

Troka John R JR
Form 4
March 08, 2011

FORM 4

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

OMB APPROVAL

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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 *
Troka John R JR

2. Issuer Name and Ticker or Trading Symbol
TELETECH HOLDINGS INC
[TTEC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
9197 S. PEORIA STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/05/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP & Interim CFO

ENGLEWOOD, CO 80112
(City) (State) (Zip)

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

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 or Price | | |
| Common Stock <u>(1)</u> | 03/05/2011 | | M | | 25,000 A \$ 0 | 72,076 | D |
| Common Stock <u>(2)</u> | 03/05/2011 | | F | | 7,770 D \$ 20.86 | 64,306 | D |
| Common Stock <u>(3)</u> | 03/05/2011 | | M | | 6,250 A \$ 0 | 70,556 | D |
| Common Stock <u>(2)</u> | 03/05/2011 | | F | | 1,943 D \$ 20.86 | 68,613 | D |
| Common Stock | 03/08/2011 | | S <u>(4)</u> | | 3,000 D \$ 20.4 | 65,613 | D |

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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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Restricted Stock Units ⁽¹⁾ | \$ 0 | 03/05/2011 | | M | 25,000 | <u>(1)</u> <u>(1)</u> | Common Stock | 25,000 |
| Restricted Stock Units ⁽³⁾ | \$ 0 | 03/05/2011 | | M | 6,250 | <u>(3)</u> <u>(3)</u> | Common Stock | 6,250 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Troka John R JR 9197 S. PEORIA STREET ENGLEWOOD, CO 80112 | | | SVP & Interim CFO | |

Signatures

/s/ William H. Brierly as Attorney-in-Fact for John R. Troka, Jr. 03/08/2011

__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) Reflects vesting of Restricted Stock Units ("RSUs") on March 5, 2011. The Reporting Person initially received 100,000 time-based RSUs on March 5, 2009. The RSUs vest in four equal installments of 25,000 per year beginning on March 5, 2010.
- (2) Reflects withholding of shares to satisfy tax obligations in connection with the vesting of RSUs.
- (3)

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Reflects vesting of RSUs on March 5, 2011. The Reporting Person initially received 25,000 time-based RSUs on March 5, 2010. The RSUs vest in four equal installments of 6,250 per year beginning on March 5, 2011.

(4) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting person on November 12, 2010.

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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