## Edgar Filing: DealerTrack Holdings, Inc. - Form 4

	Holdings, Inc.												
Form 4 July 03, 200	17												
FORM	S SECURITIES AND EXCHANGE COMMISSION							OMB APPROVAL					
				, D.C. 2(			01411411551014	OMB Number:	3235-0287				
Check th if no lon subject to Section 1 Form 5 obligation may con <i>See</i> Instr 1(b).	F CHAN Section 1 Public U of the Ir	IGES SEC .6(a) c tility l	IN CUR of th Hole	January 31, 2005 Estimated average burden hours per response 0.5									
(Print or Type	Responses)												
1. Name and Address of Reporting Person <u>*</u> ONeil Mark F			2. Issuer Name <b>and</b> Ticker or Trading Symbol DealerTrack Holdings, Inc. [TRAK]						5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) C/O DEALERTRACK HOLDINGS, INC., 1111 MARCUS AVENUE, SUITE M04			3. Date of Earliest Transaction (Month/Day/Year) 06/30/2007						(Check all applicable) X_ Director 10% Owner X_ Officer (give title Other (specify below) below) Chairman of Board, Pres. & CEO				
(Street) LAKE SUCCESS, NY 11042			4. If Amendment, Date Original Filed(Month/Day/Year)						<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
(City)	(State)	(Zip)	Tab	La I N	an I	Doministino	See	itian A any	Person	or Donoficial	lle: Ourned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	-	ned 1 Date, if	3. Transa Code (Instr.	actio 8)	4. Securi n(A) or D (Instr. 3,	ties A ispose	cquired d of (D)	<b>Jired, Disposed of,</b> 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)		
Common Stock	03/31/2007			А	V	199	А	31.314 (1)	302,280 <u>(2)</u>	D			
Common Stock									50,583	Ι	By Spouse		
Common Stock									90,686	I	as Trustee for The Mark F. O'Neil Qualified Grantor		

Retained Annuity Trust

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 of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
ONeil Mark F C/O DEALERTRACK HOLDINGS, INC. 1111 MARCUS AVENUE, SUITE M04 LAKE SUCCESS, NY 11042	Х		Chairman of Board, Pres. & CEO				
Signatures							
/s/ Eric D. Jacobs as attorney-in-fact for Mark F. O'Neil		07/03/2007					
**Signature of Reporting Person		Date					
<b>Explanation of Responses:</b>							

\* 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) Shares purchased through the Company's Employee Stock Purchase Plan at a 15% discount from the June 30, 2007 closing price of \$36.84.

(2) Includes 251,250 shares of restricted common stock.

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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.