

Dealertrack Technologies, Inc
 Form 3
 August 20, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Maheshwari Amit</p> <p>(Last) (First) (Middle)</p> <p>1111 MARCUS AVE.,Â SUITE M04</p> <p>(Street)</p> <p>LAKE SUCCESS,,Â NYÂ US 11042</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/20/2014</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Dealertrack Technologies, Inc [TRAK]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP, Corp. Strategy and Dev.</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	700 ⁽¹⁾	D	Â
Common Stock	1,740 ⁽²⁾	D	Â
Common Stock	2,337 ⁽³⁾	D	Â
Common Stock	1,635 ⁽⁴⁾	D	Â
Common Stock	2,660 ⁽⁹⁾	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date <small>(Month/Day/Year)</small>	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)		
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Non-Qualified Stock Option (right to buy)	03/02/2012 ⁽⁶⁾	02/23/2018	Common Stock	625	\$ 19.65	D	Â
Non-Qualified Stock Option (right to buy)	02/24/2014 ⁽⁷⁾	02/27/2019	Common Stock	1,485	\$ 27.99	D	Â
Non-Qualified Stock Option (right to buy)	03/10/2014 ⁽⁸⁾	03/03/2020	Common Stock	4,179	\$ 28.87	D	Â
Non-Qualified Stock Option (right to buy)	Â ⁽⁵⁾	02/25/2021	Common Stock	3,061	\$ 55.06	D	Â
Non-Qualified Stock Option (right to buy)	Â ⁽¹⁰⁾	08/17/2021	Common Stock	5,065	\$ 45.11	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Maheshwari Amit 1111 MARCUS AVE. SUITE M04 LAKE SUCCESS,, NY US 11042	Â	Â	Â SVP, Corp. Strategy and Dev.	Â

Signatures

/s/ Gary Papilsky as attorney-in-fact for Amit Maheshwari

08/20/2014

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Each restricted stock unit represents a contingent right to receive one share of Dealertrack common stock. The restricted stock units will be 100% vested on February 24, 2015.
 - (2) Each restricted stock unit represents a contingent right to receive one share of Dealertrack common stock. The restricted stock units will vest in equal installments on February 28, 2015 and February 28, 2016.
 - (3) Each restricted stock unit represents a contingent right to receive one share of Dealertrack common stock. The restricted stock units will vest in three annual installments on March 4, 2015, March 4, 2016 and March 4, 2017.
 - (4) Each restricted stock unit represents a contingent right to receive one share of Dealertrack common stock. The restricted stock units will vest in four annual installments on February 26, 2015, February 26, 2016, February 26, 2017, and February 26, 2018.
 - (5) 25% of the shares subject to the option will vest on February 26, 2015, and 1/36th of the remaining shares subject to the option will vest each month thereafter, such that 100% of the shares subject to the option will be fully vested on February 26, 2018.

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- (6) The options will vest in nine monthly installments and began on June 24, 2014.
- (7) The options will vest in twenty one monthly installments and began on June 28, 2014.
- (8) The options will vest in thirty four monthly installments and began on June 4, 2014.
- (9) Each restricted stock unit represents a contingent right to receive one share of Dealertrack common stock. The restricted stock units vest in four equal annual installments beginning August 20, 2015.
- (10) 25% of the shares subject to the option will vest on August 20, 2015, and 1/36th of the remaining shares subject to the option will vest each month thereafter, such that 100% of the shares subject to the option will be fully vested on August 20, 2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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