

MARKETAXESS HOLDINGS INC

Form 4

February 08, 2017

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GOMACH DAVID G**

(Last) (First) (Middle)

**C/O MARKETAXESS HOLDINGS  
INC., 299 PARK AVENUE**

(Street)

**NEW YORK, NY 10171**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol

**MARKETAXESS HOLDINGS INC  
[MKTX]**

3. Date of Earliest Transaction  
(Month/Day/Year)

**02/07/2017**

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)
Common Stock, par value \$0.003 per share	02/07/2017		M	2,500 A \$ 16.99	2,818	D	
Common Stock, par value \$0.003 per share	02/07/2017		G V	2,500 D \$ 0	318	D	
	02/07/2017		G V	2,500 A \$ 0	30,847	I	By Trust

Common  
Stock, par  
value  
\$0.003 per  
share

Common Stock, par value \$0.003 per share	02/07/2017	S	2,500	D	\$ <u>(1)</u> 189.9856	28,347	I	By Trust
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Common Stock, par value \$0.003 per share	02/07/2017	S	2,870	D	\$ <u>(2)</u> 189.984	25,477	I	By Trust
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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)

**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 (Instr. 8)	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)	8. D S (I
Employee Stock Option (right to buy)	\$ 16.99	02/07/2017		M	2,500	<u>(3)</u> 08/03/2017	Common Stock	2,500

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GOMACH DAVID G  
C/O MARKETAXESS HOLDINGS INC. X  
299 PARK AVENUE  
NEW YORK, NY 10171

## Signatures

/s/ Ori Solomon, as Attorney-in-Fact for David G.  
Gomach

02/08/2017

\_\_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).

The transactions were executed in multiple trades at prices ranging from \$189.455 to \$190.24. The price above reflects the weighted  
(1) 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.

The transactions were executed in multiple trades at prices ranging from \$189.455 to \$190.35. 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.

(3) The option was fully exercisable.

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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