Jacobs Eric Douglas Form 4 March 19, 2007

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

burden hours per

response...

subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Jacobs Eric Douglas

2. Issuer Name and Ticker or Trading Symbol DealerTrack Holdings, Inc. [TRAK] 5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

(Last)

(First)

3. Date of Earliest Transaction

(Month/Day/Year)

4. If Amendment, Date Original

Director \_X\_\_ Officer (give title below)

10% Owner Other (specify

C/O DEALERTRACK HOLDINGS, INC., 1111 MARCUS AVENUE, SUITE M04

03/15/2007

SVP, GC and Secretary

6. Individual or Joint/Group Filing(Check Applicable Line)

(Street)

(Middle)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

LAKE SUCCESS, NY 11042

(City)	(State)	(Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	ispose	d 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)	
Common Stock	03/15/2007		S <u>(1)</u>	100	D	\$ 29.22	12,034	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007		S(1)	258	D	\$ 29.25	11,776	I	By Self as Trustee for The Eric

								D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S <u>(1)</u>	400	D	\$ 29.26	11,376	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S(1)	371	D	\$ 29.28	11,005	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S <u>(1)</u>	100	D	\$ 29.3	10,905	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S <u>(1)</u>	300	D	\$ 29.31	10,605	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S <u>(1)</u>	400	D	\$ 29.32	10,205	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S <u>(1)</u>	400	D	\$ 29.33	9,805	I	By Self as Trustee for

								The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S <u>(1)</u>	300	D	\$ 29.34	9,505	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S <u>(1)</u>	442	D	\$ 29.35	9,063	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S <u>(1)</u>	29	D	\$ 29.36	9,034	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S(1)	400	D	\$ 29.37	8,634	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S <u>(1)</u>	14	D	\$ 29.38	8,620	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common	03/15/2007	S <u>(1)</u>	700	D	\$	7,920	I	By Self as

Stock					29.39			Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S <u>(1)</u>	100	D	\$ 29.46	7,820	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S <u>(1)</u>	100	D	\$ 29.48	7,720	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S <u>(1)</u>	500	D	\$ 29.52	7,220	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S(1)	200	D	\$ 29.53	7,020	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S <u>(1)</u>	100	D	\$ 29.54	6,920	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust

Common Stock	03/15/2007	S <u>(1)</u>	300	D	\$ 29.55	6,620	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S <u>(1)</u>	235	D	\$ 29.56	6,385	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	S <u>(1)</u>	251	D	\$ 29.58	6,134	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock						78,865 <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.

SEC 1474

(9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Title and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ite	Amount of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securities	(Instr. 5)
	Derivative				Securities			(Instr. 3 and 4)	
	Security				Acquired				
					(A) or				
					Disposed				
					of (D)				
					(Instr. 3,				
					4, and 5)				
				Code V	(A) (D)	Date	Expiration	Title Amount	
				Couc ,	(11) (D)		Date	or	
						Lacicionole	Duic	Number	
								of	
								31	

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Shares

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Jacobs Eric Douglas C/O DEALERTRACK HOLDINGS, INC. 1111 MARCUS AVENUE, SUITE M04 LAKE SUCCESS, NY 11042

SVP, GC and Secretary

### **Signatures**

/s/ Eric D. 03/19/2007 Jacobs

\*\*Signature of Date
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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on October 10, 2006.
- (2) Includes 74,000 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.

Reporting Owners 6