

SOTHEBYS HOLDINGS INC

Form 4

December 17, 2004

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
WOODHEAD ROBIN

2. Issuer Name **and** Ticker or Trading
Symbol
SOTHEBYS HOLDINGS INC
[BID]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
38500 WOODWARD
AVENUE, SUITE 100

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/16/2004

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
EVP Chief Exec.Sot Euro & Asia

BLOOMFIELD HILLS, MI 48304

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	(A) or (D)	Price		
Class A Ltd. Voting Common Stock	12/16/2004		C		25,000	A	<u>11</u>	25,000	D
Class A Ltd. Voting Common Stock	12/16/2004		S		100	D	\$ 18.24	24,900	D
Class A Ltd. Voting Common	12/16/2004		S		9,400	D	\$ 18.25	15,500	D

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Stock

Class A

Ltd. Voting

Common

12/16/2004

S

100

D

\$

18.26

15,400

D

Stock

Class A

Ltd. Voting

Common

12/16/2004

S

1,300

D

\$

18.28

14,100

D

Stock

Class A

Ltd. Voting

Common

12/16/2004

S

1,200

D

\$

18.3

12,900

D

Stock

Class A

Ltd. Voting

Common

12/16/2004

S

800

D

\$

18.34

12,100

D

Stock

Class A

Ltd. Voting

Common

12/16/2004

S

500

D

\$

18.35

11,600

D

Stock

Class A

Ltd. Voting

Common

12/16/2004

S

6,700

D

\$

18.36

4,900

D

Stock

Class A

Ltd. Voting

Common

12/16/2004

S

1,100

D

\$

18.37

3,800

D

Stock

Class A

Ltd. Voting

Common

12/16/2004

S

1,200

D

\$

18.38

2,600

D

Stock

Class A

Ltd. Voting

Common

12/16/2004

S

300

D

\$

18.39

2,300

D

Stock

Class A

Ltd. Voting

Common

12/16/2004

S

200

D

\$

18.4

2,100

D

Stock

Class A

Ltd. Voting

Common

12/16/2004

S

800

D

\$

18.41

1,300

D

Stock

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Class A Ltd. Voting Common Stock	12/16/2004	S	1,300	D	\$ 18.47	0	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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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 A Underlying S (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Employee Stock Option-Right to Buy ⁽²⁾	\$ 8.65	12/16/2004		M	10,000	08/05/2004	08/04/2013	Class B Common Stock
Class B Common Stock	<u>(1)</u>	12/16/2004		M	10,000	<u>(1)</u>	<u>(1)</u>	Class A Ltd. Voting Common Stock
Class B Common Stock	<u>(1)</u>	12/16/2004		C	10,000	<u>(1)</u>	<u>(1)</u>	Class A Ltd. Voting Common Stock
Employee Stock Option-Right to Buy ⁽²⁾	\$ 11.24	12/16/2004		M	15,000	<u>(3)</u>	09/27/2011	Class B Common Stock
Class B Common Stock	<u>(1)</u>	12/16/2004		M	15,000	<u>(1)</u>	<u>(1)</u>	Class A Ltd. Voting Common Stock
	<u>(1)</u>	12/16/2004		C	15,000	(1)	(1)	

Class B
Common
Stock

Class A
Ltd.
Voting
Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WOODHEAD ROBIN 38500 WOODWARD AVENUE SUITE 100 BLOOMFIELD HILLS, MI 48304	X		EVP Chief Exec.Sot Euro & Asia	

Signatures

/s/ Robin
Woodhead 12/17/2004

__Signature of Date
Reporting Person

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 Issuer's Class B Common Stock is freely convertible into the Issuer's Class A Limited Voting Common Stock on a one-for-one basis.
- (2) Granted under the Issuer's 1997 Employee Stock Option Plan.
- (3) 9/28/2002 as to 10,000 options and 9/28/2003 as to the remaining 5,000 options exercised.
- (4) Not Applicable

Remarks:

This Form 4 is being filed to report a stock option exercise by Mr. Woodhead for the following: the exercise of 10,000 and 15,

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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