

Jacobs Eric Douglas  
 Form 4  
 March 19, 2007

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

OMB APPROVAL

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

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 \*  
 Jacobs Eric Douglas

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  
 Officer (give title below) \_\_\_ Other (specify below)  
 SVP, GC and Secretary

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

(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

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)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	03/15/2007		S <sup>(1)</sup>	100	D	\$ 29.22	12,034	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007		S <sup>(1)</sup>	258	D	\$ 29.25	11,776	I	By Self as Trustee for The Eric

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Common Stock	03/15/2007	<u>S<sup>(1)</sup></u>	400	D	\$ 29.26	11,376	I	D. Jacobs Grantor Retained Annuity Trust By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	<u>S<sup>(1)</sup></u>	371	D	\$ 29.28	11,005	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	<u>S<sup>(1)</sup></u>	100	D	\$ 29.3	10,905	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	<u>S<sup>(1)</sup></u>	300	D	\$ 29.31	10,605	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	<u>S<sup>(1)</sup></u>	400	D	\$ 29.32	10,205	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	<u>S<sup>(1)</sup></u>	400	D	\$ 29.33	9,805	I	By Self as Trustee for

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Common Stock	03/15/2007	<u>S<sup>(1)</sup></u>	300	D	\$ 29.34	9,505	I	The Eric D. Jacobs Grantor Retained Annuity Trust By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	<u>S<sup>(1)</sup></u>	442	D	\$ 29.35	9,063	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	<u>S<sup>(1)</sup></u>	29	D	\$ 29.36	9,034	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	<u>S<sup>(1)</sup></u>	400	D	\$ 29.37	8,634	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007	<u>S<sup>(1)</sup></u>	14	D	\$ 29.38	8,620	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common	03/15/2007	<u>S<sup>(1)</sup></u>	700	D	\$	7,920	I	By Self as

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Stock				29.39				Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust	
Common Stock	03/15/2007	<u>S<sup>(1)</sup></u>	100	D	\$ 29.46	7,820	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust	
Common Stock	03/15/2007	<u>S<sup>(1)</sup></u>	100	D	\$ 29.48	7,720	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust	
Common Stock	03/15/2007	<u>S<sup>(1)</sup></u>	500	D	\$ 29.52	7,220	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust	
Common Stock	03/15/2007	<u>S<sup>(1)</sup></u>	200	D	\$ 29.53	7,020	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust	
Common Stock	03/15/2007	<u>S<sup>(1)</sup></u>	100	D	\$ 29.54	6,920	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust	

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Common Stock	03/15/2007		S <sup>(1)</sup>	300	D	\$ 29.55	6,620	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007		S <sup>(1)</sup>	235	D	\$ 29.56	6,385	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	03/15/2007		S <sup>(1)</sup>	251	D	\$ 29.58	6,134	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock							78,865 <sup>(2)</sup>	D	

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

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SEC 1474  
(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 Following Transaction (Instr. 6)		
				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
Jacobs Eric Douglas C/O DEALERTRACK HOLDINGS, INC. 1111 MARCUS AVENUE, SUITE M04 LAKE SUCCESS, NY 11042			SVP, GC and Secretary	

## Signatures

/s/ Eric D.                      03/19/2007  
Jacobs

\*\*Signature of                      Date  
Reporting Person

## 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 10, 2006.
- (2) Includes 74,000 shares of restricted common stock.

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