

SOTHEBYS
Form 4
February 17, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Loeb Daniel S

(Last) (First) (Middle)
390 PARK AVENUE
(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SOTHEBYS [NYSE: BID]

3. Date of Earliest Transaction
(Month/Day/Year)
11/15/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

See Remarks

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)
				(A) or (D) Price			
Common Stock, par value \$0.01 per share	11/15/2016		A ⁽¹⁾	495 ⁽¹⁾ A \$ 37.87	6,662,569	I ⁽³⁾	See Remarks
Common Stock, par value \$0.01 per share	02/15/2017		A ⁽²⁾	453 ⁽²⁾ A \$ 41.38	6,663,022	I ⁽³⁾	See Remarks

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

Persons who respond to the collection of information contained in this form are not

SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Loeb Daniel S 390 PARK AVENUE NEW YORK, NY 10022	X	X		See Remarks
Third Point LLC 390 PARK AVENUE NEW YORK, NY 10022		X		

Signatures

DANIEL S. LOEB, /s/ William Song, as Attorney-in-Fact for Daniel S. Loeb	02/17/2017
__Signature of Reporting Person	Date
THIRD POINT LLC, /s/ William Song, as Attorney-in-Fact for Daniel S. Loeb, Chief Executive Officer of Third Point LLC	02/17/2017
__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) On November 15, 2016, Daniel S. Loeb was granted 495 shares as quarterly director compensation which are held directly by Mr. Loeb. As a director, Mr. Loeb was entitled to \$18,750 in compensation and elected to receive such compensation in the form of shares. The shares were granted at a price equal to \$37.87, the closing price of the Issuer's shares on the business day prior to the award.
 - (2) On February 15, 2017, Daniel S. Loeb was granted 453 shares as quarterly director compensation which are held directly by Mr. Loeb. As a director, Mr. Loeb was entitled to \$18,750 in compensation and elected to receive such compensation in the form of shares. The

Edgar Filing: SOTHEBYS - Form 4

shares were granted at a price equal to \$41.38, the closing price of the Issuer's shares on the business day prior to the award.

- (3) Other than the 1,418 shares granted as quarterly director compensation to Mr. Loeb in the aggregate since August 15, 2016 which are held directly by Mr. Loeb as reported above, the remainder of the securities reported in this Form 4 are held indirectly as described in the remarks below.

Remarks:

Other than the securities granted to Daniel S. Loeb as quarterly director compensation on and since August 15, 2016, the securities

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.