McVey Richard M Form 4 October 18, 2005

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

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**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

Symbol

MARKETAXESS HOLDINGS INC

(Check all applicable)

[MKTX]

(Last) (First) (Middle) 3. Date of Earliest Transaction

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

(Month/Day/Year) 10/14/2005

below)

President and CEO

C/O MARKETAXESS HOLDINGS INC., 140 BROADWAY, 42ND

(Street)

(State)

**FLOOR** 

(City)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

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

NEW YORK, NY 10005

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

(Zip)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

(A)

(D)

5. Amount of Securities Beneficially Owned Following Reported

> Transaction(s) (Instr. 3 and 4)

7. Nature of Indirect Ownership Form: Direct Beneficial (D) or Ownership Indirect (I) (Instr. 4)

(Instr. 4)

Common Stock, par

value 10/14/2005  $S^{(1)}$ 5,000 D

Code V Amount

\$ 12 980,716

D

\$0.003 per share

Common

10/14/2005

 $S^{(1)}$ 3,000 D

Price

977,716

D

Stock, par

value \$0.003 per

share

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Common Stock, par value \$0.003 per share	10/14/2005	S(1)	15,500	D	\$ 12.02	962,216	D	
Common Stock, par value \$0.003 per share	10/14/2005	S <u>(1)</u>	3,700	D	\$ 12.16	958,516	D	
Common Stock, par value \$0.003 per share	10/17/2005	S(1)	5,000	D	\$ 11.75	953,516	D	
Common Stock, par value \$0.003 per share	10/17/2005	S <u>(1)</u>	11,700	D	\$ 11.77	941,816	D	
Common Stock, par value \$0.003 per share	10/17/2005	S(1)	10,000	D	\$ 12	931,816	D	
Common Stock, par value \$0.003 per share	10/17/2005	S <u>(1)</u>	8,300	D	\$ 12.01	923,516	D	
Common Stock, par value \$0.003 per share						525,154	I	By Trusts

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.

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secu

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Secur (Instr	ities . 3 and 4)	(Instr. 5)		
			Code '	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

# **Reporting Owners**

Reporting Owner Name / Address	Keiauonsnips								
	Director	10% Owner	Officer	Other					
McVey Richard M C/O MARKETAXESS HOLDINGS INC. 140 BROADWAY, 42ND FLOOR NEW YORK, NY 10005	X	X	President and CEO						

# **Signatures**

/s/ Ori Solomon as Attorney-in-Fact for Richard M.

10/18/2005

\*\*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 June 13, 2005.
- (2) Represents shares held by two trusts for the benefit of Mr. McVey and his family members.

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.

Reporting Owners 3