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CIRILLO MARY	ζA								
Form 4 January 04, 2012									
FORM 4									PPROVAL
	UNITED	STATES		RITIES A			COMMISSIO	N OMB Number:	3235-0287
Check this box if no longer subject to STATEMENT OF CHANG				SECUE	RITIES	Estimated burden hou response	urs per		
obligations may continue. <i>See</i> Instruction 1(b).				•	•	npany Act ay Act of 1	of 1935 or Secti 940	on	
(Print or Type Respo	nses)								
1. Name and Addres CIRILLO MAR		Person <u>*</u>	Symbol	er Name and Track Hol		Trading	5. Relationship (Issuer	of Reporting Per	
(Mc			3. Date of Earliest Transaction (Month/Day/Year) 12/31/2011			X_ Director 10% Owner Officer (give title Other (specify below) below)			
Fil			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
LAKE SUCCES	SS, NY US I	1042					Person		eporting
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned
	ansaction Date hth/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	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)
Reminder: Report or	n a separate line	e for each cla	ass of sect	urities benef	Perso inform requir	ns who rest nation cont ed to respo ys a curre	or indirectly. spond to the colle ained in this forn ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities	Deri
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)			(Inst

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Derivative Security					(D)	(Instr. 3, 4,						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Deferred Stock Units (1)	<u>(1)</u>	12/31/2011	А		458.55		(2)	(2)	Common Stock	458.55	\$ 2	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CIRILLO MARY A 1111 MARCUS AVE. SUITE M04 LAKE SUCCESS, NY US 11042	Х						
Signatures							
/s/ Gary Papilsky as attorney-in-fa Cirillo-Goldberg	ry		01/04/2	.(

**Signature of Reporting Person

2012

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). **
- These are Deferred Stock Units acquired under the DealerTrack Holdings, Inc. Directors' Deferred Compensation Plan through Board fee (1) deferral. Each Deferred Stock Unit is the economic equivalent of one share of DealerTrack Holdings, Inc. Common Stock.
- Deferred Stock Units are converted into DealerTrack Holdings, Inc. Common Stock and distributed upon the payment commencement (2)date selected by the Reporting Person.

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.