

# SYKES ENTERPRISES INC

Reported by  
**HOLDER JAMES T**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/26/13 for the Period Ending 11/22/13

|             |                                           |
|-------------|-------------------------------------------|
| 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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## 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>11/22/2013</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><br>(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                    | 11/22/2013     |                                   | M                         |   | 5660                                                              | A          | \$19.69 | 11814                                                                                         | D                                                        |                                                       |
| Common Stock                    | 11/22/2013     |                                   | D                         |   | 5170                                                              | D          | \$21.56 | 6644                                                                                          | D                                                        |                                                       |
| Common Stock                    | 11/22/2013     |                                   | F                         |   | 135                                                               | D          | \$21.56 | 6509                                                                                          | 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 |                                            |                                                                                                     |                                                                                  |                                                        |
| Stock Appreciation Rights                | \$19.69                                                | 11/22/2013     |                                   | M                         |   | 5660                                                                                   | (1)                                     | (2) | Common Stock                                                                      | 5660            | \$0                                        | 17442                                                                                               | D                                                                                |                                                        |
| Restricted Stock                         | (3)                                                    |                |                                   |                           |   |                                                                                        | (4)                                     | (2) | Common Stock                                                                      | 49468           |                                            | 49468                                                                                               | D                                                                                |                                                        |
| Phantom Stock                            | (3)                                                    |                |                                   |                           |   |                                                                                        | (5)                                     | (2) | Common Stock                                                                      | 5685            |                                            | 5685                                                                                                | D                                                                                |                                                        |

**Explanation of Responses:**

- (1) Stock Appreciation Rights, which have a ten-year term become exercisable in three equal installments beginning January 5, 2009.
- (2) Various
- (3) 1-for-1
- (4) Represents restricted stock issued pursuant to the Issuer's 2001 Equity Incentive Plan, and 2011 Equity Incentive Plan.
- (5) Represents the Issuer's matching contributions, which vest and are payable pursuant to the Issuer's 2005 Deferred Compensation Plan, as amended.

**Reporting Owners**

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

**Signatures**/s/ James T. Holder11/26/2013

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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