

SYKES ENTERPRISES INC
Form 4
November 12, 2013

FORM 4

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

OMB APPROVAL

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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

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive VP & Secretary

(Street)
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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(9-02)

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.