Dealertrack Technologies, Inc Form SC 13G/A December 12, 2014

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

DEALERTRACK TECHNOLOGIES, INC.

(Name of Issuer)

Common Stock, \$0.01 par value

(Title of Class of Securities)

242309102

(CUSIP Number)

December 5, 2014

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

" Rule 13d-1(b)

x Rule 13d-1(c)

" Rule 13d-1(d)

The information required in the remainder of this cover page shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

^{*} The remainder of this cover page shall be filled out for a reporting person s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

CUS	CUSIP No. 242309102			
1.	Name of reporting persons:			
2.	MPL (Cayman) LP Check the appropriate box if a member of a group (see instructions) (a) " (b) x			
3.	SEC use only			
4.	Citizenship or place of organization:			
	Cayman Islands 5. Sole voting power:			
Nun	per of			
	res 6. Shared voting power:			
	cially			
	258,131 7. Sole dispositive power:			
rep	rting			
pe	son 8. Shared dispositive power:			
v	th			
9.	100 Aggregate amount beneficially owned by each reporting person:			

258,131

11. Percent of class represented by amount in Row (9):

Λ	50/21
	10/01

12. Type of reporting person (see instructions):

PN

CUS	CUSIP No. 242309102					
1.	Name of reporting persons:					
2.		the	man) GP LTD appropriate box if a member of a group (see instructions) b) x			
3.	SEC u	ise o	nly			
4.	Citize	nshi	o or place of organization:			
	Cay		Islands Sole voting power:			
Nun	nber of					
sh	ares	6.	-0- Shared voting power:			
bene	ficially					
	ned by	7.	258,131 Sole dispositive power:			
ren	orting					
pe	erson vith	8.	-0- Shared dispositive power:			
9.	Aggre	gate	100 amount beneficially owned by each reporting person:			

258,131

11. Percent of class represented by amount in Row (9):

5

_		_
n	50%	٦2

12. Type of reporting person (see instructions):

00

CUSIP No. 242309102	Page 4
1. Name of reporting persons:	
Apax Europe VI GP Co. Limited 2. Check the appropriate box if a member of a group (see instructions) (a) " (b) x	
3. SEC use only	
4. Citizenship or place of organization:	
Guernsey 5. Sole voting power:	
Number of	
shares -0- 6. Shared voting power:	
beneficially	
owned by 258,131 each 7. Sole dispositive power:	
reporting	
person -0- 8. Shared dispositive power:	
with	
100 9. Aggregate amount beneficially owned by each reporting person:	

258,131

Percent of class represented by amount in Row (9):

 $0.5\%^{3}$

12. Type of reporting person (see instructions):

00

CUS	SIP No.	242	309102	Page
1.	Name	of r	eporting persons:	
2.		the	pe VI GP L.P. Inc. appropriate box if a member of a group (see instructions) b) x	
3.	SEC u	ise o	nly	
4.	Citize	nshi	o or place of organization:	
	Gue	ernse 5.	y Sole voting power:	
Nur	nber of			
sł	nares	6.	-0- Shared voting power:	
bene	eficially			
ow	ned by		258,131	
e	each	7.	Sole dispositive power:	
rep	orting			
pe	erson	8.	-0- Shared dispositive power:	
V	with			
9.	Aggre	egate	100 amount beneficially owned by each reporting person:	

258,131

11. Percent of class represented by amount in Row (9):

 $0.5\%^{4}$

12. Type of reporting person (see instructions):

00

CUSIP No. 242309102	Page 6
1. Name of reporting persons:	
Apax Europe VI-A, L.P. 2. Check the appropriate box if a member of a group (see instructions) (a) " (b) x	
3. SEC use only	
4. Citizenship or place of organization:	
England 5. Sole voting power:	
Number of	
shares -0- 6. Shared voting power:	
beneficially	
owned by 258,131 each 7. Sole dispositive power:	
reporting	
person -0- 8. Shared dispositive power: with	
100 9. Aggregate amount beneficially owned by each reporting person:	

258,131

Percent of class represented by amount in Row (9):

11

	$0.5\%^{5}$
12.	Type of reporting person (see instructions):

PN

CUSIP No. 242309102	Page 7				
Name of reporting persons:					
Apax Europe VI-1, L.P. 2. Check the appropriate box if a member of a group (see instructions) (a) " (b) x					
3. SEC use only					
4. Citizenship or place of organization:					
England 5. Sole voting power:					
Number of shares -0- 6. Shared voting power: beneficially					
owned by 258,131 each 7. Sole dispositive power:					
reporting person -0- 8. Shared dispositive power: with					
100 9. Aggregate amount beneficially owned by each reporting person:					

258,131

Percent of class represented by amount in Row (9):

	$0.5\%^{6}$
12.	Type of reporting person (see instructions):

PN

CUSIP No. 242309102	Page 18
1. Name of reporting persons:	
Apax Europe VII GP Co. Limited 2. Check the appropriate box if a member of a group (see instructions) (a) " (b) x	
3. SEC use only	
4. Citizenship or place of organization:	
Guernsey 5. Sole voting power:	
Number of	
shares 6. Shared voting power:	
beneficially	
owned by 258,131	
each 7. Sole dispositive power:	
reporting	
person -0- 8. Shared dispositive power:	
with	
100 9. Aggregate amount beneficially owned by each reporting person:	

258,131

Percent of class represented by amount in Row (9):

15

 $0.5\%^{7}$

12. Type of reporting person (see instructions):

00

CUS	SIP No.	242	309102	Page
1.	Name	of r	eporting persons:	
2.		the	pe VII GP L.P. Inc. appropriate box if a member of a group (see instructions) b) x	
3.	SEC u	ise o	nly	
4.	Citize	nshi	o or place of organization:	
	Gue	ernse 5.	y Sole voting power:	
sł	nber of nares eficially	6.	-0- Shared voting power:	
	ned by	7.	258,131 Sole dispositive power:	
pe	orting erson with	8.	-0- Shared dispositive power:	
9.	Aggre	gate	100 amount beneficially owned by each reporting person:	

258,131

11. Percent of class represented by amount in Row (9):

17

 $0.5\%^{8}$

12. Type of reporting person (see instructions):

00

CUS	SIP No. 242309102	Page 10
1.	Name of reporting persons:	
2.	Apax Europe VII-1, L.P. Check the appropriate box if a member of a group (see instructions) (a) " (b) x	
3.	SEC use only	
4.	Citizenship or place of organization:	
	England 5. Sole voting power:	
Nur	mber of	
	hares -0- 6. Shared voting power:	
bene	eficially	
	ned by 258,131 7. Sole dispositive power:	
rep	porting	
	erson 8. Shared dispositive power:	
9.	100 Aggregate amount beneficially owned by each reporting person:	

11. Percent of class represented by amount in Row (9):

258,131

10.

	$0.5\%^9$
12.	Type of reporting person (see instructions):

PN

CUSIP No. 242309102	Page 11
1. Name of reporting persons:	
Apax Europe VII-A, L.P. 2. Check the appropriate box if a member of a group (see instructions) (a) " (b) x	
3. SEC use only	
4. Citizenship or place of organization:	
England 5. Sole voting power:	
Number of -0-	
shares 6. Shared voting power:	
owned by 258,131 each 7. Sole dispositive power:	
reporting	
person -0- 8. Shared dispositive power: with	
9. Aggregate amount beneficially owned by each reporting person:	

258,131

- 10. Check box if the aggregate amount in Row (9) excludes certain shares (see instructions) "
- 11. Percent of class represented by amount in Row (9):

0.5	$\%^{10}$			
	•			

12. Type of reporting person (see instructions):

PN

CUS	IP No.	2423	309102	Page 12	
1.	Name	of re	eporting persons:		
2.	Apax Europe VII-B, L.P. Check the appropriate box if a member of a group (see instructions) (a) " (b) x				
3.	SEC u	ise o	nly		
4.	Citize	nshij	o or place of organization:		
	Eng	gland 5.	Sole voting power:		
Nun	nber of				
sh	ares	6.	-0- Shared voting power:		
bene	ficially				
	ned by	7.	258,131 Sole dispositive power:		
repe	orting				
pe	erson	8.	-0- Shared dispositive power:		
9.	Aggre	gate	100 amount beneficially owned by each reporting person:		

258,131

- 10. Check box if the aggregate amount in Row (9) excludes certain shares (see instructions) "
- 11. Percent of class represented by amount in Row (9):

0.	$.5\%^{11}$				
	c		,		

12. Type of reporting person (see instructions):

PN

CUS	IP No.	2423	309102	Page 13
1.	Name	of re	eporting persons:	
2.		the	rnsey (Holdco) PCC Limited appropriate box if a member of a group (see instructions) b) x	
3.	SEC u	ise o	nly	
4.	Citize	nshij	o or place of organization:	
	Gue	ernse 5.	Sole voting power:	
Num	nber of			
sh	ares	6.	-0- Shared voting power:	
bene	ficially			
	ned by	7.	258,131 Sole dispositive power:	
repo	orting			
	rson	8.	-0- Shared dispositive power:	
W	V 1111			
9.	Aggre	gate	100 amount beneficially owned by each reporting person:	

258,131

11. Percent of class represented by amount in Row (9):

25

 $0.5\%^{12}$

12. Type of reporting person (see instructions):

00

CUSIP No. 242309102	Page
1. Name of reporting persons:	
Apax US VII, L.P. 2. Check the appropriate box if a member of a group (see instructions) (a) " (b) x	
3. SEC use only	
4. Citizenship or place of organization:	
Cayman Islands 5. Sole voting power:	
Number of	
shares -0- 6. Shared voting power:	
beneficially	
owned by 258,131 each 7. Sole dispositive power:	
reporting	
person -0- 8. Shared dispositive power: with	
100 9. Aggregate amount beneficially owned by each reporting person:	

258,131

11. Percent of class represented by amount in Row (9):

27

14

Λ	50%13	
11	19013	

12. Type of reporting person (see instructions):

PN

CUSIP No. 242309102 Page | 15

1.	Name	of rep	orting	persons:
----	------	--------	--------	----------

Apax US VII GP, L.P.

- 2. Check the appropriate box if a member of a group (see instructions)
 - (a) " (b) x
- 3. SEC use only
- 4. Citizenship or place of organization:

Cayman Islands

5. Sole voting power:

Number of

-0-

shares

6. Shared voting power:

beneficially

owned by

258,131

each

7. Sole dispositive power:

reporting

person

-0-

8. Shared dispositive power:

with

100

9. Aggregate amount beneficially owned by each reporting person:

258,131

- 10. Check box if the aggregate amount in Row (9) excludes certain shares (see instructions) "
- 11. Percent of class represented by amount in Row (9):

Λ	5%14

12. Type of reporting person (see instructions):

PN

CUSIP No. 242309102 Pag	ge 16
1. Name of reporting persons:	
Apax US VII GP, Ltd. 2. Check the appropriate box if a member of a group (see instructions) (a) " (b) x	
3. SEC use only	
4. Citizenship or place of organization:	
Cayman Islands 5. Sole voting power:	
Number of shares -0- 6. Shared voting power:	
owned by 258,131 7. Sole dispositive power:	
reporting person -0- 8. Shared dispositive power: with	
1009. Aggregate amount beneficially owned by each reporting person:	

258,131

Percent of class represented by amount in Row (9):

31

 $0.5\%^{15}$

12. Type of reporting person (see instructions):

00

CUSIP No. 242309102	Page 17
1. Name of reporting persons:	
Megrue, John F 2. Check the appropriate box if a member of a group (see instruction (a) " (b) x	ns)
3. SEC use only	
4. Citizenship or place of organization:	
United States 5. Sole voting power:	
Number of	
shares -0- 6. Shared voting power:	
beneficially	
owned by -0- each 7. Sole dispositive power:	
reporting	
person -0- 8. Shared dispositive power: with	
-0- 9. Aggregate amount beneficially owned by each reporting person:	
-0- 10. Check box if the aggregate amount in Row (9) excludes certain s	chares (see instructions) "

11. Percent of class represented by amount in Row (9):

0.0%

12. Type of reporting person (see instructions):

IN

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Item 1.

(a). Name of Issuer

Dealertrack Technologies, Inc. (the Company)

(b). Address of Issuer s Principal Executive Offices:

1111 Marcus Avenue

Suite M04

Lake Success, NY 11042

Item 2(a). Name of Person Filing

Item 2(b). Address of Principal Business Office

Item 2(c). Citizenship

MPL (CAYMAN) LP

THIRD FLOOR ROYAL BANK PLACE

1 GLATEGNY ESPLANADE

ST. PETER PORT, GUERNSEY X0 GY1 2HJ

PLACE OF ORGANIZATION: CAYMAN ISLANDS

MPL (CAYMAN) GP LTD

THIRD FLOOR ROYAL BANK PLACE

1 GLATEGNY ESPLANADE

ST. PETER PORT, GUERNSEY X0 GY1 2HJ

PLACE OF ORGANIZATION: CAYMAN ISLANDS

APAX EUROPE VI GP CO. LIMITED

THIRD FLOOR ROYAL BANK PLACE

1 GLATEGNY ESPLANADE

ST. PETER PORT, GUERNSEY X0 GY1 2HJ

PLACE OF ORGANIZATION: GUERNSEY

APAX EUROPE VI GP L.P. INC.

THIRD FLOOR ROYAL BANK PLACE

1 GLATEGNY ESPLANADE

ST. PETER PORT, GUERNSEY X0 GY1 2HJ

PLACE OF ORGANIZATION: GUERNSEY

APAX EUROPE VI-A, L.P.

THIRD FLOOR ROYAL BANK PLACE

1 GLATEGNY ESPLANADE

ST. PETER PORT, GUERNSEY X0 GY1 2HJ

PLACE OF ORGANIZATION: ENGLAND

APAX EUROPE VI-1, L.P.

THIRD FLOOR ROYAL BANK PLACE

1 GLATEGNY ESPLANADE

ST. PETER PORT, GUERNSEY X0 GY1 2HJ

PLACE OF ORGANIZATION: ENGLAND

APAX EUROPE VII GP CO. LIMITED

THIRD FLOOR ROYAL BANK PLACE

1 GLATEGNY ESPLANADE

ST. PETER PORT, GUERNSEY X0 GY1 2HJ

PLACE OF ORGANIZATION: GUERNSEY

APAX EUROPE VII GP L.P. INC.

THIRD FLOOR ROYAL BANK PLACE

1 GLATEGNY ESPLANADE

ST. PETER PORT, GUERNSEY X0 GY1 2HJ

PLACE OF ORGANIZATION: GUERNSEY

APAX EUROPE VII-1, L.P.

THIRD FLOOR ROYAL BANK PLACE

1 GLATEGNY ESPLANADE

PETER PORT, GUERNSEY X0 GY1 2HJ

PLACE OF ORGANIZATION: ENGLAND

APAX EUROPE VII-A, L.P.

THIRD FLOOR ROYAL BANK PLACE

1 GLATEGNY ESPLANADE

ST. PETER PORT, GUERNSEY X0 GY1 2HJ

PLACE OF ORGANIZATION: ENGLAND

APAX EUROPE VII-B, L.P.

THIRD FLOOR ROYAL BANK PLACE

1 GLATEGNY ESPLANADE

ST. PETER PORT, GUERNSEY X0 GY1 2HJ

PLACE OF ORGANIZATION: ENGLAND

APAX GUERNSEY (HOLDCO) PCC LIMITED

THIRD FLOOR, ROYAL BANK PLACE

1 GLATEGNY ESPLANADE

ST. PETER PORT, GUERNSEY X0 GY1 2HJ

PLACE OF ORGANIZATION: GUERNSEY

APAX US VII, L.P.

P.O. BOX 908GT

GEORGETOWN

GRAND CAYMAN E9 KY1-9002

PLACE OF ORGANIZATION: CAYMAN ISLANDS

APAX US VII GP, L.P.

C/O WALKER SPV LIMITED

WALKER HOUSE, PO BOX 908GT

GEORGE TOWN, GRAND CAYMAN E9 KY1-9002

PLACE OF ORGANIZATION: CAYMAN ISLANDS

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APAX US VII GP, LTD.

P.O. BOX 908GT

GEORGE TOWN, GRAND CAYMAN E9 KY1-9002

PLACE OF ORGANIZATION: CAYMAN ISLANDS

MEGRUE, JOHN F

C/O APAX PARTNERS, L.P.

601 LEXINGTON AVENUE, 53RD FLOOR

CITIZENSHIP: UNITED STATES

The foregoing persons are hereinafter sometimes collectively referred to as the Reporting Persons. Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

MPL (Cayman) LP is owned by Apax Europe VI Nominees Ltd (holding 18.7% as a nominee for Apax Europe VI-A, L.P. and Apax Europe VI-1, L.P.), Apax Europe VII Nominees Ltd (holding 73.2% as a nominee for Apax Europe VII-A, L.P., Apax Europe VII-B, L.P. and Apax Europe VII-1, L.P.) and Apax US VII, L.P. (holding 8.0%). MPL (Cayman) GP Ltd. is the general partner of MPL (Cayman) LP. MPL (Cayman) GP Ltd. is owned by Apax Europe VI Nominees Ltd. (holding 33.33%) and Apax US VII, L.P. (holding 33.33%).

Apax Europe VI GP L.P. Inc. is the general partner of each of Apax Europe VI-A, L.P. and Apax Europe VI-1, L.P. Apax Europe VI GP Co. Limited is the general partner of Apax Europe VI GP L.P. Inc. Apax Europe VI GP Co. Limited is a wholly owned subsidiary of Apax Guernsey (Holdco) PCC Limited.

Apax Europe VII GP L.P. Inc. is the general partner of each of Apax Europe VII-A, L.P., Apax Europe VII-B, L.P. and Apax Europe VII-1, L.P. Apax Europe VII GP Co. Limited is the general partner of Apax Europe VII GP L.P. Inc. Apax Europe VII GP Co. Limited is a wholly owned subsidiary of Apax Guernsey (Holdco) PCC Limited.

Apax US VII GP, L.P. is the general partner of Apax US VII, L.P. Apax US VII GP, Ltd. is the general partner of Apax US VII GP, L.P. Apax Guernsey (Holdco) PCC Limited, as a result of a transfer of John F. Megrue s 100% equity interests in Apax US VII GP, Ltd., owns 100% of the equity interests of Apax US VII GP, Ltd.

Item 2(d). Title of Class of Securities:

Common Stock, \$0.01 par value (the Common Stock)

Item 2(e). CUSIP Number:

242309102

Item 3. If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b) or (c), check whether the person filing is a:

Not applicable.

Item 4. Ownership.

(a) Amount beneficially owned:

As of the date hereof each of the Reporting Persons other than Mr. Megrue may be deemed to be the beneficial owner of the 258,131 shares of Common Stock held by MPL (Cayman) LP.

Page	12	1

(b) Percent of class: See Item 11 of each cover page.
(c) Number of shares as to which such person has:
(i) Sole power to vote or to direct the vote See Item 5 of each cover page.
(ii) Shared power to vote or to direct the vote See Item 6 of each cover page.
(iii) Sole power to dispose or to direct the disposition of See Item 7 of each cover page.
(iv) Shared power to dispose or to direct the disposition of See Item 8 of each cover page.
Item 5. Ownership of Five Percent or Less of a Class If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following x.
Item 6. Ownership of More than Five Percent on Behalf of Another Person. Not applicable.

Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on

Item 8. Identification and Classification of Members of the Group.

by the Parent Holding Company.

Item 7.

Not applicable.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

By signing below the undersigned certifies that, to its best knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

DATED: December 12, 2014

MPL (CAYMAN) LP

By: MPL (Cayman) GP Ltd,

Its general partner

By: /s/ A.W. Guille Name: A.W. Guille Title: Director

MPL (CAYMAN) GP LTD

By: /s/ A.W. Guille Name: A.W. Guille Title: Director

APAX EUROPE VI GP CO. LIMITED

By: /s/ A.W. Guille Name: A.W. Guille Title: Director

APAX EUROPE VI GP L.P. INC.

By: /s/ A.W. Guille Name: A.W. Guille

Title: Director of General Partner

APAX EUROPE VI-A LP

By: Apax Europe VI GP L.P. Inc.,

Its general partner

By: Apax Europe VI GP Co. Limited,

Its general partner

By: /s/ A.W. Guille Name: A.W. Guille

Title: Director

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APAX EUROPE VI-1 LP

By: Apax Europe VI GP L.P. Inc.,

Its general partner

By: Apax Europe VI GP Co. Limited,

Its general partner

By: /s/ A.W. Guille Name: A.W. Guille Title: Director

APAX EUROPE VII GP CO. LIMITED

By: /s/ A.W. Guille Name: A.W. Guille Title: Director

APAX EUROPE VII GP LP. INC.

By: /s/ A.W. Guille Name: A.W. Guille Title: Director

APAX EUROPE VII - 1, L.P.

By: Apax Europe VII GP L.P. Inc.,

Its general partner

By: Apax Europe VII GP Co. Limited,

Its general partner

By: /s/ A.W. Guille Name: A.W. Guille Title: Director

APAX EUROPE VII - A, L.P.

By: Apax Europe VII GP L.P. Inc.,

Its general partner

By: Apax Europe VII GP Co. Limited,

Its general partner

By: /s/ A.W. Guille Name: A.W. Guille Title: Director

APAX EUROPE VII - B, L.P.

By: Apax Europe VII GP L.P. Inc.,

Its general partner

Apax Europe VII GP Co. Limited, By:

Its general partner

By: /s/ A.W. Guille Name: A.W. Guille Title: Director

APAX GUERNSEY (HOLDCO) PCC

LIMITED

By: /s/ A.W. Guille Name: A.W. Guille Title: Director

APAX US VII, L.P.

By: Apax US VII GP, L.P.

Its General Partner

Apax US VII GP, Ltd. By:

Its General Partner

/s/ Mitchell L. Truwit By:

Name: Mitchell L. Truwit

Title: CEO

APAX US VII GP, L.P.

By: Apax US VII GP, Ltd.

Its General Partner

/s/ Mitchell L. Truwit By:

Name: Mitchell L. Truwit

Title: CEO

APAX US VII GP, LTD.

/s/ Mitchell L. Truwit Name: Mitchell L. Truwit

Title: CEO

MEGRUE, JOHN F

By: /s/ John Megrue Name John Megrue