

Tischler Howard  
Form 4  
December 20, 2005

**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

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**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 \*  
Tischler Howard

(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)

12/16/2005

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/16/2005		C		4,071,618	I	(1) (2)
Common Stock	12/16/2005		C		1,357,206	I	(4) (2)

First American Credit Management Solutions, Inc. (3)  
First American Credit Management Solutions,

Inc. <sup>(3)</sup>

Common Stock 12/16/2005 P 5,000 A \$ 17 8,500 <sup>(5)</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	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)	Amount Number Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Convertible Series A-2 Preferred Stock	<sup>(1)</sup>	12/16/2005		C	4,071,618	<sup>(1)</sup> <sup>(1)</sup>	Common Stock	4,071,
Convertible Series C-3 Preferred Stock	<sup>(4)</sup>	12/16/2005		C	1,357,206	<sup>(4)</sup> <sup>(4)</sup>	Common Stock	1,357,

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Tischler Howard  
C/O DEALERTRACK HOLDINGS, INC.  
1111 MARCUS AVENUE, SUITE M04  
LAKE SUCCESS, NY 11042

X

## Signatures

/s/ Eric D. Jacobs as attorney-in-fact for Howard L. Tischler

12/20/2005

\_\_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) Shares of Convertible Series A-2 Preferred Stock were automatically converted into shares of common stock on a 1-to-1 basis upon the closing of the Issuer's initial public offering on December 16, 2005.
- (2) Excludes 3,500 shares of restricted common stock held directly by Mr. Tischler, as initially disclosed on Mr. Tischler's Form 3.
- (3) First American Credit Management Solutions, Inc. ("CMSI") is a wholly-owned subsidiary of First Advantage Corporation, a publicly traded company. First Advantage Corporation may be deemed a beneficial owner of the shares held by CMSI; however, it disclaims beneficial ownership except to the extent of its pecuniary interest. Mr. Tischler is Group President of First Advantage Dealer Services, an affiliate of CMSI. Mr. Tischler disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.
- (4) Shares of Convertible Series C-3 Preferred Stock were automatically converted into shares of common stock on a 1-to-1 basis upon the closing of the Issuer's initial public offering on December 16, 2005.
- (5) Includes 3,500 shares of restricted common stock held directly by Mr. Tischler, as initially disclosed on Mr. Tischler's Form 3.

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.