

# SYKES ENTERPRISES INC

Reported by  
**ROCKTOFF WILLIAM**

## FORM 3

(Initial Statement of Beneficial Ownership)

Filed 11/08/05 for the Period Ending 09/30/05

Address	400 NORTH ASHLEY DRIVE 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 3

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

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## INITIAL STATEMENT OF 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

1. Name and Address of Reporting Person *  <b>Rocktoff William</b>	2. Date of Event Requiring Statement (MM/DD/YYYY) <b>9/30/2005</b>	3. Issuer Name <b>and</b> Ticker or Trading Symbol  <b>SYKES ENTERPRISES INC [SYKE]</b>
(Last) (First) (Middle)  <b>400 N ASHLEY DRIVE, SUITE 2800</b>	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input type="checkbox"/> Director <span style="margin-left: 150px;"><input type="checkbox"/> 10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="margin-left: 100px;"><input type="checkbox"/> Other (specify below)</span> <b>Treasurer &amp; Controller /</b>	
(Street)  <b>TAMPA, FL 33602</b>	5. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City) (State) (Zip)		

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<b>Common Stock</b>	<b>1785</b>	<b>D</b>	
<b>Common Stock</b>	<b>4073</b>	<b>I</b>	<b>See footnote (1)</b>

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

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<b>Option (right to buy)</b>	<b>8/18/1998</b>	<b>8/18/2007</b>	<b>Common Stock</b>	<b>4000</b>	<b>\$20.6750</b>	<b>D (2)</b>	
<b>Option (right to buy)</b>	<b>5/6/2000</b>	<b>5/6/2009</b>	<b>Common Stock</b>	<b>11338</b>	<b>\$21.70</b>	<b>D (3)</b>	
<b>Option (right to buy)</b>	<b>5/6/2000</b>	<b>5/6/2009</b>	<b>Common Stock</b>	<b>662</b>	<b>\$21.70</b>	<b>D (4)</b>	
<b>Option (right to buy)</b>	<b>10/19/2001</b>	<b>10/17/2010</b>	<b>Common Stock</b>	<b>10000</b>	<b>\$4.05</b>	<b>D (5)</b>	

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

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<b>Option (right to buy)</b>	<b>3/18/2003</b>	<b>3/18/2012</b>	<b>Common Stock</b>	<b>15000</b>	<b>\$9.05</b>	<b>D (6)</b>	
<b>Option (right to buy)</b>	<b>3/18/2003</b>	<b>3/18/2012</b>	<b>Common Stock</b>	<b>17000</b>	<b>\$9.05</b>	<b>D (7)</b>	
<b>Phantom Stock</b>	<b>(8)</b>	<b>(8)</b>	<b>Common Stock</b>	<b>108</b>	<b>(9)</b>	<b>D</b>	

**Explanation of Responses:**

- (1) Represents shares held in the Executive Deferred Compensation Plan, which the reporting person is currently twenty percent vested as of December 31, 2004.
- (2) 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 August 18, 1998, 1999 and 2000.
- (3) 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 May 6, 2000, 2001, and 2002.
- (4) Grant of stock options to the reporting person pursuant to the Company's 1996 Employee Stock Option Plan, which vests in one year from Grant Date.
- (5) 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.
- (6) Grant of stock options to the reporting person pursuant to the Company's 2001 Employee Stock Option Plan, which vests in four equal annual installments on March 18, 2003, 2004, 2005, and 2006.
- (7) Grant of stock options to the reporting person pursuant to the Company's 2001 Employee Stock Option Plan, which vests on March 18, 2006.
- (8) 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.
- (9) 1-for-1

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Rocktoff William 400 N ASHLEY DRIVE SUITE 2800 TAMPA, FL 33602</b>			<b>Treasurer &amp; Controller</b>	

**Signatures**

/s/ William Rocktoff

11/8/2005

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 5(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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

## POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints W. Michael Kipphut, James Holder, or Martin A. Traber, as the undersigned's true and lawful attorneys-in-fact, to:

1. execute for and on behalf of the undersigned Forms 4 and 5 in accordance with Section 16 of the Securities Exchange Act of 1934, and the rules promulgated thereunder;
2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Form 4 and 5 and the timely filing of such form with the United States Securities and Exchange Commission and any other authority; and
3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his or her discretion.

The undersigned hereby grants to such attorneys-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as such attorneys-in-fact might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorneys-in-fact, or his or her substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

**IN WITNESS WHEREOF**, the undersigned has caused this Power of Attorney to be executed effective as of this 7th day of November, 2005.

/s/ William Rocktoff  
Printed Name: William Rocktoff