

BARLETT JAMES E  
Form 4  
March 08, 2011

**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 \*  
BARLETT JAMES E

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 ST.  
(Street)

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

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

ENGLEWOOD, CO 80112

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 or (D) Price			
Common Stock <u>(1)</u>	03/05/2011		M	73,750 A \$ 0	362,392	D	
Common Stock <u>(2)</u>	03/05/2011		F	30,297 D \$ 20.86	332,095	D	
Common Stock <u>(3)</u>	03/05/2011		M	75,000 A \$ 0	407,095	D	
Common Stock <u>(2)</u>	03/05/2011		F	30,810 D \$ 20.86	376,285	D	

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
Restricted Stock Units <sup>(1)</sup>	\$ 0	03/05/2011		M	73,750	<u>(1)</u> <u>(1)</u>	Common Stock	73,750
Restricted Stock Units <sup>(3)</sup>	\$ 0	03/05/2011		M	75,000	<u>(3)</u> <u>(3)</u>	Common Stock	75,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARLETT JAMES E 9197 S. PEORIA ST. ENGLEWOOD, CO 80112	X		Vice Chairman	

## Signatures

/s/ William H. Brierly, as Attorney-in-Fact for James E. Barlett  
 Date: 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 295,000 time-based RSUs on March 5, 2009. The RSUs vest in four equal installments of 73,750 per year beginning on March 5, 2010.
- (2) Reflects withholding of shares to satisfy tax obligations in connection with the vesting of RSUs.
- (3) Reflects vesting of RSUs on March 5, 2011. The Reporting Person initially received 300,000 time-based RSUs on March 5, 2010. The RSUs vest in four equal installments of 75,000 per year beginning on March 5, 2011.

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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