## Edgar Filing: DealerTrack Holdings, Inc. - Form 4

	Holdings, Inc.									
Form 4	010									
January 05, 2	_								PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287	
Check thi if no long subject to Section 1 Form 4 o Form 5		F CHAI	NGES IN SECUI	Estimated burden hou response	Lanuary 31, 2005Expires:2005Estimated average burden hours per response0.5					
obligation may cont <i>See</i> Instru 1(b).	ns Section 17(	(a) of the l	Public U	Jtility Hol	ding Con		nge Act of 1934, of 1935 or Secti 940			
(Print or Type F	Responses)									
1. Name and Address of Reporting Person <u>*</u> FOY JAMES D			Symbol	er Name <b>an</b> o Track Hol		Trading c. [TRAK]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (	Middle)		of Earliest T	C	L .	(Che	eck all applicabl	e)	
C/O DEALERTRACK HOLDINGS, INC., 1111 MARCUS AVENUE			(Month/Day/Year) 12/31/2009				_X_ Director10% Owner Officer (give titleOther (specify below)Other (specify			
(Street)			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			
LAKE SUC	CESS, NY 1104	2					Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	4. Securiti nAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	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)	
Reminder: Rep	ort on a separate line	e for each cl	ass of sec	urities bene	ficially owr	ned directly of	or indirectly.			
	1				Perso inform requir	ns who res nation cont ed to respo	spond to the colle ained in this form and unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	Deri
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

number.

(Instr. 3)	Price of (Mo Derivative Security		(Month/Day/Year)	(Instr.		or Dispose (D)	(Instr. 3, 4,					(Inst
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock Units (1)	<u>(1)</u>	12/31/2009		А		665.25		(2)	(2)	Common Stock	665.25	\$ 1

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
1 8 9 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Director	10% Owner	Officer Othe				
FOY JAMES D C/O DEALERTRACK HOLDINGS, INC. 1111 MARCUS AVENUE LAKE SUCCESS, NY 11042	X						
Signatures							
/s/ Gary Papilsky as attorney-in-fact for Jam D. Foy	les	01/05	5/2010				
**Signature of Reporting Person		Da	ate				

## **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) These are Deferred Stock Units acquired under the DealerTrack Holdings, Inc. Directors' Deferred Compensation Plan through Board fee deferral. Each Deferred Stock Unit is the economic equivalent of one share of DealerTrack Holdings, Inc. Common Stock.
- (2) Deferred Stock Units are converted into DealerTrack Holdings, Inc. Common Stock and distributed upon the payment commencement date selected by the Reporting Person.

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.