

DealerTrack Holdings, Inc.  
Form 4  
February 05, 2007

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Blair John Allen

2. Issuer Name and Ticker or Trading Symbol  
DealerTrack Holdings, Inc. [TRAK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)

\* Please see below

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

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 Person

(Street)  
LAKE SUCCESS, NY 11042

(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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	02/02/2007		S <sup>(1)</sup>	500 D	\$ 28.14	196,049 <sup>(2)</sup>	D
Common Stock	02/02/2007		S <sup>(1)</sup>	500 D	\$ 28.04	195,549 <sup>(2)</sup>	D
Common Stock	02/02/2007		S <sup>(1)</sup>	1,000 D	\$ 27.91	194,549 <sup>(2)</sup>	D
Common Stock	02/02/2007		S <sup>(1)</sup>	500 D	\$ 27.89	194,049 <sup>(2)</sup>	D
Common Stock	02/02/2007		S <sup>(1)</sup>	500 D	\$ 27.81	193,549 <sup>(2)</sup>	D

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Common Stock	02/02/2007	S <sup>(1)</sup>	500	D	\$ 27.78	193,049 <sup>(2)</sup>	D
Common Stock	02/02/2007	S <sup>(1)</sup>	500	D	\$ 27.75	192,549 <sup>(2)</sup>	D
Common Stock	02/02/2007	S <sup>(1)</sup>	500	D	\$ 27.72	192,049 <sup>(2)</sup>	D
Common Stock	02/02/2007	S <sup>(1)</sup>	500	D	\$ 27.69	191,549 <sup>(2)</sup>	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

Blair John Allen  
C/O DEALERTRACK HOLDINGS, INC.  
1111 MARCUS AVENUE, SUITE M04  
LAKE SUCCESS, NY 11042

\* Please see below

## Signatures

/s/ Eric D. Jacobs as attorney-in-fact for John Allen Blair

02/04/2007

\*\*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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on October 6, 2006.
- (2) Includes 26,750 shares of restricted common stock.

### Remarks:

Mr. Blair is the Chief Executive Officer of Automotive Lease Guide (alg), Inc.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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