

SYKES OLLIN B  
Form 4  
June 01, 2010

**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 \*  
SYKES OLLIN B

2. Issuer Name and Ticker or Trading Symbol  
CHARLES & COLVARD LTD  
[CTHR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
05/27/2010

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

C/O CHARLES & COLVARD LTD, 300 PERIMETER PARK DR., STE A

(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

MORRISVILLE, NC 27560

(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 Ownership (Instr. 4)                      |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| common stock                    |                                      |  |                                |   | 280,963 <sup>(3)</sup>  | D  |   |
| common stock                    |                                      |  |                                |   | 6,020 <sup>(4)</sup>  | I  | By SEP IRA  |
| common stock                    | 05/27/2010                           |  | P                              | 10,000 A  | \$ 556,363 <sup>(5)</sup>   | I  | By Sykes & Company Profit Sharing Plan and Trust <sup>(1)</sup> |



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- Ollin Sykes is the trustee of the Sykes & Company Profit Sharing Plan and Trust. The aggregate shares of the Issuer's common stock
- (1) reported as held by the plan include 36,045 shares held in Mr. Sykes's personal 401(k) account under the plan. Mr. Sykes disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
  - (2) Mr. Sykes is a partner within this investment partnership and has shared voting and investment power over these shares.  
The amount of securities beneficially owned has been adjusted to reflect the correct form of ownership. Of the shares previously reported
  - (3) as direct ownership, a total of 521,565 shares have been adjusted to reflect indirect ownership through the Sykes & Company Profit Sharing Plan and Trust and through the SEP IRA.
  - (4) The amount of securities beneficially owned through the SEP IRA has been adjusted by 1,820 shares to include shares previously reported as directly owned.  
The amount of securities beneficially owned through the Sykes & Company Profit Sharing Plan and Trust has been adjusted by 519,745
  - (5) shares to include shares previously reported as directly owned. An additional 13,538 shares that were erroneously omitted from previous Forms 4 have been included in this filing to make a complete and accurate report.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.