvements	**185.8**	187.5
Equipment	**597.7**	610.6
Software	**492.6**	467.4
Construction in progress and other	**28.9**	28.3
	1,545.1	1,522.0
Less: Accumulated depreciation	**(1,179.7)**	(1,174.4)
	$ 365.4	$ 347.6
Payables and other current liabilities:		
Accounts payable	**$ 46.1**	$ 53.6
Accrued taxes	**44.2**	19.7
Accrued payroll-related expenses	**89.3**	100.2
Derivative Liabilities	**11.2**	7.2
Accrued expenses, other	**115.7**	103.6
Restructuring and exit costs	**10.8**	35.8
Deferred revenue and government grants	**58.7**	60.1
	$ 376.0	$ 380.2
Accumulated other comprehensive (loss) income:		
Foreign currency translation adjustments	**$ 14.1**	$ 18.0
Pension liability, net of tax benefit of $35.7 and $29.0	**(59.3)**	(52.0)
Unrealized (loss) gain on hedging activities, net of tax benefit (expense) $1.0 and ($12.0)	**(1.5)**	18.7
	$ (46.7)	$ (15.3)

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Financial Instruments (Tables)	12 Months Ended Dec. 31, 2011

Derivative Instruments and Hedging Activities Disclosure [Abstract]

Fair Value Of Derivative Instruments

The following table reflects the fair values of these derivative instruments:

	December 31,	
	2011	2010
Forward exchange contracts and options designated as hedging instruments		
Included within other current assets	**$ 13.0**	$ 19.5
Included within other non-current assets	**3.9**	19.2
Included within other current liabilities	**11.2**	7.2
Included within other long-term liabilities	**8.1**	0.8

Effect Of Derivative Instruments On Consolidated Financial Statements

The following tables provide the effect of these derivative instruments on the Company's Consolidated Financial Statements for the year ended December 31, 2011 and 2010, respectively:

2011:

Derivatives in Cash Flow Hedging Relationships	Gain (Loss) Recognized in OCL on Derivative (Effective Portion)	Gain (Loss) Reclassified from Accumulated OCL into Income (Effective Portion)	Location of Gain (Loss) Reclassified from Accumulated OCL into Income (Effective Portion)
Foreign exchange contracts	$ (21.6)	$ 11.6	Cost of providing services and products sold and Selling, general and administrative

2010:

Derivatives in Cash Flow Hedging Relationships	Gain (Loss) Recognized in OCL on Derivative (Effective Portion)	Gain (Loss) Reclassified from Accumulated OCL into Income (Effective Portion)	Location of Gain (Loss) Reclassified from Accumulated OCL into Income (Effective Portion)
Foreign exchange contracts	$ 53.1	$ (0.5)	Cost of providing services and products sold and Selling, general and administrative

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Quarterly Financial Information (Unaudited)	12 Months Ended Dec. 31, 2011
Quarterly Financial Information Disclosure [Abstract]	
Quarterly Financial Information	**Quarterly Financial Information (Unaudited)**

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	Total
2011:					
Revenues	**$ 544.6**	**$ 551.6**	**$ 576.9**	**$ 588.9**	**$ 2,262.0**
Operating income	**37.0**	**38.1**	**43.5**	**49.7**	**168.3**
Net income from continuing operations	**34.9**	**31.7**	**213.7**	**48.0**	**328.3**
Net income from discontinued operations	**—**	**—**	**—**	**6.5**	**6.5**
Net income	**34.9**	**31.7**	**213.7**	**54.5**	**334.8**
Basic earnings per share:					
Continuing operations	**$ 0.29**	**$ 0.26**	**$ 1.78**	**$ 0.41**	**$ 2.73**
Discontinued operations	**—**	**—**	**—**	**0.06**	**0.06**
Net basic earnings per common share	**$ 0.29**	**$ 0.26**	**$ 1.78**	**$ 0.47**	**$ 2.79**
Diluted earnings per share					
Continuing operations	**$ 0.28**	**$ 0.26**	**$ 1.75**	**$ 0.40**	**$ 2.67**
Discontinued operations	**—**	**—**	**—**	**0.05**	**0.05**
Net basic earnings per common share	**$ 0.28**	**$ 0.26**	**$ 1.75**	**$ 0.45**	**$ 2.72**

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	Total
2010:					
Revenues	$ 546.0	$ 528.2	$ 556.0	$ 573.2	$ 2,203.4
Operating income (loss)	22.1	7.8	34.7	(159.2) [(a)]	(94.6)
Net income (loss) from continuing operations	25.6	11.2	35.0	(146.5) [(a)]	(74.7)
Net income (loss) from discontinued operations	9.7	16.2	(6.2)	1.8	21.5
Net income (loss)	35.3	27.4	28.8	(144.7) [(a)]	(53.2)
Basic earnings (loss) per share:					
Continuing operations	$ 0.21	$ 0.09	$ 0.28	$ (1.20)	$ (0.61)
Discontinued operations	0.08	0.13	(0.05)	0.01	0.18
Net basic earnings (loss) per common share	$ 0.29	$ 0.22	$ 0.23	$ (1.19)	$ (0.43)
Diluted earnings (loss) per share					
Continuing operations	$ 0.20	$ 0.09	$ 0.28	$ (1.20)	$ (0.61)
Discontinued operations	0.08	0.13	(0.05)	0.01	0.18
Net basic earnings (loss) per common share	$ 0.28	$ 0.22	$ 0.23	$ (1.19)	$ (0.43)

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	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	Total
Segment Data:					
Customer Management					
2011:					
Revenues	**$ 458.5**	**$ 469.6**	**$ 490.9**	**$ 499.8**	**$ 1,918.8**
Operating income	**$ 32.2**	**$ 37.3**	**$ 39.0**	**$ 41.4**	**$ 149.9**
2010:					
Revenues	$ 463.6	$ 446.1	$ 462.9	$ 466.7	$ 1,839.3
Operating income (loss)	$ 33.8	$ 8.0	$ 31.3	$ (151.6) [(a)]	$ (78.5)
Information Management					
2011:					
Revenues	**$ 79.8**	**$ 77.0**	**$ 83.6**	**$ 88.4**	**$ 328.8**
Operating income	**$ 7.2**	**$ 6.5**	**$ 9.7**	**$ 13.8**	**$ 37.2**
2010:					
Revenues	$ 82.4	$ 78.0	$ 81.9	$ 97.8	$ 340.1
Operating income	$ 6.9	$ 9.4	$ 11.3	$ 5.6	$ 33.2

(a) Includes asset impairment charge of $181.1

The sum of the quarterly earnings (loss) per common share may not equal the annual amounts reported because per share amounts are computed independently for each quarter and for full year based on respective weighted-average common shares outstanding and other dilutive potential common shares.

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Stock-Based Compensation Plans (Summary Of Stock Option Activity) (Details) (USD $) In Millions, except Per Share data, unless otherwise specified	12 Months Ended			
	Dec. 31, 2011 years	Dec. 31, 2010	Dec. 31, 2009	Dec. 31, 2008
Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercisable, Weighted Average Remaining Contractual Term	0.7			
Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term	2.1			
Stock option activity, outstanding				
Outstanding, beginning balance, shares	5.7	7.8	9.3	
Granted, shares	0.7	0.3		
Exercised, shares	(0.2)	0		
Forfeited/cancelled, shares	(2.3)	(2.4)	(1.5)	
Outstanding, ending balance, shares	3.9	5.7	7.8	
Exercisable, ending balance, shares	3.2	5.7	7.8	
Granted, weighted average exercise price	$ 13.79	$ 10.88		
Exercised, weighted average exercise price	$ 11.68	$ 11.74		
Forfeited/cancelled, weighted average exercise price	$ 41.50	$ 31.14	$ 22.67	
Outstanding, weighted average exercise price	$ 23.90	$ 31.66	$ 32.21	$ 30.69
Exercisable, weighted average exercise price	$ 25.97	$ 31.66	$ 32.21	
Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract]				
Outstanding, shares	3.9	5.7	7.8	
Outstanding, weighted average exercise price	$ 23.90	$ 31.66	$ 32.21	$ 30.69
Exercisable, shares	3.2	5.7	7.8	
Exercisable, weighted average exercise price	$ 25.97	$ 31.66	$ 32.21	
$0.0 to $11.55 [Member]				
Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercisable, Weighted Average Remaining Contractual Term	1.7			
Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term	1.7			
Stock option activity, outstanding				
Outstanding, ending balance, shares	1.0			
Exercisable, ending balance, shares	1.0			
Outstanding, weighted average exercise price	$ 11.35			
Exercisable, weighted average exercise price	$ 11.35			
Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract]				
Outstanding, shares	1.0			
Outstanding, weighted average exercise price	$ 11.35			
Exercisable, shares	1.0			

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Exercisable, weighted average exercise price	$ 11.35
Range of Exercise Prices lower range limit	$ 0.00
Range of Exercies Prices upper range limit	$ 11.55
$11.56 to $21.81 [Member]	
Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercisable, Weighted Average Remaining Contractual Term	1.2
Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term	6.3
Stock option activity, outstanding	
Outstanding, ending balance, shares	1.1
Exercisable, ending balance, shares	0.4
Outstanding, weighted average exercise price	$ 13.80
Exercisable, weighted average exercise price	$ 13.82
Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract]	
Outstanding, shares	1.1
Outstanding, weighted average exercise price	$ 13.80
Exercisable, shares	0.4
Exercisable, weighted average exercise price	$ 13.82
Range of Exercise Prices lower range limit	$ 11.56
Range of Exercies Prices upper range limit	$ 21.81
$21.82 to $22.22 [Member]	
Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercisable, Weighted Average Remaining Contractual Term	0.0
Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term	0.0
Stock option activity, outstanding	
Outstanding, ending balance, shares	0
Exercisable, ending balance, shares	0
Outstanding, weighted average exercise price	$ 0.00
Exercisable, weighted average exercise price	$ 0.00
Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract]	
Outstanding, shares	0
Outstanding, weighted average exercise price	$ 0.00
Exercisable, shares	0
Exercisable, weighted average exercise price	$ 0.00
Range of Exercise Prices lower range limit	$ 21.82
Range of Exercies Prices upper range limit	$ 22.22
$22.23 to $29.32 [Member]	
Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercisable, Weighted Average Remaining Contractual Term	0.3
Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term	0.3
Stock option activity, outstanding	

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Outstanding, ending balance, shares	0.1
Exercisable, ending balance, shares	0.1
Outstanding, weighted average exercise price	$ 28.25
Exercisable, weighted average exercise price	$ 28.25
Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract]	
Outstanding, shares	0.1
Outstanding, weighted average exercise price	$ 28.25
Exercisable, shares	0.1
Exercisable, weighted average exercise price	$ 28.25
Range of Exercise Prices lower range limit	$ 22.23
Range of Exercies Prices upper range limit	$ 29.32
$29.33 to $29.53 [Member]	
Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercisable, Weighted Average Remaining Contractual Term	0.0
Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term	0.0
Stock option activity, outstanding	
Outstanding, ending balance, shares	0
Exercisable, ending balance, shares	0
Outstanding, weighted average exercise price	$ 0.00
Exercisable, weighted average exercise price	$ 0.00
Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract]	
Outstanding, shares	0
Outstanding, weighted average exercise price	$ 0.00
Exercisable, shares	0
Exercisable, weighted average exercise price	$ 0.00
Range of Exercise Prices lower range limit	$ 29.33
Range of Exercies Prices upper range limit	$ 29.53
$29.54 to $36.49 [Member]	
Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercisable, Weighted Average Remaining Contractual Term	0.1
Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term	0.1
Stock option activity, outstanding	
Outstanding, ending balance, shares	0
Exercisable, ending balance, shares	0
Outstanding, weighted average exercise price	$ 30.66
Exercisable, weighted average exercise price	$ 30.66
Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract]	
Outstanding, shares	0
Outstanding, weighted average exercise price	$ 30.66
Exercisable, shares	0

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Exercisable, weighted average exercise price	$ 30.66
Range of Exercise Prices lower range limit	$ 29.54
Range of Exercies Prices upper range limit	$ 36.49
$36.50 to $36.67 [Member]	
Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercisable, Weighted Average Remaining Contractual Term	0.0
Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term	0.0
Stock option activity, outstanding	
Outstanding, ending balance, shares	1.7
Exercisable, ending balance, shares	1.7
Outstanding, weighted average exercise price	$ 36.67
Exercisable, weighted average exercise price	$ 36.67
Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract]	
Outstanding, shares	1.7
Outstanding, weighted average exercise price	$ 36.67
Exercisable, shares	1.7
Exercisable, weighted average exercise price	$ 36.67
Range of Exercise Prices lower range limit	$ 36.50
Range of Exercies Prices upper range limit	$ 36.67
$36.68 to $43.50 [Member]	
Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercisable, Weighted Average Remaining Contractual Term	0.0
Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term	0.0
Stock option activity, outstanding	
Outstanding, ending balance, shares	0
Exercisable, ending balance, shares	0
Outstanding, weighted average exercise price	$ 0.00
Exercisable, weighted average exercise price	$ 0.00
Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract]	
Outstanding, shares	0
Outstanding, weighted average exercise price	$ 0.00
Exercisable, shares	0
Exercisable, weighted average exercise price	$ 0.00
Range of Exercise Prices lower range limit	$ 36.68
Range of Exercies Prices upper range limit	$ 43.50
$43.51 and Over [Member]	
Share-based Compensation Arrangement by Share-based Payment Award, Options, Exercisable, Weighted Average Remaining Contractual Term	0.0
Share-based Compensation Arrangement by Share-based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term	0.0
Stock option activity, outstanding	

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Outstanding, ending balance, shares	0
Exercisable, ending balance, shares	0
Outstanding, weighted average exercise price	$ 0.00
Exercisable, weighted average exercise price	$ 0.00
Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract]	
Outstanding, shares	0
Outstanding, weighted average exercise price	$ 0.00
Exercisable, shares	0
Exercisable, weighted average exercise price	$ 0.00
Range of Exercise Prices lower range limit	$ 43.51

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Consolidated Statements of Shareholders' Equity (USD $) In Millions	Total	Common Stock [Member]	Treasury Stock [Member]	Retained Earnings [Member]	Accumulated Other Comprehensive Income (Loss) [Member]
Balance at Dec. 31, 2008	$ 1,150.1	$ 1,034.2	$ (1,050.0)	$ 1,302.3	$ (136.4)
Balance (shares) at Dec. 31, 2008		182.8			
Issuance of common shares (shares)		0.5			
Issuance of common shares	0				
Treasury shares issued for share-based plans, net	4.3		8.0	(3.7)	
Tax related to share-based arrangements, net of excess tax benefits	(5.2)	(5.2)			
Equity component of 2029 Convertible Debentrues, net of deferred tax liability	36.0	36.0			
Repurchase of common shares	0				
Net income (loss)	(77.3)			(77.3)	
Other comprehensive income	79.4				79.4
Amortization of stock-based compensation	19.1	19.1			
Balance at Dec. 31, 2009	1,206.4	1,084.1	(1,042.0)	1,221.3	(57.0)
Balance (shares) at Dec. 31, 2009		183.3			
Issuance of common shares (shares)		0.9			
Issuance of common shares	0				
Treasury shares issued for share-based plans, net	3.7		6.7	(3.0)	
Tax related to share-based arrangements, net of excess tax benefits	(4.9)	(4.9)			
Repurchase of common shares	24.9				
Stock Repurchased During Period, Value	(24.9)		(24.9)		
Net income (loss)	(53.2)			(53.2)	
Other comprehensive income	41.7				41.7
Amortization of stock-based compensation	15.3	15.3			
Balance at Dec. 31, 2010	1,184.1	1,094.5	(1,060.2)	1,165.1	(15.3)
Balance (shares) at Dec. 31, 2010		184.2			
Issuance of common shares (shares)		0.8			
Issuance of common shares	0				

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Treasury shares issued for share-based plans, net	3.5		7.9	(4.4)	
Tax related to share-based arrangements, net of excess tax benefits	(1.9)	(1.9)			
Stock option exercises	3.0	3.0			
Repurchase of common shares	96.8				
Stock Repurchased During Period, Value	(96.8)		(96.8)		
Net income (loss)	334.8			334.8	
Other comprehensive income	(31.4)				(31.4)
Amortization of stock-based compensation	16.2	16.2			
Balance at Dec. 31, 2011	$ 1,411.5	$ 1,111.8	$ (1,149.1)	$ 1,495.5	$ (46.7)
Balance (shares) at Dec. 31, 2011		185.0			

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Consolidated Statements Of Operations and Comprehensive Income (Loss) (Parenthetical) (USD $) In Millions, unless otherwise specified	12 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Income Statement [Abstract]			
Tax benefit (expense), pension liability	$ 6.7	$ 2.9	$ (2.4)
Tax benefit (expense), unrealized gain (loss) on hedging activities	$ 13.0	$ (20.0)	$ (27.9)

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Stock-Based Compensation Plans	12 Months Ended Dec. 31, 2011
Share-based Compensation, Allocation and Classification in Financial Statements [Abstract]	
Stock-Based Compensation Plans	

Stock-Based Compensation Plans

At December 31, 2011, the Company had 38 common shares that were authorized for issuance under the Convergys Corporation 1998 Long-Term Incentive Plan (Convergys LTIP), as amended on April 22, 2008. The Convergys LTIP provides for the issuance of stock-based awards to certain employees and Directors. From time to time, the Company grants restricted stock awards that generally vest over terms of three to five years, pursuant to the plan. During the restriction period, restricted stock awards entitle the holder to all the rights of a holder of common shares (other than the right to transfer the shares). Unvested shares are restricted as to disposition and subject to forfeiture under certain circumstances. The Company granted stock options in 2011 with exercise prices that are no less than market value of the stock at the grant date and have a ten-year term and vesting terms of two to three years. Stock options granted in 2010 were fully vested at the time they were granted. The Company did not issue any stock options to employees or Directors during 2009.The Company also grants certain employees and Directors restricted stock units. Unlike the restricted stock awards discussed above, the restricted stock units do not possess dividend or voting rights. The restricted stock units consist of both time-related and performance-related units. The restrictions for the time-related restricted stock units generally lapse three years after the grant date. The performance-related units vest upon the Company's satisfaction of certain financial market conditions (relative shareholder return versus the S&P 500 return). Performance-related units that have not vested by the end of three years from the grant date (i.e., the performance conditions for vesting of those units have not been met within that period) are forfeited.

The following table shows certain information as of December 31, 2011, with respect to compensation plans under which common shares are authorized for issuance:

	Number of Common Shares to be Issued Upon Exercise	Weighted Average Exercise Price	Common Shares Available for Future Issuance
Equity compensation plans approved by shareholders			
Stock options	3.9	$ 23.90	—
Restricted stock units	3.9	—	—
	7.8	$ 23.90	9.1

The Company's operating results reflect long-term incentive plan expense of $17.0, $14.8 and $17.5 for the years ended December 31, 2011, 2010 and 2009, respectively. Long-term incentive plan expense related to discontinued operations for these periods was $0.0, $0.9, and $2.5, respectively. Long-term incentive plan expenses include: (a) incentive plan expense that is paid in cash based on relative shareholder return, and (b) stock compensation expense. Stock compensation expense for the years ended December 31, 2011, 2010 and 2009 was $17.4, $15.3 and $19.1, respectively.

Stock Options

Presented below is a summary of Company stock option activity:

Shares (in Millions)	Shares	Weighted Average

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			Exercise Price
Options outstanding at January 1, 2009	9.3	$	30.69
Forfeited	(1.5)		22.67
Options outstanding at December 31, 2009	7.8	$	32.21
Options exercisable at December 31, 2009	7.8	$	32.21
Granted	0.3		10.88
Exercised	—		11.74
Forfeited	(2.4)		31.14
Options outstanding at December 31, 2010	5.7	$	31.66
Options exercisable at December 31, 2010	5.7	$	31.66
Granted	0.7		13.79
Exercised	(0.2)		11.68
Forfeited	(2.3)		41.50
Options outstanding at December 31, 2011	3.9	$	23.90
Options exercisable at December 31, 2011	3.2	$	25.97

Approximately one-half of the stock options granted during 2011 vest in two years and the remaining vest in three years. The Company uses the Black-Scholes option pricing model to calculate the fair value of stock options granted. The weighted average fair value at grant date of $4.06 per option granted included assumptions of a strike price of $13.79, a 31.11% implied volatility, an expected term of 4.5 years, a risk-free rate of 2.12%, and a dividend yield of 0.00%. These option grants resulted in stock compensation expense of $1.0 in 2011. Stock options were granted during 2010 that were fully vested at the time they were granted, resulting in compensation cost of approximately $1.1. Expected volatility is based on the unbiased standard deviation of the Company's common stock over the option term. The expected life of the options represents the period of time that the Company expects the options granted to be outstanding. The risk-free rate is based on the U.S. Treasury yield curve in effect at the time of the grant of the option for the expected term of the instrument. The dividend yield reflects an estimate of dividend payouts over the term of the award.

The weighted average grant date fair value per share for the outstanding and exercisable options at December 31, 2011 was $10.17 and $9.15, respectively.

The following table summarizes the status of the Company stock options outstanding and exercisable at December 31, 2011:

Shares (in Millions)	Options Outstanding				Options Exercisable			
Range of Exercise Prices	Shares	Weighted Average Remaining Contractual Life (in years)		Weighted Average Exercise Price	Shares	Weighted Average Remaining Contractual Life (in years)		Weighted Average Exercise Price
$0.0 to $11.55	1.0	1.7	$	11.35	1.0	1.7	$	11.35
$11.56 to $21.81	1.1	6.3		13.80	0.4	1.2		13.82
$21.82 to $22.22	—	—		—	—	—		—
$22.23 to $29.32	0.1	0.3		28.25	0.1	0.3		28.25
$29.33 to $29.53	—	—		—	—	—		—
$29.54 to $36.49	—	0.1		30.66	—	0.1		30.66
$36.50 to $36.67	1.7	—		36.67	1.7	—		36.67
$36.68 to $43.50	—	—		—	—	—		—
$43.51 and Over	—	—		—	—	—		—

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Total	3.9	2.1	$ 23.90	3.2	0.7	$ 25.97

The aggregate intrinsic value of stock options exercised was less than $0.7 in 2011 and $0.1 in 2010 and 2009. The actual tax benefit realized from the exercised stock options was $0.1 in 2011 and less than $0.1 in 2010 and 2009. The total grant date fair value of stock options that vested during 2011, 2010 and 2009 was $0.0, $1.1 and $0.0, respectively. As of December 31, 2011, the aggregate intrinsic value was $1.5 for both stock options outstanding and exercisable. Intrinsic value represents the Company's closing price on the last trading day of the year in excess of the weighted average exercise price for those tranches of options with a weighted average exercise price less than the closing price multiplied by the number of options outstanding or exercisable.

Restricted Stock Awards and Restricted Stock Units

During 2011, 2010 and 2009, the Company granted 1.5, 2.3 and 2.8 shares, respectively, of restricted stock and restricted stock units. The weighted average fair values of these grants were $13.67, $11.45 and $7.69, respectively. Included in the total grants were 0.5, 1.0 and 1.8 of performance-related restricted stock units for 2011, 2010 and 2009, respectively.

The 2011 performance-related grants provide for payout based upon the extent to which the Company achieves certain EBITDA targets, as determined by the Compensation and Benefits Committee of the Board of Directors for this award, over a two-year period. Payout levels range from 50% to 200% of award shares earned. No payout can be earned if performance is below the minimum threshold level. Compensation cost related to these 2011 grants will be adjusted based upon expected performance as compared to defined targets.

The 2010 and 2009 performance-related grants provide for payout depending on the Company's relative total shareholder return in each respective year as compared to companies in the S&P 500 Index. The Company used a Monte Carlo simulation model to determine the fair value for performance-based restricted stock units granted during 2010 and 2009. The assumptions used in this model are set forth in the table below. Expected volatilities for the 2010 performance awards were based on historical volatility and daily returns for the three-year period ended January 1, 2010 of the Company’s stock and S&P 500 companies. For the 2010 performance awards, the total stock return for the Company over the performance period is based on comparing Convergys’ average closing price from the fourth quarter of 2009 with the average expected closing price for the fourth quarter of 2012. For these awards, the total stock return of the S&P 500 companies is computed by comparing the average closing price of the S&P 500 companies from the fourth quarter of 2009 with the average expected closing price for the fourth quarter of 2012. The risk-free interest rate for the expected term of the award granted is based on the U.S. Treasury yield curve in effect at the time of grant.

	2010	2009
Expected volatility	56.0%	52.8%
Expected term (in years)	3.0	3.0
Risk-free interest rate	1.4%	1.2%

The total compensation cost related to non-vested restricted stock and restricted stock units not yet recognized as of December 31, 2011 was approximately $19.3 based on current estimates of the performance metrics, which is expected to be recognized over a weighted average of 0.8 years. Changes to non-vested restricted stock and restricted stock units for the years ended December 31, 2011 and 2010 were as follows:

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Shares (in millions)	Number of Shares	Weighted Average Fair Value at Date of Grant
Non-vested at December 31, 2009	4.9	$ 12.18
Granted	2.3	11.45
Vested	(1.3)	16.88
Forfeited	(1.7)	11.01
Non-vested at December 31, 2010	4.2	10.64
Granted	1.5	13.67
Vested	(0.6)	11.70
Forfeited	(1.2)	11.22
Non-vested at December 31, 2011	3.9	$ 11.08

The aggregate intrinsic value of non-vested restricted stock units was $50.1 at December 31, 2011.

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Document And Entity Information (USD $)	12 Months Ended Dec. 31, 2011	Jun. 30, 2011
Document And Entity Information [Abstract]		
Document Type	10-K	
Amendment Flag	false	
Document Period End Date	Dec. 31, 2011	
Document Fiscal Year Focus	2011	
Document Fiscal Period Focus	FY	
Entity Registrant Name	CONVERGYS CORP.	
Entity Central Index Key	0001062047	
Current Fiscal Year End Date	--12-31	
Entity Filer Category	Large Accelerated Filer	
Entity Common Stock, Shares Outstanding	115,892,561	
Trading Symbol	cvg	
Entity Well-known Seasoned Issuer	No	
Entity Voluntary Filers	No	
Entity Current Reporting Status	Yes	
Entity Public Float		$ 1,636,927,984

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Commitments And Contingencies	12 Months Ended Dec. 31, 2011
Commitments and Contingencies Disclosure [Abstract]	
Commitments And Contingencies	

Commitments and Contingencies

Commitments

The Company leases certain facilities and equipment used in its operations under operating leases. Total rent expense was $79.0, $81.9 and $88.7 in 2011, 2010 and 2009, respectively.

At December 31, 2011, the total minimum rental commitments under non-cancelable operating leases are as follows:

2012	$	26.8
2013		16.4
2014		11.8
2015		8.5
2016		6.7
Thereafter		11.3
Total	$	81.5

At December 31, 2011, the Company had outstanding letters of credit of approximately $32 related to performance and payment guarantees, of which approximately $15 is set to expire by the end of 2012, approximately $4 is set to expire within one to three years and approximately $13 is set to expire after three years. The Company also had other bond obligations of approximately $2 related to performance and payment guarantees.

At December 31, 2011, the Company had outstanding performance bond obligations of approximately $35 related to performance and payment guarantees for the Company's former HR Management line of business. Upon completion of the sale of the HR Management business, the Company accounts for these performance bond obligations under the guidance of ASC 460-10. As part of the gain on disposition the Company recognized a liability equal to the present value of probability weighted cash flows of potential outcomes, a Level 3 fair value measurement. Although NorthgateArinso is obligated to indemnify the Company for any and all losses, costs, liabilities and expenses incurred related to these performance bonds, as of December 31, 2011 the Company maintains a liability of approximately $1 for these obligations.

The Company also has purchase commitments with telecommunication providers of approximately $17 in 2012.

Contingencies

The Company from time to time is involved in various loss contingencies, including legal contingencies that arise in the ordinary course of business. The Company accrues for a loss contingency when it is probable that a liability has been incurred and the amount of such loss can be reasonably estimated. At this time, the Company believes that the results of any such contingencies, either individually or in the aggregate, will not have a materially adverse effect on the Company's results of operations or financial condition. However, the outcome of any litigation cannot be predicted with certainty. An unfavorable resolution of one or more pending matters could have a materially adverse impact on the Company's results of operations or financial condition in the future.

Several related class action lawsuits were filed in the United States District Court for the Northern District of Texas in 2001 on behalf of purchasers of common stock of Intervoice,

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Inc. (Intervoice) during the period from October 12, 1999 through June 6, 2000 (the Class Period).

Plaintiffs filed claims, which were consolidated into one proceeding under Sections 10(b) and 20(a) of the Exchange Act and SEC Rule 10b-5 against Intervoice (a subsidiary of the Company since 2008) as well as certain named former officers and directors of Intervoice on behalf of the alleged class members. In the complaint, Plaintiffs claim that Intervoice and the named former officers and directors issued false and misleading statements during the Class Period concerning the financial condition of Intervoice, the results of a merger with another company and the alleged future business projections of Intervoice. Plaintiffs have asserted that these alleged statements resulted in artificially inflated stock prices.

The District Court dismissed the plaintiffs' complaint because it lacked the degree of specificity and factual support to meet the pleading standards applicable to federal securities litigation. On appeal, the United States Court of Appeals for the Fifth Circuit affirmed the dismissal in part and reversed in part. The Fifth Circuit remanded a limited number of issues for further proceedings in the District Court. In 2006, the District Court granted the plaintiffs' motion to certify a class of purchasers of Intervoice stock during the Class Period. Intervoice appealed and in 2008, the Fifth Circuit vacated the District Court's class-certification order and remanded the case to the District Court for further consideration. In October 2009, the District Court denied the plaintiffs' motion to certify a class. In January 2010, the Fifth Circuit granted the plaintiffs' petition for permission to appeal the denial of class certification. The District Court stayed the case pending the Fifth Circuit's decision on the plaintiffs' appeal. The Company and the plaintiffs have signed a term sheet to settle and terminate the lawsuit. The District Court approved the parties' joint stipulation of settlement on September 27, 2011. The joint stipulation of settlement was not appealed and became final on October 30, 2011. The final settlement did not have a material adverse impact on the Company's results of operations or financial condition.

In November 2011, one of the Company's call center clients tendered a contractual indemnity claim to Convergys Customer Management Group, Inc., a subsidiary of the Company, relating to a putative class action captioned *Brandon Wheelock, individually and on behalf of a class and subclass of similarly situated individuals, v. Hyundai Motor America*, Orange County Superior Court, California, Case No. 30-2011-00522293-CU-BT-CJC. The lawsuit alleges that Hyundai Motor America violated California's telephone recording laws by recording telephone calls with customer service representatives without providing a disclosure that the calls might be recorded. Plaintiff is seeking, among other things, an order certifying the suit as a California class action, statutory damages, payment of attorneys' fees and pre- and post judgment interest. Convergys Customer Management Group, Inc. is not named as a defendant in the lawsuit and is in the process of evaluating the indemnity demand. Given the early stage of this matter, the fact that Convergys Customer Management Group, Inc. is not named as a defendant in the lawsuit, and the fact that there has been no determination as to whether Convergys Customer Management Group, Inc. will be required to indemnify the client, the likelihood of losses that may become payable to this call center client under claims related to this matter, the amount of potential losses associated with such claims and whether such losses may be material cannot be determined or estimated at this time. The Company has therefore not established a reserve for them. The Company believes Convergys Customer Management Group, Inc. has meritorious defenses to the client's demand for indemnification and also believes there are meritorious defenses to Plaintiff's claims in the lawsuit.

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Income Taxes Income Taxes - Deferred Tax Assets and Liabilities (Details) (USD $) In Millions, unless otherwise specified	Dec. 31, 2011	Dec. 31, 2010
Deferred tax assets:		
Loss and credit carryforwards	$ 118.7	$ 148.4
Pension and employee benefits	76.8	73.0
Restructuring charges	1.0	6.9
Deferred revenue	16.1	9.0
Foreign currency hedge	1.0	0
Other	53.5	49.1
Valuation allowances	(37.3)	(37.3)
Total deferred tax asset	229.8	249.1
Deferred tax liabilities:		
Depreciation and amortization	149.6	148.2
Deferred implementation costs	29.3	18.0
Contingent debt and accrued interest	44.0	37.7
Foreign currency hedge	0	12.0
Other	30.8	30.6
Total deferred tax liability	253.7	246.5
Net deferred tax (liability) / asset	$ (23.9)	$ 2.6

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Consolidated Balance Sheets (USD $) In Millions, unless otherwise specified	Dec. 31, 2011	Dec. 31, 2010
Assets		
Cash and cash equivalents	$ 421.8	$ 186.1
Receivables, net of allowances of $10.2 and $11.0	383.0	371.6
Deferred income tax asset	45.7	40.9
Prepaid expenses	35.4	38.3
Other current assets	65.2	56.8
Current assets held-for-sale	0	11.8
Total current assets	951.1	705.5
Property and equipment, net	365.4	347.6
Goodwill, net	818.5	820.5
Other intangibles, net	30.1	40.1
Investment in Cellular Partnerships	0	64.3
Deferred income tax asset	35.7	38.1
Other assets	125.1	109.2
Total Assets	2,325.9	2,125.3
Liabilities and Shareholders' Equity		
Debt and capital lease obligations maturing within one year	6.2	91.0
Payables, deferred revenue and other current liabilities	376.0	380.2
Total current liabilities	382.2	471.2
Long-term debt and capital lease obligations	121.0	119.3
Deferred income tax liability	104.8	76.4
Accrued pension liability	121.1	129.6
Other long-term liabilities	185.3	144.7
Total liabilities	914.4	941.2
Shareholders' Equity		
Preferred shares - without par value, 5.0 authorized; none outstanding	0	0
Common shares - without par value, 500.0 authorized; 185.0 and 184.2 issued, 115.4 and 122.1 outstanding, as of December 31, 2011 and December 31, 2010, resptectively	1,111.8	1,094.5
Treasury Stock - 69.6 shares in 2011 and 62.1 in 2010	(1,149.1)	(1,060.2)
Retained earnings	1,495.5	1,165.1
Accumulated other comprehensive loss	(46.7)	(15.3)
Total shareholders' equity	1,411.5	1,184.1
Total Liabilities and Shareholders' Equity	$ 2,325.9	$ 2,125.3

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Investment In Cellular Partnership	12 Months Ended Dec. 31, 2011
Business Combinations [Abstract]	
Investment In Cellular Partnership	

Investment in Cellular Partnerships

On July 1, 2011, the Company completed the sale of its 33.8% limited partnership interest in the Cincinnati SMSA Limited Partnership and its 45.0% limited partnership interest in the Cincinnati SMSA Tower Holdings LLC (collectively referred to as the Cellular Partnerships) to AT&T. AT&T is the general and a limited partner of both Cincinnati SMSA Limited Partnership and Cincinnati SMSA Tower Holdings LLC with partnership interests prior to Convergys' sale of its interests of approximately 66% and 53%, respectively. The Company received approximately $320.0 in cash proceeds upon closing. The Company's interests in the Cellular Partnerships did not qualify as discontinued operations; therefore, the gain has been reported within income from continuing operations and no reclassification of prior results is required. The gain on sale of its interests in the Cellular Partnerships was $265.0, or $171.8 net of tax.

Since the Cellular Partnerships were organized as limited partnerships, the partners are responsible for income taxes applicable to their share of taxable income generated by the Cellular Partnerships. The net income of the Cincinnati SMSA Limited Partnership reflected in the following table does not include any provision for income taxes incurred by the partners.

	Year-to-Date July 1,	Year Ended December 31,	
	2011	2010	2009
Revenues	**$ 359.8**	$ 653.5	$ 592.0
Income from operations	**61.2**	124.1	128.9
Net income	**60.8**	120.9	126.5

	At December 31,
	2010
Current assets	$ 66.9
Non-current assets	246.5
Current liabilities	22.7
Non-current liabilities	30.1

The Company’s equity in earnings of equity method investees for the three years ended December 31, 2011, 2010 and 2009, respectively, is as follows:

	Year Ended December 31,		
	2011	2010	2009
Convergys’ equity in earnings of Cincinnati SMSA Limited Partnership	**$ 20.5**	$ 46.1	$ 40.1
Convergys’ equity in earnings of Cincinnati SMSA Tower Holdings LLC	**0.9**	1.1	0.9
Transaction costs related to the sale of Convergys' interests in Cellular Partnerships	**(1.2)**	—	—
Gain on sale of Convergys' interests in Cellular Partnerships	**265.0**	—	—
Total earnings and gain from Cellular Partnerships, net	**$ 285.2**	$ 47.2	$ 41.0

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Earnings (Loss) Per Share and Shareholders' Equity	12 Months Ended Dec. 31, 2011
Earnings (Loss) Per Share And Shareholder's Equity [Abstract]	
Earnings (Loss) Per Share and Shareholder's Equity	**Earnings (Loss) Per Share and Shareholder's Equity**

Earnings (Loss) per Share

The following is a reconciliation of the numerator and denominator of the basic and diluted earnings per share (EPS) computations:

			Continuing Operations			Discontinued Operations					Total
Shares (in Millions)		Shares		Net Income (Loss)		Per Share Amount		Net Income (Loss)		Per Share Amount	Per Share Amount
2011:											
Basic EPS		**120.2**	**$**	**328.3**	**$**	**2.73**	**$**	**6.5**	**$**	**0.06**	**$ 2.79**
Effect of dilutive securities:											
Stock-based compensation arrangements		**2.1**		**—**		**(0.06)**		**—**		**(0.01)**	**(0.07)**
2029 Convertible Debentures		**0.6**		**—**		**—**		**—**		**—**	**—**
Diluted EPS		**122.9**		**328.3**	**$**	**2.67**	**$**	**6.5**	**$**	**0.05**	**$ 2.72**
2010:											
Basic EPS		123.1	$	(74.7)	$	(0.61)	$	21.5	$	0.18	$ (0.43)
Effect of dilutive securities:											
Stock-based compensation arrangements		—		—		—		—		—	—
2029 Convertible Debentures		—		—		—		—		—	—
Diluted EPS	$	123.1	$	(74.7)	$	(0.61)	$	21.5	$	0.18	$ (0.43)
2009:											
Basic EPS		122.8	$	84.5	$	0.69	$	(161.8)	$	(1.32)	$ (0.63)
Effect of dilutive securities:											
Stock-based compensation arrangements		2.1		—		(0.01)		—		0.02	0.01
2029 Convertible Debentures		—		—		—		—		—	—
Diluted EPS		124.9	$	84.5	$	0.68	$	(161.8)	$	(1.30)	$ (0.62)

The diluted EPS calculation excludes the effect of 3.7, 5.8 and 7.9 of outstanding stock options for the years ended December 31, 2011, 2010 and 2009, respectively, because they are anti-dilutive. The calculation also excludes the effect of 2.2 restricted stock units and 0.2 shares related to the 2029 Convertible Debentures for the year ended December 31, 2010 because they are anti-dilutive.

Shareholders' Equity

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The Company repurchased 7.7 shares during the year ended December 31, 2011 at an average price of $12.53 per share for a total of $96.8. The timing and terms of any future transactions will depend on a number of considerations including market conditions and liquidity. There were 2.4 shares repurchased during the year ended December 31, 2010. Below is a summary of the Company's share repurchases for the years ended December 31, 2011, 2010 and 2009:

2011	7.7	$	96.8
2010	2.4	$	24.9
2009	—	$	—

At December 31, 2011, the Company has the authority to repurchase an additional $162.7 of outstanding common shares pursuant to current authorizations.

As described in Note 7, during 2009, the Company issued approximately $125.0 aggregate principal amount of 5.75% Junior Subordinated Convertible Debentures due 2029 (2029 Convertible Debentures). The 2029 Convertible Debentures are convertible, subject to certain conditions, into shares of the Company's common stock at an initial conversion price of approximately $12.07 per share, or 82.82 shares per one thousand in principal amount of debentures. Upon conversion, the Company will pay cash up to the aggregate principal amount of the 2029 Convertible Debentures and settle the remainder of the debentures in cash or stock at the Company's option.

Preferred Shares

The Company is authorized to issue up to 5 preferred shares, of which 4 would have voting rights. At December 31, 2011 and 2010, there were no preferred shares outstanding.

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Industry Segments and Geographic Operations	12 Months Ended Dec. 31, 2011
Segment Reporting Information, Revenue for Reportable Segment [Abstract]	
Industry Segments and Geographic Operations	

Industry Segment and Geographic Operations

Industry Segment Information

As discussed in Note 1, after the sale of HR Management, the Company reorganized its reportable segments into the following segments, (i) Customer Management, which provides agent-assisted services, self-service, and intelligent technology care solutions; and (ii) Information Management, which provides BSS solutions. These segments are consistent with the Company's management of the business and reflect its internal financial reporting structure and operating focus.

The Company does not allocate activities below the operating income level to its reported segments. The Company's business segment information is as follows:

	Year Ended December 31,		
	2011	2010	2009
Revenues:			
Customer Management	**$ 1,918.8**	$ 1,839.3	$ 1,986.7
Information Management	**328.8**	340.1	434.3
Corporate and other	**14.4**	24.0	—
	$ 2,262.0	$ 2,203.4	$ 2,421.0
Depreciation:			
Customer Management	**$ 60.3**	$ 65.7	$ 66.9
Information Management	**13.9**	14.3	22.6
Corporate and other [1]	**12.7**	17.3	20.8
	$ 86.9	$ 97.3	$ 110.3
Amortization:			
Customer Management	**$ 7.4**	$ 7.7	$ 7.3
Information Management	**2.2**	2.5	3.6
	$ 9.6	$ 10.1	$ 10.9
Restructuring Charges:			
Customer Management	**$ 1.0**	$ 22.6	$ 7.9
Information Management	**(1.2)**	8.0	30.4
Corporate and other	**0.2**	6.1	5.0
	$ —	$ 36.7	$ 43.3
Asset Impairments:			
Customer Management	**$ —**	$ 181.1	$ —
Information Management	**—**	—	3.1
	$ —	$ 181.1	$ 3.1
Operating Income (Loss):			
Customer Management	**$ 149.9**	$ (78.5)	$ 133.9
Information Management	**37.2**	33.2	21.9
Corporate [1][2]	**(18.8)**	(49.3)	(54.6)

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	2011	2010	2009
	$ 168.3	$ (94.6)	$ 101.2
Capital Expenditures:			
Customer Management	**$ 51.8**	$ 42.7	$ 44.5
Information Management	**15.4**	10.1	10.8
Corporate (1)	**21.1**	13.2	16.1
	$ 88.3	$ 66.0	$ 71.4

(1) Includes shared services-related capital expenditures and depreciation.
(2) Includes costs incurred historically allocated to the HR Management segment but not meeting the criteria for classification as discontinued operations of $9.1 and $32.1 for 2010 and 2009, respectively.

	At December 31,	
	2011	2010
Total Assets:		
Customer Management	**$ 1,380.2**	$ 1,370.5
Information Management	**459.4**	513.8
Corporate	**486.3**	229.2
Held-for-Sale	**—**	11.8
	$ 2,325.9	$ 2,125.3

Geographic Operations

The following table presents certain geographic information regarding the Company's operations:

	Year Ended December 31,		
	2011	2010	2009
Revenues:			
North America	**$ 1,845.4**	$ 1,810.5	$ 2,037.6
Rest of World	**416.6**	392.9	383.4
	$ 2,262.0	$ 2,203.4	$ 2,421.0

	At December 31,	
	2011	2010
Long-lived Assets:		
North America	**$ 1,164.9**	$ 1,292.5
Rest of World	**209.9**	127.3
	$ 1,374.8	$ 1,419.8

Concentrations

The Customer Management and Information Management segments derive significant revenues from AT&T. Revenues from AT&T were 21.6%, 21.4% and 23.1% of the Company's consolidated revenues from continuing operations for 2011, 2010 and 2009, respectively. Related accounts receivable from AT&T totaled $93.2 and $57.4 at December 31, 2011 and 2010, respectively. The Customer Management segment also derives significant revenues from DIRECTV and Comcast. Revenues for DIRECTV were 10.1%, 8.9% and 8.4% of the Company's consolidated revenues from continuing operations for 2011, 2010 and 2009, respectively. Revenues for Comcast were 10.2%,

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7.3% and 7.2% of the Company's consolidated revenues from continuing operations for 2011, 2010 and 2009, respectively.

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Financial Instruments	12 Months Ended Dec. 31, 2011

Derivative Instruments and Hedging Activities Disclosure [Abstract]

Financial Instruments

Financial Instruments

Derivative Instruments

The Company is exposed to a variety of market risks, including the effects of changes in foreign currency exchange rates and interest rates. Market risk is the potential loss arising from adverse changes in market rates and prices. The Company's risk management strategy includes the use of derivative instruments to reduce the effects on its operating results and cash flows from fluctuations caused by volatility in currency exchange and interest rates.

The Company serves many of its U.S.-based clients using contact center capacity in the Philippines, India, Canada and Colombia. Although the contracts with these clients are typically priced in U.S. dollars, a substantial portion of the costs incurred to render services under these contracts are denominated in Philippine pesos (PHP), Indian rupees (INR), Canadian dollars (CAD) or Colombian pesos (COP), which represents a foreign exchange exposure. Beginning in 2011, the Company entered into a contract with a client priced in Australian dollars (AUD). The Company has hedged a portion of its exposure related to the anticipated cash flow requirements denominated in these foreign currencies by entering into forward exchange contracts and options with several financial institutions to acquire a total of PHP 19,399.7 at a fixed price of $424.4 at various dates through December 2014, INR 7,588.7 at a fixed price of $152.9 at various dates through December 2014, CAD 12.0 at a fixed price of $11.4 at various dates through December 2012 and COP 31,200.0 at a fixed price of $15.9 at various dates through December 2013, and to sell a total of AUD 14.6 at a fixed price of $15.2 at various dates through December 2012. These instruments mature within the next 36 months and had a notional value of $619.8 at December 31, 2011 and $571.6 at December 31, 2010. The derivative instruments discussed above are designated and are effective as cash flow hedges. The following table reflects the fair values of these derivative instruments:

	December 31,	
	2011	2010
Forward exchange contracts and options designated as hedging instruments		
Included within other current assets	**$ 13.0**	$ 19.5
Included within other non-current assets	**3.9**	19.2
Included within other current liabilities	**11.2**	7.2
Included within other long-term liabilities	**8.1**	0.8

The Company recorded a deferred tax benefit of $1.0 and deferred tax expense of $12.0 related to these derivatives at December 31, 2011 and 2010, respectively. A total of $1.5 of deferred losses and $18.7 of deferred gains, net of tax, related to these cash flow hedges at December 31, 2011 and 2010, respectively, were included in accumulated other comprehensive loss (OCL). As of December 31, 2011, deferred gains of $1.8 ($1.1 net of tax), on derivative instruments included in accumulated OCL are expected to be reclassified into earnings during the next 12 months. The following tables provide the effect of these derivative instruments on the Company's Consolidated Financial Statements for the year ended December 31, 2011 and 2010, respectively:

2011:

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Derivatives in Cash Flow Hedging Relationships	Gain (Loss) Recognized in OCL on Derivative (Effective Portion)	Gain (Loss) Reclassified from Accumulated OCL into Income (Effective Portion)	Location of Gain (Loss) Reclassified from Accumulated OCL into Income (Effective Portion)
Foreign exchange contracts	$ (21.6)	$ 11.6	Cost of providing services and products sold and Selling, general and administrative

2010:

Derivatives in Cash Flow Hedging Relationships	Gain (Loss) Recognized in OCL on Derivative (Effective Portion)	Gain (Loss) Reclassified from Accumulated OCL into Income (Effective Portion)	Location of Gain (Loss) Reclassified from Accumulated OCL into Income (Effective Portion)
Foreign exchange contracts	$ 53.1	$ (0.5)	Cost of providing services and products sold and Selling, general and administrative

The gain recognized related to the ineffective portion of the derivative instruments was immaterial for the years ended December 31, 2011 and 2010.

During 2011, 2010 and 2009, the Company recorded a net gain of $11.6 and net losses of $0.5 and $27.5, respectively, related to the settlement of forward contracts and options which were designated as cash flow hedges.

The Company also enters into derivative instruments (forwards) to economically hedge the foreign currency impact of assets and liabilities denominated in nonfunctional currencies. During the year ended December 31, 2011, a loss of $0.2 was recognized related to changes in fair value of these derivative instruments not designated as hedges, compared to a gain of $0.2 in the same period in 2010. The gains and losses largely offset the currency gains and losses that resulted from changes in the assets and liabilities denominated in nonfunctional currencies. These gains and losses are classified within other income, net in the accompanying Consolidated Statements of Operations and Comprehensive Income (Loss). The fair value of these derivative instruments not designated as hedges at December 31, 2011, was immaterial to the Company's Consolidated Financial Statements.

A few of the Company's counterparty agreements related to derivative instruments contain provisions that require that the Company maintain collateral on derivative instruments in net liability positions. The aggregate fair value of all derivative instruments in liability position at December 31, 2011 was $19.3 for which the Company has no posted collateral. Future downgrades in the Company's credit ratings and/or changes in the foreign currency markets could result in collateral to counterparties.

Investments

In December 2011, the Company made investments in certain securities, included within other current assets in the Consolidated Balance Sheets, which are held in a grantor trust for the benefit of participants of the executive deferred compensation plan, which was frozen during the fourth quarter of 2011. This investment was made in securities reflecting the hypothetical investment balances of plan participants. As of December 31, 2011, the Company maintained investment securities with a fair value of $22.7 classified as trading securities. The investment securities include exchange-traded mutual funds,

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common stock of the Company and money market accounts. These securities are carried at fair value, with gains and losses, both realized and unrealized, reported in other income (expense), net in the Consolidated Statements of Operations and Comprehensive Income (loss). The cost of securities sold is based upon the specific identification method. Interest and dividends on securities classified as trading are included in other income (expense), net.

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Quarterly Financial Information (Unaudited) (Details) (USD $) In Millions, except Per Share data, unless otherwise specified	3 Months Ended								12 Months Ended		
	Dec. 31, 2011	Sep. 30, 2011	Jun. 30, 2011	Mar. 31, 2011	Dec. 31, 2010	Sep. 30, 2010	Jun. 30, 2010	Mar. 31, 2010	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Quarterly Financial Information Disclosure [Abstract]											
Revenues	$ 588.9	$ 576.9	$ 551.6	$ 544.6	$ 573.2	$ 556.0	$ 528.2	$ 546.0	$ 2,262.0	$ 2,203.4	$ 2,421.0
Operating income (loss)	49.7	43.5	38.1	37.0	(159.2) [1]	34.7	7.8	22.1	168.3	(94.6)	101.2
Net income (loss) from continuing operations	48.0	213.7	31.7	34.9	(146.5) [1]	35.0	11.2	25.6	328.3	(74.7)	84.5
Net income (loss) from discontinued operations	6.5	0	0	0	1.8	(6.2)	16.2	9.7	6.5	21.5	
Net (loss) income	$ 54.5	$ 213.7	$ 31.7	$ 34.9	$ (144.7) [1]	$ 28.8	$ 27.4	$ 35.3	$ 334.8	$ (53.2)	$ (77.3)
Basic earnings (loss) per share:											
Continuing operations	$ 0.41	$ 1.78	$ 0.26	$ 0.29	$ (1.20)	$ 0.28	$ 0.09	$ 0.21	$ 2.73	$ (0.61)	$ 0.69
Discontinued operations	$ 0.06	$ 0.00	$ 0.00	$ 0.00	$ 0.01	$ (0.05)	$ 0.13	$ 0.08	$ 0.06	$ 0.18	$ (1.32)
Net basic earnings (loss) per common share	$ 0.47	$ 1.78	$ 0.26	$ 0.29	$ (1.19)	$ 0.23	$ 0.22	$ 0.29	$ 2.79	$ (0.43)	$ (0.63)
Diluted earnings (loss) per share											
Continuing operations	$ 0.40	$ 1.75	$ 0.26	$ 0.28	$ (1.20)	$ 0.28	$ 0.09	$ 0.20	$ 2.67	$ (0.61)	$ 0.68
Discontinued operations	$ 0.05	$ 0.00	$ 0.00	$ 0.00	$ 0.01	$ (0.05)	$ 0.13	$ 0.08	$ 0.05	$ 0.18	$ (1.30)
Net basic earnings (loss) per common share	$ 0.45	$ 1.75	$ 0.26	$ 0.28	$ (1.19)	$ 0.23	$ 0.22	$ 0.28	$ 2.72	$ (0.43)	$ (0.62)

[1] Includes asset impairment charge of $181.1

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Restructuring	12 Months Ended Dec. 31, 2011
Restructuring Charges [Abstract]	
Restructuring	

Restructuring

2011 Restructuring

During 2011, the Company initiated operational changes that resulted in severance costs of $2.8 largely to reduce headcount and align resources to future business needs. This charge was offset by a $2.8 reduction to previously established facility-related reserves, as described below. The $2.8 of severance-related charges were comprised of $1.6 at Information Management, $1.0 at Customer Management and $0.2 at Corporate. Severance actions impact approximately 100 professional employees worldwide and charges will largely be paid in cash pursuant to the Company's existing severance policy and employment agreements. These actions were substantially completed by the end of 2011.

Restructuring liability activity for the 2011 severance plan, the balance of which is included within payables, deferred revenue and other current liabilities on the Company's Consolidated Balance Sheets, consisted of the following:

		2011
Balance at January 1	$	—
Severance charge		2.8
Severance payments		(2.6)
Balance at December 31, 2011	$	0.2

2010 Restructuring

During 2010, the Company initiated a restructuring plan and incurred a total charge of $36.7 consisting of $22.4 of severance-related charges and $14.3 of facility-related charges. The $22.4 of severance-related charges were comprised of $13.3 at Customer Management and $3.0 at Information Management, largely to reduce headcount and align resources to business needs and $6.1 at Corporate to further simplify operations and to reflect the impact of the sale of the HR Management line of business. The severance charge of $22.4 was largely be paid in cash pursuant to the Company's existing severance policy and employment agreements. These actions affected approximately 1,000 professional employees and approximately 1,400 non-salaried employees worldwide and were substantially completed by the end of 2011. The facility-related charge of $14.3 relates to lease rent accruals and penalties for properties that have closed as the result of consolidating facilities and shifting capacity. The charge is equal to the future costs associated with the facility, net of proceeds from any probable future sublease agreements. The fair value measurement utilized internal discounted cash flows, which is a Level 3 input. The Company used estimates, based on consultation with the Company's real estate advisors, to determine the proceeds from any future sublease agreements. The Company will continue to evaluate these estimates in recording the facilities abandonment charge. Consequently, there may be additional reversals or charges relating to these facility closures in the future. Therefore, facility-related reserves are maintained on a facility basis rather than a restructuring charge event basis. At December 31, 2011, the facility-related restructuring reserve had an outstanding balance of $9.6, which will be paid over several years until the leases expire.

Below is a summary of the 2010 net restructuring charge of $36.7 by segment:

	Customer	Information	Corporate	Total

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	Management	Management		
Severance costs	$ 13.3	$ 3.0	$ 6.1	$ 22.4
Facility-related costs	9.3	5.0	—	14.3
Total restructuring	$ 22.6	$ 8.0	$ 6.1	$ 36.7

Restructuring liability activity for the 2010 severance plan, the balance of which is included in payables, deferred revenue and other current liabilities on the Company's Consolidated Balance Sheets, consisted of the following:

	2011	2010
Balance at January 1	**$ 12.4**	$ —
Severance charge	**—**	22.4
Severance payments	**(11.4)**	(10.0)
Balance at December 31	**$ 1.0**	$ 12.4

2009 Restructuring

During 2009, the Company initiated a restructuring plan to reduce headcount and align resources to future business needs. The total charge recorded in 2009 was $43.3, and included $27.0 of severance-related charges and $16.3 of facility-related charges. Severance charges were comprised of $15.3 at Information Management related to shifting the geographic mix of certain resources and further streamlining of operations, $6.7 at Customer Management resulting from a reduction in one international program and efforts to streamline operations and $5.0 at Corporate to reduce headcount. The severance actions were completed as of March 31, 2011. All severance charges were largely paid in cash pursuant to the Company's existing severance policy and employment agreements. These actions affected approximately 1,000 of the Company's worldwide salaried employees and approximately 800 non-salaried employees.

The $16.3 facility-related charge relates to lease rent accruals for properties that have closed as the result of consolidating facilities, consistent with the methodology discussed in connection with the 2010 restructuring. The facility-related restructuring reserve related to this charge is encompassed within the total outstanding facility balance of $9.6, which will be paid over several years until the leases expire.

Facilities Restructuring

The Company's facilities restructuring reserves are equal to the estimated future costs associated with the facilities, net of proceeds from any probable future sublease agreements. The Company uses estimates, based on consultation with the Company's real estate advisers, to determine the proceeds from any future sublease agreements. The Company continues to evaluate these estimates in recording the facilities abandonment charge. Based upon early termination and settlement of a lease for a previously abandoned facility during 2011 and review of estimated future costs for other facilities, the Company recorded a net benefit of $2.8 to reduce the remaining reserves. Restructuring liability for the facilities plans, the balance of which is included in payables, deferred revenue and other current liabilities on the Company's Consolidated Balance Sheets, consisted of the following:

	2011	2010	2009
Balance at January 1	**$ 20.7**	$ 16.0	$ —
Facility charge	**—**	14.3	16.3
Facility payment	**(8.3)**	(9.6)	(0.3)
Facility adjustment	**(2.8)**	—	—
Balance at December 31	**$ 9.6**	$ 20.7	$ 16.0

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Restructuring (2011 Restructuring) (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Restructuring Reserve [Roll Forward]			
Restructuring charges	$ 0	$ 36.7	$ 43.3
Information Management [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges	(1.2)	8.0	30.4
Customer Management [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges	1.0	22.6	7.9
Professional Employees [Member] | 2011 Restructuring Plan [Member]			
Restructuring Reserve [Roll Forward]			
Employees affected	100		
Severance Charge [Member] | 2011 Restructuring Plan [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring liability, beginning balance	0		
Restructuring charges	2.8		
Restructuring liability payment	(2.6)		
Restructuring liability, ending balance	0.2		
Severance Charge [Member] | Information Management [Member] | 2011 Restructuring Plan [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges	1.6		
Severance Charge [Member] | Customer Management [Member] | 2011 Restructuring Plan [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges	1.0		
Severance Charge [Member] | Corporate [Member] | 2011 Restructuring Plan [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring charges	0.2		
Facility Charge [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring liability, beginning balance	20.7	16.0	0
Restructuring liability payment	(8.3)	(9.6)	(0.3)
Restructuring reserve accrual adjustment	(2.8)	0	0
Restructuring liability, ending balance	9.6	20.7	16.0
Facility Charge [Member] | Information Management [Member] | 2011 Restructuring Plan [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring reserve accrual adjustment	$ 2.8		

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Goodwill and Other Intangible Assets and Long-Lived Assets	12 Months Ended
	Dec. 31, 2011
Goodwill And Other Intangible Assets [Abstract]	
Goodwill And Other Intangible Assets and Long-Lived Assets	

Goodwill and Other Intangible and Long-Lived Assets

Goodwill

The Company tests goodwill for impairment annually as of October 1 and at other times if events have occurred or circumstances exist that indicate the carrying value of goodwill may no longer be recoverable. The impairment test for goodwill involves a two-step process. The first step compares the fair value of a reporting unit with its carrying amount, including the goodwill allocated to each reporting unit. If the carrying amount is in excess of the fair value, the second step requires the comparison of the implied fair value of the reporting unit goodwill with the carrying amount of the reporting unit goodwill. Any excess of the carrying value of the reporting unit goodwill over the implied fair value of the reporting unit goodwill will be recorded as an impairment loss. Fair value of the reporting unit is determined using a combination of the market approach and the income approach. Under the market approach, fair value is based on actual stock price or transaction prices of comparable companies. Under the income approach, value is dependent on the present value of net cash flows to be derived from the ownership. The implied fair value of the Company's reporting units is determined based on significant unobservable inputs; accordingly, these inputs fall within Level 3 of the fair value hierarchy under U.S. GAAP.

For 2011 and 2010, the Company tested goodwill for the following reporting units: Customer Management - Live Agents, Customer Management - CIT (CIT), and Information Management. Based on the results of its first-step impairment tests performed as of October 1, 2011, the Company had no goodwill impairment related to its reporting units. The Company believes it makes every reasonable effort to ensure that it accurately estimates the fair value of the reporting units. However, future changes in the assumptions used to make these estimates could result in impairment losses.

The results of the first step of the impairment testing performed as of October 1, 2010 indicated an impairment in the CIT reporting unit. Accordingly, the second step of the impairment model was performed on this reporting unit. The impairment charge for the Company's CIT reporting unit was the result of a change in the strategic plan for the unit, which was finalized in the fourth quarter of 2010, reflecting the output of the Company's annual strategic business planning process. As a result of declining revenue during the preceding 12 months, lower future revenue projections and transaction valuation multiples lower than those supported at the time of the Intervoice acquisition in 2008, the fair value of the reporting unit was determined to be less than carrying value. In the second step, a hypothetical purchase price allocation of the reporting unit's net assets is performed using the fair value calculated in Step 1. Based on the results of the second step, the Company recorded a $166.5 ($160.8 after tax) goodwill impairment charge recorded within the asset impairment caption in the accompanying Consolidated Statements of Operations and Comprehensive Income (Loss). The remaining goodwill balance allocated to the CIT reporting unit that was not impaired as of December 31, 2010 was $45.8.

Below is a progression of goodwill for the Company's segments for 2011 and 2010:

	Customer Management	Information Management	Total
Balance at December 31, 2009	$ 785.8	$ 193.5	$ 979.3
Acquisitions	—	3.3	3.3
Impairment	(166.5)	—	(166.5)
Foreign currency and other	4.8	(0.4)	4.4

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Balance at December 31, 2010	$ 624.1	$ 196.4	$ 820.5
Acquisitions	—	—	—
Foreign currency and other	(2.6)	0.6	(2.0)
Balance at December 31, 2011	$ 621.5	$ 197.0	$ 818.5

The goodwill addition to the Information Management segment for the year ended 2010 resulted from additional earn-out payments of $3.3 as certain performance targets were met with respect to a small acquisition in 2008. Accumulated goodwill impairment charges at December 31, 2011 and 2010 were $166.5 for both years. All accumulated goodwill impairment charges as of December 31, 2011 and December 31, 2010 relate to the Customer Management segment.

Other Intangible Assets

The Company's other intangible assets, primarily acquired through business combinations, are evaluated periodically if events or circumstances indicate a possible inability to recover their carrying amounts. No impairment charges were recognized in any period presented. As of December 31, 2011 and 2010, the Company's other intangible assets consisted of the following:

2011:	Gross Carrying Amount	Accumulated Amortization	Net
Software (classified with Property, Plant & Equipment)	**$ 88.8**	**$ (66.2)**	**$ 22.6**
Trademarks	**12.0**	**(10.3)**	**1.7**
Customer relationships and other intangibles	**152.8**	**(124.4)**	**28.4**
Total	**$ 253.6**	**$ (200.9)**	**$ 52.7**
2010			
Software (classified with Property, Plant & Equipment)	$ 88.6	$ (59.6)	$ 29.0
Trademarks	12.0	(7.8)	4.2
Customer relationships and other intangibles	154.6	(118.7)	35.9
Total	$ 255.2	$ (186.1)	$ 69.1

The intangible assets are being amortized using the following amortizable lives: five to eight years for software, four years for trademarks and seven to twelve years for customer relationships and other intangibles. The remaining weighted average amortization period for intangible assets is 5.0 years.

Customer relationships, trademarks and other intangibles amortization expense was $9.6 for the year ended December 31, 2011 and the related estimated expense for the five subsequent fiscal years is as follows:

For the year ended 12/31/12	$ 9
For the year ended 12/31/13	7
For the year ended 12/31/14	3
For the year ended 12/31/15	3
For the year ended 12/31/16	2
Thereafter	6

Long-Lived Assets

The Company evaluates its property, plant and equipment when events or circumstances indicate a possible inability to recover their carrying amounts. During 2010, the Company committed to a plan to sell two facilities. At December 31, 2010, the property met the "Held-for-Sale" criteria set forth in U.S. GAAP, resulting in classification of $11.8 of

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property, plant and equipment as Held-for-Sale; the book value was adjusted to its fair value less costs to sell, resulting in an impairment charge of $14.6 ($9.3 after tax) recorded within the asset impairments caption in the accompanying Consolidated Statements of Operations and Comprehensive Income (Loss). Fair value was determined based on discounted cash flow analysis which contains significant unobservable inputs that fall within Level 3 of the fair value hierarchy under U.S. GAAP.

During 2011, the Company sold one of the two facilities at its carrying value and therefore, no gain or loss was recognized on the sale. At December 31, 2011, the Company had not identified a buyer for the second facility. Because the property no longer meets the "Held-for-Sale" criteria, the facility was reclassified to property and equipment, net on the Consolidated Balance Sheets.

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Debt	12 Months Ended Dec. 31, 2011

Long-term Debt and Capital Lease Obligations [Abstract]

Debt

Debt

Debt consists of the following:

	At December 31,	
	2011	2010
Revolving credit facility	**$ —**	$ —
2029 Convertible Debentures	**57.5**	56.6
Capital Lease Obligations	**58.6**	58.0
Accounts Receivable Securitization	**—**	85.0
Other	**11.1**	10.7
Total debt	**127.2**	210.3
Less current maturities	**6.2**	91.0
Long-term debt	**$ 121.0**	$ 119.3
Weighted average effective interest rates:		
Revolving credit facility	**2.9%**	4.2%
Accounts Receivable Securitization	**2.2%**	2.4%
2029 Convertible Debentures	**6.4%**	6.0%
Other	**3.4%**	4.2%

On March 11, 2011, the Company entered into a $300 Four-Year Competitive Advance and Revolving Credit Facility Agreement (the New Credit Facility). The New Credit Facility replaced the Company's $400 Five-Year Competitive Advance and Revolving Credit Facility (the Prior Credit Facility), dated as of October 20, 2006 and as amended subsequently, among Convergys and a group of financial institutions. In connection with Convergys' entry into the New Credit Facility, Convergys terminated the Prior Credit Facility. There were no balances outstanding under the Prior Revolving Facility at December 31, 2010.

Convergys has two borrowing options available under the New Credit Facility: (i) a competitive advance option which will be provided on an uncommitted competitive advance basis through an auction mechanism and (ii) a revolving credit option which will be provided on a committed basis. Under each option, amounts borrowed and repaid may be re-borrowed subject to availability. Borrowings under the New Credit Facility bear interest at one of the rates described in the New Credit Facility. The New Credit Facility includes certain restrictive covenants including maintenance of interest coverage and debt-to-EBITDA ratios (as defined in the New Credit Facility). The Company’s interest coverage ratio cannot be less than 4.00 to 1.00 as determined on a rolling four quarter basis. The Company’s debt-to-EBITDA ratio cannot be greater than 3.00 to 1.00 until December 31, 2012 and 2.75 to 1.00 after December 31, 2012. The New Credit Facility also contains customary representations and warranties. In the event of default, the lenders may terminate the commitments and declare the amounts outstanding, and all accrued interest, immediately due and payable. The maturity date of the New Credit Facility is March 11, 2015 except that upon satisfaction of certain conditions, Convergys may extend the maturity date by one year twice during the term. Convergys will pay an annual facility fee regardless of utilization. At December 31, 2011, the facility was undrawn. The Company was in compliance with all covenants at December 31, 2011.

In December 2004, the Company issued $250.0 in 4.875% Unsecured Senior Notes (4.875% Senior Notes) due December 15, 2009. During 2009, the Company announced

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an exchange offer (Exchange Offer) for up to $122.5 aggregate principal amount of its outstanding 4.875% Senior Notes. Under the terms of the Exchange Offer, the Company offered to exchange one thousand twenty dollars in principal amount of its new 5.75% Junior Subordinated Convertible Debentures due 2029 (2029 Convertible Debentures) for each one thousand dollars in principal amount of its 4.875% Senior Notes. Upon settlement of the Exchange Offer on October 13, 2009, the Company issued a total of $125.0 aggregate principal amount of the 2029 Convertible Debentures in exchange for $122.5 of the 4.875% Senior Notes. This exchange transaction resulted in a loss on extinguishment of debt of $2.3 that is reflected within other income (expense), net, in the accompanying Statements of Operations and Comprehensive Income (Loss) for the year ended December 31, 2009.

The 2029 Convertible Debentures are convertible, subject to certain conditions, into shares of the Company's common stock at an initial conversion price of approximately $12.07 per share, or 82.82 shares of the Company's common stock per one thousand dollars in principal amount of debentures. Upon conversion, the Company will pay cash up to the aggregate principal amount of the 2029 Convertible Debentures and settle the remainder of the debentures in cash or stock at the Company's option.

The conversion rate will be subject to adjustment for certain events outlined in the indenture governing the debenture (the Indenture). The conversion rate will increase for a holder who elects to convert the debenture in connection with certain share exchanges, mergers or consolidations involving the Company, as described in the indenture.

The Company may not redeem the 2029 Convertible Debentures prior to September 15, 2019, except if certain U.S. federal tax legislation, regulations or rules are enacted or are issued. On or after September 15, 2019, the Company may redeem for cash all or part of the 2029 Convertible Debentures for the principal amount, plus any accrued and unpaid interest, if the last closing price of the Company's common shares has been at least 150% of the applicable conversion price for at least 20 trading days immediately prior to the date on which the Company provides notice of redemption. Holders may convert their 2029 Convertible Debentures prior to the close of business on the business day immediately preceding September 15, 2028, if certain market conditions related to the trading price of the Company's common shares and 2029 Convertible Debentures occur. On or after September 15, 2028, holders may convert their 2029 Convertible Debentures at the option of the holder regardless of the foregoing circumstances. Holders may also convert if the Company calls any or all of the 2029 Convertible Debentures for redemption prior to the maturity date. The conversion rate will equal 100% of the principal amount of the 2029 Convertible Debentures to be redeemed, plus accrued and unpaid interest and will be subject to adjustment for certain events outlined in the Indenture. If certain events occur in the future, the Indenture provides that each holder of the debentures can, for a pre-defined period of time, require the Company to repurchase the holder's debentures for the principal amount plus any accrued and unpaid interest. The Company concluded that the indentures are not conventional convertible debt instruments and that the embedded stock conversion option qualifies as a derivative. Under the appropriate authoritative guidance, the Company further concluded that the option is indexed to the Company's stock and does not require bifurcation from the host instrument. Therefore, the embedded conversion option is not accounted for separately as a derivative.

The 2029 Convertible Debentures, which pay a fixed rate of interest semi-annually, have a contingent interest component that will require the Company to pay interest based on the trading price of the debentures exceeding a specified threshold at specified times, commencing on September 15, 2019, as outlined in the Indenture. The maximum amount of contingent interest that will accrue is 0.75% per annum of the average trading price of the debentures during the periods specified in the Indenture. The fair value of this embedded derivative was not significant at December 31, 2011 and 2010.

At the date of issuance, the Company recognized the liability component of the 2029 Convertible Debenture at its fair value of $56.3. The liability component was recognized

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as the fair value of a similar instrument that did not have a conversion feature at issuance. The equity component, which was the value of the conversion feature at issuance, was recognized as the difference between the proceeds from the issuance of the debentures and the fair value of the liability component, after adjusting for the deferred tax impact of $32.7. The 2029 Convertible Debentures were issued at a coupon rate of 5.75%, which was below that of a similar instrument that does not have a conversion feature. Therefore, the valuation of the debt component, using the income approach, resulted in a debt discount. The debt discount is being amortized over the life of a similar debt instrument without a conversion feature, which the Company determined to equal the contractual maturity of the 2029 Convertible Debentures. Amortization is based upon the effective interest rate method and will be included within the interest expense caption in the accompanying Consolidated Statements of Operations and Comprehensive Income (Loss).

As of December 31, 2011, the 2029 Convertible Debentures "if-converted" value was $132.2. Based on quoted market prices at December 31, 2011, the fair value of the Company's 2029 Convertible Debentures is $162.5.

The Company leased an office complex in Orlando, Florida, under an agreement that expired in June 2010 (the "Orlando lease"). At December 31, 2011 and 2010, the Orlando lease is accounted for as a capital lease. Pursuant to the terms of the lease, on October 8, 2009, the Company was required to provide notice to the Lessor of its intention to either purchase the property for $65.0 or arrange to have the office complex sold to a third party (the terms of the lease provided the Lessor with a residual value guarantee from the Company of up to $55.0). Although continuing to pursue a refinancing of the Orlando lease, on October 8, 2009, the Company legally elected the purchase option under the required notification provision of the lease agreement. In 2010, the Company recorded a capital lease obligation and property of $55.0 related to this facility, coincident with the completion of the refinancing of the lease discussed below.

On June 30, 2010, the Company refinanced this lease arrangement. As part of the refinancing, the Company paid approximately $10.0 to reduce the principal under the prior facility related to the residual value guarantee provision referenced above, such amount having been previously accrued. The new facility provides for a new lease period of five years. Upon termination or expiration of the new facility, the Company is required to either purchase the property for $55.0 or arrange to have the office complex sold to a third party (the terms of the lease provide the Lessor with a residual value guarantee from the Company of up to $47.0). Total scheduled lease payments during the term are currently estimated to be approximately $10.

Including the $55.0 obligation for the Orlando facility, total capital lease obligations were $58.6 and $58.0 at December 31, 2011 and 2010, respectively.

During 2009, the Company entered into a $125.0 asset securitization facility collateralized by accounts receivables of certain of its subsidiaries, of which $50.0 was scheduled to expire in June 2010 and $75.0 expires in June 2012. The $50.0 that was scheduled to expire in June 2010 was extended through June 2011. During June 2011, the Company renegotiated the terms of the agreement, increasing the purchase limited to $150.0 and extending the terms to June 2014. The asset securitization program is conducted through Convergys Funding Inc., a wholly-owned bankruptcy remote subsidiary of the Company. As of December 31, 2011, this facility was undrawn. As of December 31, 2010, the Company had borrowings of $85.0 under this facility.

Other debt of $11.1 and $10.7 at December 31, 2011 and 2010, respectively, consisted of miscellaneous domestic and international borrowings.

At December 31, 2011, future minimum payments of the Company's debt and capital lease arrangements are as follows:

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2012	$	6.2
2013		1.6
2014		6.7
2015		55.2
2016		—
Thereafter		125.0
Total	$	194.7

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Employee Benefit Plans	12 Months Ended Dec. 31, 2011
Defined Benefit Pension Plans and Defined Benefit Postretirement Plans Disclosure [Abstract]	
Employee Benefit Plans	

Employee Benefit Plans

Pensions

The Company sponsors a frozen defined benefit pension plan, which includes both a qualified and non-qualified portion, for all eligible employees (the cash balance plan) in North America and an unfunded defined benefit plan for certain eligible employees in the Philippines (the defined benefit plans). The Company also sponsors a non-qualified, unfunded executive deferred compensation plan and a supplemental, non-qualified, unfunded plan for certain senior executives (the executive pension plans). As further describe in Note 12, "Financial Instruments," in December 2011, the Company made investments in certain securities which are held in a grantor trust for the benefit of participants of the executive deferred compensation plan. This investment was made in securities reflecting the hypothetical investment balances of plan participants. The pension benefit formula for the cash balance plan is determined by a combination of compensation and age-based credits and annual guaranteed interest credits. Benefits for the executive deferred compensation plan are based on employee deferrals, matching contributions and investment earnings on participant accounts. Benefits for the supplemental plan are based on age, years of service and eligible pay. Funding of the qualified portion of the cash balance plan has been achieved through contributions made to a trust fund. The contributions have been determined using the prescribed methods in accordance with the Pension Protection Act of 2006. Based on the funded status of the cash balance plan and mandatory legislative requirements under the Pension Protection Act, beginning April 29, 2009, lump sum payments from the cash balance plan have been partially restricted. The Company's measurement date for all plans is December 31. The projected unit credit cost method is used for determining the unfunded executive pension cost for financial reporting purposes. The plan assumptions are evaluated annually and are updated as necessary.

Components of pension cost and other amounts recognized in other comprehensive income (loss) for the defined benefit plans are as follows:

	Year Ended December 31,		
	2011	2010	2009
Service cost	**$ 2.8**	$ 2.6	$ 0.9
Interest cost on projected benefit obligation	**12.0**	12.1	12.2
Expected return on plan assets	**(11.4)**	(12.3)	(10.4)
Amortization and deferrals—net	**8.7**	6.6	7.4
Settlement loss	**—**	6.8	—
Total pension cost	**$ 12.1**	$ 15.8	$ 10.1
Other comprehensive income (loss)	**$ (29.5)**	$ (1.3)	$ 9.6

The settlement loss of $6.8 in 2010 resulted from the benefit payments exceeding the sum of the service cost and interest cost. Pension cost for the defined benefit plans related to discontinued operations included in the table above for the years ended December 31, 2010 and 2009 is $0.1 and $0.7, respectively.

The reconciliation of the defined benefit plans' projected benefit obligation and the fair value of plan assets for the years ended December 31, 2011 and 2010 are as follows:

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	At December 31,	
	2011	2010
Change in benefit obligation:		
Benefit obligation at beginning of year	**$ 224.3**	$ 213.5
Service costs	**2.8**	2.6
Interest cost	**12.0**	12.1
Actuarial loss	**28.9**	16.9
Benefits paid	**(14.5)**	(20.8)
Plan amendment	**(1.0)**	—
Benefit obligation at end of year	**$ 252.5**	$ 224.3
Change in plan assets:		
Fair value of plan assets at beginning of year	**$ 134.1**	$ 129.7
Actual return on plan assets	**—**	14.6
Employer contribution	**20.8**	10.6
Benefits paid	**(14.5)**	(20.8)
Fair value of plan assets at end of year	**$ 140.4**	$ 134.1
Funded status	**$ (112.0)**	$ (90.2)
Amounts recognized in the Consolidated Balance Sheets consisted of:		
Non-current liability	**$ 112.0**	$ 90.2
Accumulated other comprehensive income (loss)	**$ (114.1)**	$ (84.7)

Accumulated other comprehensive loss at December 31, 2011 and 2010 includes unrecognized actuarial losses of $114.1 ($71.2 net of tax) and $84.7 ($55.0 net of tax), respectively. The actuarial loss included in accumulated other comprehensive loss that is expected to be recognized in net periodic pension cost during the fiscal year ended December 31, 2012 is $10.7. The accumulated benefit obligation for the defined benefit plans was $252.5 and $224.3 at December 31, 2011 and 2010, respectively.

Estimated future benefit payments from the defined benefit plans are as follows:

2012	$ 9.0
2013	10.5
2014	27.0
2015	14.8
2016	16.1
2017 - 2021	86.8
Total	$ 164.2

Components of pension cost and other amounts recognized in other comprehensive income (loss) for the unfunded executive pension plans are as follows:

	Year Ended December 31,		
	2011	2010	2009
Service cost	**$ 0.7**	$ 0.9	$ 1.5
Interest cost on projected benefit obligation	**1.3**	2.0	2.1
Amortization and deferrals—net	**(0.1)**	(0.1)	(0.8)
Curtailment (benefit) loss, net	**(2.4)**	1.8	—
Settlement loss	**—**	1.4	—
Total pension (benefit) cost	**$ (0.5)**	$ 6.0	$ 2.8
Other comprehensive income (loss)	**$ 1.3**	$ (3.1)	$ (3.9)

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In 2011, the Company froze the executive deferred compensation plan and recognized a $0.9 curtailment benefit. The Company also recognized a $1.5 curtailment benefit during 2011 related to the resignation of a senior executive. The Company recognized a $2.2 curtailment loss during 2010 related to the termination of employment of the President and Chief Executive Officer of the Company. The curtailment loss was partially offset by a $0.4 curtailment benefit related to the termination of employment of a senior executive. The Company also recognized a settlement loss related to the CEO transition of $1.4 upon payment of benefits under the unfunded executive pension plan.

The reconciliation of the unfunded executive pension plans' projected benefit obligation for the years ended December 31, 2011 and 2010 is as follows:

	At December 31,	
	2011	2010
Change in benefit obligation:		
Benefit obligation at beginning of year	**$ 33.2**	$ 37.1
Service cost	**0.7**	0.9
Interest cost	**1.3**	2.0
Change in plan provisions	**—**	(0.5)
Actuarial (gain) loss	**(1.9)**	3.8
Curtailment (benefit) loss	**(2.5)**	2.3
Benefits paid	**(6.2)**	(12.4)
Benefit obligation at end of year	**$ 24.6**	$ 33.2
Funded status	**$ (24.6)**	$ (33.2)
Amounts recognized in the Consolidated Balance Sheets consisted of:		
Current liability	**$ 6.2**	$ 5.2
Non-current liability	**18.4**	28.0
Accumulated other comprehensive income (loss)	**$ 4.1**	$ 2.8

Total benefits paid of $6.2 were made via employer contributions.

Included in accumulated other comprehensive loss at December 31, 2011 are the following amounts that have not yet been recognized in net periodic pension cost: unrecognized prior service credits of $0.3 ($0.2 net of tax) and unrecognized actuarial gain of $3.8 ($2.4 net of tax). Included in accumulated other comprehensive loss at December 31, 2010 are the following amounts that have not yet been recognized in net periodic pension cost: unrecognized prior service credits of $1.1 ($0.7 net of tax) and unrecognized actuarial gain $1.7 ($1.1 net of tax). The accumulated benefit obligation for the unfunded executive pension plans was $24.6 and $32.1 at December 31, 2011 and 2010, respectively. The prior service credit expected to be recognized in net periodic pension cost during the year ending December 31, 2012 is $0.2.

Estimated future benefit payments from the unfunded executive plans are as follows:

2012	$ 6.2
2013	3.1
2014	1.6
2015	1.5
2016	1.0
2017 - 2021	8.3
Total	$ 21.7

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The following weighted-average rates were used in determining the benefit obligations at December 31:

	2011	2010
Discount rate—projected benefit obligation	**4.25% - 7.80%**	5.20% - 5.40%
Future compensation growth rate	**4.00% - 5.50%**	4.00% - 5.00%
Expected long-term rate of return on plan assets	**7.50% - 8.00%**	8%

The following weighted-average rates were used in determining the pension cost for all years ended December 31:

	2011	2010	2009
Discount rate—projected benefit obligation	**5.20% - 7.80%**	5.50% - 6.00%	6.25% - 6.50%
Future compensation growth rate	**4.00% - 5.50%**	4.00% - 5.00%	4.00% - 5.00%
Expected long-term rate of return on plan assets	**7.50% - 8.00%**	8%	8%

The range of discount rates utilized in determining the pension cost and projected benefit obligation of the Company's defined benefit plans reflects a lower prevalent rate applicable to the frozen cash balance plan for eligible employees in North America and a higher applicable rate for the unfunded defined benefit plan for certain eligible employees in the Philippines.

As of December 31, 2011 and 2010, plan assets for the cash balance plan consisted of Convergys common stock, an equity fund and common/collective trusts (of which approximately 70% are invested in equity backed funds and 30% in funds invested in fixed income instruments), which is consistent with the Company’s targeted allocation. Plan assets for the cash balance plan included $3.7 and $4.0 of the Company’s common shares at December 31, 2011 and 2010, respectively. The investment objectives for the plan assets are to generate returns that will enable the plan to meet its future obligations. The Company’s expected long-term rate of return was determined based on the asset mix of the plan, past performance and other factors. The Company contributed $19.7 and $10.2 in 2011 and 2010, respectively, to fund its cash balance plan in order to satisfy its Employee Retirement Income Security Act of 1974 (ERISA) funding requirements. The Company currently expects to make $11.2 in contributions in 2012 to fund its cash balance plan. No plan assets are expected to be returned to the Company during 2012.

The following table sets forth by level, within the fair value hierarchy, the cash balance plan’s assets at fair value as of December 31, 2011 and 2010:

Investments	**December 31, 2011**	Quoted Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Common/Collective trusts	**$ 132.8**	**$ —**	**$ 132.8**	**$ —**
Convergys common stock	**3.7**	**3.7**	**—**	**—**
Equity fund	**3.9**	**—**	**—**	**3.9**
Total investments	**$ 140.4**	**$ 3.7**	**$ 132.8**	**$ 3.9**

Investments	December 31, 2010	Quoted Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Common/Collective trusts	$ 126.7	$ —	$ 126.7	$ —

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Convergys common stock	4.0	4.0	—	—
Equity fund	3.4	—	—	3.4
Total investments	$ 134.1	$ 4.0	$ 126.7	$ 3.4

For additional information on the fair value hierarchy, see Note 13.

The Company's pension plan holds Level 3 investments within equity funds which primarily invests in domestic early stage capital funds. The fair value of these investments is based on the net asset value per share of the fund. The pension plan has approximately $0.2 in future funding requirements associated with this investment. The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Company believes its valuation methodologies are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement. The following table provides a reconciliation of the beginning and ending balances for the Level 3 assets:

	Year Ended December 31	
	2011	2010
Balance, beginning of year	**3.4**	3.3
Unrealized gains (losses) relating to instruments still held at the reporting date	**0.4**	(0.1)
Purchases	**0.1**	0.2
Balance, end of year	**$ 3.9**	$ 3.4

Savings Plans

The Company sponsors a defined contribution plan covering substantially all U.S. employees. The Company's contributions to the plan are based on matching a portion of the employee contributions. In 2011, the Company's matching contribution changed from 100% of the first 5% to 100% of the first 3% of eligible employee contributions. As a result, total Company contributions to the defined contribution plan were $9.5 in 2011 compared to $15.1 and $17.6 for 2010 and 2009, respectively. Plan assets for these plans included 2.0 million ($26.0) and 2.2 million ($29.1) of Company's common shares at December 31, 2011 and 2010, respectively.

Employee Postretirement Benefits Other Than Pensions

The Company sponsors postretirement health and life insurance plans for certain eligible employees. The plan provides eligible employees and retirees with the opportunity to direct an amount of their compensation or pension benefits to cover medical, dental and life insurance programs of their choice for their benefit and the benefit of their dependents. The plan covers both active and retired eligible employees of the Company and its subsidiaries. Employees' eligibility to participate in the plan is based upon their date of hire. During the second quarter of 2011, the Company amended certain components of the postretirement health and life insurance plans to reduce certain benefits. The plan amendments constitute negative amendments. As a result of the plan amendments, the accumulated postretirement benefit obligation decreased approximately $20 from December 31, 2010, the impact of which will be recognized as a reduction to net periodic benefit cost over the remaining future service years of the active participants over a weighted-average period of approximately 3 years.

The Company funds life insurance benefits of certain retirees through a Voluntary Employee Benefit Association (VEBA) trust. Contributions to the plan consist of (1) compensation or pension benefit deductions that the participant directs the Company, which is also the Plan Sponsor, to deposit into the plan on their behalf based on the coverage the participant has elected under the plan, and (2) amounts the Company pays

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to the plan that are in excess of the participant-directed deductions. Contributions to the VEBA are subject to IRS limitations developed using the aggregate cost method. At December 31, 2006, the Company eliminated the postretirement life insurance plan benefits for non-retirement eligible employees. The Company's postretirement benefit plan (benefit) cost was $(3.4), $0.5, and $0.6 for 2011, 2010 and 2009, respectively. The amounts included within accumulated other comprehensive loss related to these benefits were $14.9 and $0.8 at December 31, 2011 and 2010, respectively.

Components of other post-employment benefit plan cost and other amounts recognized in other comprehensive income (loss) for the postretirement health and life insurance plans are as follows:

		2011		2010		2009
Service cost	**$**	**0.2**	$	0.4	$	0.5
Interest cost on projected benefit obligation		**0.9**		1.4		1.5
Expected return on plan assets		**(0.5)**		(0.6)		(0.6)
Amortization and deferrals—net		**(4.0)**		(0.7)		(0.8)
Total other post-employment benefit plan (benefit) cost	**$**	**(3.4)**	$	0.5	$	0.6
Other comprehensive income (loss)	**$**	**14.1**	$	(2.0)	$	(2.3)

The reconciliation of the postretirement health and life insurance plan's projected benefit obligation and the fair value of plan assets for the years ended December 31, 2011 and 2010 are as follows:

	At December 31,			
		2011		2010
Change in benefit obligation:				
Benefit obligation at beginning of year	**$**	**27.1**	$	25.5
Service cost		**0.2**		0.4
Interest cost		**0.9**		1.4
Plan amendment		**(16.8)**		—
Actuarial (gain) loss		**(1.8)**		0.8
Part D subsidy		**0.1**		0.1
Benefits paid		**(1.1)**		(1.1)
Benefit obligation at end of year	**$**	**8.6**	$	27.1
Change in plan assets:				
Fair value of plan assets at beginning of year	**$**	**7.2**	$	7.5
Actual return on plan assets		**0.2**		0.2
Employer contribution		**0.7**		0.6
Benefits paid		**(1.1)**		(1.1)
Fair value of plan assets at end of year	**$**	**7.0**	$	7.2
Funded status	**$**	**(1.6)**	$	(19.9)
Amounts recognized in the Consolidated Balance Sheets consisted of:				
Non-current assets	**$**	**3.3**	$	1.6
Current liability		**(0.5)**		1.0
Non-current liability		**(4.4)**		20.5
Accumulated other comprehensive income (loss)	**$**	**14.9**	$	0.8

Estimated future benefit payments from the postretirement health and life plan are as follows:

2012	$	0.7

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2013		0.6
2014		0.5
2015		0.6
2016		0.6
2017 - 2021		3.4
Total	$	6.4

Plan assets for the postretirement health and life plan of $7.0 and $7.2 at December 31, 2011 and 2010, respectively, are comprised of money market accounts, a Level 1 asset. The Company expects to make $0.5 in contributions in 2012 to fund its post retirement health and life plan. No plan assets are expected to be returned to the Company during 2012.

Assumed health care costs trend rates were capped for all participants following the plan amendments during the second quarter of 2011.

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Employee Benefit Plans (Narrative) (Details) (USD $) In Millions, unless otherwise specified		12 Months Ended		
	Dec. 31, 2012	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Accumulated other comprehensive income (loss), net of tax		$ (59.3)	$ (52.0)	
Future funding requirements		0.2		
Defined matching contribution plan		100.00%	100.00%	
Eligible employee contributions		3.00%	5.00%	
Contribtions to defined contribution plan		9.5	15.1	17.6
Number of Company's common shares included in savings plan assets		2.0	2.2	
Value of Company's common shares included in plan assets		26.0	29.1	
Accumulated postretirement benefit obligation decrease amount		20.0		
Fair value of plan assets for postretirement health		140.4	134.1	
Defined Benefits Plans [Member]				
Settlement loss recognized during the period		0	6.8	0
Pension cost (benefit)		12.1	15.8	10.1
Accumulated other comprehensive income (loss)		(114.1)	(84.7)	
Accumulated other comprehensive income (loss), net of tax		(71.2)	(55.0)	
Accuarial loss included in accumulated other comprehensive loss		(10.7)		
Accumulated benefit obligation		252.5	224.3	213.5
Employer contribution		20.8	10.6	
Accumulated postretirement benefit obligation decrease amount		(1.0)	0	
Fair value of plan assets for postretirement health		140.4	134.1	129.7
Cash Balance Plan [Member]				
Employer contribution		19.7	10.2	
Allocation of assets, equity securities		70.00%		
Allocation of assets, debt securites		30.00%		
Common shares included in cash balance plan		3.7	4.0	
Expected employer contributions during the next fiscal year	11.2			
Assets expected to be returned to the Company during 2012	0			
Unfunded Executive Pension Plans [Member]				
Settlement loss recognized during the period		0	1.4	0
Pension cost (benefit)		(0.5)	6.0	2.8
Accumulated other comprehensive income (loss)		4.1	2.8	
Accuarial loss included in accumulated other comprehensive loss		(0.2)		
Accumulated benefit obligation		24.6	33.2	37.1
Curtailment (benefit) loss recognized during the period		(2.4)	1.8	0
Employer contribution		6.2		
Unrecognized prior service credits		0.3	1.1	
Unrecognized prior service credits, net of tax		0.2	0.7	
Unrecognized actuarial gain		3.8	1.7	
Unrecognized actuarial gain, net of tax		2.4	1.1	
Accumulated benefit obligation		24.6	32.1	
Accumulated postretirement benefit obligation decrease amount		0	(0.5)	

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Segment, Discontinued Operations [Member] | Defined Benefits Plans [Member]				
Pension cost (benefit)			0.1	0.7
Chief Executive Officer [Member] | Unfunded Executive Pension Plans [Member]				
Curtailment (benefit) loss recognized during the period			2.2	
Senior Executive One [Member] | Unfunded Executive Pension Plans [Member]				
Curtailment (benefit) loss recognized during the period		(1.5)		
Senior Executive Two [Member] | Unfunded Executive Pension Plans [Member]				
Curtailment (benefit) loss recognized during the period			(0.4)	
Frozen Executive Deferred Compansation Plan [Member] | Unfunded Executive Pension Plans [Member]				
Curtailment (benefit) loss recognized during the period		(0.9)		
Defined Benefit Postretirement Health Coverage And Life Insurance [Member]				
Pension cost (benefit)		(3.4)	0.5	0.6
Accumulated other comprehensive income (loss)		(14.9)	(0.8)	
Accumulated other comprehensive income (loss), net of tax		(14.9)	(0.8)	
Accumulated benefit obligation		8.6	27.1	25.5
Employer contribution		0.7	0.6	
Expected employer contributions during the next fiscal year	0.5			
Accumulated postretirement benefit obligation decrease amount		(16.8)	0	
Fair value of plan assets for postretirement health		$ 7.0	$ 7.2	$ 7.5
Assets expected to be returned to the Company during 2012	0.0			

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Quarterly Financial Information (Unaudited) (Segment Data) (Details) (USD $) In Millions, unless otherwise specified	3 Months Ended								12 Months Ended		
	Dec. 31, 2011	Sep. 30, 2011	Jun. 30, 2011	Mar. 31, 2011	Dec. 31, 2010	Sep. 30, 2010	Jun. 30, 2010	Mar. 31, 2010	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Segment Reporting Information [Line Items]											
Revenues	$ 588.9	$ 576.9	$ 551.6	$ 544.6	$ 573.2	$ 556.0	$ 528.2	$ 546.0	$ 2,262.0	$ 2,203.4	$ 2,421.0
Operating income (loss)	49.7	43.5	38.1	37.0	(159.2) [1]	34.7	7.8	22.1	168.3	(94.6)	101.2
Asset impairment					181.1				0	181.1	3.1
Customer Management [Member]											
Segment Reporting Information [Line Items]											
Revenues	499.8	490.9	469.6	458.5	466.7	462.9	446.1	463.6	1,918.8	1,839.3	1,986.7
Operating income (loss)	41.4	39.0	37.3	32.2	(151.6) [1]	31.3	8.0	33.8	149.9	(78.5)	133.9
Asset impairment									0	181.1	0
Information Management [Member]											
Segment Reporting Information [Line Items]											
Revenues	88.4	83.6	77.0	79.8	97.8	81.9	78.0	82.4	328.8	340.1	434.3
Operating income (loss)	13.8	9.7	6.5	7.2	5.6	11.3	9.4	6.9	37.2	33.2	21.9
Asset impairment									$ 0	$ 0	$ 3.1

[1] Includes asset impairment charge of $181.1

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Employee Benefit Plans (Details 2) (USD $) In Millions, unless otherwise specified						12 Months Ended						12 Months Ended	
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2011 Defined Benefits Plans [Member]	Dec. 31, 2010 Defined Benefits Plans [Member]	Dec. 31, 2009 Defined Benefits Plans [Member]	Dec. 31, 2012 Cash Balance Plan [Member]	Dec. 31, 2011 Cash Balance Plan [Member]	Dec. 31, 2011 Fair Value, Inputs, Level 1 [Member]	Dec. 31, 2010 Fair Value, Inputs, Level 1 [Member]	Dec. 31, 2011 Fair Value, Inputs, Level 2 [Member]	Dec. 31, 2010 Fair Value, Inputs, Level 2 [Member]	Dec. 31, 2011 Fair Value, Inputs, Level 3 [Member]	Dec. 31, 2010 Fair Value, Inputs, Level 3 [Member]
Defined Benefit Plan, Change in Fair Value of Plan Assets [Roll Forward]													
Fair value of plan assets at beginning of year	$ 140.4	$ 134.1	$ 140.4	$ 134.1	$ 129.7			$ 3.7	$ 4.0	$ 132.8	$ 126.7	$ 3.4	$ 3.3
Unrealized losses relating to instruments still held at the reporting date												0.4	(0.1)
Purchases												0.1	0.2
Fair value of plan assets at end of year	$ 140.4	$ 134.1	$ 140.4	$ 134.1	$ 129.7			$ 3.7	$ 4.0	$ 132.8	$ 126.7	$ 3.9	$ 3.4
Assets expected to be returned to the Company during 2012						0							
Allocation of assets, equity securities							70.00%						
Allocation of assets, debt securites							30.00%						

Employee Benefit Plans (Details 2) (USD $) In Millions, unless otherwise specified	Dec. 31, 2011 Common Collective Trusts [Member]	Dec. 31, 2010 Common Collective Trusts [Member]	Dec. 31, 2011 Common Collective Trusts [Member] Fair Value, Inputs, Level 1 [Member]	Dec. 31, 2010 Common Collective Trusts [Member] Fair Value, Inputs, Level 1 [Member]	Dec. 31, 2011 Common Collective Trusts [Member] Fair Value, Inputs, Level 2 [Member]	Dec. 31, 2010 Common Collective Trusts [Member] Fair Value, Inputs, Level 2 [Member]	Dec. 31, 2011 Common Collective Trusts [Member] Fair Value, Inputs, Level 3 [Member]	Dec. 31, 2010 Common Collective Trusts [Member] Fair Value, Inputs, Level 3 [Member]
Defined Benefit Plan, Change in Fair Value of Plan Assets [Roll Forward]								
Fair value of plan assets at beginning of year	$ 132.8 [1]	$ 126.7 [1]	$ 0 [1]	$ 0 [1]	$ 132.8 [1]	$ 126.7 [1]	$ 0 [1]	$ 0 [1]
Unrealized losses relating to instruments still held at the reporting date								
Purchases								
Fair value of plan assets at end of year	$ 132.8 [1]	$ 126.7 [1]	$ 0 [1]	$ 0 [1]	$ 132.8 [1]	$ 126.7 [1]	$ 0 [1]	$ 0 [1]
Assets expected to be returned to the Company during 2012								
Allocation of assets, equity securities								
Allocation of assets, debt securites								

Employee Benefit Plans (Details 2) (USD $) In Millions, unless otherwise specified	Dec. 31, 2011 Common Stock [Member]	Dec. 31, 2010 Common Stock [Member]	Dec. 31, 2011 Common Stock [Member] Fair Value, Inputs, Level 1 [Member]	Dec. 31, 2010 Common Stock [Member] Fair Value, Inputs, Level 1 [Member]	Dec. 31, 2011 Common Stock [Member] Fair Value, Inputs, Level 2 [Member]	Dec. 31, 2010 Common Stock [Member] Fair Value, Inputs, Level 2 [Member]	Dec. 31, 2011 Common Stock [Member] Fair Value, Inputs, Level 3 [Member]	Dec. 31, 2010 Common Stock [Member] Fair Value, Inputs, Level 3 [Member]	Dec. 31, 2011 Equity Funds [Member]	Dec. 31, 2010 Equity Funds [Member]	Dec. 31, 2011 Equity Funds [Member] Fair Value, Inputs, Level 1 [Member]	Dec. 31, 2010 Equity Funds [Member] Fair Value, Inputs, Level 1 [Member]	Dec. 31, 2011 Equity Funds [Member] Fair Value, Inputs, Level 2 [Member]	Dec. 31, 2010 Equity Funds [Member] Fair Value, Inputs, Level 2 [Member]	Dec. 31, 2011 Equity Funds [Member] Fair Value, Inputs, Level 3 [Member]	Dec. 31, 2010 Equity Funds [Member] Fair Value, Inputs, Level 3 [Member]
Defined Benefit Plan, Change in Fair Value of Plan Assets [Roll Forward]																
Fair value of plan assets at beginning of year	$ 3.7	$ 4.0	$ 3.7	$ 4.0	$ 0	$ 0	$ 0	$ 0	$ 3.9	$ 3.4	$ 0	$ 0	$ 0	$ 0	$ 3.9	$ 3.4
Unrealized losses relating to instruments still held at the reporting date																
Purchases																
Fair value of plan assets at end of year	$ 3.7	$ 4.0	$ 3.7	$ 4.0	$ 0	$ 0	$ 0	$ 0	$ 3.9	$ 3.4	$ 0	$ 0	$ 0	$ 0	$ 3.9	$ 3.4
Assets expected to be returned to the Company during 2012																
Allocation of assets, equity securities																
Allocation of assets, debt securites																

[1]

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Restructuring Facilities Restructuring (Details) (Facility Charge [Member], USD $) In Millions, unless otherwise specified	12 Months Ended		
	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Restructuring Reserve [Roll Forward]			
Restructuring liability, beginning balance	$ 20.7	$ 16.0	$ 0
Restructuring liability charge	0	14.3	16.3
Restructuring liability payment	(8.3)	(9.6)	(0.3)
Restructuring reserve accrual adjustment	(2.8)	0	0
Restructuring liability, ending balance	9.6	20.7	16.0
Information Management [Member] | 2011 Restructuring Plan [Member]			
Restructuring Reserve [Roll Forward]			
Restructuring reserve accrual adjustment	$ 2.8		

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Stock-Based Compensation Plans (Tables)

	12 Months Ended Dec. 31, 2011

Share-based Compensation, Allocation and Classification in Financial Statements [Abstract]

Disclosure of Share-based Compensation Arrangements by Share-based Payment Award

	Number of Common Shares to be Issued Upon Exercise	Weighted Average Exercise Price	Common Shares Available for Future Issuance
Equity compensation plans approved by shareholders			
Stock options	3.9	$ 23.90	—
Restricted stock units	3.9	—	—
	7.8	$ 23.90	9.1

Schedule of Share-based Compensation, Stock Options, Activity

Presented below is a summary of Company stock option activity:

Shares (in Millions)	Shares	Weighted Average Exercise Price
Options outstanding at January 1, 2009	9.3	$ 30.69
Forfeited	(1.5)	22.67
Options outstanding at December 31, 2009	7.8	$ 32.21
Options exercisable at December 31, 2009	7.8	$ 32.21
Granted	0.3	10.88
Exercised	—	11.74
Forfeited	(2.4)	31.14
Options outstanding at December 31, 2010	5.7	$ 31.66
Options exercisable at December 31, 2010	5.7	$ 31.66
Granted	0.7	13.79
Exercised	(0.2)	11.68
Forfeited	(2.3)	41.50
Options outstanding at December 31, 2011	3.9	$ 23.90
Options exercisable at December 31, 2011	3.2	$ 25.97

Schedule of Share-based Compensation, Shares Authorized under Stock Option Plans, by Exercise Price Range

The following table summarizes the status of the Company stock options outstanding and exercisable at December 31, 2011:

Shares (in Millions)	Options Outstanding			Options Exercisable		
Range of Exercise Prices	Shares	Weighted Average Remaining Contractual Life (in years)	Weighted Average Exercise Price	Shares	Weighted Average Remaining Contractual Life (in years)	Weighted Average Exercise Price
$0.0 to $11.55	1.0	1.7	$ 11.35	1.0	1.7	$ 11.35
$11.56 to $21.81	1.1	6.3	13.80	0.4	1.2	13.82
$21.82 to $22.22	—	—	—	—	—	—
$22.23 to $29.32	0.1	0.3	28.25	0.1	0.3	28.25
$29.33 to $29.53	—	—	—	—	—	—
$29.54 to $36.49	—	0.1	30.66	—	0.1	30.66

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$36.50 to $36.67	1.7	—	36.67	1.7	—	36.67
$36.68 to $43.50	—	—	—	—	—	—
$43.51 and Over	—	—	—	—	—	—
Total	3.9	2.1	$ 23.90	3.2	0.7	$ 25.97

Fair Value Assumptions for Restricted Stock Awards

The risk-free interest rate for the expected term of the award granted is based on the U.S. Treasury yield curve in effect at the time of grant.

	2010	2009
Expected volatility	56.0%	52.8%
Expected term (in years)	3.0	3.0
Risk-free interest rate	1.4%	1.2%

Schedule of Share-based Compensation, Restricted Stock and Restricted Stock Units Activity

Changes to non-vested restricted stock and restricted stock units for the years ended December 31, 2011 and 2010 were as follows:

Shares (in millions)	Number of Shares	Weighted Average Fair Value at Date of Grant
Non-vested at December 31, 2009	4.9	$ 12.18
Granted	2.3	11.45
Vested	(1.3)	16.88
Forfeited	(1.7)	11.01
Non-vested at December 31, 2010	4.2	10.64
Granted	1.5	13.67
Vested	(0.6)	11.70
Forfeited	(1.2)	11.22
Non-vested at December 31, 2011	3.9	$ 11.08

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Goodwill and Other Intangible Assets and Long-Lived Assets (Narrative) (Details) (USD $) In Millions, unless otherwise specified	12 Months Ended		
	Dec. 31, 2011 facilities	Dec. 31, 2010	Dec. 31, 2009
Goodwill, Impairment Loss		$ (166.5)	
Goodwill, net	818.5	820.5	979.3
Goodwill, Acquired During Period	0	3.3	
Weighted average amortization period	5.0		
Amortization	9.6	10.1	10.9
Reclassification of Assets to Held-For-Sale		11.8	
Impairment Charge on Reclassified Assets		14.6	
Long Lived Assets Held for Sale Impairment Charge, net of tax		9.3	
Number of facilities sold	1		
Number of Facilities	2		
Software [Member]			
Intangible assets, useful life, minimum	5		
Intangible assets, useful life, maximum	8		
Trademarks [Member]			
Trademarks, useful life	4		
Customer Relationships And Other Intangibles [Member]			
Intangible assets, useful life, minimum	7		
Intangible assets, useful life, maximum	12		
Customer Management - CIT [Member]			
Goodwill, Impairment Loss	166.5	166.5	
Goodwill impairment charge, net of tax	160.8	160.8	
Goodwill, net		45.8	
Information Management [Member]			
Goodwill, Impairment Loss		0	
Goodwill, net	197.0	196.4	193.5
Goodwill, Acquired During Period	0	3.3	
Amortization	2.2	2.5	3.6
Customer Management [Member]			
Goodwill, Impairment Loss		(166.5)	
Goodwill, net	621.5	624.1	785.8
Goodwill, Acquired During Period	0	0	
Goodwill, Impaired, Accumulated Impairment Loss	166.5		
Amortization	$ 7.4	$ 7.7	$ 7.3

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Income Taxes	12 Months Ended Dec. 31, 2011
Income Tax Disclosure [Abstract]	
Income Taxes	**Income Taxes**

The Company's provision (benefit) for income taxes from continuing operations consists of the following:

	Year Ended December 31,		
	2011	2010	2009
Current:			
United States federal	**$ 47.1**	$ 12.7	$ (34.5)
Foreign	**20.7**	10.3	10.1
State and local	**2.9**	(2.3)	5.6
Total current	**70.7**	20.7	(18.8)
Deferred:			
United States federal	**43.7**	(14.0)	44.3
Foreign	**(1.9)**	1.2	(13.6)
State and local	**6.4**	8.8	(0.3)
Total deferred	**48.2**	(4.0)	30.4
Total	**$ 118.9**	$ 16.7	$ 11.6

The Company's combined pre-tax earnings from continuing operations relating to foreign subsidiaries or branches were $84.8, $100.1 and $88.7 during 2011, 2010 and 2009, respectively.

The following is a reconciliation of the statutory federal income tax rate with the effective tax rate from continuing operations for the tax expense in 2011, 2010 and 2009:

	Year Ended December 31,		
	2011	2010	2009
U.S. federal statutory rate	**35.0 %**	35.0 %	35.0 %
Permanent differences	**(12.7)**	(2.6)	(0.1)
State and local income taxes, net of federal income tax	**1.2**	(7.5)	3.5
International rate differential, including tax holidays	**(2.1)**	33.9	(13.4)
Foreign valuation allowances	**—**	0.2	2.0
Impairments	**—**	(91.7)	—
Adjustments for uncertain tax positions	**6.6**	(0.3)	(13.8)
Tax credits and other	**(1.4)**	3.6	(1.2)
Effective rate	**26.6 %**	(29.4)%	12.0 %

The 56.0% increase in the income tax expense rate in 2011 is primarily due to the previous year's impact of non-deductibility of goodwill impairments, internal restructurings, and the geographic mix of worldwide income. The Company's foreign taxes for 2011, 2010 and 2009 included $2.6, $12.0 and $8.5, respectively, of benefit derived from tax holidays in the Philippines, India and Costa Rica. This resulted in a (0.6)%, 21.0% and (8.8)% impact to the effective tax rate in 2011, 2010 and 2009, respectively. The Company's foreign taxes for 2011, 2010 and 2009 include $1.0, $9.9 and $7.5, respectively, related to a tax holiday in India which expired March 2011. The tax holidays in the Philippines are scheduled to expire by December 2012. The Company has

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applied for one- or two-year extensions of the Philippine tax holidays in accordance with local law.

The components of deferred tax assets and liabilities are as follows:

	At December 31,	
	2011	2010
Deferred tax assets:		
Loss and credit carryforwards	**$ 118.7**	$ 148.4
Pension and employee benefits	**76.8**	73.0
Restructuring charges	**1.0**	6.9
Deferred revenue	**16.1**	9.0
Foreign currency hedge	**1.0**	—
Other	**53.5**	49.1
Valuation allowances	**(37.3)**	(37.3)
Total deferred tax assets	**229.8**	249.1
Deferred tax liabilities:		
Depreciation and amortization	**149.6**	148.2
Deferred implementation costs	**29.3**	18.0
Contingent debt and accrued interest	**44.0**	37.7
Foreign currency hedge	**—**	12.0
Other	**30.8**	30.6
Total deferred tax liabilities	**253.7**	246.5
Net deferred tax (liabilities) / assets	**$ (23.9)**	$ 2.6

As of December 31, 2011 and 2010, $14.3 and $15.3, respectively, of the valuation allowances relate to the Company's foreign operations.

As of December 31, 2011, the Company has federal, state, and foreign operating loss carryforwards of $85.2, $809.7 and $104.7, respectively. The federal operating loss carryforwards and state operating loss carryforwards expire between 2020 and 2031. The foreign operating loss carryforwards include $57.1 with no expiration date; the remainder will expire between 2012 and 2026. The federal and state operating loss carryforwards include losses of $105.6 and $221.3, respectively, that were acquired in connection with business combinations. Utilization of the acquired federal and state tax loss carryforwards may be limited pursuant to Section 382 of the Internal Revenue Code of 1986. At December 31, 2011, the Company also had $3.7 in state tax credits that expire from 2012 to 2014.

The Company has not provided for U.S. federal income taxes or foreign withholding taxes on $422.7 of undistributed earnings of its foreign subsidiaries at December 31, 2011, because such earnings are intended to be reinvested indefinitely. It is not practicable to determine the amount of applicable taxes that would be due if such were distributed.

As of December 31, 2011 and 2010, the liability for unrecognized tax benefits was $112.3 and $84.8, respectively, including $23.5 and $20.5 of accrued interest and penalties, and is recorded within the other long-term liabilities in the accompanying Consolidated Balance Sheets. The total amount of net unrecognized tax benefits that would affect income tax expense, if ever recognized in the Consolidated Financial Statements, is $98.7. This amount includes net interest and penalties of $20.2. The Company's policy is to recognize interest and penalties accrued on unrecognized tax benefits as part of income tax expense. During the years ended December 31, 2011 and 2010, the Company recognized approximately $3.0 and $5.8 in interest and penalties, respectively.

A reconciliation of the beginning and ending total amounts of unrecognized tax benefits (exclusive of interest and penalties) is as follows:

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	2011	2010
Balance at January 1	**$ 63.9**	$ 64.7
Additions based on tax positions related to the current year	**26.7**	0.1
Additions for tax positions of prior years	**—**	3.0
Reductions for tax positions of prior years	**(1.5)**	(1.9)
Settlements	**2.4**	—
Lapse of statutes	**(2.7)**	(2.0)
Balance at December 31	**$ 88.8**	$ 63.9

The increase in the liability for unrecognized tax benefits was largely due to uncertainty related to the deductibility of certain items, partially offset by decreases for the resolution of tax audits in the current year. The Company is currently attempting to resolve income tax audits relating to prior years in various jurisdictions. The Company has received assessments from these jurisdictions related to transfer pricing and deductibility of expenses. The Company believes that it is appropriately reserved with regard to these assessments as of December 31, 2011. Furthermore, the Company believes that it is reasonably possible that the total amounts of unrecognized tax benefits will decrease between $5.0 and $40.0 prior to December 31, 2012, based upon resolution of audits; however, actual developments could differ from those currently expected.

The Company files income tax returns in the U.S. federal jurisdiction, and various states and foreign jurisdictions. With a few exceptions, the Company is no longer subject to examinations by tax authorities for years before 2002.

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Accounting Policies (Policies)	12 Months Ended Dec. 31, 2011
Accounting Policies [Abstract]	
Consolidation [Policy Text Block]	**Consolidation** — The accompanying Consolidated Financial Statements have been prepared in accordance with accounting principles generally accepted in the United States (U.S. GAAP) and U.S. Securities and Exchange Commission regulations. The Consolidated Financial Statements include the accounts of the Company's majority-owned subsidiaries. All significant intercompany accounts and transactions are eliminated upon consolidation. Investments in 20% to 50% owned affiliates where the Company has significant influence are accounted for under the equity method.
Use of Estimates [Policy Text Block]	**Use of Estimates** — The preparation of the Consolidated Financial Statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the amounts reported. These estimates include project completion dates, time and cost required to complete projects for purposes of revenue recognition and future revenue, expense and cash flow estimates for purposes of impairment analysis and loss contract evaluation. Actual results could differ from those estimates. The Company's results are affected by economic, political, legislative, regulatory and legal actions. Economic conditions, such as recessionary trends, inflation, interest and monetary exchange rates, and government fiscal policies, can have a significant effect on operations. While the Company maintains reserves for anticipated liabilities and carries various levels of insurance, the Company could be affected by civil, criminal, regulatory or administrative actions, claims or proceedings.
Foreign Currency [Policy Text Block]	**Foreign Currency** — Assets and liabilities of foreign operations are translated to U.S. dollars at year-end exchange rates. Revenues and expenses are translated at average exchange rates for the year. Translation adjustments are accumulated and reflected as adjustments to comprehensive income (loss), a component of Shareholders' Equity, and included in net earnings only upon sale or liquidation of the underlying foreign subsidiary. Gains or losses resulting from foreign exchange transactions are recorded in the Consolidated Statements of Operations and Comprehensive Income (Loss) within other income (expense), net.
Revenue Recognition [Policy Text Block]	**Revenue Recognition** — Revenues from Customer Management, which accounted for 85% of the Company's 2011 consolidated revenues, mostly consist of fees generated from outsourced services provided to the Company's clients. Information Management, which accounted for 15% of 2011 consolidated revenues, generates its revenues from three primary sources: data processing, professional and consulting services and license and other services. The Company's revenues are recognized in conformity with Financial Accounting Standards Board (FASB) ASC Topic 605-10, "Revenue Recognition (ASC 605-10), ASC Topic 605-25, "Revenue Arrangements with Multiple Deliverables" (ASC 605-25), and ASC Topic 985-605, "Software Revenue Recognition" (ASC 985-605). Revenues are recognized only when there is evidence of an arrangement and the Company determines that the fee is fixed and determinable and collection of the fee included in the arrangement is considered probable. When determining whether the fee is considered fixed and determinable and collection is probable, the Company considers a number of factors including the creditworthiness of the client and the contractual payment terms. If a client is not considered creditworthy, all revenue under arrangements with that client is recognized upon receipt of cash. If payment terms extend beyond what is considered customary or standard in the related industry and geographic location, the related fees are considered extended and deferred until they become due and payable. Approximately 90% of Customer Management revenues are derived from agent-related services. The Company typically recognizes these revenues as services are performed based on staffing hours or the number of contacts handled by service agents using contractual rates. In a limited number of engagements where the client pays a fixed fee,

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the Company recognizes revenues, based on the specific facts and circumstances of the engagement, using the proportional performance method or upon final completion of the engagement. Customer Management's remaining revenues are derived from sale of premise-based and hosted automated self-care and technology solutions. License, professional and consulting and maintenance and software support services revenues recognized from sale of these advanced speech recognition solutions are recognized pursuant to ASC 985, more fully described below with Information Management revenues.

Professional and consulting revenues accounted for 45% of the 2011 Information Management revenues. These revenues consist of fees generated for installation, implementation, customization, training and managed services related either to the clients' use of Information Management's software in Information Management's data centers or in their own processing environments. The professional and consulting revenues are recognized monthly based on time and materials incurred at contractually agreed upon rates or, in some instances, based upon a fixed fee. Professional and consulting services provided in connection with license arrangements are evaluated to determine whether those services are essential to the client's functionality of the software. When significant customization or modification of the software and the development of complex interfaces are required to meet the client's functionality, those services are considered essential. Accordingly, the related professional and consulting revenue is recognized together with the license fee using the percentage-of-completion method. The Company calculates the percentage of work completed by comparing contract costs incurred to date to total estimated contract costs at completion. Payment for these services sometimes is dependent on milestones (e.g., commencement of work, completion of design plan, completion of configuration, completion of customization). These milestone payments normally do not influence the Company's revenue recognition as the scheduled payments coincide with the period of time the Company completes the work. When the professional and consulting services provided in connection with license arrangements are not considered essential or when professional and consulting services are provided in connection with outsourcing arrangements, the revenues are recognized as the related services are delivered.

License and other revenues, which accounted for 40% of the 2011 Information Management revenues, consist of revenues generated from the sale of licenses to use Information Management's proprietary software and related software support and maintenance fees. License arrangements are contracted as either perpetual or term licenses, depending on the software product. When Information Management provides professional and consulting services that are considered essential to the software's functionality, the license element is recognized together with the professional and consulting element using the percentage-of-completion method. In circumstances where the Company is providing professional and consulting services that are considered essential to the software's functionality, and the Company is unable to determine the pattern in which Information Management's professional and consulting services will be utilized, the license revenue is recognized on a straight-line basis over the implementation period. When Information Management is not required to provide services that are considered essential to the software's functionality, the license element is recognized upon delivery of the software, assuming all other revenue recognition criteria have been met.

In connection with its license arrangements, Information Management typically is engaged to provide support and maintenance services. Revenues for support and maintenance services are recognized ratably over the term of the agreement. For these arrangements, Information Management allocates the contract value to the elements based on fair value of the individual elements. Fair value is determined using vendor specific objective evidence (VSOE), which represents the normal pricing for these elements when sold separately. For a very limited number of its arrangements, the Company has not had sufficient VSOE of fair value of its undelivered elements, principally related to support and maintenance. As a result, revenue for the entire arrangement,

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including license fees and related professional and consulting fees, has been deferred and recognized over the term of the support and maintenance period. There may be cases in which there is VSOE of fair value of the undelivered item but no such evidence for the delivered items. In these cases, the residual method is used to allocate the arrangement consideration. Under the residual method, the amount of consideration allocated to the delivered items equals the total arrangement consideration less the aggregate VSOE of fair value of the undelivered elements.

Data processing, which accounted for 15% of the 2011 Information Management revenues, consists of monthly fees for processing client transactions in Information Management's data centers and, in some cases, the clients' data centers, using Information Management's proprietary software. Data processing revenues are recognized based on the number of invoices, subscribers or events that are processed by Information Management using contractual rates. In connection with any new data processing outsourcing arrangements, Information Management often must perform significant set-up activities or implementations, including the installation and customization of its proprietary software in its centers. Under these arrangements, a client does not take possession of the software nor has the right to take possession of the software without incurring a significant penalty. As the client does not derive benefit from the implementation itself (but rather from the underlying services that are delivered once the systems and processes are launched), the implementation services do not meet the separation criteria as defined primarily under ASC 605. Therefore, any proceeds collected for the implementation are deferred and recognized over the contract period beginning from the commencement of services.

The Company considers the criteria established primarily by ASC Topic 605-45, "Principal Agent Considerations," (ASC 605-45) in determining whether revenue should be recognized on a gross versus a net basis. Factors considered in determining if gross or net basis recognition is appropriate include whether the Company is primarily responsible to the client for the services, has discretion on vendor selection, or bears credit risk. The Company provides certain services to clients using third party vendors. Typically, the costs incurred with third party vendors related to these services are passed through to the clients. In consideration of the above mentioned criteria, total payments the Company receives from clients related to these services are recorded as revenue and payments the Company makes to third party vendors are recorded as cost of providing services and products sold.

The Company sometimes earns supplemental revenues in each of the two segments depending on the satisfaction of certain service levels or achievement of certain performance measurement targets. The supplemental revenues are recognized only after required measurement targets are met.

The Company recognizes revenues from transition services provided to the buyer of the HR Management business as such services are performed.

Stock Compensation [Policy Text Block]

Stock Compensation — The Company accounts for stock-based payment transactions in which the Company receives employee services in exchange for equity instruments of the Company. Stock-based compensation cost for restricted stock awards and restricted stock units and performance restricted stock units is measured based on the closing fair market value of the Company's common stock on the date of grant. Stock-based compensation cost for stock options is estimated at the grant date based on each option's fair-value as calculated by the Black-Scholes option-pricing model. Stock-based compensation cost for restricted stock units with a market condition is estimated using a Monte Carlo simulation model. The Company recognizes stock-based compensation cost as expense for awards other than its performance-based restricted stock units ratably on a straight-line basis over the requisite service period. The Company recognizes stock-based compensation cost associated with its performance based restricted stock units over the requisite service period if it is probable that the performance conditions will be satisfied. Compensation costs for awards with a market condition are recognized regardless of whether the market condition is achieved. The Company will recognize a

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benefit from stock-based compensation in equity if an incremental tax benefit is realized by following the ordering provisions of the tax law. Tax benefits related to stock compensation expense are reported as financing cash flow and tax expenses are reported as operating cash flow. Further, the Company applies an estimate forfeiture rate to unvested awards when computing the stock compensation-related expenses

Income Taxes [Policy Text Block]

Income Taxes — The provision for income taxes includes taxes paid, currently payable or receivable, and those deferred. Under U.S. GAAP, the Company recognizes deferred tax assets and liabilities based on the differences between the financial statement and tax basis of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to be settled or realized.

The Company regularly reviews its deferred tax assets for recoverability and establishes a valuation allowance if it is more likely than not that some portion or all of a deferred tax asset will not be realized. The determination as to whether a deferred tax asset will be realized is made on a jurisdictional basis and is based on the evaluation of positive and negative evidence. This evidence includes historical pre-tax and taxable income, projected future taxable income, the expected timing of the reversal of existing temporary differences and the implementation of tax planning strategies. Projected future taxable income is based on expected results and assumptions as to the jurisdiction in which the income will be earned. The expected timing of the reversals of existing temporary differences is based on current tax law and the Company's tax methods of accounting.

The Company also reviews its tax activities and evaluates uncertain tax positions using a two-step approach. The first step is to evaluate the tax position for recognition by determining if the weight of available evidence indicates that it is more likely than not that the position will be sustained on audit, including resolution of related appeals or litigation processes, if any. The second step is to measure the tax benefit, which is the largest amount that is more than 50% likely of being realized upon ultimate settlement. The Company's policy is to recognize interest and penalties accrued on unrecognized tax benefits as part of income tax expense.

Other Comprehensvie Income (Loss) [Policy Text Block]

Other Comprehensive Income (Loss) — Components of other comprehensive income (loss) include currency translation adjustments, changes related to pension liabilities, net of tax, and unrealized gains (losses) on hedging activities, net of tax. Foreign currency translation adjustments generally are not adjusted for income taxes as they relate to indefinite investments in non-U.S. operations. Accumulated other comprehensive income (loss) also includes, net of tax, actuarial gains or losses, prior service costs or credits and transition assets and obligations that are not recognized as components of net periodic pension cost.

Cash Equivalents [Policy Text Block]

Cash Equivalents — Cash equivalents consist of short-term, highly liquid investments with original maturities of three months or less.

Receivables [Policy Text Block]

Receivables — Trade receivables are comprised primarily of amounts owed to the Company by clients and are presented net of an allowance for doubtful accounts of $10.2 and $11.0 at December 31, 2011 and 2010, respectively. Contracts with individual clients determine when receivables are due, generally within 30-60 days, and whether interest is accrued on late payments.

The allowance for doubtful accounts is the Company's best estimate of the amount of probable credit losses in the Company's existing accounts receivable. The Company regularly reviews the adequacy of its allowance for doubtful accounts. The Company determines the allowance based on historical write-off experience and current economic conditions and also considers factors such as customer credit, past transaction history with the customer and changes in customer payment terms when determining whether the collection of a receivable is reasonably assured. Account balances are charged off against the allowance after all means of collection have been exhausted and the potential for recovery is considered remote.

Property and Equipment [Policy Text Block]

Property and Equipment — Property and equipment are stated at cost. Depreciation is based on the straight-line method over the estimated useful lives of the assets. Buildings are depreciated over a 30-year life, software over a five- to eight-year life and equipment

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generally over a three- to five-year life. Leasehold improvements are depreciated over the shorter of their estimated useful life or the remaining term of the associated lease.

The Company reviews property, plant and equipment asset groups for impairment whenever events or changes in circumstances indicate the carrying amount of an asset may not be recoverable. The Company monitors these changes and events on at least a quarterly basis. Examples of events or changes in circumstances could include, but are not limited to, a prolonged economic downturn, current period operating or cash flow losses combined with a history of losses or a forecast of continuing losses associated with the use of an asset group, or a current expectation that an asset group will be sold or disposed of before the end of its previously estimated useful life. Recoverability is based upon projections of anticipated future undiscounted cash flows associated with the use and eventual disposal of the property, plant and equipment asset groups, as well as specific appraisals in certain instances. Reviews occur at the lowest level for which identifiable cash flows are largely independent of cash flows associated with other property, plant and equipment asset groups. If the future undiscounted cash flows result in a value that is less than the carrying value, then the long-lived asset is considered impaired and a loss is recognized based on the amount by which the carrying amount exceeds the estimated fair value. Various factors that the Company uses in determining the impact of these assessments include the expected useful lives of long-lived assets and our ability to realize any undiscounted cash flows in excess of the carrying amounts of such asset groups, and are affected primarily by changes in the expected use of the assets, changes in technology or development of alternative assets, changes in economic conditions, changes in operating performance and changes in expected future cash flows. Because judgment is involved in determining the fair value of property, plant and equipment asset groups, there is risk that the carrying value of these assets may require adjustment in future periods.

Software Development Costs [Policy Text Block]

Software Development Costs — Research and development expenditures are charged to expense as incurred. The development costs of software to be marketed are charged to expense until technological feasibility is established and capitalized thereafter, subject to assessment of realizability. Amortization of the capitalized amounts is computed using the greater of the sales ratio method or the straight-line method over a life of five years or less. The Company did not capitalize any software development costs during the periods reported.

Internal Use Software [Policy Text Block]

Internal Use Software — The Company capitalizes certain expenditures for software that is purchased or internally developed for use in the business. During 2011, 2010, and 2009, internally developed software amounts capitalized were $3.8, $5.6 and $3.7, respectively. Amortization of internal use software begins when the software is ready for service and continues on the straight-line method generally over a life of three years.

Goodwill and Other Intangibles [Policy Text Block]

Goodwill and Other Intangibles — As discussed more fully in Note 6, goodwill is reviewed at the reporting unit level for impairment as of October 1 and at other times if events have occurred or circumstances exist that indicate the carrying value of goodwill may no longer be recoverable.

The impairment test for goodwill involves a two-step process. The first step compares the fair value of a reporting unit with its carrying amount, including the goodwill allocated to each reporting unit (Step 1). If the fair value of the reporting units is in excess of the carrying value, the related goodwill is considered not to be impaired and no further analysis is necessary. If the carrying amount of the reporting unit exceeds the fair value, there is an indication of potential impairment and a second step of testing is performed to measure the amount of the impairment, if any, for that reporting unit.

When required, the second step compares the implied fair value of the reporting unit goodwill with the carrying amount of the reporting unit goodwill. The implied fair value of goodwill is determined in the same manner as the amount of goodwill recognized in a business combination, which is the excess of the fair value of the reporting unit determined in step one over the fair value of the net assets and identifiable intangibles as

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if the reporting unit were being acquired. Any excess of the carrying value of the reporting unit goodwill over the implied fair value of the reporting unit goodwill will be recorded as an impairment loss. An impairment charge recognized cannot exceed the amount of goodwill allocated to a reporting unit and cannot be reversed subsequently even if the fair value of the reporting unit recovers.

Fair value of the reporting unit is determined using a combination of the market approach and the income approach. Under the market approach, fair value is based on actual stock prices or transaction prices of comparable companies. The market approach requires significant judgment regarding the selection of comparable companies. Under the income approach, value is dependent on the present value of net cash flows to be derived from the ownership. The income approach requires significant judgment including estimates about future cash flows and discount rates. A combination of methodologies is used and weighted appropriately for reporting units with significant adverse changes in business climate.

Other intangibles, primarily customer relationship assets and trademarks, are amortized over a straight-line basis with lives ranging from four to twelve years and are evaluated periodically if events or circumstances indicate a possible inability to recover their carrying amounts.

Equity-Method Investments [Policy Text Block]

Investments — Management determines the appropriate classification of securities at the time of purchase and re-evaluates such designation as of each balance sheet date. Currently, we classify all investment securities, reported within other current assets in the Consolidated Balance Sheets, as trading. Trading securities are carried at fair value, with gains and losses, both realized and unrealized, reported in other income (expense), net in the Consolidated Statements of Operations and Comprehensive Income (loss). The cost of securities sold is based upon the specific identification method. Interest and dividends on securities classified as trading is included in other income (expense), net.

Postemployment Benefits [Policy Text Block]

Postemployment Benefits — The funded status of the Company's pension and other postretirement benefit plans is recognized in the Consolidated Balance Sheets. The funded status is measured as the difference between the fair value of plan assets and the benefit obligation at December 31, the measurement date. For defined benefit pension plans, the benefit obligation is the projected benefit obligation (PBO) and for the other postretirement benefit plans the benefit obligation is the accumulated postretirement benefit obligation (APBO). The PBO represents the actuarial present value of benefits expected to be paid upon retirement based on estimated future compensation levels. The APBO represents the actuarial present value of postretirement benefits attributed to employee services already rendered. The fair value of plan assets represents the current market value of assets held by an irrevocable trust fund for the sole benefit of participants. The measurement of the benefit obligation is based on the Company's estimates and actuarial valuations. These valuations reflect the terms of the plans and use participant-specific information such as compensation, age and years of service, as well as certain key assumptions that require significant judgment, including, but not limited to, estimates of discount rates, expected return on plan assets, rate of compensation increases, interest crediting rates and mortality rates. For additional information regarding plan assumptions and the current financial position of the pension and other postretirement plans, see Note 9.

The Company provides severance benefits to certain employees. The Company accrues the benefits when it becomes probable that such benefits will be paid and when sufficient information exists to make reasonable estimates of the amounts to be paid.

Government Grants [Policy Text Block]

Government Grants — From time to time, the Company receives grants from local or state governments as an incentive to locate or retain operations in their jurisdictions. Depending on the arrangement, the grants are either received up-front or at the time the Company achieves the milestones set forth in the grant. The Company's policy is to record the grant funds received as deferred credit and to amortize the deferred credit as a reduction of cost of providing services and products sold or selling, general and

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administrative expense as the milestones are met over the term of the grant. The terms of the grants range from one to fifteen years.

Derivative Instruments [Policy Text Block]

Derivative Instruments — The Company's risk management strategy includes the use of derivative instruments to reduce the effects on its operating results and cash flows from fluctuations caused by volatility in currency exchange and interest rates. The Company currently uses cash flow and fair value hedges. These instruments are hedges of forecasted transactions or of the variability of cash flows to be received or paid related to a recognized asset or liability. The Company generally enters into forward exchange contracts expiring within 36 months as hedges of anticipated cash flows denominated in foreign currencies. These contracts are entered into to protect against the risk that the eventual cash flows resulting from such transactions will be adversely affected by changes in exchange rates. Additionally, the Company from time to time enters into interest rate swap agreements to effectively fix the interest rates of variable rate borrowings. In using derivative financial instruments to hedge exposures to changes in exchange rates and interest rates, the Company exposes itself to counterparty credit risk.

All derivatives, including foreign currency exchange contracts, are recognized in the Consolidated Balance Sheets at fair value. Fair values for the Company's derivative financial instruments are based on quoted market prices of comparable instruments or, if none are available, on pricing models or formulas using current assumptions. On the date the derivative contract is entered into, the Company determines whether the derivative contract should be designated as a hedge. For derivatives that are designated as hedges, the Company further designates the hedge as either a fair value or cash flow hedge. Changes in the fair value of derivatives that are highly effective and designated as fair value hedges are recorded in the Consolidated Statement of Operations and Comprehensive Income (Loss) along with the loss or gain on the hedged asset or liability. Changes in the fair value of derivatives that are highly effective and designated as cash flow hedges are reported as a component of Other Comprehensive Income (Loss) and reclassified into earnings in the same line-item associated with the forecasted transaction and in the same periods during which the hedged transaction impacts earnings. The Company formally documents all relationships between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking various hedging activities. This process includes linking all derivatives that are designated as fair value or cash flow hedges to specific assets and liabilities on the balance sheet or to forecasted transactions. The Company also formally assesses, both at the hedge's inception and on an ongoing basis, whether the derivatives that are used in hedging transactions are highly effective in offsetting changes in fair value or cash flows of hedged items. When it is determined that a derivative is not highly effective as a hedge or that it has ceased to be a highly effective hedge, the Company discontinues hedge accounting prospectively.

The Company also periodically enters into forward exchange contracts and options that are not designated as hedges. The purpose of the majority of these derivative instruments is to protect the Company against foreign currency exposure pertaining to receivables, payables and intercompany transactions that are denominated in currencies different from the functional currencies of the Company or the respective subsidiaries. The Company records changes in the fair value of these derivative instruments in the Consolidated Statements of Operations and Comprehensive Income (Loss) within other income (expense), net.

Fair Value of Financial Instruments, Policy [Policy Text Block]

Fair Value Measurements —The Company applies fair value accounting for all financial assets and liabilities and non-financial assets and liabilities that are recognized or disclosed at fair value in the consolidated financial statements on a recurring basis. The Company defines fair value as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities, the Company considers the principal or most advantageous market in which the Company would transact and the market-based risk measurements or assumptions

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that market participants would use in pricing the asset or liability, such as inherent risk, transfer restrictions and credit risk.

Equity Method Investments, Policy [Policy Text Block]

Equity-Method Investments — In July 2011, the Company completed the sale of its 33.8% limited partnership interest in the Cincinnati SMSA Limited Partnership, a provider of wireless communications in central and southwestern Ohio and northern Kentucky, and its 45.0% limited partnership interest in the Cincinnati SMSA Tower Holdings LLC, an operator of cellular tower space (collectively referred to as the Cellular Partnerships) to AT&T. Cincinnati SMSA Limited Partnership conducts its operations as a part of AT&T. AT&T is the general partner and a limited partner of both Cincinnati SMSA Limited Partnership and Cincinnati SMSA Tower Holdings LLC with a partnership interest prior to Convergys' sale of its interests of approximately 66% and 53%, respectively. Prior to the sale, the Company accounted for its interest in the Cellular Partnerships under the equity method of accounting.

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Investment In Cellular Partnership (Schedule Of Net Income Assets And Liabilities Of Cincinnati SMSA Limited Partnership) (Details) (USD $) In Millions, unless otherwise specified	3 Months Ended								12 Months Ended			6 Months Ended	12 Months Ended	
	Dec. 31, 2011	Sep. 30, 2011	Jun. 30, 2011	Mar. 31, 2011	Dec. 31, 2010	Sep. 30, 2010	Jun. 30, 2010	Mar. 31, 2010	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009	Jun. 30, 2011 Cincinnati SMSA Limited Partnership [Member]	Dec. 31, 2010 Cincinnati SMSA Limited Partnership [Member]	Dec. 31, 2009 Cincinnati SMSA Limited Partnership [Member]
Revenues	$ 588.9	$ 576.9	$ 551.6	$ 544.6	$ 573.2	$ 556.0	$ 528.2	$ 546.0	$ 2,262.0	$ 2,203.4	$ 2,421.0	$ 359.8	$ 653.5	$ 592.0
Income from operations	49.7	43.5	38.1	37.0	(159.2) [1]	34.7	7.8	22.1	168.3	(94.6)	101.2	61.2	124.1	128.9
Net income	54.5	213.7	31.7	34.9	(144.7) [1]	28.8	27.4	35.3	334.8	(53.2)	(77.3)	60.8	120.9	126.5
Current assets	951.1				705.5				951.1	705.5			66.9	
Non-current assets													246.5	
Current liabilities	382.2				471.2				382.2	471.2			22.7	
Non-current liabilities													$ 30.1	

[1] Includes asset impairment charge of $181.1

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Quarterly Financial Information (Unaudited) (Tables)	12 Months Ended
	Dec. 31, 2011
Quarterly Financial Information Disclosure [Abstract]	
Schedule of Quarterly Financial Information	

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	Total
2011:					
Revenues	**$ 544.6**	**$ 551.6**	**$ 576.9**	**$ 588.9**	**$2,262.0**
Operating income	**37.0**	**38.1**	**43.5**	**49.7**	**168.3**
Net income from continuing operations	**34.9**	**31.7**	**213.7**	**48.0**	**328.3**
Net income from discontinued operations	**—**	**—**	**—**	**6.5**	**6.5**
Net income	**34.9**	**31.7**	**213.7**	**54.5**	**334.8**
Basic earnings per share:					
Continuing operations	**$ 0.29**	**$ 0.26**	**$ 1.78**	**$ 0.41**	**$ 2.73**
Discontinued operations	**—**	**—**	**—**	**0.06**	**0.06**
Net basic earnings per common share	**$ 0.29**	**$ 0.26**	**$ 1.78**	**$ 0.47**	**$ 2.79**
Diluted earnings per share					
Continuing operations	**$ 0.28**	**$ 0.26**	**$ 1.75**	**$ 0.40**	**$ 2.67**
Discontinued operations	**—**	**—**	**—**	**0.05**	**0.05**
Net basic earnings per common share	**$ 0.28**	**$ 0.26**	**$ 1.75**	**$ 0.45**	**$ 2.72**

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	Total
2010:					
Revenues	$ 546.0	$ 528.2	$ 556.0	$ 573.2	$2,203.4
Operating income (loss)	22.1	7.8	34.7	(159.2) [(a)]	(94.6)
Net income (loss) from continuing operations	25.6	11.2	35.0	(146.5) [(a)]	(74.7)
Net income (loss) from discontinued operations	9.7	16.2	(6.2)	1.8	21.5
Net income (loss)	35.3	27.4	28.8	(144.7) [(a)]	(53.2)
Basic earnings (loss) per share:					
Continuing operations	$ 0.21	$ 0.09	$ 0.28	$ (1.20)	$ (0.61)
Discontinued operations	0.08	0.13	(0.05)	0.01	0.18
Net basic earnings (loss) per common share	$ 0.29	$ 0.22	$ 0.23	$ (1.19)	$ (0.43)
Diluted earnings (loss) per share					
Continuing operations	$ 0.20	$ 0.09	$ 0.28	$ (1.20)	$ (0.61)
Discontinued operations	0.08	0.13	(0.05)	0.01	0.18

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Net basic earnings (loss) per common share	$ 0.28	$ 0.22	$ 0.23	$ (1.19)	$ (0.43)

Schedule of Quarterly Financial Segment Information

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	Total
Segment Data:					
Customer Management					
2011:					
Revenues	**$ 458.5**	**$ 469.6**	**$ 490.9**	**$ 499.8**	**$1,918.8**
Operating income	**$ 32.2**	**$ 37.3**	**$ 39.0**	**$ 41.4**	**$ 149.9**
2010:					
Revenues	$ 463.6	$ 446.1	$ 462.9	$ 466.7	$1,839.3
Operating income (loss)	$ 33.8	$ 8.0	$ 31.3	$ (151.6) [(a)]	$ (78.5)
Information Management					
2011:					
Revenues	**$ 79.8**	**$ 77.0**	**$ 83.6**	**$ 88.4**	**$ 328.8**
Operating income	**$ 7.2**	**$ 6.5**	**$ 9.7**	**$ 13.8**	**$ 37.2**
2010:					
Revenues	$ 82.4	$ 78.0	$ 81.9	$ 97.8	$ 340.1
Operating income	$ 6.9	$ 9.4	$ 11.3	$ 5.6	$ 33.2

(a) Includes asset impairment charge of $181.1

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Consolidated Balance Sheets (Parenthetical) (USD $) In Millions, except Per Share data, unless otherwise specified	Dec. 31, 2011	Dec. 31, 2010
Statement of Financial Position [Abstract]		
Allowance for doubtful accounts	$ 10.2	$ 11.0
Preferred shares - par value	$ 0	$ 0
Preferred shares - without par value, authorized	5	5
Preferred shares - without par value, outstanding	0	0
Common shares - par value	$ 0	$ 0
Common shares - without par value, authorized	500.0	500.0
Common shares - without par value, issued	185.0	184.2
Common shares - without par value, outstanding	115.4	122.1
Treasury stock - shares	69.6	62.1

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Divestitures	12 Months Ended Dec. 31, 2011
Discontinued Operations and Disposal Groups [Abstract]	
Divestitures	

Divestitures

HR Management

In March 2010, the Company signed a definitive agreement to sell its HR Management line of business and, in June 2010, the Company substantially completed the sale of this business to NorthgateArinso, the Human Resource division of Northgate Information Solutions Limited, for approximately $100. The consideration received at closing consisted of approximately $80 in cash and a zero coupon note issued by NorthgateArinso in the principal amount of $15. The note is payable in increments of $5 on the second anniversary of closing and $10 on the third anniversary of closing. The sale of foreign HR Management operations was completed in the third and fourth quarters of 2010 and resulted in an additional $5 in cash received. Final settlement of working capital adjustments resulted in cash payments by Convergys of approximately $7 during the fourth quarter of 2010. In connection with and at the time of the completion of the sale in June 2010, the Company made cash payments of $28.2 for certain obligations of the HR Management business, the impact of which is included in cash flows from operating activities of discontinued operations.

The gain on the sale of HR Management recorded in 2010 was $35.2 pretax and $5.6 after tax. The sale of HR Management was a taxable transaction that resulted in $29.6 being recorded for the combined federal, state and foreign income taxes. Subsequently, in 2011, a $6.5 reduction to the tax on the gain on this transaction was recorded and has been reflected in Discontinued Operations. The gain on sale included the elimination of $67.1 of goodwill and intangible assets.

As a result of the sale of the HR Management line of business, the operating results, and assets and liabilities related to HR Management have been reflected as discontinued operations for all periods presented. For prior periods, certain costs that had previously been allocated to the HR Management segment are now included in continuing operations. These costs were $9.1 and $32.1 for December 31, 2010 and 2009, respectively, and are reflected in Corporate and Other. Beginning June 1, 2010, the Company began earning transition services revenues for services provided to the buyer under agreements lasting from three to eighteen months. During 2011 and 2010, the Company earned $14.4 and $24.0, respectively, in revenue under these transition services agreements subsequent to the close of the sale. These revenues are reflected in Corporate and Other and largely offset the related costs described above incurred subsequent to June 1, 2010. The Company has taken and continues to take actions to reduce these costs.

Summarized operating results of the HR Management business are as follows:

	Year Ended December 31,		
	2011	2010	2009
Revenue	**$ —**	$ 107.2	$ 406.2
Income (loss) before tax	**—**	25.3	(213.7)
Gain (loss) on disposition	**—**	35.2	—
Income (loss) before income taxes	**—**	60.5	(213.7)
Income tax (benefit) expense			

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Expense (benefit) related to operations	**—**	9.4	(51.9)
Expense (benefit) related to gain (loss) on disposition	**(6.5)**	29.6	—
Income (Loss) from discontinued operations, net of tax	**$ 6.5**	$ 21.5	$ (161.8)

There were no remaining assets or liabilities related to the HR Management business at December 31, 2010. Cash flows generated from the discontinued operations are presented separately in the Company's consolidated statements of cash flows.

Finance and Accounting outsourcing line of business (F&A)

In January 2011, the Company completed the sale of F&A for approximately $10. The gain on the sale amounted to $7 before tax, recorded within Other income (expense), net in the Consolidated Statements of Income and Comprehensive Income (Loss), and $4.3 after tax in 2011. The gain on the sale included the elimination of $2.6 of goodwill and other intangible assets. The results of operations of F&A and the sale of F&A are not material to the Company's results of operations or financial condition and, therefore, are not reflected as discontinued operations for the periods presented.

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Debt (Schedule Of Debt And Capital Lease Obligations) (Details) (USD $) In Millions, unless otherwise specified	0 Months Ended		
	Jun. 30, 2010	Dec. 31, 2011	Dec. 31, 2010
Debt Instrument			
Revolving credit facility		$ 0	$ 0
2029 Convertible debt		57.5	56.6
Capital Lease Obligations	55.0	58.6	58.0
Accounts Receivable Securitization		0	85.0
Other Long-term Debt		11.1	10.7
Total debt		127.2	210.3
Less current maturities		6.2	91.0
Long-term debt		121.0	119.3
Repayments of Long-term Capital Lease Obligations	$ 10.0		
Line of Credit [Member]			
Debt Instrument			
Debt, Weighted Average Interest Rate		2.90%	4.20%
Asset Securitization Facility [Member]			
Debt Instrument			
Debt, Weighted Average Interest Rate		2.20%	2.40%
Other Debt [Member]			
Debt Instrument			
Debt, Weighted Average Interest Rate		3.40%	4.20%
5.75% Junior Subordinated Convertible Debentures [Member]			
Debt Instrument			
Debt, Weighted Average Interest Rate		6.40%	6.00%

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Additional Financial Information (Schedule Of Payables And Other Current Liabilities) (Details) (USD $) In Millions, unless otherwise specified	Dec. 31, 2011	Dec. 31, 2010
Property and equipment, net [Line Items]		
Property and equipment, gross	$ 1,545.1	$ 1,522.0
Less: Accumulated depreciation	(1,179.7)	(1,174.4)
Property and equipment, net	365.4	347.6
Accounts payable	46.1	53.6
Accrued taxes	44.2	19.7
Accrued payroll-related expenses	89.3	100.2
Derivative Liabilities	11.2	7.2
Accrued expenses, other	115.7	103.6
Restructuring and exit costs	10.8	35.8
Deferred revenue and government grants	58.7	60.1
Payables and other current liabilities, total	376.0	380.2
Foreign currency translation adjustments	14.1	18.0
Pension liability, net of tax benefit of $35.7 and $29.0	(59.3)	(52.0)
Unrealized gain (loss) on hedging activities, net of tax benefit (expense) of 1.0 and (12.0)	(1.5)	18.7
Accumulated Other Comprehensive Income (Loss), Net of Tax	(46.7)	(15.3)
Accumulated Other Comprehensive Income Loss Pension and Other Postretirement Benefit Plans Tax	35.7	29.0
Accumulated Other Comprehensive Income Loss Cumulative Changes in Net Gain Loss from Cash Flow Hedges Tax	1.0	(12.0)
Land [Member]		
Property and equipment, net [Line Items]		
Property and equipment, gross	18.4	16.9
Building [Member]		
Property and equipment, net [Line Items]		
Property and equipment, gross	221.7	211.3
Leasehold Improvements [Member]		
Property and equipment, net [Line Items]		
Property and equipment, gross	185.8	187.5
Equipment [Member]		
Property and equipment, net [Line Items]		
Property and equipment, gross	597.7	610.6
Software [Member]		
Property and equipment, net [Line Items]		
Property and equipment, gross	492.6	467.4
Construction in Progress [Member]		
Property and equipment, net [Line Items]		
Property and equipment, gross	$ 28.9	$ 28.3

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Stock-Based Compensation Plans (Fair Value Assumptions for Restricted Stock Awards) (Details) (Restricted Stock Units (RSUs) [Member])	12 Months Ended	
	Dec. 31, 2010	Dec. 31, 2009
Restricted Stock Units (RSUs) [Member]		
Expected volatility	56.00%	52.80%
Expected term (in years)	3.0	3.0
Risk-free interest rate	1.40%	1.20%

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Divestitures (Tables)	12 Months Ended Dec. 31, 2011
Discontinued Operations and Disposal Groups [Abstract]	
Schedule Of Results Included In Discontinued Operations	. Summarized operating results of the HR Management business are as follows:

	Year Ended December 31,		
	2011	2010	2009
Revenue	**$ —**	$ 107.2	$ 406.2
Income (loss) before tax	**—**	25.3	(213.7)
Gain (loss) on disposition	**—**	35.2	—
Income (loss) before income taxes	**—**	60.5	(213.7)
Income tax (benefit) expense			
Expense (benefit) related to operations	**—**	9.4	(51.9)
Expense (benefit) related to gain (loss) on disposition	**(6.5)**	29.6	—
Income (Loss) from discontinued operations, net of tax	**$ 6.5**	$ 21.5	$ (161.8)

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Financial Instruments (Fair Value of Derivative Instruments) (Details) (USD $) In Millions, unless otherwise specified	Dec. 31, 2011	Dec. 31, 2010
Other Current Assets [Member]		
Forward exchange contracts and options designated as hedging instruments, assets	$ 13.0	$ 19.5
Other Non-Current Assets [Member]		
Forward exchange contracts and options designated as hedging instruments, assets	3.9	19.2
Other Current Liabilities [Member]		
Forward exchange contracts and options designated as hedging instruments, liabilities	11.2	7.2
Other Long-Term Liabilities [Member]		
Forward exchange contracts and options designated as hedging instruments, liabilities	$ 8.1	$ 0.8

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Income Taxes (Tables)	12 Months Ended Dec. 31, 2011
Income Tax Disclosure [Abstract]	
Schedule of Components of Income Tax Expense (Benefit)	The Company’s provision (benefit) for income taxes from continuing operations consists of the following:

	Year Ended December 31,		
	2011	2010	2009
Current:			
United States federal	**$ 47.1**	$ 12.7	$ (34.5)
Foreign	**20.7**	10.3	10.1
State and local	**2.9**	(2.3)	5.6
Total current	**70.7**	20.7	(18.8)
Deferred:			
United States federal	**43.7**	(14.0)	44.3
Foreign	**(1.9)**	1.2	(13.6)
State and local	**6.4**	8.8	(0.3)
Total deferred	**48.2**	(4.0)	30.4
Total	**$ 118.9**	$ 16.7	$ 11.6

Schedule of Effective Income Tax Rate Reconciliation

The following is a reconciliation of the statutory federal income tax rate with the effective tax rate from continuing operations for the tax expense in 2011, 2010 and 2009:

	Year Ended December 31,		
	2011	2010	2009
U.S. federal statutory rate	**35.0 %**	35.0 %	35.0 %
Permanent differences	**(12.7)**	(2.6)	(0.1)
State and local income taxes, net of federal income tax	**1.2**	(7.5)	3.5
International rate differential, including tax holidays	**(2.1)**	33.9	(13.4)
Foreign valuation allowances	**—**	0.2	2.0
Impairments	**—**	(91.7)	—
Adjustments for uncertain tax positions	**6.6**	(0.3)	(13.8)
Tax credits and other	**(1.4)**	3.6	(1.2)
Effective rate	**26.6 %**	(29.4)%	12.0 %

Schedule of Deferred Tax Assets and Liabilities

The components of deferred tax assets and liabilities are as follows:

	At December 31,	
	2011	2010
Deferred tax assets:		
Loss and credit carryforwards	**$ 118.7**	$ 148.4
Pension and employee benefits	**76.8**	73.0
Restructuring charges	**1.0**	6.9
Deferred revenue	**16.1**	9.0
Foreign currency hedge	**1.0**	—
Other	**53.5**	49.1
Valuation allowances	**(37.3)**	(37.3)
Total deferred tax assets	**229.8**	249.1
Deferred tax liabilities:		
Depreciation and amortization	**149.6**	148.2
Deferred implementation costs	**29.3**	18.0

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Contingent debt and accrued interest	**44.0**	37.7
Foreign currency hedge	**—**	12.0
Other	**30.8**	30.6
Total deferred tax liabilities	**253.7**	246.5
Net deferred tax (liabilities) / assets	**$ (23.9)**	$ 2.6

Summary of Income Tax Contingencies

A reconciliation of the beginning and ending total amounts of unrecognized tax benefits (exclusive of interest and penalties) is as follows:

	2011	2010
Balance at January 1	**$ 63.9**	$ 64.7
Additions based on tax positions related to the current year	**26.7**	0.1
Additions for tax positions of prior years	**—**	3.0
Reductions for tax positions of prior years	**(1.5)**	(1.9)
Settlements	**2.4**	—
Lapse of statutes	**(2.7)**	(2.0)
Balance at December 31	**$ 88.8**	$ 63.9

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Fair Value Disclosures	12 Months Ended Dec. 31, 2011
Fair Value Disclosures [Abstract]	
Fair Value Disclosures	

Fair Value Disclosures

U.S. GAAP defines a hierarchy which prioritizes the inputs in measuring fair value. The three levels of the fair value hierarchy are as follows: Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities; Level 2 inputs are quoted prices for similar assets and liabilities in active markets or inputs that are observable for the asset or liability, either directly or indirectly through market corroboration, for substantially the full term of the financial instrument; and Level 3 inputs are unobservable inputs based on the Company's assumptions used to measure assets and liabilities at fair value. A financial asset's or liability's classification within the hierarchy is determined based on the lowest level input that is significant to the fair value measurement.

At December 31, 2011 and 2010, the Company had foreign currency forward contracts measured at fair value. The fair values of these instruments were measured using valuations based upon quoted prices for similar assets and liabilities in active markets (Level 2) and are valued by reference to similar financial instruments, adjusted for terms specific to the contracts. The derivative assets and liabilities measured at fair value on a recurring basis as of December 31, 2011 and 2010 were as follows:

	December 31, 2011	Quoted Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Derivatives:				
Foreign currency forward contracts (asset position)	**$ 16.9**	$ —	$ 16.9	$ —
Foreign currency forward contracts (liability position)	**$ 19.3**	$ —	$ 19.3	$ —
	December 31, 2010	Quoted Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Derivatives:				
Foreign currency forward contracts (asset position)	$ 38.8	$ —	$ 38.8	$ —
Foreign currency forward contracts (liability position)	$ 8.0	$ —	$ 8.0	$ —

The Company also had investment securities measured at fair value at December 31, 2011. The fair value of these instruments was measured using quoted prices in active markets for identical assets (Level 1). The assets measured at fair value on a recurring basis as of December 31, 2011 were as follows:

	December 31, 2011	Quoted Prices In Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investment securities:				
Mutual funds	**$ 15.9**	$ 15.9	$ —	$ —

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Convergys common stock	**5.1**	5.1	—	—
Money market accounts	**1.7**	1.7	—	—
Total	**$ 22.7**	$ 22.7	$ —	$ —

Fair values of cash equivalents and current accounts receivable and payable approximate the carrying amounts because of their short-term nature. The fair value of short-term debt approximates its recorded value because of its short-term nature.

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