

SYKES ENTERPRISES INC
Form 4
May 27, 2008

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 *
MACLEOD JAMES S

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)

3. Date of Earliest Transaction (Month/Day/Year)
05/24/2008

Director 10% Owner
 Officer (give title below) Other (specify below)

250 E KILBOURN AVE

(Street)

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

MILWAUKEE, WI 53202

(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)
			Code	V Amount (A) or (D) Price			
Common Stock	05/24/2008		M	1,043 A	6,732 ⁽²⁾	D	
Common Stock	05/24/2008		M	1,102 A	7,834	D	
Common Stock	05/24/2008		M	925 A	8,759	D	
Common Stock	05/26/2008		A	222 ⁽³⁾ A	\$ 21.09	8,981	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)	Amount or Number of Shares			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Units ⁽⁵⁾	<u>(1)</u>	05/24/2007		A	1,850	05/24/2008 05/24/2016	Common Stock	1,850			
Common Stock Units ⁽⁴⁾	<u>(1)</u>	05/24/2008		M	1,043	05/24/2006 05/24/2014	Common Stock	1,043			
Common Stock Units ⁽⁵⁾	<u>(1)</u>	05/24/2008		M	1,102	05/24/2007 05/24/2015	Common Stock	1,102			
Common Stock Units ⁽⁵⁾	<u>(1)</u>	05/24/2008		M	925	05/24/2008 05/24/2016	Common Stock	925			

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MACLEOD JAMES S 250 E KILBOURN AVE MILWAUKEE, WI 53202		X		

Signatures

/s/ Martin A. Traber, Attorney-In-Fact for James S. MacLeod 05/27/2008

__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) Each grant of stock unit represents a contingent right to receive one share of the Company's common stock.
- (2) Inadvertently overstated the number of shares that were owned by the reporting person on his last filing by 1,043 shares.
- (3) Grant of common stock to the reporting person pursuant to the Company's Amended 2004 Non-Employee Director Fee Plan.
- (4) Grant of common stock units to the reporting person pursuant to the Company's 2004 Non-Employee Director Plan, which vests in three equal annual installments beginning one year from date of grant.
- (5) Grant of common stock units to the reporting person pursuant to the Company's 2004 Non-Employee Director Plan, which vests in two equal annual installments beginning one year from date of grant.

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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