

MARKETAXESS HOLDINGS INC

Form 4

May 11, 2016

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
McVey Richard M

2. Issuer Name **and** Ticker or Trading
Symbol

MARKETAXESS HOLDINGS INC
[MKTX]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)

05/09/2016

☐ Director ☐ 10% Owner
☒ Officer (give title below) Other (specify below)

Chairman & CEO

C/O MARKETAXESS HOLDINGS
INC., 299 PARK AVENUE

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

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

☒ Form filed by One Reporting Person☐ Form filed by More than One Reporting
Person

NEW YORK, NY 10171

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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, par value \$0.003 per share	05/09/2016		S ⁽¹⁾	5,467 D	\$ 126.3005 ⁽²⁾	1,103,192 D	
Common Stock, par value \$0.003 per share	05/09/2016		S ⁽¹⁾	18,122 D	\$ 127.3672 ⁽³⁾	1,085,070 D	
	05/09/2016		S ⁽¹⁾	6,411 D		1,078,659 D	

Edgar Filing: MARKETAXESS HOLDINGS INC - Form 4

Common Stock, par value \$0.003 per share					\$ 127.9719 (4)		
Common Stock, par value \$0.003 per share	05/10/2016	M	25,975	A	\$ 12.96	1,104,634	D
Common Stock, par value \$0.003 per share	05/10/2016	S	23,841	D	\$ 126.7351 (5)	1,080,793	D
Common Stock, par value \$0.003 per share	05/10/2016	S	1,159	D	\$ 127.5477 (6)	1,079,634	D
Common Stock, par value \$0.003 per share	05/11/2016	M	63,565	A	\$ 12.96	1,143,199	D
Common Stock, par value \$0.003 per share	05/11/2016	S	11,100	D	\$ 127.2449 (7)	1,132,099	D
Common Stock, par value \$0.003 per share	05/11/2016	S	13,400	D	\$ 127.7257 (8)	1,118,699	D
Common Stock, par value \$0.003 per share	05/11/2016	S	500	D	\$ 128.701 (9)	1,118,199	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)

Edgar Filing: MARKETAXESS HOLDINGS INC - Form 4

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 12.96	05/10/2016		M	25,975	<u>(10)</u> 01/12/2017	Common Stock 25,975
Employee Stock Option (right to buy)	\$ 12.96	05/11/2016		M	63,565	<u>(10)</u> 01/12/2017	Common Stock 63,565

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
McVey Richard M C/O MARKETAXESS HOLDINGS INC. 299 PARK AVENUE NEW YORK, NY 10171	X Chairman & CEO

Signatures

/s/ Ori Solomon, as Attorney-in-Fact for Richard M. McVey 05/11/2016

__Signature of Reporting Person

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 transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
The transactions were executed in multiple trades at prices ranging from \$125.785 to \$126.78. The price above reflects the weighted average sales price. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer or a security holder of the Issuer.
- (2) The transactions were executed in multiple trades at prices ranging from \$126.80 to \$127.79. The price above reflects the weighted average sales price. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the
- (3) The transactions were executed in multiple trades at prices ranging from \$126.80 to \$127.79. The price above reflects the weighted average sales price. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the

Edgar Filing: MARKETAXESS HOLDINGS INC - Form 4

Commission staff, the Issuer or a security holder of the Issuer.

- (4) The transactions were executed in multiple trades at prices ranging from \$127.80 to \$128.19. The price above reflects the weighted average sales price. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer or a security holder of the Issuer.
- (5) The transactions were executed in multiple trades at prices ranging from \$126.50 to \$127.46. The price above reflects the weighted average sales price. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer or a security holder of the Issuer.
- (6) The transactions were executed in multiple trades at prices ranging from \$127.50 to \$127.59. The price above reflects the weighted average sales price. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer or a security holder of the Issuer.
- (7) The transactions were executed in multiple trades at prices ranging from \$126.51 to \$127.48. The price above reflects the weighted average sales price. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer or a security holder of the Issuer.
- (8) The transactions were executed in multiple trades at prices ranging from \$127.51 to \$128.32. The price above reflects the weighted average sales price. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer or a security holder of the Issuer.
- (9) The transactions were executed in multiple trades at prices ranging from \$128.625 to \$128.72. The price above reflects the weighted average sales price. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer or a security holder of the Issuer.
- (10) The stock option is currently exercisable.

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.