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Jacobs Eric Dou	glas										
Form 4 March 11, 2010											
								OMB A	PPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0		
Check this box								Expires:	January		
if no longer subject to Section 16. Form 4 or	STATEN	F CHAI	NGES IN SECU	Estimated burden hou	Estimated average burden hours per response 0.						
Form 5 obligations may continue <i>See</i> Instructio 1(b).	Section 17((a) of the	Public U	Jtility Ho	lding Co		nge Act of 1934, of 1935 or Secti 1940	·			
(Print or Type Resp	onses)										
1. Name and Address of Reporting Person <u>*</u> Jacobs Eric Douglas			2. Issuer Name and Ticker or Trading Symbol DealerTrack Holdings, Inc. [TRAK]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (I	Middle)	3. Date of Earliest Transaction				(Check all applicable)				
C/O DEALERT INC., 1111 MA SUITE M04	(Month/Day/Year) 03/09/2010			Director 10% Owner X Officer (give title Other (specify below) SVP, CFO and CAO							
	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 1104	2					Person	where than one it	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date any (Month/Day/Year)(Instr. 3)any (Month/Day/Year)		Date, if TransactionAcquired (A) or Code Disposed of (D) y/Year) (Instr. 8) (Instr. 3, 4 and 5) (A)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature o Indirect Beneficial Ownership (Instr. 4)					
	or Code V Amount (D) Price				e (Instr. 3 and 4)						
Reminder: Report o	n a conarato line	for each cl	ass of sec	urities ben		ned directly	orindirectly				
Kenninder, Keport o	n a separate mit			unites bene	Perso inforr requi	ons who re nation con red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab					sposed of, or convertible	Beneficially Owned securities)	1			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	Derivative	Expiration Date	Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A or Disposed (D) (Instr. 3, 4, and 5)	A) d of	(Month/Day/	'Year)	(Instr. 3 and	4)
				Code V	(A) (` '	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shar
Performance Stock Unit	\$ 0	03/09/2010		А	15,960 (1)		(2)	01/31/2013	Common Stock	15,96 (1)

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, CFO and CAO			
Signatures						
/s/ Gary Papilsky as attorney-in-fact for Eric Jacobs	c D.	03/1	1/2009			
**Signature of Reporting Person		E	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).
- (1) This amount represents the target number of PSUs (100%) awarded and is subject to adjustment ranging from 0% (threshold) to 137.5% (maximum) based on the percentage achievement of the performance goals.

The Performance Stock Units will vest in full on January 31, 2013 subject to the achievement of certain performance goals. These performance goals are equally based on both the Company's Adjusted Net Income for calendar year 2010 and the total shareholder return

(2) performance goals are equally based on both the Company's Adjusted Net income for calendar year 2010 and the total shareholder returns of the Company's common stock as compared to other companies in the NASDAQ Internet Index in the aggregate for calendar years 2010, 2011 and 2012.

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.