Edgar Filing: DealerTrack Holdings, Inc. - Form 4

DealerTrack Hold	ings, Inc.										
Form 4											
April 03, 2012											
FORM 4 UNITED STATES SECURITIES AN					ND FX	СН	NGE CO	OMB APPROVAL			
Washington, D.C. 2									OMB Number:	3235-0287	
Check this box				B .o	, 21012				Expires:	January 31,	
if no longer subject to	IENT OI	F CHANGES IN BENEFICIAL OWNERSHIP OF						Expires. 2005 Estimated average			
Section 16.	SECURITIES						burden hour				
Form 4 or Form 5							response 0.5				
abligations	-						-	Act of 1934,			
may continue.	Section 17(a			•	•	-	ty Act of ct of 1940	1935 or Section	l		
See Instruction 1(b).		50(II)	or the m	ivestillen	i Compa	пул		,			
1(0).											
(Print or Type Respon	ses)										
1	CD (D *						5 D L (* 1 * 61			
1. Name and Address of Reporting Person <u>*</u> MCDONNELL JOHN J JR		2. Issuer Name and Ticker or Trading					5. Relationship of Reporting Person(s) to Issuer				
	011110011		Symbol Dealer]	Frack Hol	ldinos II	а ГТ	RAKI				
(Last) (F	First) (N	Middle)		f Earliest T	C C	-	in inj	(Check	all applicable)	
(Last) (I	(ISC)	vildule)		Day/Year)	ransaction			X Director	10%	Owner	
1111 MARCUS A	AVE., SUIT	Ъ M04	04/02/2	-				Officer (give t	itle Othe	r (specify	
(0)								below)	below)		
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line)			
			T fied (1010)	iiui/Day/1ea	1)			_X_ Form filed by Or	ne Reporting Per	son	
LAKE SUCCESS	5, NY US 11	1042					:	Form filed by Mo Person	ore than One Re	porting	
(City) (S	tate)	(Zip)				a				0	
							_	ired, Disposed of,		-	
	nsaction Date h/Day/Year)			3. Transactio			cquired (A)	5. Amount of Securities	6. Ownership	7. Nature of Indirect	
(Instr. 3)	il/Duy/Teur)	any	Dute, II	Code	(Instr. 3,			Beneficially	Form:	Beneficial	
		(Month/D	ay/Year)	(Instr. 8)				Owned	Direct (D)	Ownership	
								Following Reported	or Indirect (I)	(Instr. 4)	
						(A) or		Transaction(s)	(Instr. 4)		
				Code V	Amount		Price	(Instr. 3 and 4)			
Common							\$				
Stock 04/02	2/2012			S <u>(1)</u>	2,000	D	30.4803	52,825 <u>(3)</u>	D		
							(2)				

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	2.	3. Transaction Date		4.	5.	6. Date Exer			tle and	8. Price of	9. Nu	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Amount of		Derivative	Deriv	
Security (Instr. 3)	or Exercise Price of		any (Month/Day/Year)	Code (Instr. 8)	of Derivativ	(Month/Day	(Year)	Secur	erlying	Security (Instr. 5)	Secu	
(IIIsu. 5)	Derivative		(Wollul/Day/Tear)	(11150.0)	Securities				: 3 and 4)	(11su. 5)	Bene Owne	
	Security				Acquired			(msu	. <i>5</i> and +)		Follo	
	Security				(A) or						Repo	
					Disposed						Trans	
					of (D)						(Instr	
					(Instr. 3,							
					4, and 5)							
									Amount			
						Date	Expiration		or			
						Exercisable	Date	Title				
				<u> </u>		2	Dute		of			
				Code V	(A) (D)				Shares			
Reno	rting O	wners										
ricpo		WHCI 5										
Reportin	ng Owner Nar	ne / Address	Relations	Relationships								

 Reporting Owner Name / Address
 Relationships

 Director
 10% Owner
 Officer
 Other

 MCDONNELL JOHN J JR
 JI111 MARCUS AVE.
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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 May 27, 2011.

This transaction was executed in multiple trades at prices ranging from \$30.12 to \$30.7411. The price reported above reflects the(2) weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(3) Includes 6,139 restricted stock units.

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.