

# SYKES ENTERPRISES INC

Reported by  
**HOLDER JAMES T**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/03/06 for the Period Ending 09/30/06

|             |   |
|-------------|---|
| 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

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

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

OMB APPROVAL  
OMB Number: 3235-0287  
Expires: January 31, 2008  
Estimated average burden hours per response... 0.5

**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

|   |   |  |
|---|---|--|
| <b>1. Name and Address of Reporting Person *</b><br><br><b>HOLDER JAMES T</b><br><br><small>(Last) (First) (Middle)</small><br><br><b>400 N. ASHLEY DRIVE, SUITE 2800</b><br><br><small>(Street)</small><br><br><b>TAMPA, FL 33602</b><br><br><small>(City) (State) (Zip)</small> | <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>SVP &amp; Secretary</b> |
| <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b><br><br><p align="center"><b>9/30/2006</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><small>(MM/DD/YYYY)</small>  |   |  |

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

| 1. Title of Security<br><small>(Instr. 3)</small> | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. Code<br><small>(Instr. 8)</small> |   | 4. Securities Acquired (A) or Disposed of (D)<br><small>(Instr. 3, 4 and 5)</small> |            |       | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br><small>(Instr. 3 and 4)</small> | 6. Ownership Form: Direct (D) or Indirect (I) <small>(Instr. 4)</small> | 7. Nature of Indirect Beneficial Ownership<br><small>(Instr. 4)</small> |
|---|----------------|-----------------------------------|---|---|---|------------|-------|---|---|---|
|   |                |                                   | Code  | V | Amount  | (A) or (D) | Price |   |   |   |
|   |                |                                   |   |   |   |            |       |   |   |   |

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

| 1. Title of Derivate Security<br><small>(Instr. 3)</small> | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. Code<br><small>(Instr. 8)</small> | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br><small>(Instr. 3, 4 and 5)</small> | 6. Date Exercisable and Expiration Date |                 | 7. Title and Amount of Securities Underlying Derivative Security<br><small>(Instr. 3 and 4)</small> |                            | 8. Price of Derivative Security<br><small>(Instr. 5)</small> | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) <small>(Instr. 4)</small> | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) <small>(Instr. 4)</small> | 11. Nature of Indirect Beneficial Ownership<br><small>(Instr. 4)</small> |
|--|--|----------------|-----------------------------------|---|--|---|-----------------|---|----------------------------|--|--|---|--|
|  |  |                |                                   |   |  | Date Exercisable                        | Expiration Date | Title   | Amount or Number of Shares |  |  |   |  |
| Phantom Stock  | (1)  |                |                                   |   |  |   | (2)             | (2)   | Common Stock               | 36   | 36   | D   |  |
| Phantom Stock  | (1)  |                |                                   |   |  |   | (2)             | (2)   | Common Stock               | 34   | 34   | D   |  |
| Phantom Stock  | (1)  |                |                                   |   |  |   | (2)             | (2)   | Common Stock               | 45   | 45   | D   |  |
| Phantom Stock  | (1)  |                |                                   |   |  |   | (2)             | (2)   | Common Stock               | 37   | 37   | D   |  |
| Phantom Stock  | (1)  | 9/30/2006      |                                   | A   | 29   |   | (2)             | (2)   | Common Stock               | 29   | \$20.35  | 29  | D  |

**Explanation of Responses:**

- (1) 1-for-1.
- (2) 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.

**Reporting Owners**

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
|                                |               |

|  | Director | 10% Owner | Officer         | Other |
|--|----------|-----------|-----------------|-------|
| HOLDER JAMES T<br>400 N. ASHLEY DRIVE<br>SUITE 2800<br>TAMPA, FL 33602 |          |           | SVP & Secretary |       |

**Signatures**

/s/ Martin A. Traber as Attorney-in-Fact for James T. Holder

10/3/2006

\*\* 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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