MARKETAXESS HOLDINGS INC

Form 4 May 12, 2015

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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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, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

Check this box

if no longer

Section 16.

Form 4 or

Form 5

subject to

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading McVey Richard M Issuer Symbol MARKETAXESS HOLDINGS INC (Check all applicable) [MKTX] (Last) (First) (Middle) 3. Date of Earliest Transaction _X_ Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) C/O MARKETAXESS HOLDINGS 05/08/2015 Chairman & CEO

INC., 299 PARK AVENUE

NEW YORK, NY 10171

(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 Form filed by More than One Reporting

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secui	rities Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit or Dispos (Instr. 3, 4	ed of (` ′	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)
Common Stock, par value \$0.003 per share	05/08/2015		S <u>(1)</u>	11,300	D	\$ 84.9199 (2)	1,120,108	D	
Common Stock, par value \$0.003 per share	05/08/2015		S <u>(1)</u>	1,200	D	\$ 85.7577	1,118,908	D	
	05/11/2015		S(1)	9,000	D		1,109,908	D	

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Common Stock, par value \$0.003 per share					\$ 85.6561 (4)		
Common Stock, par value \$0.003 per share	05/11/2015	S <u>(1)</u>	11,100	D	\$ 86.1448 (5)	1,098,808	D
Common Stock, par value \$0.003 per share	05/12/2015	S <u>(1)</u>	5,958	D	\$ 85.3491 (6)	1,092,850	D
Common Stock, par value \$0.003 per share	05/12/2015	S <u>(1)</u>	1,442	D	\$ 86.0764 <u>(7)</u>	1,091,408	D

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.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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 Exerc	isable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Da	ite	Amou	int of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	5
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	1
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration	Title	Number		
						Exercisable Date			of		
				Code V	(A) (D)				Shares		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships

Reporting Owner Name / Address

Reporting Owners 2

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Director 10% Owner Officer Other

McVey Richard M

C/O MARKETAXESS HOLDINGS INC.

299 PARK AVENUE NEW YORK, NY 10171 Chairman & CEO

Signatures

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

05/12/2015

**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.

X

- These transactions were executed in multiple trades at prices ranging from \$84.60 and \$85.50. The price above reflects the weighted (2) average sales price. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer or a security holder of the Issuer.
- These transactions were executed in multiple trades at prices ranging from \$85.67 and \$86.03. The price above reflects the weighted average sales price. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer or a security holder of the Issuer.
- These transactions were executed in multiple trades at prices ranging from \$85.00 and \$85.99. The price above reflects the weighted (4) average sales price. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer or a security holder of the Issuer.
- These transactions were executed in multiple trades at prices ranging from \$86.00 and \$86.38. The price above reflects the weighted (5) average sales price. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer or a security holder of the Issuer.
- These transactions were executed in multiple trades at prices ranging from \$85.00 and \$85.99. The price above reflects the weighted (6) average sales price. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer or a security holder of the Issuer.
- These transactions were executed in multiple trades at prices ranging from \$86.00 and \$86.20. The price above reflects the weighted average sales price. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer or a security holder of the Issuer.

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.

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