

Edgar Filing: INTERVOICE INC - Form 4

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Director Stock Option Right to Buy	\$ 1.365	09/02/2008		D	18,000	(2) 10/24/2012	Common Stock	18,000
Director Stock Option, Right to Buy	\$ 9.535	09/02/2008		D	15,000	(2) 07/13/2012	Common Stock	15,000
Director Stock Option, Right to Buy	\$ 6.615	09/02/2008		D	15,000	(2) 07/19/2013	Common Stock	15,000
Director Stock Option, Right To Buy	\$ 9.105	09/02/2008		D	12,000	(2) 07/21/2014	Common Stock	12,000
Director Stock Option, Right to Buy 2003	\$ 7.115	09/02/2008		D	10,000	(2) 08/20/2013	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MONTRY GERALD F 17811 WATERVIEW PARKWAY	X			

DALLAS, TX 75252

Signatures

/s/ Montry,
Gerald F.

09/02/2008

__Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
Pursuant to the Agreement and Plan of Merger, dated as of July 15, 2008 (the "Merger Agreement"), by and among the Issuer, Convergys Corporation and Dialog Merger Sub, Inc., these shares were converted into the right to receive a cash payment equal to the per share merger consideration of \$8.25.
Pursuant to the Merger Agreement, upon the agreement of the reporting person, each outstanding option to purchase shares of common stock of Issuer, whether or not then vested, was cancelled automatically at the Effective Time of the Merger and thereafter represented only the right to receive the excess, if any, of (x) the per share merger consideration of \$8.25 over (y) the exercise price per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.