Edgar Filing: DealerTrack Holdings, Inc. - Form 4

DealerTrack	Holdings, Inc.										
Form 4											
August 04, 20	006										
FORM			CECUD	TTIES A					r	PPROVAL	
	UNITED S	SIAIES		hington,			NGE (COMMISSION	OMB Number:	3235-0287	
Check thi	s box		vv as	migton,	D.C. 203	949				January 31,	
if no longer STATEMENT OF CHANCES IN BEN					BENEFI	CIAI	OW	Expires:	2005		
subject to Section 10				SECUR		CIIII	1011		Estimated average		
Form 4 or							burden hours per response 0.				
Form 5	Filed purs	suant to S	Section 16	5(a) of the	e Securiti	es Ex	chang	e Act of 1934,		0.0	
obligatior may conti		a) of the	Public Ut	ility Hold	ling Com	pany	Act of	f 1935 or Sectio	n		
See Instru		30(h)	of the Inv	vestment	Company	y Act	of 194	40			
1(b).											
	. .										
(Print or Type R	(esponses)										
1. Name and A	ddress of Reporting I	Person *	2 Issuer	Name and	Ticker or 7	Fradin	r	5. Relationship of	Reporting Per	son(s) to	
Giglia Charl	Symbol	i vanie anu	Ticker of .	i radini	5	Issuer					
DealerTrack Holdings, Inc. [TRAK]							ek all applicable)				
(Check (Last) (First) (Middle) 3. Date of Earliest Transaction											
(Last)	(1131) (1	nuuc)	(Month/Da		ansaction			Director	10%	Owner	
C/O DEALE	08/02/20	-				\underline{X} Officer (give title \underline{X} Other (specify					
INC., 1111 N	MARCUS AVEN	UE,						below) SVP and C	below) 2IODealerTra	ek Inc	
SUITE M04								by r und e	Jo Dealer Ha	en, me	
	4. If Amer	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check					
				th/Day/Year))			Applicable Line)			
X Form filed by O							One Reporting Person Lore than One Reporting				
LAKE SUC	CESS, NY 11042							Person		porting	
(City)	(State)	(Zip)	Table	- I - Non-D	erivative S	Securit	ies Aco	uired, Disposed of	f. or Beneficial	lv Owned	
1.Title of	2. Transaction Date	24 Dee		3.			-	5. Amount of	6. Ownership	-	
Security	(Month/Day/Year)		on Date, if Transaction(A) or Disposed of Code (D)					Securities	Form: Direct		
(Instr. 3)	× , , , , , , , , , , , , , , , , , , ,	any						Beneficially	(D) or	Beneficial	
		(Month/	Day/Year) (Instr. 8) (Instr. 3, 4 and 5)				5)	Owned	Indirect (I)	Ownership	
								Following Reported	(Instr. 4)	(Instr. 4)	
						(A)		Transaction(s)			
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common	09/02/2006				20,000			24667(2)	D		
Stock	08/02/2006			А	(1)	А	\$0	34,667 <u>(2)</u>	D		

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 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 Deriva Securit (Instr.	ative .ty	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (Instr. 8)	5. iorNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
					Code V	′ (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Giglia Charles J C/O DEALERTRACK HOLDINGS, INC. 1111 MARCUS AVENUE, SUITE M04 LAKE SUCCESS, NY 11042			SVP and CIODealerTrack, Inc					
Signatures								
/s/ Eric D. Jacobs as attorney-in-fact for Charle Giglia	es J.	08/04/200	06					

**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).

(1) The shares of restricted common stock will vest in full on January 31, 2010, subject to the achievement of certain pre-established goals for fiscal years 2007, 2008 and 2009. These performance goals are equally based on both the Company?s earnings before interest, taxes, depreciation and amortization, as adjusted ("EBITDA") and the market value of the Company?s common stock, in each case as measured on the last day of the fiscal year.

Date

(2) Includes 31,750 shares of restricted common stock.

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.