

SYKES ENTERPRISES INC  
Form 4  
March 28, 2017

**FORM 4**

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

OMB APPROVAL

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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HOLDER JAMES T**

2. Issuer Name and Ticker or Trading Symbol  
**SYKES ENTERPRISES INC [SYKE]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
400 N. ASHLEY DRIVE, SUITE 2800

3. Date of Earliest Transaction (Month/Day/Year)  
03/24/2017

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Executive VP & Secretary

(Street)  
TAMPA, FL 33602

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 03/24/2017                           |  | M                              | 4,255   | A \$ 19.77  | 32,384   | D                                 |
| Common Stock                    | 03/24/2017                           |  | D                              | 2,847   | D \$ 29.55  | 29,537   | D                                 |
| Common Stock                    | 03/24/2017                           |  | F                              | 386   | D \$ 29.55  | 29,151   | D                                 |
| Common Stock                    | 03/24/2017                           |  | M                              | 3,974   | A \$ 25.06  | 33,125   | D                                 |
| Common Stock                    | 03/24/2017                           |  | D                              | 3,371   | D \$ 29.55  | 29,754   | D                                 |

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|              |            |   |       |   |          |        |   |
|--------------|------------|---|-------|---|----------|--------|---|
| Common Stock | 03/24/2017 | F | 165   | D | \$ 29.55 | 29,589 | D |
| Common Stock | 03/24/2017 | M | 3,974 | A | \$ 25.06 | 33,563 | D |
| Common Stock | 03/24/2017 | D | 3,371 | D | \$ 29.55 | 30,192 | D |
| Common Stock | 03/24/2017 | F | 165   | D | \$ 29.55 | 30,027 | D |

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

**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.**

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction 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 (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
| Stock Appreciation Rights                  | \$ 19.77   | 03/24/2017                           |  | M                              | 4,255   | (1)  | (2)   | Common Stock | 4,255                      |
| Stock Appreciation Rights                  | \$ 25.06   | 03/24/2017                           |  | M                              | 3,974   | (3)  | (2)   | Common Stock | 3,974                      |
| Stock Appreciation Rights                  | \$ 25.06   | 03/24/2017                           |  | M                              | 3,974   | (3)  | (2)   | Common Stock | 3,974                      |
| Restricted Stock                           | (4)  |                                      |  |                                |   | (5)  | (2)   | Common Stock | 123,765                    |
| Phantom Stock                              | (4)  |                                      |  |                                |   | (6)  | (2)   | Common Stock | 4,750                      |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

HOLDER JAMES T  
400 N. ASHLEY DRIVE  
SUITE 2800  
TAMPA, FL 33602

Executive VP & Secretary

## Signatures

/s/ James T.  
Holder 03/28/2017

\*\*Signature of  
Reporting Person Date

## Explanation of Responses:

- \* 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).
- (1) Stock Appreciation Rights, which have a ten-year term exercisable in three equal installments beginning March 28, 2015.
- (2) Various
- (3) Stock Appreciation Rights, which have a ten-year term exercisable in three equal installments beginning April 3, 2016
- (4) 1-for-1
- (5) Represents restricted stock issued pursuant to the Issuer's 2001 Equity Incentive Plan, and 2011 Equity Incentive Plan.
- (6) Represents the Issuer's matching contributions, which vest and are payable pursuant to the Issuer's 2005 Deferred Compensation Plan, as amended.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.