Edgar Filing: DealerTrack Holdings, Inc. - Form 4

DealerTrack Form 4	Holdings, Inc.										
April 27, 20	06										
FORM				~ ~ ~					PPROVAL		
Washington, D.C. 20549									3235-0287		
Check this box if no longer									January 31, 2005		
STATEMENT OF CHANGES IN BENEFICIAL OWNI Section 16. SECURITIES								Estimated average burden hours per			
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations may continue. See Instruction 1(c) See Instruction 1(c) 1(c											
(Print or Type	Responses)										
1. Name and A POWER JA	2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer						
			Dealer	Track Ho	ldings, Ir	nc. [TRAK]	(Check all applicable)				
(Last)	(First) (Middle)		of Earliest T Day/Year)	Transaction		X Director 10% Owner				
				12/31/2005			Difficer (give title below) Other (specify below)				
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)					al	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 					
LAKE SUC	CCESS, NY 1104	2						More than One R			
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, -	(A) or of (D) 4 and 5) (A) or	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: Rep	port on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly of	or indirectly.				
					inforr requi	nation cont red to respo ays a curre	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	Transacti	orDerivative	Expiration Date	Underlying Securities	Deri

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities (Month/Day/Year) (Instr. 3 and 4 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		4)	Secu (Inst		
				Code V	(A) (D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock Units (1)	(1)	12/31/2005		А	297.9	(2)	(2)	Common Stock	297.9	\$ 2
Deferred Stock Units (1)	<u>(1)</u>	03/31/2006		А	621.77	(2)	(2)	Common Stock	621.77	\$ 2

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
POWER JAMES DAVID III C/O DEALERTRACK HOLDINGS, INC. 1111 MARCUS AVENUE, SUITE M04 LAKE SUCCESS, NY 11042	Х					
Signatures						
/s/ Eric D. Jacobs as attorney-in-fact for Jan Power III	nes David	l	04/2	7/200		

**Signature of 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).
- 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.

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Date