

SYKES ENTERPRISES INC

Form 4

March 16, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MACDONALD IAIN A

(Last) (First) (Middle)

7 HERMITAGE GARDENS

(Street)

EDINBURGH, X0 EH106DL

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/14/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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

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, \$.001 par value	03/14/2006		M		1,607	D \$ 6.22	7,080 I In Trust ⁽¹⁾
Common Stock, \$.001 par value	03/14/2006		M		3,157	D \$ 5.939	10,237 I In Trust ⁽¹⁾
Common Stock, \$.001 par value	03/14/2006		S		8,000	D \$ 14.13	2,237 I In Trust ⁽¹⁾

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

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SEC 1474
(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
Common Stock Units	\$ 6.22					05/24/2005 05/24/2014	Common Stock	4,822
Common Stock Units	\$ 6.22	03/14/2006		M	1,607	05/24/2005 05/24/2014	Common Stock	3,215
Common Stock Units	\$ 5.939					05/24/2005 05/24/2014	Common Stock	6,315
Common Stock Units	\$ 5.939	03/14/2006		M	3,157	05/24/2005 05/24/2014	Common Stock	3,158
Common Stock Units	\$ 9.022					05/24/2005 05/24/2014	Common Stock	4,157

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MACDONALD IAIN A 7 HERMITAGE GARDENS EDINBURGH, X0 EH106DL	X			

Signatures

/s/ Martin A. Traber, Esquire as Attorney-in-Fact for Iain
Macdonald

03/16/2006

__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 number of securities reported are currently held in a trust in which Mr. Macdonald is the sole owner and beneficiary.
- (2) Grant of common stock units to the reporting person pursuant to the Company's 2004 Non-Employee Director Fee Plan, which vests in three equal annual installments beginning one year from date of grant.
- (3) Grant of common stock units to the reporting person pursuant to the Company's 2004 Non-Employee Director Fee 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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