

DealerTrack Holdings, Inc.  
Form 4  
August 16, 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 \*  
Jacobs Eric Douglas

(Last) (First) (Middle)

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

(Street)

LAKE SUCCESS, NY 11042

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

DealerTrack Holdings, Inc. [TRAK]

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

08/15/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
SVP, GC and Secretary

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

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

**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	08/15/2007		S		500	D	\$ 37.05	5,634	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	08/15/2007		S		100	D	\$ 37.22	5,534	I	By Self as Trustee for The Eric

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Common Stock	08/15/2007	S	800	D	\$ 37.49	4,734	I	D. Jacobs Grantor Retained Annuity Trust By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	08/15/2007	S	177	D	\$ 37.5	4,557	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	08/15/2007	S	35	D	\$ 37.51	4,522	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	08/15/2007	<u>S<sup>(1)</sup></u>	23	D	\$ 37.52	4,499	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	08/15/2007	<u>S<sup>(1)</sup></u>	65	D	\$ 37.53	4,434	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	08/15/2007	<u>S<sup>(1)</sup></u>	100	D	\$ 37.57	4,334	I	By Self as Trustee for

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Common Stock	08/15/2007	<u>S</u> (1)	1,100	D	\$ 37.65	3,234	I	The Eric D. Jacobs Grantor Retained Annuity Trust By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	08/15/2007	<u>S</u> (1)	100	D	\$ 37.78	3,134	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	08/15/2007	<u>S</u> (1)	200	D	\$ 37.99	2,934	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	08/15/2007	<u>S</u> (1)	100	D	\$ 38	2,834	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	08/15/2007	<u>S</u> (1)	900	D	\$ 38.01	1,934	I	By Self as Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common	08/15/2007	<u>S</u> (1)	300	D	\$	1,634	I	By Self as

Stock	38.17	Trustee for The Eric D. Jacobs Grantor Retained Annuity Trust
Common Stock	83,865 <sup>(2)</sup>	D

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

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**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 Reported 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. Jacobs                      08/16/2007

\*\*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 10, 2006 and amended on May 21, 2007.
- (2) Includes 76,500 shares of restricted common stock.

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