

# SYKES ENTERPRISES INC

Reported by  
**LOETZ GORDON H**

## FORM 5

(Annual Statement of Changes in Beneficial Ownership)

Filed 02/13/04 for the Period Ending 12/31/03

|             |   |
|-------------|---|
| 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 5

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 [ ] Form 3 Holdings Reported  
 [ X ] Form 4 Transactions Reported

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

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**ANNUAL 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(f) of the  
 Investment Company Act of 1940

|   |         |          |  |  |  |   |  |  |
|---|---------|----------|--|--|--|---|--|--|
| 1. Name and Address of Reporting Person * |         |          | 2. Issuer Name and Ticker or Trading Symbol              |  |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)   |  |  |
| <b>LOETZ GORDON H</b>                     |         |          | <b>SYKES ENTERPRISES INC</b>                             |  |  | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |  |  |
| (Last)                                    | (First) | (Middle) | 3. Statement for Issuer's Fiscal Year Ended (MM/DD/YYYY) |  |  |   |  |  |
|   |         |          | <b>12/31/2003</b>  |  |  |   |  |  |
| 100 N TAMPA ST, STE 3900                  |         |          | 4. If Amendment, Date Original Filed (MM/DD/YYYY)        |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)   |  |  |
| (Street)                                  |         |          |  |  |  | <input checked="" type="checkbox"/> Form Filed by One Reporting Person<br><input type="checkbox"/> 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. 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) |
|---------------------------------|----------------|-----------------------------------|---------------------------|---|------------|-------|---|--|---|
|                                 |                |                                   |                           | Amount  | (A) or (D) | Price |   |  |   |
| Common Stock, \$.001 par value  |                |                                   |                           |   |            |       | 11671   | D  |   |

**Table II - Derivative Securities Acquired, Disposed of, or 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 (MM/DD/YYYY) |                 | 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 at End of Issuer's Fiscal Year (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|----------------|-----------------------------------|---------------------------|--|-----|--|-----------------|---|----------------------------|--|---|--|--|
|  |  |                |                                   |                           | (A)  | (D) | Date Exercisable                                     | Expiration Date | Title   | Amount or Number of Shares |  |   |  |  |
| Option (right to buy)                    | \$8.00   |                |                                   |                           |  |     | 4/29/1998  | 4/29/2007       | Common Stock  | 5000                       |  | 5000  | D (1)  |  |
| Option (right to buy)                    | \$22.23  |                |                                   |                           |  |     | (2)  | 4/29/2006       | Common Stock  | 7500                       |  | 7500  | D  |  |
| Option (right to buy)                    | \$26.14  |                |                                   |                           |  |     | (3)  | 5/9/2007        | Common Stock  | 100000                     |  | 100000  | D  |  |
| Option (right to buy)                    | \$20.94  |                |                                   |                           |  |     | 4/30/2000  | 4/30/2009       | Common Stock  | 5000                       |  | 5000  | D (1)  |  |
| Option (right to buy)                    | \$10.32  | 4/29/2002      |                                   | A                         | 10000  |     | 4/29/2003  | 4/29/2012       | Common Stock  | 10000                      | \$10.32                                    | 10000   | D (1)(4)   |  |
| Option (right to buy)                    | \$4.73   | 5/2/2003       |                                   | A4                        | 10000  |     | 5/2/2004   | 5/2/2013        | Common Stock  | 10000                      | \$4.73                                     | 10000   | D (1)(4)   |  |

**Explanation of Responses:**

(1)

Grant of stock options to the reporting person pursuant to the Company's 1996 Non-Employee Director Stock Option Plan, which vest in three equal annual installments beginning one year after the date of grant; provided that all options vest upon completion of the initial

term as a director and subsequent grants vest in full one year after the date of grant.

- (2) Grant issued to reporting person of stock options under the Company's 1996 Employee Stock Option Plan, which vest in three (3) equal annual installments beginning May 9, 1998.
- (3) Grant issued to reporting person of stock options under the Company's 1996 Employee Stock Option Plan, which vest in three (3) equal annual installments beginning November 11, 1998.
- (4) Pursuant to the Company's 1996 Non-Employee Director Stock Option Plan, which was previously approved and authorized by the Board of Directors and shareholders of the Company, stock options are to be granted on the day following the annual shareholders' meeting in accordance with the terms and conditions of the Plan. The reporting person has not previously disclosed this grant of stock options.

**Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| <b>LOETZ GORDON H<br/>100 N TAMPA ST<br/>STE 3900<br/>TAMPA, FL 33602</b> | <b>X</b>      |           |         |       |

**Signatures**

/s/ Martin A. Traber, Attorney in Fact for Gordon H. Loetz

2/13/2004

\*\* Signature of Reporting Person

Date

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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