

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2012 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☒
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>CONVERGYS CORPORATION PENSION PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1999</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>01/01/1999</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>01/01/1999</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>CONVERGYS CORPORATION</u> <u>201 EAST FORTH STREET</u> <u>CINCINNATI, OH 45202</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>31-1598292</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>513-723-7000</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>551112</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>31-1598292</u>	2c Sponsor's telephone number <u>513-723-7000</u>	2d Business code (see instructions) <u>551112</u>	
2b Employer Identification Number (EIN) <u>31-1598292</u>					
2c Sponsor's telephone number <u>513-723-7000</u>					
2d Business code (see instructions) <u>551112</u>					

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature. Signature of plan administrator	<u>10/03/2013</u> Date	<u>PATRICK DEARING</u> Enter name of individual signing as plan administrator
SIGN HERE	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		3b Administrator's EIN 3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name		4b EIN 4c PN
5 Total number of participants at the beginning of the plan year		5 6670
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	4165
b Retired or separated participants receiving benefits.....	6b	1697
c Other retired or separated participants entitled to future benefits.....	6c	3
d Subtotal. Add lines 6a , 6b , and 6c	6d	5865
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	199
f Total. Add lines 6d and 6e	6f	6064
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	205
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1A 1C 1G		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ <u>0</u> A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan <u>CONVERGYS CORPORATION PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>CONVERGYS CORPORATION</u>	D Employer Identification Number (EIN) <u>31-1598292</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1	Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2012</u>
2	Assets:
a	Market value 2a <u>140436291</u>
b	Actuarial value 2b <u>143072803</u>
3	Funding target/participant count breakdown:
a	For retired participants and beneficiaries receiving payment..... 3a <u>1139</u> <u>43958759</u>
b	For terminated vested participants..... 3b <u>3738</u> <u>50416898</u>
c	For active participants:
(1)	Non-vested benefits..... 3c(1) <u>0</u>
(2)	Vested benefits..... 3c(2) <u>89114350</u>
(3)	Total active 3c(3) <u>5808</u> <u>89114350</u>
d	Total 3d <u>10685</u> <u>183490007</u>
4	If the plan is in at-risk status, check the box and complete lines (a) and (b) ☒
a	Funding target disregarding prescribed at-risk assumptions 4a <u>174302548</u>
b	Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor 4b <u>220239846</u>
5	Effective interest rate 5 <u>7.05 %</u>
6	Target normal cost..... 6 <u>1200000</u>

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	<u>10/01/2013</u> Date
<u>THOMAS P. DOLAN</u> Signature of actuary	<u>11-05682</u> Most recent enrollment number
<u>AON CONSULTING, INC.</u> Type or print name of actuary	<u>732-302-5987</u> Telephone number (including area code)
<u>400 ATRIUM DRIVE</u> <u>5TH FLOOR SOUTH</u> <u>SOMERSET, NJ 08873-4162</u> Firm name	
<u>Address of the firm</u>	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2012
v. 120126

Part II Beginning of Year Carryover Prefunding Balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9	Amount remaining (line 7 minus line 8)	0	0
10	Interest on line 9 using prior year's actual return of <u>0.81</u> %		
11	Prior year's excess contributions to be added to prefunding balance:		
a	Present value of excess contributions (line 38a from prior year)		0
b	Interest on (a) using prior year's effective interest rate of <u>5.97</u> % except as otherwise provided (see instructions)		0
c	Total available at beginning of current plan year to add to prefunding balance		0
d	Portion of (c) to be added to prefunding balance		
12	Other reductions in balances due to elections or deemed elections		
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages			
14	Funding target attainment percentage	14	82.08 %
15	Adjusted funding target attainment percentage	15	82.08 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	63.75 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
01/05/2012	10819344				
12/28/2012	20000000				
04/16/2013	10000000				
			Totals ►	18(b)	40819344 18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	38668696
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No	
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No	
c If line 20a is "Yes," see instructions and complete the following table as applicable:		

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 5.54%	2nd segment: 6.85%	3rd segment: 7.52 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 0
22 Weighted average retirement age				22 62
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	1200000	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	40417205	10025261	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	11225261	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....			
36 Additional cash requirement (line 34 minus line 35)	36	11225261	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	38668696	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	27443435	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2012
		This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>CONVERGYS CORPORATION PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>CONVERGYS CORPORATION</u>	D Employer Identification Number (EIN) <u>31-1598292</u>

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☐ Yes ☒ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

FRANK RUSSELL TRUST CO.

04-3581074

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
25 51	TRUSTEE	746107	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

AON CONSULTING

36-3051915

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11	ACTUARIAL	56852	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
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(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a Name: JAMES M. SMITRESKI	b EIN: 22-2232264
c Position: ACTUARY	
d Address: 400 ATRIUM DRIVE 5TH FLOOR SOUTH SOMERSET, NJ 08873-4162	e Telephone: 732-302-2628

Explanation: RE-ASSIGNMENT OF RESPONSIBILITIES WITHIN AON HEWITT, RESULTED IN A CHANGE IN ENROLLED ACTUARY FROM JAMES M. SMITRESKI TO THOMAS P. DOLAN.

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>CONVERGYS CORPORATION PENSION PLAN</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>CONVERGYS CORPORATION</u>	D Employer Identification Number (EIN) <u>31-1598292</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RUSSELL FIXED INCOME I FUND</u>			
b Name of sponsor of entity listed in (a): <u>RUSSELL TRUST COMPANY</u>			
c EIN-PN <u>91-1117282-002</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>45923239</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RUSSELL LARGE CAP STR EQUITY FUND</u>			
b Name of sponsor of entity listed in (a): <u>RUSSELL TRUST COMPANY</u>			
c EIN-PN <u>91-1117282-032</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>0</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RUSSELL EQUITY I FUND</u>			
b Name of sponsor of entity listed in (a): <u>RUSSELL TRUST COMPANY</u>			
c EIN-PN <u>91-1117282-033</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>28259010</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RUSSELL INTERNATIONAL FUND</u>			
b Name of sponsor of entity listed in (a): <u>RUSSELL TRUST COMPANY</u>			
c EIN-PN <u>91-1117282-005</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>27811832</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RUSSELL EQUITY II FUND</u>			
b Name of sponsor of entity listed in (a): <u>RUSSELL TRUST COMPANY</u>			
c EIN-PN <u>91-1117282-006</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>10791582</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RUSSELL STIF</u>			
b Name of sponsor of entity listed in (a): <u>RUSSELL TRUST COMPANY</u>			
c EIN-PN <u>91-1117282-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>20000000</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RUSSELL 1000 INDEX FUND SR I</u>			
b Name of sponsor of entity listed in (a): <u>RUSSELL TRUST COMPANY</u>			
c EIN-PN <u>91-1117282-033</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>29098907</u>	

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection
For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012		
A Name of plan CONVERGYS CORPORATION PENSION PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 CONVERGYS CORPORATION	D Employer Identification Number (EIN) 31-1598292	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.				
	Assets			
a Total noninterest-bearing cash	1a			
b Receivables (less allowance for doubtful accounts):				
(1) Employer contributions	1b(1)	0		464696
(2) Participant contributions	1b(2)			
(3) Other.....	1b(3)	0		583294
c General investments:				
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)			
(2) U.S. Government securities.....	1c(2)			
(3) Corporate debt instruments (other than employer securities):				
(A) Preferred	1c(3)(A)			
(B) All other.....	1c(3)(B)			
(4) Corporate stocks (other than employer securities):				
(A) Preferred	1c(4)(A)			
(B) Common	1c(4)(B)			
(5) Partnership/joint venture interests	1c(5)	3883262		4125583
(6) Real estate (other than employer real property)	1c(6)			
(7) Loans (other than to participants)	1c(7)			
(8) Participant loans	1c(8)			
(9) Value of interest in common/collective trusts.....	1c(9)	132825440		162154570
(10) Value of interest in pooled separate accounts.....	1c(10)			
(11) Value of interest in master trust investment accounts	1c(11)			
(12) Value of interest in 103-12 investment entities	1c(12)			
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)			
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)			
(15) Other	1c(15)			

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	3727589	4658832
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	140436291	171986975

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	186286	161524
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	186286	161524

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	140250005	171825451
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income**a Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	31284040	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		31284040

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0

(3) Rents	2b(3)		
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(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		

(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	1601488	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		1601488

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		18964632
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		51850160

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	18356280	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		18356280
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)	56852	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	1861582	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		1918434
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		20274714

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		31575446
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: ERST & YOUNG

(2) EIN: 34-6565596

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		25000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
 If "Yes," enter the amount of any plan assets that reverted to the employer this year..... ☐ Yes ☐ No Amount:

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)

5b(2) EIN(s)	5b(3) PN(s)

Part V Trust Information (optional)

6a Name of trust

6b Trust's EIN

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>CONVERGYS CORPORATION PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>CONVERGYS CORPORATION</u>	D Employer Identification Number (EIN) <u>31-1598292</u>

Part I	Distributions
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All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>04-3581074</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	<u>1096</u>

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
----------------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☒ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☒ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☒ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

- a** Enter the percentage of plan assets held as:

Stock: 61.0% Investment-Grade Debt: 39.0% High-Yield Debt: _____% Real Estate: _____% Other: _____%

- b** Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☒ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

- c** What duration measure was used to calculate line 19(b)?

☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

FINANCIAL STATEMENTS AND
SUPPLEMENTAL SCHEDULES

Convergys Corporation Pension Plan
Years Ended December 31, 2012 and 2011
With Report of Independent Auditors

Ernst & Young LLP



Convergys Corporation Pension Plan

Financial Statements and Supplemental Schedules

Years Ended December 31, 2012 and 2011

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Report of Independent Auditors

Convergys Corporation Pension Plan Committee

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Convergys Corporation Pension Plan, which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in conformity with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free of material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the certified investment information described in Note 3, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the entity that certified the investment information meets the requirements of 29 CFR 2520.103-8. The plan administrator has obtained certifications as of December 31, 2012 and 2011, and for the years then ended, stating that the investment information provided to the plan administrator is complete and accurate.

Disclaimer of Opinion on Financial Statements

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Disclaimer of Opinion on Supplemental Schedules

The accompanying supplemental schedules of assets (held at end of year) as of December 31, 2012, and reportable transactions for the year then ended, are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules referred to above.

Report on Compliance of Form and Content with Department of Labor's Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the certified investment information, have been audited by us in accordance with auditing standards generally accepted in the United States and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Ernst & Young LLP

October 1, 2013

Convergys Corporation Pension Plan

Statements of Net Assets Available for Benefits

	December 31	
	2012	2011
Assets		
Investments, at fair value:		
Common/collective trusts	\$ 162,154,570	\$ 132,825,440
Convergys Corporation common shares	4,658,832	3,727,589
Limited partnership	4,125,583	3,883,262
Total investments	<u>170,938,985</u>	<u>140,436,291</u>
Receivables:		
Employer contribution receivable	464,696	—
Dividends receivable	14,195	—
Interest receivable	204	—
Receivable for investments sold	568,895	—
Total receivables	<u>1,047,990</u>	<u>—</u>
Total assets	171,986,975	140,436,291
Liabilities		
Accrued administrative expenses	<u>161,524</u>	<u>186,286</u>
Total liabilities	161,524	186,286
Net assets available for benefits	<u>\$ 171,825,451</u>	<u>\$ 140,250,005</u>

See accompanying notes.

Convergys Corporation Pension Plan

Statements of Changes in Net Assets Available for Benefits

	Years Ended December 31	
	2012	2011
Additions:		
Employer contributions	\$ 31,284,040	\$ 14,933,621
Net appreciation in fair value of investments	20,566,120	1,758,126
Total additions	51,850,160	16,691,747
Deductions:		
Pension and death benefits	18,356,280	12,861,068
Administrative expenses	1,918,434	2,008,670
Total deductions	20,274,714	14,869,738
Net increase	31,575,446	1,822,009
Net assets available for benefits at beginning of year	140,250,005	138,427,996
Net assets available for benefits at end of year	<u>\$ 171,825,451</u>	<u>\$ 140,250,005</u>

See accompanying notes.

Convergys Corporation Pension Plan

Notes to Financial Statements

December 31, 2012 and 2011

1. Description of Plan

The following description of the Convergys Corporation Pension Plan (the Plan) provides general information about the Plan's provisions. Convergys Corporation (the Company) is the plan sponsor. Participants should refer to the plan document and summary plan description for a more complete description of the Plan's provisions, copies of which may be obtained from the plan sponsor.

General

The Plan is a noncontributory cash balance defined benefit plan maintained for eligible employees of the Company and its participating subsidiaries who have attained age 21 and completed one year of service. Subject to satisfaction of the Plan's vesting requirements, benefits are payable when a participant retires, dies or separates from service. A participant not otherwise eligible for a service or disability pension becomes fully vested after five years of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA).

The Convergys Corporation Pension Plan Committee is responsible for the general administration of the Plan. Russell Trust Company is the Trustee of the Plan.

Plan Freeze

During 2008, the Company amended its cash balance plan to cease future benefit accruals and to close participation effective March 31, 2008. After March 31, 2008, participants became fully vested and will not earn future accruals or credits to their cash balance account with respect to compensation earned after March 31, 2008, but will continue to be credited with interest to their cash balance account.

Plan Amendment

In June 2011, the Company approved an amendment to the Plan to eliminate certain death benefits provided by the Plan. The impact of this amendment is not material to the financial statements or the accumulated benefit obligations of the Plan as of December 31, 2012 or 2011.

Convergys Corporation Pension Plan

Notes to Financial Statements (continued)

1. Description of Plan (continued)

Benefits

The Plan is a cash balance plan whereby a participant's accrued benefit is defined as a notional cash balance account. Under the Plan's cash balance formula, a participant's initial cash balance was equal to the participant's cash balance under the Cincinnati Bell Inc. (predecessor) pension plans as of December 31, 1998. Each year, a participant's cash balance is credited with a pension credit (based upon the participant's covered compensation for the year and attained age at the end of the year) and an interest credit. The interest credit for active participants for 2012 and 2011 was calculated at an annualized rate of 4.00%.

When a participant retires, dies, or separates from service, the cash balance is paid in the form of an annuity or lump sum; however, if a participant has less than three years of service when the participant's employment terminates, the entire benefit is forfeited. A participant's normal retirement age is 65, or the fifth anniversary for a participant who entered the Plan after age 60.

Funding

The Company contributes such amounts as are necessary to provide assets sufficient to meet the benefits to be paid to participants and satisfy the ERISA minimum funding requirements. The Plan has met the ERISA minimum funding requirements for 2012 and 2011.

Administrative Expenses

The Plan incurs administrative expenses directly related to the Plan, which consist primarily of trustee and investment management fees, Pension Benefit Guaranty Corporation (PBGC) fees, and actuarial fees. These expenses are reported on the statements of changes in net assets available for benefits as administrative expenses. All other administrative expenses are paid by the Company on behalf of the Plan.

2. Summary of Accounting Policies

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting.

Convergys Corporation Pension Plan

Notes to Financial Statements (continued)

2. Summary of Significant Accounting Policies (continued)

Payment of Benefits

Benefit payments are recorded upon distribution.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (i.e., an exit price) (see Note 4).

Purchases and sales of securities are reflected as of the trade date. Realized gains and losses on sales of securities are determined on the basis of average cost. Income from investments, if any, is recorded as earned on an accrual basis.

The Plan presents in the statement of changes in net assets available for benefits the net appreciation of investments, which consists of the realized gains or losses and the unrealized appreciation on those investments. It also represents automatically reinvested dividends and interest from existing funds.

New Accounting Pronouncements

In May 2011, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2011-04, *Amendments to Achieve Common Fair Value Measurements and Disclosure Requirements in U.S. GAAP and IFRSs*. ASU 2011-04 amended Accounting Standards Codification (ASC) 820 to converge the fair value measurement guidance in accounting principles generally accepted in the United States (U.S. GAAP) and International Financial Reporting Standards (IFRSs). Some of the amendments clarify the application of existing fair value measurement requirements, while other amendments change a particular principle in ASC 820. In addition, ASU 2011-04 requires additional fair value disclosures, although certain of these new disclosures will not be required for nonpublic entities. The amendments are to be applied prospectively and are effective for annual periods beginning after December 15, 2011. Adoption of ASU 2011-04 did not have any effect on the Plan's net assets available for benefits or its changes in net assets available for benefits.

Convergys Corporation Pension Plan

Notes to Financial Statements (continued)

2. Summary of Significant Accounting Policies (continued)

Actuarial Method and Contributions

Contributions by the Company to the Plan are irrevocable. The policy of the Company is to make contributions that are equal to the current period cost of the Plan determined on a going concern basis by an actuarial cost method known as the aggregate cost method. The basic rationale of this method is to contribute a level percentage of basic payroll for current active employees during their remaining working lives such that future contributions, plus the present trust funds, plus the future investment earnings, are predicted to be just sufficient to pay all future benefits expected to become payable from the funds to current employees and pensioners and their future beneficiaries, persons separated with deferred vested pensions, and annuitants. This method is an acceptable actuarial cost method under ERISA.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits (see Note 7) represent the actuarial present value of estimated future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to the services rendered by the employees to the valuation date. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. Benefits are based on the cash balance accounts or the transition benefits for certain employees. Benefits payable under all circumstances – retirement, death, disability, and termination of employment – are included, to the extent they are deemed attributable to employee services rendered to March 31, 2008. The accumulated plan benefits for active employees are based on census data as of January 1 of the applicable year.

Subsequent Events

Management evaluated subsequent events for the Plan through October 1, 2013, the date the financial statements were available to be issued.

Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes and supplemental schedules. Actual results could differ from those estimates.

Convergys Corporation Pension Plan

Notes to Financial Statements (continued)

3. Investments

All investment information for the Plan disclosed in the accompanying financial statements and supplemental schedules, including investments held at December 31, 2012 and 2011, and net appreciation in the fair value of investments (including automatically reinvested interest and dividends) for the years ended December 31, 2012 and 2011, was obtained or derived from information provided to the plan administrator and certified as complete and accurate by the Plan's Trustee in the respective years.

The fair values of individual investments that represent 5% or more of the Plan's net assets available for benefits as December 31, are as follows:

	<u>2012</u>	<u>2011</u>
Common/collective trust funds:		
Russell STIF	\$ 20,000,000	(a)
Russell Equity I Fund	28,259,010	26,884,580
Russell 1000 Index Fund SR I	29,098,907	—
Russell International Fund	27,811,832	24,701,134
Russell Equity II Fund	10,791,582	10,180,658
Russell Fixed Income I Fund	45,923,239	44,070,888
Russell Large Cap Str. Equity Fund	—	26,988,115

(a) Investment is less than 5% at December 31

During 2012 and 2011, the Plan's investments (including investments bought, sold, as well as held during the year) appreciated (depreciated) in fair value as follows:

	<u>2012</u>	<u>2011</u>
Common/collective trusts	\$ 18,964,632	\$ 1,493,414
Common stock	1,110,892	(101,926)
Limited partnership	490,596	366,638
Total	<u>\$ 20,566,120</u>	<u>\$ 1,758,126</u>

Convergys Corporation Pension Plan

Notes to Financial Statements (continued)

4. Fair Value Measurements

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (i.e., an exit price). The fair value hierarchy prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described below:

- Level 1 – Unadjusted quoted prices in active markets that are accessible to the reporting entity at the measurement date for identical assets and liabilities.
- Level 2 – Inputs other than quoted prices in active markets for identical assets and liabilities that are observable either directly or indirectly for substantially the full term of the asset or liability. Level 2 inputs include the following:
 - Quoted prices for similar assets and liabilities in active markets
 - Quoted prices for identical or similar assets or liabilities in markets that are not active
 - Observable inputs other than quoted prices that are used in the valuation of the asset or liabilities (e.g., interest rate and yield curve quotes at commonly quoted intervals)
 - Inputs that are derived principally from or corroborated by observable market data by correlation or other means
- Level 3 – Unobservable inputs for the asset or liability (i.e., supported by little or no market activity). Level 3 inputs include management's own assumptions about the assumptions that market participants would use in pricing the asset or liability (including assumptions about risk).

The asset's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs. There were no transfers of assets within Levels of the fair value hierarchy in 2012 or 2011.

Convergys Corporation Pension Plan

Notes to Financial Statements (continued)

4. Fair Value Measurements (continued)

The following is a description of the valuation techniques and inputs used for assets measured at fair value. There have been no significant changes in methodologies used at December 31, 2012 as compared to December 31, 2011.

- *Common/Collective trusts:* The common/collective trusts are public investment vehicles valued using a net asset value (NAV) provided by the manager of each fund. The NAV is based on the underlying net assets owned by the fund, divided by the number of shares outstanding. The NAV's unit price is quoted on a private market that is not active. However, the NAV is based on the fair value of the underlying securities within the fund, which are traded on an active market, and valued at the closing price reported on the active market on which those individual securities are traded. There are no restrictions on redemptions from these funds.
- *Convergys Corporation common stock:* The fair value is based on observable market quotations and is valued at the closing price reported on the New York Stock Exchange, the active market on which Convergys Corporation common stock is traded under the ticker symbol 'CVG'.
- *Limited Partnership:* The limited partnership primarily invests in domestic early stage capital funds. The fair value of this investment is derived by (a) multiplying a key performance metric of the investee company's assets or operations by the relevant valuation multiple observed for comparable companies, and/or (b) a discounted cash flow model. The determination of fair value using these methodologies takes into account consideration of a range of factors, including, but not limited to, the price at which the investment was acquired, the nature of the investment, local market conditions, trading values on public exchanges for comparable securities, current and projected operating performance, marketability, restrictions and dispositions, financing transactions subsequent to acquisition of the investment, and other pertinent factors. Accordingly, the investment is classified in Level 3 of the fair value hierarchy.

Convergys Corporation Pension Plan

Notes to Financial Statements (continued)

4. Fair Value Measurements (continued)

The Plan has no future funding commitments 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 Plan believes its valuation methods 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 Convergys Corporation Pension Investment Committee (the Investment Committee) is responsible for determining the Plan's valuation policies and analyzing information provided by the investment custodians and issuers that is used to determine the fair value of the Plan's investments. The Investment Committee is comprised of five members including the Company's Chief Financial Officer, Controller, Vice President of Compensation and Benefits, Director of Wealth Management and Treasurer and reports to the Audit Committee of the Company. For instruments categorized within Level 3 of the fair value hierarchy the Investment Committee obtains audited financial statements of the fund to gain an understanding of the various valuation techniques and significant unobservable inputs. The Investment Committee also meets quarterly to analyze performance and results.

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31:

	2012			
	Total	(Level 1)	(Level 2)	(Level 3)
Investments:				
Common/collective trusts:				
Fixed income ^(a)	\$ 65,923,239	\$ —	\$ 65,923,239	\$ —
U.S. large cap ^(b)	57,627,917	—	57,627,917	—
U.S. small cap ^(c)	10,791,582	—	10,791,582	—
International equity ^(d)	27,811,832	—	27,811,832	—
Common stock	4,658,832	4,658,832	—	—
Limited partnership	4,125,583	—	—	4,125,583
Total investments	<u>\$ 170,938,985</u>	<u>\$ 4,658,832</u>	<u>\$ 162,154,570</u>	<u>\$ 4,125,583</u>

Convergys Corporation Pension Plan

Notes to Financial Statements (continued)

4. Fair Value Measurements (continued)

	2011			
	Total	(Level 1)	(Level 2)	(Level 3)
Investments:				
Common/collective trusts:				
Fixed income ^(a)	\$ 44,070,953	\$ —	\$ 44,070,953	\$ —
U.S. large cap ^(b)	53,872,695	—	53,872,695	—
U.S. small cap ^(c)	10,180,658	—	10,180,658	—
International equity ^(d)	24,701,134	—	24,701,134	—
Common stock	3,727,589	3,727,589	—	—
Limited partnership	3,883,262	—	—	3,883,262
Total investments	<u>\$ 140,436,291</u>	<u>\$ 3,727,589</u>	<u>\$ 132,825,440</u>	<u>\$ 3,883,262</u>

- a. This category includes the sum of the Russell Fixed Income I Fund and the Russell Short Term Investment Fund. The Russell Fixed Income I Fund seeks to take advantage of market trading opportunities, to generate income and provide a competitive rate of return on assets investing primarily in U.S. debt markets. The Russell Short Term Investment Fund focuses on the preservation of principal and the maintenance of liquidity.
- b. This category includes the sum of the Russell Equity I Fund, Russell 1000 Index Fund Series I as of December 31, 2012, and the Russell Large Cap Structured Equity Fund as of December 31, 2011. The fund's investment objective is to provide long-term capital growth by investing primarily in equity securities of companies that appear to be undervalued relative to their corporate worth, based on earnings, book or asset value, revenues, cash flow or other measures. This fund emphasizes investments from the broad equity market rather than focusing on the growth or value segment of the market.
- c. The Russell Equity II Fund is a small capitalization fund designed to provide maximum long-term appreciation through investments that are well diversified by industry. The fund seeks to outperform the Russell 2500 Index over a market cycle.
- d. The Russell International Equity Fund seeks to provide appreciation of capital by investing in international financial markets, primarily those of developed economies in Europe and the Pacific Basin. The fund uses a diversified approach to achieve a less volatile rate of return.

Convergys Corporation Pension Plan

Notes to Financial Statements (continued)

4. Fair Value Measurements (continued)

Quantitative Information about Significant Unobservable Inputs Used in Level 3 Fair Value Measurements

The following table represents the Plan's level 3 investments, the valuation techniques used to measure the fair value and the significant unobservable inputs and the ranges of values for those inputs.

December 31, 2012				
Investment Class	Fair Value	Valuation Technique(s)	Significant Unobservable Inputs	Range (Weighted Average)
Limited partnership	\$4,125,583	Market approach, time to exit and qualitative factors	Trailing twelve month revenue multiple, liquidation value and recent financing including 1. Performance vs. plan 2. Regulatory compliance 3. Cash usage vs. plan	.9x-1.7x (1.3x)

A change in any of the significant unobservable inputs may lead to a change in the fair value measurements of the Level 3 assets.

Level 3 Gains and Losses

The table below sets forth a summary of changes in the fair value of the Plan's Level 3 assets:

	Year Ended December 31	
	2012	2011
Balance, beginning of year	\$ 3,883,262	\$ 3,516,624
Total gains relating to instruments still held at the reporting date	242,321	366,638
Balance, end of year	<u>\$ 4,125,583</u>	<u>\$ 3,883,262</u>

Convergys Corporation Pension Plan

Notes to Financial Statements (continued)

5. Income Tax Status

The Plan has received a determination letter from the Internal Revenue Service (IRS) dated May 5, 2009, stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the Code) and, therefore, the related trust is exempt from taxation. Subsequent to this determination by the IRS, the Plan was amended. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The plan administrator believes the Plan is being operated in compliance with the applicable requirements of the Code and, therefore, believes that the Plan, as amended, is qualified and the related trust is tax exempt. The Plan has applied for a determination letter in January 2013 but has not yet received a response.

Accounting principles generally accepted in the United States require plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2012, there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2009.

6. Termination Priorities

Although it has not expressed an intention to do so, the Company reserves the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. Upon termination, the net assets of the Plan will be allocated for payment to the participants in an order of priority as prescribed by ERISA and its regulations and the plan document.

If the Plan were terminated, all participants' accrued benefits would become fully vested and non forfeitable and would be distributed to them. In the event of termination, assets will be allocated and applied in the following order: (1) to provide certain minimum benefits to each active participant, retired participant, and beneficiary; (2) to assure continuation of benefits payable to retired participants and beneficiaries of deceased participants; (3) to provide retirement benefits for active participants who reached their normal retirement date on or before the termination date; (4) to provide retirement benefits for active participants who have been credited with 10 years of vesting service and who have attained age 55 on or before the date of termination and

Convergys Corporation Pension Plan

Notes to Financial Statements (continued)

6. Termination Priorities (continued)

(5) to provide for the satisfaction of all other liabilities under the Plan. Any assets remaining after satisfaction of all liabilities shall be paid to the Company.

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated plan benefits and may also depend on the financial condition of the Company and the level of benefits guaranteed by the PBGC as well as the priority of those benefits. Some benefits may be fully or partially provided for by the then-existing net assets of the Plan and the PBGC guarantee, while other benefits may not be provided for at all.

7. Actuarial Present Value of Accumulated Plan Benefits

The Plan's actuary estimated the actuarial present value of accumulated plan benefits, which is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits earned by the participants to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal or retirement) between the valuation date and the expected date of payment. The actuarial present value of accumulated plan benefits as of the beginning of the year is as follows:

	December 31, 2011
Actuarial present value of accumulated plan benefits:	
Vested benefits:	
Participants currently receiving payments	\$ 41,813,023
Other participants	127,220,550
	<u>169,033,573</u>
Non-vested benefits	—
Total	<u><u>\$ 169,033,573</u></u>

Convergys Corporation Pension Plan

Notes to Financial Statements (continued)

7. Actuarial Present Value of Accumulated Plan Benefits (continued)

The change in actuarial present value of accumulated plan benefits is as follows:

	December 31, 2011
Actuarial present value of accumulated plan benefits at the beginning of year	\$ 169,949,496
Increase (decrease) during the year attributed to:	
Interest accumulated	12,263,922
Benefits paid	(12,861,068)
Plan amendments	(783,111)
Change in mortality assumption	1,820,765
Other changes	(1,356,431)
Net decrease	(915,923)
Actuarial present value of accumulated plan benefits at end of year	<u><u>\$ 169,033,573</u></u>

Significant assumptions underlying the actuarial computations are:

Assumed rate of return on investments	7.50% (for the years ended December 31, 2012 and 2011)
---------------------------------------	---

Retirement age	<u>Age</u>	<u>Rate</u>
	Under 55	2%
	55-59	6%
	60	10%
	61	12%
	62-64	21%
	65	33%
	66-69	24%
	70	100%

Mortality basis	RP-2000 Static Mortality Table
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These actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

Convergys Corporation Pension Plan

Notes to Financial Statements (continued)

8. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market volatility, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that those changes could materially affect the amounts reported in the statements of net assets available for benefits.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumption processes, it is at least reasonably possible that changes in these estimates and assumptions in the near term could materially affect the amounts reported and disclosed in the financial statements.

9. Related Party Transactions

Certain of the Plan's assets are invested in funds managed by the Trustee of the Plan. These transactions qualify as party-in-interest transactions; however, they are exempt from the prohibited transactions rules under ERISA.

10. Information Management Sale – Partial Plan Termination

In May 2012, the Company completed the sale of the Information Management line of business to NEC Corporation (NEC). In connection with this sale, certain participants in the Plan were deemed to be terminated and are provided all rights given to terminated employees under the provisions of the Plan.

Supplemental Schedules

Convergys Corporation Pension Plan

EIN #31-1598292 Plan #001

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)

December 31, 2012

Identity of Party Involved and Description of Asset	Number of Shares	Cost	Current Value
Common/Collective Trusts:			
* Russell STIF	20,000,000	\$ 20,000,000	\$ 20,000,000
* Russell Fixed Income I Fund	1,166,453	35,173,457	45,923,239
* Russell 1000 Index Fund SR I	2,017,955	26,002,690	29,098,907
* Russell Equity I Fund	521,268	21,675,488	28,529,010
* Russell International Fund	595,288	22,801,764	27,811,832
* Russell Equity II Fund	143,181	7,600,711	10,791,582
		<u>133,254,110</u>	<u>162,154,570</u>
Common shares:			
* Convergys Corporation Common Shares	283,902	<u>6,210,356</u>	<u>4,658,832</u>
Limited partnership:			
Tri-State Growth Capital Fund I L.P.	4,266,294	<u>4,266,294</u>	<u>4,125,583</u>
Total Investments		<u><u>\$ 143,730,760</u></u>	<u><u>\$ 170,938,985</u></u>

* Party-in-interest

Convergys Corporation Pension Plan

EIN #31-1598292 Plan #001

Schedule H, Line 4j – Schedule of Reportable Transactions

Year Ended December 31, 2012

Identity of Party Involved	Description of Asset	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain
Category (iii)—Series of transactions in excess of 5% of plan assets						
Russell STIF	Interest Bearing Cash	\$ 48,660,329	\$ 28,140,593	\$ 28,140,593	\$ 76,800,922	\$ —
Russell 1000 Index Fund SR I	Common/Collective Trusts	28,140,593	—	—	28,140,593	—
Russell Lg Cap Defensive Eq. Fund	Common/Collective Trusts	—	28,660,329	24,393,599	28,660,329	4,266,730

There were no category (i), (ii) or (iv) transactions during 2012.

Columns for “Lease rental” and “Expense incurred with transaction” are not applicable.

Ernst & Young LLP

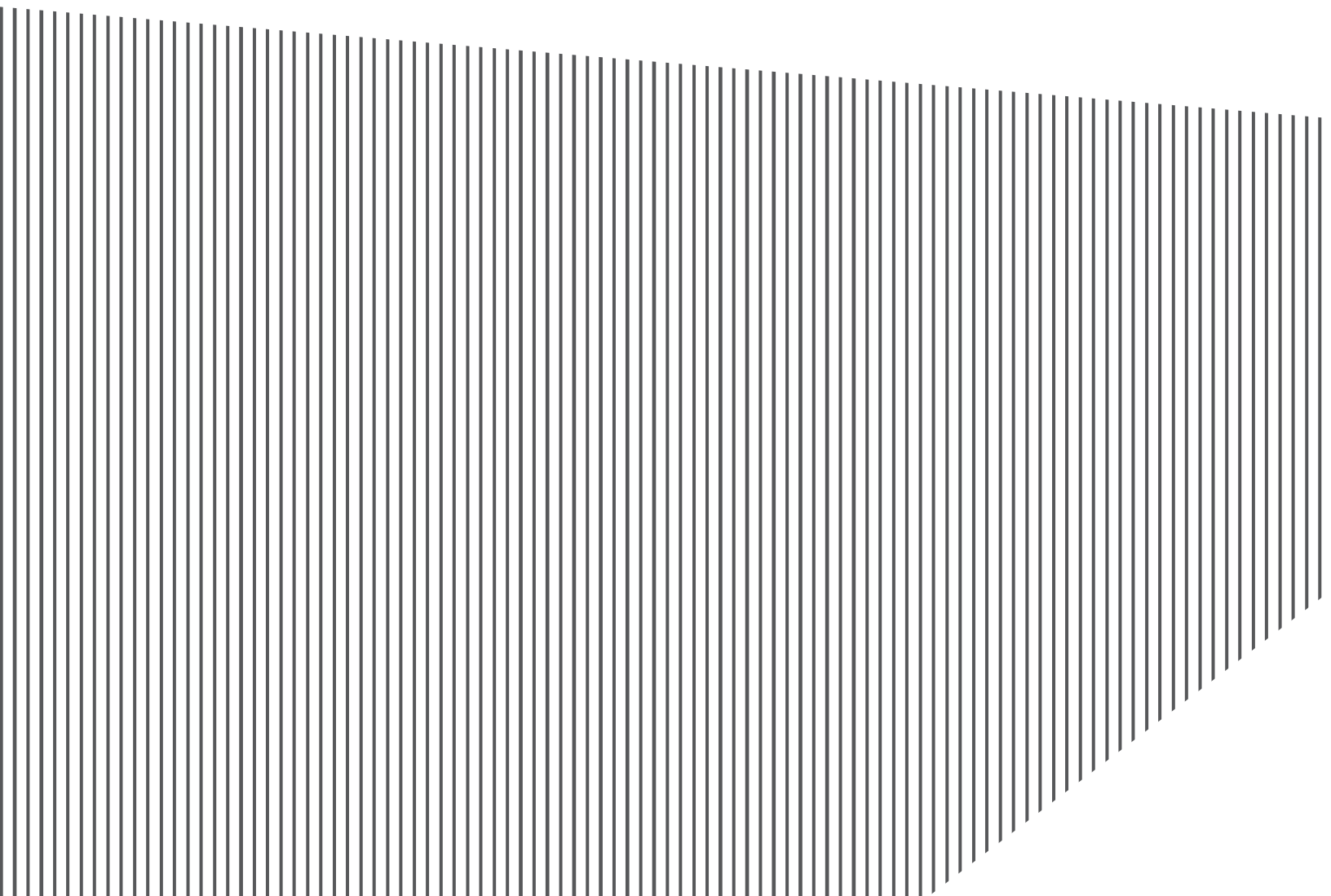
Assurance | Tax | Transactions | Advisory

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Schedule SB Attachment (Form 5500) – 2012 Plan Year
Plan Sponsor: Convergys Corporation
Plan Name: Convergys Corporation Pension Plan
EIN: 31-1598292 PN: 001

Schedule SB, Line 26—Schedule of Active Participant Data

Number of Participants and Average Cash Balance Account

Attained Age	Years of Credited Service																			
	Under 1		1 to 4		5 to 9		10 to 14		15 to 19		20 to 24		25 to 29		30 to 34		35 to 39		40 & up	
	Average Cash		Average Cash		Average Cash		Average Cash		Average Cash		Average Cash		Average Cash Bal		Average Cash Bal		Average Cash		Average Cash	
	No	Bal	No	Bal	No	Bal	No	Bal	No	Bal	No	Bal	No	Cash Bal	No	Cash Bal	No	Bal	No	Bal
Under 25	-	-	1	-	12	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
25 to 29	-	-	58	453	542	1,409	35	3,047	-	-	-	-	-	-	-	-	-	-	-	-
30 to 34	-	-	38	552	504	2,268	281	5,173	25	6,339	-	-	-	-	-	-	-	-	-	-
35 to 39	-	-	34	943	330	3,297	319	8,857	94	10,964	11	-	-	-	-	-	-	-	-	-
40 to 44	-	-	18	-	272	4,748	304	13,554	124	20,392	87	33,940	4	-	-	-	-	-	-	-
45 to 49	-	-	27	1,531	227	5,784	248	18,989	115	33,652	138	57,804	66	75,466	1	-	-	-	-	-
50 to 54	-	-	28	1,524	262	7,115	220	22,392	101	41,728	91	77,667	44	93,085	17	-	-	-	-	-
55 to 59	-	-	18	-	213	6,392	174	26,571	100	46,574	55	57,503	31	108,449	13	-	3	-	-	-
60 to 64	-	-	15	-	137	8,571	101	28,822	70	36,185	29	67,902	11	-	6	-	3	-	5	-
65 to 69	-	-	5	-	49	9,585	32	23,416	16	-	9	-	3	-	-	-	1	-	1	-
70 & up	-	-	-	-	10	-	9	-	7	-	2	-	2	-	-	-	-	-	-	-

N - 5808

Note: The plan is hard frozen and as a result, compensation was not provided. The average cash balance account data should satisfy the average annual accrued benefit requirement.

Schedule SB Attachment (Form 5500) – 2012 Plan Year
Plan Sponsor: Convergys Corporation
Plan Name: Convergys Corporation Pension Plan
EIN: 31-1598292 PN: 001

Schedule SB, Part V - Statement of Actuarial Assumptions/Methods

For ERISA Requirements

Interest Rates for Minimum Funding Purposes

Based on segment rates as of January 2012, each adjusted as needed to fall within the 25-year average interest rate corridor under MAP-21.

1st Segment Rate	5.54%
2nd Segment Rate	6.85%
3rd Segment Rate	7.52%

Optional Payment Form Election Percentage

- 30% annuity; Of those choosing an annuity, 70% of males and 10% of females are assumed to elect a 50%J&S annuity.
- 70% lump sum
- Upon death and termination, 100% of participants are assumed to elect lump sum distributions

Retirement Age

Active Participants

See Table 1

Terminated Vested Participants

Age 65

At-Risk Assumptions

For at-risk calculations, participants who are eligible to retire within the next 10 years are assumed to retire immediately upon eligibility.

Mortality Rates

2012 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e)

Withdrawal Rates

See Table 2

Disability Rates

None

Decrement Timing

Beginning of year decrements

Surviving Spouse Benefit

It is assumed that 70% of males and 10% of females have an eligible spouse, and that males are three years older than their spouses.

Benefit Limits

Projected benefits are limited by the current IRC section 415 maximum benefit of \$200,000.

Schedule SB Attachment (Form 5500) – 2012 Plan Year

Plan Sponsor: Convergys Corporation

Plan Name: Convergys Corporation Pension Plan

EIN: 31-1598292 PN: 001

Schedule SB, Part V - Statement of Actuarial Assumptions/Methods (cont'd)

Valuation of Plan Assets	Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, and expected earnings. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.
--------------------------	---

A characteristic of this method is that the expected distribution of the value of plan assets is skewed toward understatement relative to the corresponding market values for expected long-term rates of return in excess of the third segment rate under IRC section 430(h)(2)(C)(iii).

Expected Return on Assets

2010 Plan Year

8.50%, limited to 6.76%

2011 Plan Year

7.50%, limited to 6.46%

Trust Expenses Included in Target Normal Cost

The expenses included in the target normal cost reflect the prior year's administrative and investment expenses (\$1,200,000 for 2012).

Actuarial Method

Standard unit credit cost method

Valuation Date

January 1, 2012

Changes in ERISA Methods/Assumptions Since the Prior Year

Method Changes

The funding valuation does not reflect any method changes.

Assumption Changes

The funding valuation reflects the following assumption change:

A change in the mortality assumption from the 2011 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e) to the 2012 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e).

Schedule SB Attachment (Form 5500) – 2012 Plan Year
Plan Sponsor: Convergys Corporation
Plan Name: Convergys Corporation Pension Plan
EIN: 31-1598292 PN: 001

Schedule SB, Part V – Statement of Actuarial Assumptions/Methods (cont'd)

Table 1

Retirement Decrements:

Decrement Age	Rates
< 55	2%
55 – 59	6%
60	10%
61	12%
62 – 64	21%
65	33%
66 – 69	24%
70	100%

The weighted average retirement age is 62.

Table 2

Termination Decrements:

Years of Service	IMG/Corp	CMG
0	N/A*	N/A*
1	N/A*	N/A*
2	N/A*	N/A*
3	8.50%	29.0%
4	8.50%	24.0%
5 – 7	6.50%	20.0%
8	4.50%	20.0%
9 – 11	4.50%	11.0%
12 – 14	3.50%	10.0%
15 – 17	2.75%	10.0%
18+	2.50%	10.0%

* Not applicable since all active participants have at least 3 years of service due to 2008 plan freeze.

Schedule SB Attachment (Form 5500) – 2012 Plan Year
Plan Sponsor: Convergys Corporation
Plan Name: Convergys Corporation Pension Plan
EIN: 31-1598292 PN: 001

Schedule SB, Part V – Statement of Actuarial Assumptions/Methods (cont'd)

Discussion of Actuarial Assumptions and Methods

For the funding valuation, the allowable interest rates and mortality tables available to measure plan liabilities are prescribed by IRC section 412. Aon Hewitt provided guidance with respect to the alternative interest rate and mortality table options, and it is our belief that the options prescribed by Convergys Corporation are appropriate for funding purposes. It is our belief that all other actuarial assumptions used for the funding valuation represent reasonable expectations of anticipated plan experience. The actuarial cost and amortization methods used are prescribed by IRC section 412. While the method used to value assets is prescribed by Convergys Corporation, Aon Hewitt provided guidance with respect to the use of this method, and it is our belief that the method is appropriate for funding purposes.

Calculation of Normal Costs and Liabilities

The method used to calculate the service cost and projected benefit obligation for determining pension expense is the projected unit credit cost method. Under this method, benefits are estimated at each decrement age by crediting future accruals based on projected pay as applicable. The liability is determined as the present value of the projected benefit based on service at the valuation date. The service cost is the amount of the present value of projected benefits attributable to the valuation year.

The method used to calculate the ERISA target normal cost and funding target is the unit credit cost method. The funding target under IRC section 430 is calculated as the present value of all benefits that have been accrued or earned under the plan as of the first day of the plan year, based on current service and current pay. The target normal cost is the present value of all benefits expected to accrue or be earned under the plan during the plan year, including any increase in benefits earned in prior plan years attributable to compensation increases in the current plan year, plus certain trust expenses.

Under this method, benefits are estimated at each decrement age using service and earnings as of the valuation date. The present value of these estimated benefits using the applicable ERISA is the ERISA funding target. The target normal cost is the present value of the benefits earned during the year.

The ERISA funding target for lump sum benefits is determined by valuing the annuity that corresponds to the distribution using special actuarial assumptions, as described under Treasury regulations section 1.430(d). Under these special assumptions, for the period beginning with the annuity starting date, the current IRC section 417(e) applicable mortality table is substituted for the mortality table otherwise used.

Convergys Corporation Pension Plan

EIN #31-1598292 Plan #001

Schedule H, Line 4j – Schedule of Reportable Transactions

Year Ended December 31, 2012

Identity of Party Involved	Description of Asset	Purchase Price	Selling Price	Cost of Asset	Current Value of Asset on Transaction Date	Net Gain
Category (iii)—Series of transactions in excess of 5% of plan assets						
Russell STIF	Interest Bearing Cash	\$ 48,660,329	\$ 28,140,593	\$ 28,140,593	\$ 76,800,922	\$ —
Russell 1000 Index Fund SR I	Common/Collective Trusts	28,140,593	—	—	28,140,593	—
Russell Lg Cap Defensive Eq. Fund	Common/Collective Trusts	—	28,660,329	24,393,599	28,660,329	4,266,730

There were no category (i), (ii) or (iv) transactions during 2012.

Columns for “Lease rental” and “Expense incurred with transaction” are not applicable.

**SCHEDULE SB
(Form 5500)**Department of the Treasury
Internal Revenue ServiceDepartment of Labor
Employee Benefits Security Administration
Pension Benefit Guaranty Corporation**Single-Employer Defined Benefit Plan
Actuarial Information**

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).

► **File as an attachment to Form 5500 or 5500-SF.**

OMB No. 1210-0110

2012**This Form is Open to Public
Inspection**

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

► **Round off amounts to nearest dollar.**► **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan CONVERGYS CORPORATION PENSION PLAN	B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF CONVERGYS CORPORATION	D Employer Identification Number (EIN) 31-1598292
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I Basic Information

1 Enter the valuation date: Month <u>1</u> Day <u>1</u> Year <u>2012</u>		
2 Assets:		
a Market value	2a	140,436,291
b Actuarial value	2b	143,072,803
3 Funding target/participant count breakdown:	(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment	3a 1,139	43,958,759
b For terminated vested participants	3b 3,738	50,416,898
c For active participants:		
(1) Non-vested benefits	3c(1)	0
(2) Vested benefits	3c(2)	89,114,350
(3) Total active	3c(3) 5,808	89,114,350
d Total	3d 10,685	183,490,007
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☒		
a Funding target disregarding prescribed at-risk assumptions	4a	174,302,548
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b	220,239,846
5 Effective interest rate	5	7.05 %
6 Target normal cost	6	1,200,000

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	<i>Thomas P. Dolan</i> <i>TD</i>	<i>10/1/2013</i>
Signature of actuary		Date
THOMAS P. DOLAN		11-05682
Type or print name of actuary		Most recent enrollment number
AON CONSULTING, INC.		(732) 302-5987
Firm name		Telephone number (including area code)
400 ATRIUM DRIVE 5TH FLOOR SOUTH SOMERSET NJ 08873-4162		
Address of the firm		

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐**For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or 5500-SF.****Schedule SB (Form 5500) 2012
v. 120126**

Part II Beginning of Year Carryover Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of <u>0.81</u> %		
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		0
b Interest on (a) using prior year's effective interest rate of <u>5.97</u> % except as otherwise provided (see instructions)		0
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance		
12 Other reductions in balances due to elections or deemed elections		
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages

14 Funding target attainment percentage	14	82.08 %
15 Adjusted funding target attainment percentage	15	82.08 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	63.75 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
01/05/2012	10,819,344				
12/28/2012	20,000,000				
04/16/2013	10,000,000				
Totals ▶			18(b)	40,819,344	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:	
a Contributions allocated toward unpaid minimum required contributions from prior years	19a 0
b Contributions made to avoid restrictions adjusted to valuation date	19b 0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c 38,668,696
20 Quarterly contributions and liquidity shortfalls:	
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No
c If line 20a is "Yes," see instructions and complete the following table as applicable:	

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost**21** Discount rate:**a** Segment rates:1st segment:
5.54 %2nd segment:
6.85 %3rd segment:
7.52 %☐ N/A, full yield curve used**b** Applicable month (enter code).....**21b**

0

22 Weighted average retirement age**22**

62

23 Mortality table(s) (see instructions)☐ Prescribed - combined☒ Prescribed - separate☐ Substitute**Part VI Miscellaneous Items****24** Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.☐ Yes☒ No**25** Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.☐ Yes☒ No**26** Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.☒ Yes☐ No**27** If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....**27****Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years****28** Unpaid minimum required contributions for all prior years**28**

0

29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....**29**

0

30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)**30**

0

Part VIII Minimum Required Contribution For Current Year**31** Target normal cost and excess assets (see instructions):**a** Target normal cost (line 6).....**31a**

1,200,000

b Excess assets, if applicable, but not greater than line 31a**31b**

0

32 Amortization installments:

Outstanding Balance

Installment

a Net shortfall amortization installment.....

40,417,205

10,025,261

b Waiver amortization installment

0

0

33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount**33****34** Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33) ..**34**

11,225,261

35 Balances elected for use to offset funding requirement.....

Carryover balance

Prefunding balance

Total balance

0

0

0

36 Additional cash requirement (line 34 minus line 35).....**36**

11,225,261

37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....**37**

38,668,696

38 Present value of excess contributions for current year (see instructions)**a** Total (excess, if any, of line 37 over line 36)**38a**

27,443,435

b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances**38b**

0

39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)**39**

0

40 Unpaid minimum required contributions for all years**40**

0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)**41** If an election was made to use PRA 2010 funding relief for this plan:**a** Schedule elected ☐ 2 plus 7 years ☐ 15 years**b** Eligible plan year(s) for which the election in line 41a was made ☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011**42** Amount of acceleration adjustment**42****43** Excess installment acceleration amount to be carried over to future plan years**43**

Schedule SB Attachment (Form 5500) – 2012 Plan Year

Plan Sponsor: Convergys Corporation

Plan Name: Convergys Corporation Pension Plan

EIN: 31-1598292 PN: 001

Notes Regarding 2012 Schedule SB (Form 5500)

- Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. To the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB, the values on the signed Schedule SB will govern.

In making this certification, I have relied, as permitted under Sec. 103(a)(4)(D) of ERISA, on the correctness of the asset values and contribution information supplied by the plan administrator, on which the qualified public accountant engaged by the Plan has expressed an opinion. I have also relied on the correctness of the participant data supplied by the plan administrator. These items would customarily not be verified by the actuary. I have reviewed, and applied certain reasonableness and consistency checks to, the information furnished and I have no reason to doubt its substantial accuracy.

Thomas P. Dolan

Signature of Actuary

10/1/2013

Date

Thomas P. Dolan

Name of Actuary

11-05682

Enrollment Number

Aon Consulting, Inc.
400 Atrium Drive, 5th Floor South
Somerset, NJ 08873-4162

Address

(732) 302-5987

Telephone Number

Schedule SB Attachment (Form 5500) – 2012 Plan Year

Plan Sponsor: Convergys Corporation

Plan Name: Convergys Corporation Pension Plan

EIN: 31-1598292 PN: 001

Schedule SB, Line 4 – Additional Information for Plans in At-Risk Status

For at-risk calculations, participants who are eligible to retire within the next 10 years are assumed to retire immediately upon eligibility. All other valuation assumptions used for at-risk measurements, exclusive of the mandated retirement eligibility, have been described in the attachment to Part V of Schedule SB.

Schedule SB Attachment (Form 5500) – 2012 Plan Year
Plan Sponsor: Convergys Corporation
Plan Name: Convergys Corporation Pension Plan
EIN: 31-1598292 PN: 001

Schedule SB, Line 22 – Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at beginning of year.

(a)	(b)	(c)	(d)
Age	Rate	Weight	Product (a) × (b) × (c)
55	6.00%	1.0000	3.30
56	6.00%	0.9400	3.16
57	6.00%	0.8836	3.02
58	6.00%	0.8306	2.89
59	6.00%	0.7807	2.76
60	10.00%	0.7339	4.40
61	12.00%	0.6605	4.83
62	21.00%	0.5813	7.57
63	21.00%	0.4592	6.08
64	21.00%	0.3628	4.88
65	33.00%	0.2866	6.15
66	24.00%	0.1920	3.04
67	24.00%	0.1459	2.35
68	24.00%	0.1109	1.81
69	24.00%	0.0843	1.40
70	100.00%	0.0641	4.48
Weighted Average			62.12

Schedule SB Attachment (Form 5500) – 2012 Plan Year
Plan Sponsor: Convergys Corporation
Plan Name: Convergys Corporation Pension Plan
EIN: 31-1598292 PN: 001

Schedule SB, Part V - Summary of Plan Provisions

The following summary describes principal plan provisions assumed in calculating the cost of your pension plan.

General Information

Original Effective Date:	January 1, 1999
Effective Date of Last Amendment:	June 29, 2011
Plan Year:	January 1st to December 31st
Employer Fiscal Year	January 1st to December 31st

Eligibility

All employees who have reached age 21 with one year of service participate in the Plan. Effective April 1, 2008, any employee who has not reached age 21 with one year of service as of March 31, 2008 shall not be eligible to participate in the plan.

Cash Balance Accounts

- Initial Balance: Transferred from the CBMPP or CBPP as of December 31, 1998.
- Interest Credits: Interest credits are added to all accounts annually. The interest crediting rates for active employees for 2008 and thereafter is 4.00%.
- Pension Credits: Each year, pension credits will be added to the accounts of all active participants based on age, compensation and the Social Security Wage Base. Starting in 2007, the schedule of credits was reduced and is as follows:

<u>Age*</u>	<u>Pension Credit for All Pay</u>	<u>Additional Credit for Pay in Excess of the Social Security Wage Base</u>
under 30	2.00%	1.000%
30 to 34	2.25%	1.125%
35 to 39	2.50%	1.250%
40 to 44	3.25%	1.625%
45 to 49	4.00%	2.000%
50 to 54	5.00%	2.500%
55 and Over	6.00%	3.000%

After March 31, 2008, there are no more pension credits.

*Age is determined as of December 31 of each calendar year

- Compensation for Pension Credit: For all participants, pension credits are based on compensation including bonuses.

Schedule SB Attachment (Form 5500) – 2012 Plan Year
Plan Sponsor: Convergys Corporation
Plan Name: Convergys Corporation Pension Plan
EIN: 31-1598292 PN: 001

Schedule SB, Part V - Summary of Plan Provisions (cont'd)

Transition Benefits

- a. Eligibility: Participants who were IMG employees as of 12/31/93 and either completed 20 years of service as of 12/31/93 or whose sum of attained age and years of service as of 12/31/93 equals at least 65 are eligible for transition benefits.
- b. Benefit: The transition benefit is determined by multiplying the average annual base salary for the five-year period ending on the date of termination or retirement by the total number of years of service at that date and 1.6%. No future accruals will be granted under this formula beyond 1998. Bonuses are not included as pensionable compensation for this purpose.

There is also a frozen minimum accrued benefit as of March 31, 1995 under this transition benefit formula that added five years to the total number of years of service as of March 31, 1995 and five years to the actual attained age as of March 31, 1995 provided the employee would have been eligible to retire with such additions, was an active vested participant in the Plan as of April 1, 1995 and was a first, second or District level manager (or the equivalent).

Normal Retirement

- a. Eligibility: A participant's normal retirement age is age 65, or the fifth anniversary for a participant who enters the Plan after age 60.
- b. Benefit: The monthly retirement benefit payable to a participant at any retirement date is equal to the actuarial equivalent of his cash balance account as of such date or the transition annuity benefit, if greater.
- c. Forms of Benefit: The normal form of benefit for non-married participants is a level life annuity. For married participants, the normal form of benefit is a qualified 50% joint and survivor annuity. In either case, the normal form of benefit is the actuarial equivalent of the participant's account balance or the transition annuity benefit, if greater. As an optional form of benefit, participants can receive their benefit as a lump sum distribution on an actuarial equivalent basis.

Schedule SB Attachment (Form 5500) – 2012 Plan Year
Plan Sponsor: Convergys Corporation
Plan Name: Convergys Corporation Pension Plan
EIN: 31-1598292 PN: 001

Schedule SB, Part V - Summary of Plan Provisions (cont'd)

Disability & Service Pensions

- a. Eligibility: Disability pensions are provided to employees who were active on December 31, 1993 and subsequently become disabled with at least 15 years of service. Service pensions are provided to a retired employee when the following conditions are met:

<u>Age</u>		<u>Minimum Years of Service</u>
60	and	10
55	and	20 (transition employees only)
50	and	25 (transition employees only)
Any Age	and	30

- b. Benefit: The monthly retirement benefit payable to a participant at any retirement date is equal to the actuarial equivalent of his cash balance account as of such date or the transition annuity benefit (reduced for early retirement), if greater.
- c. For transition benefit purposes, the benefit is reduced by 0.5% for each calendar month by which the employee's age at retirement is less than 55 years unless the employee has 30 or more years of service or is granted a disability pension. If the employee has 30 or more years of service, the pension amount is reduced by .25% for each calendar month by which the employee's age at retirement is less than 55. There is no reduction for employees on a disability pension. The early retirement reductions which apply to the frozen minimum accrued benefit as of March 31, 1995 are based on the greater of age and service at retirement, or age plus five as of March 31, 1995 and service plus five as of March 31, 1995.

Vesting

- a. Eligibility: 3 years of service and not eligible for a service or disability pension.
- b. Benefit: Upon termination of employment, a vested participant may elect to receive an immediate benefit which is the actuarial equivalent of his cash balance account (adjusted for applicable transition benefits). If immediate distribution is not requested, the participant may elect to defer receipt of his benefit and receive interest credits on the cash balance account at a rate of 3.5% (4% if survivor coverage is waived).

Schedule SB Attachment (Form 5500) – 2012 Plan Year

Plan Sponsor: Convergys Corporation

Plan Name: Convergys Corporation Pension Plan

EIN: 31-1598292 PN: 001

Schedule SB, Part V - Summary of Plan Provisions (cont'd)

Death Benefits

- a. Eligibility: 3 years of service
- b. Benefit: The greater of (1) or (2), plus (3)
 - 1. The actuarial equivalent of the participant's cash balance account as of the date of death.
 - 2. The transition benefit for a surviving spouse of an active employee who dies with at least five years but less than fifteen years of service is equal to 44% of the transition benefit amount accrued to the date of death with payments to the surviving spouse beginning at the time the deceased employee would have attained age 65. For a surviving spouse of an active employee who dies with at least fifteen years of service, the transition benefit is equal to 45% of the pension amount accrued to the date of death with payments commencing immediately without an early retirement discount.
 - 3. In addition, all IMG and Corporate service and disability retirements before December 31, 2000 that were hired before January 1, 1991 are entitled to a special postretirement death benefit. The benefit is payable to certain mandatory beneficiaries and is equal to one year's pay in effect at the earlier of December 31, 1993 or retirement. Effective December 31, 2000, the preretirement and postretirement one-times pay death benefit for eligible active employees as of December 31, 2000 was transferred to the Group Life Plan. As adopted in June 2011, effective January 1, 2012, this special postretirement death benefit has been eliminated.

Schedule SB Attachment (Form 5500) – 2012 Plan Year
Plan Sponsor: Convergys Corporation
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Schedule SB, Part V - Statement of Actuarial Assumptions/Methods

For ERISA Requirements

Interest Rates for Minimum Funding Purposes

Based on segment rates as of January 2012, each adjusted as needed to fall within the 25-year average interest rate corridor under MAP-21.

1st Segment Rate	5.54%
2nd Segment Rate	6.85%
3rd Segment Rate	7.52%

Optional Payment Form Election Percentage

- 30% annuity; Of those choosing an annuity, 70% of males and 10% of females are assumed to elect a 50%J&S annuity.
- 70% lump sum
- Upon death and termination, 100% of participants are assumed to elect lump sum distributions

Retirement Age

Active Participants

See Table 1

Terminated Vested Participants

Age 65

At-Risk Assumptions

For at-risk calculations, participants who are eligible to retire within the next 10 years are assumed to retire immediately upon eligibility.

Mortality Rates

2012 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e)

Withdrawal Rates

See Table 2

Disability Rates

None

Decrement Timing

Beginning of year decrements

Surviving Spouse Benefit

It is assumed that 70% of males and 10% of females have an eligible spouse, and that males are three years older than their spouses.

Benefit Limits

Projected benefits are limited by the current IRC section 415 maximum benefit of \$200,000.

Schedule SB Attachment (Form 5500) – 2012 Plan Year

Plan Sponsor: Convergys Corporation

Plan Name: Convergys Corporation Pension Plan

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Schedule SB, Part V - Statement of Actuarial Assumptions/Methods (cont'd)

Valuation of Plan Assets	Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, and expected earnings. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.
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A characteristic of this method is that the expected distribution of the value of plan assets is skewed toward understatement relative to the corresponding market values for expected long-term rates of return in excess of the third segment rate under IRC section 430(h)(2)(C)(iii).

Expected Return on Assets

2010 Plan Year

8.50%, limited to 6.76%

2011 Plan Year

7.50%, limited to 6.46%

Trust Expenses Included in Target Normal Cost

The expenses included in the target normal cost reflect the prior year's administrative and investment expenses (\$1,200,000 for 2012).

Actuarial Method

Standard unit credit cost method

Valuation Date

January 1, 2012

Changes in ERISA Methods/Assumptions Since the Prior Year

Method Changes

The funding valuation does not reflect any method changes.

Assumption Changes

The funding valuation reflects the following assumption change:

A change in the mortality assumption from the 2011 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e) to the 2012 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e).

Schedule SB Attachment (Form 5500) – 2012 Plan Year
Plan Sponsor: Convergys Corporation
Plan Name: Convergys Corporation Pension Plan
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Schedule SB, Part V – Statement of Actuarial Assumptions/Methods (cont'd)

Table 1

Retirement Decrements:

Decrement Age	Rates
< 55	2%
55 – 59	6%
60	10%
61	12%
62 – 64	21%
65	33%
66 – 69	24%
70	100%

The weighted average retirement age is 62.

Table 2

Termination Decrements:

Years of Service	IMG/Corp	CMG
0	N/A*	N/A*
1	N/A*	N/A*
2	N/A*	N/A*
3	8.50%	29.0%
4	8.50%	24.0%
5 – 7	6.50%	20.0%
8	4.50%	20.0%
9 – 11	4.50%	11.0%
12 – 14	3.50%	10.0%
15 – 17	2.75%	10.0%
18+	2.50%	10.0%

* Not applicable since all active participants have at least 3 years of service due to 2008 plan freeze.

Schedule SB Attachment (Form 5500) – 2012 Plan Year
Plan Sponsor: Convergys Corporation
Plan Name: Convergys Corporation Pension Plan
EIN: 31-1598292 PN: 001

Schedule SB, Part V – Statement of Actuarial Assumptions/Methods (cont'd)

Discussion of Actuarial Assumptions and Methods

For the funding valuation, the allowable interest rates and mortality tables available to measure plan liabilities are prescribed by IRC section 412. Aon Hewitt provided guidance with respect to the alternative interest rate and mortality table options, and it is our belief that the options prescribed by Convergys Corporation are appropriate for funding purposes. It is our belief that all other actuarial assumptions used for the funding valuation represent reasonable expectations of anticipated plan experience. The actuarial cost and amortization methods used are prescribed by IRC section 412. While the method used to value assets is prescribed by Convergys Corporation, Aon Hewitt provided guidance with respect to the use of this method, and it is our belief that the method is appropriate for funding purposes.

Calculation of Normal Costs and Liabilities

The method used to calculate the service cost and projected benefit obligation for determining pension expense is the projected unit credit cost method. Under this method, benefits are estimated at each decrement age by crediting future accruals based on projected pay as applicable. The liability is determined as the present value of the projected benefit based on service at the valuation date. The service cost is the amount of the present value of projected benefits attributable to the valuation year.

The method used to calculate the ERISA target normal cost and funding target is the unit credit cost method. The funding target under IRC section 430 is calculated as the present value of all benefits that have been accrued or earned under the plan as of the first day of the plan year, based on current service and current pay. The target normal cost is the present value of all benefits expected to accrue or be earned under the plan during the plan year, including any increase in benefits earned in prior plan years attributable to compensation increases in the current plan year, plus certain trust expenses.

Under this method, benefits are estimated at each decrement age using service and earnings as of the valuation date. The present value of these estimated benefits using the applicable ERISA is the ERISA funding target. The target normal cost is the present value of the benefits earned during the year.

The ERISA funding target for lump sum benefits is determined by valuing the annuity that corresponds to the distribution using special actuarial assumptions, as described under Treasury regulations section 1.430(d). Under these special assumptions, for the period beginning with the annuity starting date, the current IRC section 417(e) applicable mortality table is substituted for the mortality table otherwise used.

Schedule SB Attachment (Form 5500) – 2012 Plan Year
Plan Sponsor: Convergys Corporation
Plan Name: Convergys Corporation Pension Plan
EIN: 31-1598292 PN: 001

Schedule SB, Line 26—Schedule of Active Participant Data

Number of Participants and Average Cash Balance Account

Attained Age	Years of Credited Service																			
	Under 1		1 to 4		5 to 9		10 to 14		15 to 19		20 to 24		25 to 29		30 to 34		35 to 39		40 & up	
	Average Cash		Average Cash		Average Cash		Average Cash		Average Cash		Average Cash		Average Cash Bal		Average Cash Bal		Average Cash		Average Cash	
	No	Bal	No	Bal	No	Bal	No	Bal	No	Bal	No	Bal	No	Cash Bal	No	Cash Bal	No	Bal	No	Bal
Under 25	-	-	1	-	12	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
25 to 29	-	-	58	453	542	1,409	35	3,047	-	-	-	-	-	-	-	-	-	-	-	-
30 to 34	-	-	38	552	504	2,268	281	5,173	25	6,339	-	-	-	-	-	-	-	-	-	-
35 to 39	-	-	34	943	330	3,297	319	8,857	94	10,964	11	-	-	-	-	-	-	-	-	-
40 to 44	-	-	18	-	272	4,748	304	13,554	124	20,392	87	33,940	4	-	-	-	-	-	-	-
45 to 49	-	-	27	1,531	227	5,784	248	18,989	115	33,652	138	57,804	66	75,466	1	-	-	-	-	-
50 to 54	-	-	28	1,524	262	7,115	220	22,392	101	41,728	91	77,667	44	93,085	17	-	-	-	-	-
55 to 59	-	-	18	-	213	6,392	174	26,571	100	46,574	55	57,503	31	108,449	13	-	3	-	-	-
60 to 64	-	-	15	-	137	8,571	101	28,822	70	36,185	29	67,902	11	-	6	-	3	-	5	-
65 to 69	-	-	5	-	49	9,585	32	23,416	16	-	9	-	3	-	-	-	1	-	1	-
70 & up	-	-	-	-	10	-	9	-	7	-	2	-	2	-	-	-	-	-	-	-

N - 5808

Note: The plan is hard frozen and as a result, compensation was not provided. The average cash balance account data should satisfy the average annual accrued benefit requirement.

Schedule SB Attachment (Form 5500) – 2012 Plan Year

Plan Sponsor: Convergys Corporation

Plan Name: Convergys Corporation Pension Plan

EIN: 31-1598292 PN: 001

Schedule SB, Line 32 – Schedule of Amortization Bases

Type of Base	Present Value of Installment	Date Established	Years Remaining	Amortization Installment
Shortfall	\$ 20,245,037	January 1, 2009	4	\$ 5,477,664
Shortfall	\$ 8,873,805	January 1, 2010	5	\$ 1,971,116
Shortfall	\$ 30,155,552	January 1, 2011	6	\$ 5,777,010
Shortfall	\$ (18,857,189)	January 1, 2012	7	\$ (3,200,529)

Schedule SB Attachment (Form 5500) – 2012 Plan Year
Plan Sponsor: Convergys Corporation
Plan Name: Convergys Corporation Pension Plan
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Schedule SB, Line 22 – Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at beginning of year.

(a)	(b)	(c)	(d)
Age	Rate	Weight	Product (a) × (b) × (c)
55	6.00%	1.0000	3.30
56	6.00%	0.9400	3.16
57	6.00%	0.8836	3.02
58	6.00%	0.8306	2.89
59	6.00%	0.7807	2.76
60	10.00%	0.7339	4.40
61	12.00%	0.6605	4.83
62	21.00%	0.5813	7.57
63	21.00%	0.4592	6.08
64	21.00%	0.3628	4.88
65	33.00%	0.2866	6.15
66	24.00%	0.1920	3.04
67	24.00%	0.1459	2.35
68	24.00%	0.1109	1.81
69	24.00%	0.0843	1.40
70	100.00%	0.0641	4.48
Weighted Average			62.12

Schedule SB Attachment (Form 5500) – 2012 Plan Year

Plan Sponsor: Convergys Corporation

Plan Name: Convergys Corporation Pension Plan

EIN: 31-1598292 PN: 001

Schedule SB, Line 4 – Additional Information for Plans in At-Risk Status

For at-risk calculations, participants who are eligible to retire within the next 10 years are assumed to retire immediately upon eligibility. All other valuation assumptions used for at-risk measurements, exclusive of the mandated retirement eligibility, have been described in the attachment to Part V of Schedule SB.

Schedule SB Attachment (Form 5500) – 2012 Plan Year
Plan Sponsor: Convergys Corporation
Plan Name: Convergys Corporation Pension Plan
EIN: 31-1598292 PN: 001

Schedule SB, Part V - Summary of Plan Provisions

The following summary describes principal plan provisions assumed in calculating the cost of your pension plan.

General Information

Original Effective Date:	January 1, 1999
Effective Date of Last Amendment:	June 29, 2011
Plan Year:	January 1st to December 31st
Employer Fiscal Year	January 1st to December 31st

Eligibility

All employees who have reached age 21 with one year of service participate in the Plan. Effective April 1, 2008, any employee who has not reached age 21 with one year of service as of March 31, 2008 shall not be eligible to participate in the plan.

Cash Balance Accounts

- Initial Balance: Transferred from the CBMPP or CBPP as of December 31, 1998.
- Interest Credits: Interest credits are added to all accounts annually. The interest crediting rates for active employees for 2008 and thereafter is 4.00%.
- Pension Credits: Each year, pension credits will be added to the accounts of all active participants based on age, compensation and the Social Security Wage Base. Starting in 2007, the schedule of credits was reduced and is as follows:

<u>Age*</u>	<u>Pension Credit for All Pay</u>	<u>Additional Credit for Pay in Excess of the Social Security Wage Base</u>
under 30	2.00%	1.000%
30 to 34	2.25%	1.125%
35 to 39	2.50%	1.250%
40 to 44	3.25%	1.625%
45 to 49	4.00%	2.000%
50 to 54	5.00%	2.500%
55 and Over	6.00%	3.000%

After March 31, 2008, there are no more pension credits.

*Age is determined as of December 31 of each calendar year

- Compensation for Pension Credit: For all participants, pension credits are based on compensation including bonuses.

Schedule SB Attachment (Form 5500) – 2012 Plan Year
Plan Sponsor: Convergys Corporation
Plan Name: Convergys Corporation Pension Plan
EIN: 31-1598292 PN: 001

Schedule SB, Part V - Summary of Plan Provisions (cont'd)

Transition Benefits

- a. Eligibility: Participants who were IMG employees as of 12/31/93 and either completed 20 years of service as of 12/31/93 or whose sum of attained age and years of service as of 12/31/93 equals at least 65 are eligible for transition benefits.
- b. Benefit: The transition benefit is determined by multiplying the average annual base salary for the five-year period ending on the date of termination or retirement by the total number of years of service at that date and 1.6%. No future accruals will be granted under this formula beyond 1998. Bonuses are not included as pensionable compensation for this purpose.

There is also a frozen minimum accrued benefit as of March 31, 1995 under this transition benefit formula that added five years to the total number of years of service as of March 31, 1995 and five years to the actual attained age as of March 31, 1995 provided the employee would have been eligible to retire with such additions, was an active vested participant in the Plan as of April 1, 1995 and was a first, second or District level manager (or the equivalent).

Normal Retirement

- a. Eligibility: A participant's normal retirement age is age 65, or the fifth anniversary for a participant who enters the Plan after age 60.
- b. Benefit: The monthly retirement benefit payable to a participant at any retirement date is equal to the actuarial equivalent of his cash balance account as of such date or the transition annuity benefit, if greater.
- c. Forms of Benefit: The normal form of benefit for non-married participants is a level life annuity. For married participants, the normal form of benefit is a qualified 50% joint and survivor annuity. In either case, the normal form of benefit is the actuarial equivalent of the participant's account balance or the transition annuity benefit, if greater. As an optional form of benefit, participants can receive their benefit as a lump sum distribution on an actuarial equivalent basis.

Schedule SB Attachment (Form 5500) – 2012 Plan Year

Plan Sponsor: Convergys Corporation

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Schedule SB, Part V - Summary of Plan Provisions (cont'd)

Disability & Service Pensions

- a. Eligibility: Disability pensions are provided to employees who were active on December 31, 1993 and subsequently become disabled with at least 15 years of service. Service pensions are provided to a retired employee when the following conditions are met:

<u>Age</u>		<u>Minimum Years of Service</u>
60	and	10
55	and	20 (transition employees only)
50	and	25 (transition employees only)
Any Age	and	30

- b. Benefit: The monthly retirement benefit payable to a participant at any retirement date is equal to the actuarial equivalent of his cash balance account as of such date or the transition annuity benefit (reduced for early retirement), if greater.
- c. For transition benefit purposes, the benefit is reduced by 0.5% for each calendar month by which the employee's age at retirement is less than 55 years unless the employee has 30 or more years of service or is granted a disability pension. If the employee has 30 or more years of service, the pension amount is reduced by .25% for each calendar month by which the employee's age at retirement is less than 55. There is no reduction for employees on a disability pension. The early retirement reductions which apply to the frozen minimum accrued benefit as of March 31, 1995 are based on the greater of age and service at retirement, or age plus five as of March 31, 1995 and service plus five as of March 31, 1995.

Vesting

- a. Eligibility: 3 years of service and not eligible for a service or disability pension.
- b. Benefit: Upon termination of employment, a vested participant may elect to receive an immediate benefit which is the actuarial equivalent of his cash balance account (adjusted for applicable transition benefits). If immediate distribution is not requested, the participant may elect to defer receipt of his benefit and receive interest credits on the cash balance account at a rate of 3.5% (4% if survivor coverage is waived).

Schedule SB Attachment (Form 5500) – 2012 Plan Year

Plan Sponsor: Convergys Corporation

Plan Name: Convergys Corporation Pension Plan

EIN: 31-1598292 PN: 001

Schedule SB, Part V - Summary of Plan Provisions (cont'd)

Death Benefits

- a. Eligibility: 3 years of service
- b. Benefit: The greater of (1) or (2), plus (3)
 - 1. The actuarial equivalent of the participant's cash balance account as of the date of death.
 - 2. The transition benefit for a surviving spouse of an active employee who dies with at least five years but less than fifteen years of service is equal to 44% of the transition benefit amount accrued to the date of death with payments to the surviving spouse beginning at the time the deceased employee would have attained age 65. For a surviving spouse of an active employee who dies with at least fifteen years of service, the transition benefit is equal to 45% of the pension amount accrued to the date of death with payments commencing immediately without an early retirement discount.
 - 3. In addition, all IMG and Corporate service and disability retirements before December 31, 2000 that were hired before January 1, 1991 are entitled to a special postretirement death benefit. The benefit is payable to certain mandatory beneficiaries and is equal to one year's pay in effect at the earlier of December 31, 1993 or retirement. Effective December 31, 2000, the preretirement and postretirement one-times pay death benefit for eligible active employees as of December 31, 2000 was transferred to the Group Life Plan. As adopted in June 2011, effective January 1, 2012, this special postretirement death benefit has been eliminated.

Convergys Corporation Pension Plan

EIN #31-1598292 Plan #001

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)

December 31, 2012

Identity of Party Involved and Description of Asset	Number of Shares	Cost	Current Value
Common/Collective Trusts:			
* Russell STIF	20,000,000	\$ 20,000,000	\$ 20,000,000
* Russell Fixed Income I Fund	1,166,453	35,173,457	45,923,239
* Russell 1000 Index Fund SR I	2,017,955	26,002,690	29,098,907
* Russell Equity I Fund	521,268	21,675,488	28,529,010
* Russell International Fund	595,288	22,801,764	27,811,832
* Russell Equity II Fund	143,181	7,600,711	10,791,582
		<u>133,254,110</u>	<u>162,154,570</u>
Common shares:			
* Convergys Corporation Common Shares	283,902	<u>6,210,356</u>	<u>4,658,832</u>
Limited partnership:			
Tri-State Growth Capital Fund I L.P.	4,266,294	<u>4,266,294</u>	<u>4,125,583</u>
Total Investments		<u><u>\$ 143,730,760</u></u>	<u><u>\$ 170,938,985</u></u>

* Party-in-interest

Schedule SB Attachment (Form 5500) – 2012 Plan Year

Plan Sponsor: Convergys Corporation

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Schedule SB, Line 32 – Schedule of Amortization Bases

Type of Base	Present Value of Installment	Date Established	Years Remaining	Amortization Installment
Shortfall	\$ 20,245,037	January 1, 2009	4	\$ 5,477,664
Shortfall	\$ 8,873,805	January 1, 2010	5	\$ 1,971,116
Shortfall	\$ 30,155,552	January 1, 2011	6	\$ 5,777,010
Shortfall	\$ (18,857,189)	January 1, 2012	7	\$ (3,200,529)