SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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1. Name and Addres <u>Kline Carol J</u>	s of Reporting Persor	*	2. Issuer Name and Ticker or Trading Symbol <u>TELETECH HOLDINGS INC</u> [TTEC]	(Check	tionship of Reporting Perso all applicable) Director Officer (give title	n(s) to Issuer 10% Owner Other (specify	
(Last) 9197 S. PEORIA	(First) ST.	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/19/2010	Х	below) EVP, Chief Informati	below)	
(Street) ENGLEWOOD (City)	CO (State)	80112 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing (Form filed by One Report Form filed by More than (Person	ting 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)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock ⁽¹⁾	11/19/2010		М		15,000	Α	\$ <mark>0</mark>	34,548	D	
Common Stock ⁽²⁾	11/19/2010		F		4,663	D	\$18.23	29,885	D	
Common Stock	11/19/2010		S		2,604	D	\$18.1187 ⁽³⁾	27,281	D	
Common Stock	11/22/2010		S		2,396	D	\$18.4065 ⁽⁴⁾	24,885	D	

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. Transa Code (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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units ⁽¹⁾	\$0	11/19/2010		М			15,000	(1)	(1)	Common Stock	15,000	\$0	30,000	D	

Explanation of Responses:

1. Reflects vesting of Restricted Stock Units ("RSUs") on November 19, 2010. The Reporting Person initially received 60,000 time-based RSUs on November 19, 2008. The RSUs vest in four equal installments of 15,000 per year beginning on November 19, 2009.

2. Reflects withholding of shares to satisfy tax obligations in connection with the vesting of RSUs.

3. Represents the weighted average price of multiple transactions with a range of prices between \$18.1025 and \$18.2500. The Reporting Person, upon request by the staff of the Securities and Exchange Commission, the Issuer or a security holder of the Issuer, undertakes to provide further information regarding the number of securities purchased at each separate price.

4. Represents the weighted average price of multiple transactions with a range of prices between \$18.2500 and \$18.5000. The Reporting Person, upon request by the staff of the Securities and Exchange Commission, the Issuer or a security holder of the Issuer, undertakes to provide further information regarding the number of securities purchased at each separate price.

<u>/s/ William H. Brierly,</u> <u>Attorney-in-Fact for Carol</u>

Kline

11/23/2010

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.