

SYKES ENTERPRISES INC  
Form 4  
November 12, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HOLDER JAMES T**

2. Issuer Name and Ticker or Trading Symbol  
**SYKES ENTERPRISES INC [SYKE]**

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

(Last) (First) (Middle)  
**400 N. ASHLEY DRIVE, SUITE 2800**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**11/06/2013**

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Executive VP & Secretary**

**TAMPA, FL 33602**

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/06/2013		M		2,274	A	\$ 17.87
Common Stock	11/06/2013		M		6,579	A	\$ 18.67
Common Stock	11/06/2013		M		3,990	A	\$ 15.21
Common Stock	11/06/2013		D		11,054	D	\$ 20.28
Common Stock	11/06/2013		F		490	D	\$ 20.28

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Common Stock      11/07/2013      S      3,300      D      \$ 19.94      6,154      D

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 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)
				Code	V (A) (D)	Date Exercisable      Expiration Date	Title      Amount or Number of Share
Stock Appreciation Rights	\$ 17.87	11/06/2013		M	2,274	<u>(1)</u> <u>(1)</u>	Common Stock      2,274
Stock Appreciation Rights	\$ 18.67	11/06/2013		M	6,579	<u>(2)</u> <u>(2)</u>	Common Stock      6,579
Stock Appreciation Rights	\$ 15.21	11/06/2013		M	3,990	<u>(3)</u> 03/21/2022	Common Stock      3,990
Restricted Stock	<u>(4)</u>					<u>(5)(6)</u> <u>(6)</u>	Common Stock      49,468
Phantom Stock	<u>(4)</u>					<u>(7)</u> <u>(6)</u>	Common Stock      5,685

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

HOLDER JAMES T  
400 N. ASHLEY DRIVE  
SUITE 2800  
TAMPA, FL 33602

Executive VP & Secretary

## Signatures

/s/ James T.  
Holder

11/12/2013

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The stock appreciation rights were granted to the Reporting Person pursuant to the Issuer's 2001 Equity Incentive Plan and 1/3 will vest annually on January 2, 2009, January 2, 2010 and January 2, 2011.
- (2) The stock appreciation rights were granted to the Reporting Person pursuant to the Issuer's 2001 Equity Incentive Plan and 1/3 will vest annually on and after each March 7, 2012, March 7, 2013, and March 7, 2014.
- (3) Stock Appreciation Rights, which have a ten-year term become exercisable in three equal installments beginning in March 21, 2013.
- (4) 1-for-1
- (5) Represents restricted stock issued pursuant to the Issuer's 2001 Equity Incentive Plan, and 2011 Equity Incentive Plan.
- (6) Various
- (7) Represents the Issuer's matching contributions, which vest and are payable pursuant to the Issuer's 2005 Deferred Compensation Plan, as amended.

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.