

ZINGALE LAWRENCE
Form 4
March 23, 2010

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 *
ZINGALE LAWRENCE

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

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/19/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Vice President

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 03/19/2010 | | M ⁽¹⁾ | 4,390 A \$ 17.64 | 34,153 | D | |
| Common Stock | 03/19/2010 | | F | 3,840 D \$ 23.78 | 30,313 | D | |
| Common Stock | 03/19/2010 | | M ⁽²⁾ | 4,707 A \$ 17.87 | 35,020 | D | |
| Common Stock | 03/19/2010 | | F | 4,140 D \$ 23.78 | 30,880 | D | |
| Common Stock | 03/19/2010 | | M ⁽³⁾ | 6,751 A \$ 19.69 | 37,631 | D | |

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Common Stock 03/19/2010 F 6,188 D \$ 23.78 31,443 D

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

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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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Appreciation Rights | \$ 17.64 | 03/19/2010 | | M | 4,390 | <u>(1)</u> <u>(1)</u> | Common Stock | 4,390 |
| Stock Appreciation Rights | \$ 17.87 | 03/19/2010 | | M | 4,707 | <u>(2)</u> <u>(2)</u> | Common Stock | 4,707 |
| Stock Appreciation Rights | \$ 19.69 | 03/19/2010 | | M | 6,751 | <u>(3)</u> <u>(3)</u> | Common Stock | 6,751 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ZINGALE LAWRENCE 400 N. ASHLEY DRIVE SUITE 2800 TAMPA, FL 33602 | | | Senior Vice President | |

Signatures

/s/ Martin A. Traber as Attorney-in-Fact for Lawrence Zingale

03/23/2010

__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) The stock appreciation rights were granted to the Reporting Person pursuant to the Issuer's 2001 Equity Incentive Plan with 1/3 vesting annually on March 16, 2008, March 16, 2009 and March 16, 2010.
- (2) The stock appreciation rights were granted to the Reporting Person pursuant to the Issuer's 2001 Equity Incentive Plan with 1/3 vesting annually on January 2, 2009, January 2, 2010 and January 2, 2011.
- (3) The stock appreciation rights were granted to the Reporting Person pursuant to the Issuer's 2001 Equity Incentive Plan with 1/3 vesting annually on January 5, 2010, January 5, 2011 and January 5, 2012.

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.