

SYKES ENTERPRISES INC
Form 4
August 16, 2006

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 *
Nelson Jenna

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)

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

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

400 N ASHLEY DRIVE SUITE 2800

08/15/2006

Senior Vice President

(Street)

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

TAMPA, FL 33602

(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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	08/15/2006		M	10,000	A \$ 4.05	12,564	D
Common Stock	08/15/2006		M	11,574	A \$ 8.64	24,138	D
Common Stock	08/15/2006		M	4,926	A \$ 8.64	29,064	D
Common Stock	08/15/2006		S	26,500	D \$ 19.55	2,564	D
Common Stock	08/15/2006		S	1,700	D \$ 19.5	864	D

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Common Stock	6,682	I	Held in an Executive Deferred Comp Plan
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(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 Shares
Option (right to buy)	\$ 20.475					07/20/1999 07/20/2008	Common Stock 5,000
Option (right to buy)	\$ 4.05	08/15/2006		M	10,000	10/19/2001 10/17/2010	Common Stock 10,000
Option (right to buy)	\$ 8.64	08/15/2006		M	11,574	03/11/2003 03/11/2012	Common Stock 11,574
Option (right to buy)	\$ 8.64	08/15/2006		M	4,926	03/11/2003 03/11/2012	Common Stock 4,926
Phantom Stock	<u>(5)</u>					<u>(6)</u> <u>(6)</u>	Common Stock 271
Phantom Stock	<u>(5)</u>					<u>(6)</u> <u>(6)</u>	Common Stock 224
Phantom Stock	<u>(5)</u>					<u>(6)</u> <u>(6)</u>	Common Stock 211

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nelson Jenna 400 N ASHLEY DRIVE SUITE 2800 TAMPA, FL 33602			Senior Vice President	

Signatures

/s/ Martin A. Traber as Attorney-in-Fact for Jenna
Nelson

08/16/2005

 **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) Grant of stock options to the reporting person pursuant to the Company's 1996 Employee Stock Option Plan, which vests in three equal annual installments on July 20, 1999, 2000, and 2001.

(2) Grant of stock options to the reporting person pursuant to the Company's 2000 Employee Stock Option Plan, which vests in one year from Grant Date.

(3) Grant of stock options to the reporting person pursuant to the Company's 2001 Employee Stock Option Plan, which vested half of the options in two equal annual installments on March 11, 2003 and 2004 with the remaining half of the options being subject to accelerated vesting which occurred on February 1, 2005.

(4) Grant of stock options to the reporting person pursuant to the Company's 2001 Employee Stock Option Plan, which vested in full on February 1, 2005 due to accelerated vesting.

(5) 1-for-1

(6) The shares of phantom stock become payable, in cash or common stock, at the election of the reporting person and pursuant to the terms and conditions set forth in the Company's 2005 Deferred Contribution Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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