

# SOTHEBY'S

**IMPORTANT ANNUAL MEETING INFORMATION**

## Electronic Voting Instructions

**Available 24 hours a day, 7 days a week!**

Instead of mailing your proxy, you may choose one of the voting methods outlined below to vote your proxy.

VALIDATION DETAILS ARE LOCATED BELOW IN THE TITLE BAR.

**Proxies submitted by the Internet or telephone must be received by 11:59 p.m., Eastern Standard Time, on May 11, 2017.**

### Vote by Internet

- Go to [www.investorvote.com/BID](http://www.investorvote.com/BID)
- Or scan the QR code with your smartphone
- Follow the steps outlined on the secure website

### Vote by telephone

- Call toll free 1-800-652-VOTE (8683) within the USA, US territories & Canada on a touch tone telephone
- Follow the instructions provided by the recorded message

Using a **black ink** pen, mark your votes with an **X** as shown in this example. Please do not write outside the designated areas.



## Annual Meeting Proxy Card

▼ IF YOU HAVE NOT VOTED VIA THE INTERNET OR TELEPHONE, FOLD ALONG THE PERFORATION, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE. ▼

### A Proposals — The Board of Directors recommends a vote FOR Proposals 1, 2, and 4 and “EVERY YEAR” on Proposal 3.

1. Election of Directors:	For	Against	Abstain		For	Against	Abstain		For	Against	Abstain	+	
01 - Jessica M. Bibliowicz	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	06 - Daniel S. Loeb	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	11 - Dennis M. Weibling	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		
02 - Linus W. L. Cheung	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	07 - Olivier Reza	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	12 - Harry J. Wilson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		
03 - Kevin C. Conroy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	08 - Marsha E. Simms	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>						
04 - Domenico De Sole	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	09 - Thomas S. Smith, Jr.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>						
05 - The Duke of Devonshire	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	10 - Diana L. Taylor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>						
2. Advisory vote on executive compensation.		For	Against	Abstain					3. Advisory vote on frequency of the executive compensation proposal.	Every Year	Every 2 Years	Every 3 Years	Abstain
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>						<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Ratification of appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the year ending December 31, 2017.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Transaction of such other business as may properly come before the meeting or any adjournments or postponements thereof.								

### B Authorized Signatures — This section must be completed for your vote to be counted. — Date and Sign Below

Please sign exactly as name appears hereon and date. When shares are held by joint tenants, both should sign. When signing as attorney, executor, administrator, trustee, or guardian, please give full title as such. If a corporation, please sign in full corporate name by President or other authorized officer. If a partnership, please sign in full partnership name by authorized person.

Date (mm/dd/yyyy) — Please print date below.

Signature 1 — Please keep signature within the box.

Signature 2 — Please keep signature within the box.




**IF VOTING BY MAIL, YOU MUST COMPLETE SECTIONS A - C ON BOTH SIDES OF THIS CARD.**

**Important notice regarding the Internet Availability of Proxy Materials for the Annual Meeting of Stockholders to be held on Friday, May 12, 2017.**

The Proxy Statement and other proxy materials are available at:  
<http://investor.shareholder.com/bid/proxy.cfm>

Dear Stockholders of Sotheby's:

Whether or not you expect to attend the Annual Meeting, please complete and return promptly the attached proxy card in the accompanying envelope, which requires no postage if mailed in the United States. As a stockholder, please remember that your vote is important to us. We look forward to hearing from you.

**For Certain Sotheby's Employees Who Are Retirement Savings Plan Participants:** The attached proxy card covers all shares for which you have the right to give voting instructions to Vanguard Fiduciary Trust Company, Trustee of the Company's Retirement Savings Plan (the "Plan"). The attached proxy card, when properly executed, will be voted as directed as long as the proxy card is received by Computershare no later than May 6, 2017. If no direction is given to the Trustee by such date, the Trustee will vote your shares held in the Plan in the same proportion as votes received from other participants in the Plan.

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**Proxy — Sotheby's**

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**THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS FOR THE ANNUAL MEETING OF STOCKHOLDERS - MAY 12, 2017**

The undersigned hereby appoints each of DOMENICO DE SOLE, THE DUKE OF DEVONSHIRE and THOMAS S. SMITH, JR., and each of them, attorneys and proxies, with full power of substitution, to represent the undersigned at the annual meeting of stockholders of Sotheby's, on Friday, May 12, 2017, at the office of Sotheby's 1334 York Avenue, New York, New York, at 9:00 a.m., local time, and at any adjournments or postponements thereof, and to vote at such meeting the shares of common stock that the undersigned would be entitled to vote if personally present in accordance with the following instructions and to vote in their judgment upon all other matters that may properly come before the meeting and any adjournment or postponement thereof.

If at least one of the above-named Proxies shall be present in person or by substitution at such meeting or at any adjournment or postponement thereof, said Proxy or Proxies, as the case may be, so present and voting, either in person or by substitution, shall exercise all of the powers hereby given. The undersigned hereby revokes any proxy heretofore given to vote at such meeting.

*(Continued and to be SIGNED and dated on the reverse side.)*

**C Non-Voting Item**

**Change of Address** — Please print new address below.

IF VOTING BY MAIL, YOU MUST COMPLETE SECTIONS A - C ON BOTH SIDES OF THIS CARD.

