

DealerTrack Holdings, Inc.  
Form 3  
December 13, 2005

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

OMB APPROVAL

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**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)

|  |         |  |   |  |
|--|---------|--|---|--|
| 1. Name and Address of Reporting Person *          |         | 2. Date of Event Requiring Statement             | 3. Issuer Name and Ticker or Trading Symbol   |  |
| Â First American Credit Management Solutions, Inc. |         | (Month/Day/Year)                                 | DealerTrack Holdings, Inc. [TRAK]             |  |
| (Last)   | (First) | 12/12/2005                                       |   |  |
| 1 PROGRESS PLAZA, SUITE 2400                       |         | 4. Relationship of Reporting Person(s) to Issuer |   |  |
| (Street)   |         | (Check all applicable)                           |   |  |
| ST.  |         | ___ Director                                     | <input checked="" type="checkbox"/> 10% Owner | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| PETERSBURG,Â FLÂ 33701                             |         | ___ Officer                                      | ___ Other                                     | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)   | (State) | (give title below)                               | (specify below)                               | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|  |         | ___ Form filed by More than One Reporting Person |   |  |

**Table I - Non-Derivative Securities Beneficially Owned**

|                                    |  |   |  |
|------------------------------------|--|---|--|
| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|

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

SEC 1473 (7-02)

**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.**

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

|   |   |  |  |  |  |
|---|---|--|--|--|--|
| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|   | Date Exercisable  | Expiration Date  | Title  | Amount or Number of                                  |  |

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|  |       |       |              | Shares    |        | or Indirect<br>(I)<br>(Instr. 5) |   |
|--|-------|-------|--------------|-----------|--------|----------------------------------|---|
| Convertible Series A-2 Preferred Stock | Â (1) | Â (1) | Common Stock | 4,071,618 | \$ (1) | D                                | Â |
| Convertible Series C-3 Preferred Stock | Â (2) | Â (2) | Common Stock | 1,357,206 | \$ (2) | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| First American Credit Management Solutions, Inc.<br>1 PROGRESS PLAZA, SUITE 2400<br>ST. PETERSBURG, FL 33701 | Â             | Â X       | Â       | Â     |

## Signatures

/s/ Julie A. Waters, Power of Attorney on behalf of First American Credit Management Solutions, Inc.

12/12/2005

\_\_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) The shares of Convertible Series A-2 Preferred Stock shall automatically convert into shares of common stock on a 1-to-1 basis upon the closing of the Issuer's initial public offering.
- (2) The shares of Convertible Series C-3 Preferred Stock shall automatically convert into shares of common stock on a 1-to-1 basis upon the closing of the Issuer's initial public offering.

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.