Alexander Susan Form 3/A January 05, 2005

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

A Alexander Susan

(Last)

(First) (Middle)

Statement

(Month/Day/Year)

01/03/2005

SOTHEBYS HOLDINGS INC [BID]

38500 WOODWARD

AVENUE, Â SUITE 100

(Street)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

4. Relationship of Reporting Person(s) to Issuer

Filed(Month/Day/Year)

01/04/2005

(Check all applicable)

EVP & WW Head of HR

Director _X__ Officer

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

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

5. If Amendment, Date Original

Person

Form filed by More than One

Reporting Person

BLOOMFIELD HILLS. MIÂ 48304

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Conversion or Exercise Price of

5. Ownership Form of Derivative (Instr. 5)

6. Nature of Indirect Beneficial Ownership

Date Exercisable Expiration Date

Title

Amount or Number of Shares

Derivative Security: Security Direct (D)

or Indirect (I)

1

						(Instr. 5)	
Employee Stock Option-Right to Buy (1)	(2)	10/30/2007	Class B Common Stock	50,000	\$ 18.6875	D	Â
Employee Stock Option-Right to Buy (1)	(3)	02/24/2010	Class B Common Stock	67,500	\$ 18.875	D	Â
Employee Stock Option-Right to Buy (1)	(4)	09/28/2011	Class B Common Stock	50,000	\$ 11.24	D	Â
Employee Stock Option-Right to Buy (1)	01/30/2003	01/30/2007	Class B Common Stock	30,000	\$ 13.69	D	Â
Employee Stock Option-Right to Buy (1)	(5)	08/05/2013	Class B Common Stock	40,000	\$ 8.65	D	Â
Class B Common Stock	(6)	(6)	Class A Ltd. Voting Common Stock	20,171	\$ <u>(6)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Alexander Susan 38500 WOODWARD AVENUE SUITE 100 BLOOMFIELD HILLS, MI 48304	Â	Â	EVP & WW Head of HR	Â	

Signatures

/s/ Susan
Alexander

**Signature of Reporting Person

O1/05/2005

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Granted under the Issuer's 1997 Stock Option Plan.
- (2) 10,000 options vested on each of 10/30/98, 10/30/99, 10/30/00, 10/30/01 and 10/30/02.
- (3) 13,500 options vested or will vest on each of 2/24/01, 2/24/02, 2/24/03, 2/24/04 and 2/24/05.
- (4) 10,000 options have vested or will vest on each of the following dates: 9/28/02, 9/28/03, 9/28/04, 9/28/05 and 9/28/06.

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- (5) 10,000 options have or will vest on each of 8/5/04, 8/5/05, 8/5/06 and 8/5/07.
- Restricted Stock awarded under the Issuer's 2003 Restricted Stock Plan in connection with an exchange offer by the Issuer for certain options owned by the Reporting Person. The award vests in four annual installments: 5,043 shares on each of 3/31/05, 3/31/06, 3/31/07 and 5,042 shares on 3/31/08, subject to certain exceptions. After vesting, Class B Common Stock is freely convertible into the Issuer's Class A Limited Voting Common Stock on a one-to-one basis.



Remarks:

The Reporting Person is filing this amendment to correct the vesting date in footnote 6 below wit 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.