

# SYKES ENTERPRISES INC

Reported by  
**HOLDER JAMES T**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/03/14 for the Period Ending 09/30/14

|             |                                           |
|-------------|-------------------------------------------|
| Address     | 400 NORTH ASHLEY DRIVE<br>TAMPA, FL 33602 |
| Telephone   | 8132741000                                |
| CIK         | 0001010612                                |
| Symbol      | SYKE                                      |
| SIC Code    | 7373 - Computer Integrated Systems Design |
| Industry    | Computer Networks                         |
| Sector      | Technology                                |
| Fiscal Year | 12/31                                     |

# FORM 4

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

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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  
or Section 30(h) of the Investment Company Act of 1940

|                                                                                                                                                                                                                                      |                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                         |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>1. Name and Address of Reporting Person *</b><br><br><b>HOLDER JAMES T</b><br><br>(Last) (First) (Middle)<br><br><b>400 N. ASHLEY DRIVE, SUITE 2800</b><br><br>(Street)<br><br><b>TAMPA, FL 33602</b><br><br>(City) (State) (Zip) | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><br><b>SYKES ENTERPRISES INC</b><br><b>[ SYKE ]</b> | <b>5. Relationship of Reporting Person(s) to Issuer</b><br>(Check all applicable)<br><br><input type="checkbox"/> Director <span style="float:right"><input type="checkbox"/> 10% Owner</span><br><input checked="" type="checkbox"/> Officer (give title below) <span style="float:right"><input type="checkbox"/> Other (specify below)</span><br><b>Executive VP &amp; Secretary</b> |
| <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b><br><br><p align="center"><b>9/30/2014</b></p>                                                                                                                                    |                                                                                                           | <b>6. Individual or Joint/Group Filing</b> (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person                                                                                                                                                               |
| <b>4. If Amendment, Date Original Filed</b> (MM/DD/YYYY)                                                                                                                                                                             |                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                         |

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

| 1. Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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                    |                |                                   |                           |   |                                                                   |            |       | 7769                                                                                          | D                                                        |                                                       |

### Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) |                            | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|------------------------------------------|--------------------------------------------------------|----------------|-----------------------------------|---------------------------|---|----------------------------------------------------------------------------------------|-----|-----------------------------------------|-----------------|-----------------------------------------------------------------------------------|----------------------------|--------------------------------------------|-----------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|--------------------------------------------------------|
|                                          |                                                        |                |                                   | Code                      | V | (A)                                                                                    | (D) | Date Exercisable                        | Expiration Date | Title                                                                             | Amount or Number of Shares |                                            |                                                                                                     |                                                                                  |                                                        |
| Phantom Stock                            | (1)                                                    | 9/30/2014      |                                   | A                         |   | 175                                                                                    |     | (2)                                     | (2)             | Common Stock                                                                      | 175                        | \$19.98                                    | 774                                                                                                 | D                                                                                |                                                        |
| Restricted Stock                         | (3)                                                    |                |                                   |                           |   |                                                                                        |     | (3)                                     | (3)             | Common Stock                                                                      | 49468                      |                                            | 49468                                                                                               | D                                                                                |                                                        |

#### Explanation of Responses:

- (1) 1-for-1
- (2) The shares of phantom stock become payable, pursuant to the terms and conditions set forth in the Company's 2005 Deferred Contribution Plan
- (3) Various

#### Reporting Owners

| Reporting Owner Name / Address                                                                     | Relationships |           |                                     |       |
|----------------------------------------------------------------------------------------------------|---------------|-----------|-------------------------------------|-------|
|                                                                                                    | Director      | 10% Owner | Officer                             | Other |
| <b>HOLDER JAMES T</b><br><b>400 N. ASHLEY DRIVE</b><br><b>SUITE 2800</b><br><b>TAMPA, FL 33602</b> |               |           | <b>Executive VP &amp; Secretary</b> |       |

**Signatures**

/s/ James T. Holder

10/3/2014

Date

\*\* Signature of Reporting Person

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

\* 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).

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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