

Baillie Ian N
 Form 4
 December 15, 2006

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Baillie Ian N

2. Issuer Name and Ticker or Trading Symbol
 MARKETAXESS HOLDINGS INC
 [MKTX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

Head of MarketAxess Europe

C/O MARKETAXESS HOLDINGS INC., 140 BROADWAY, 42ND FLOOR

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEW YORK, NY 10005

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| Common Stock, par value \$0.003 per share | 12/13/2006 | | M | 2,700 | A \$ 2.7 | 44,700 | D |
| Common Stock, par value \$0.003 per share | 12/13/2006 | | S | 300 | D \$ 14.25 | 44,400 | D |

Edgar Filing: Baillie Ian N - Form 4

| | | | | | | | |
|---|------------|---|--------|---|-------------|--------|---|
| Common Stock, par value \$0.003 per share | 12/13/2006 | S | 400 | D | \$ 14.26 | 44,000 | D |
| Common Stock, par value \$0.003 per share | 12/13/2006 | S | 100 | D | \$ 14.27 | 43,900 | D |
| Common Stock, par value \$0.003 per share | 12/13/2006 | S | 500 | D | \$ 14.28 | 43,400 | D |
| Common Stock, par value \$0.003 per share | 12/13/2006 | S | 200 | D | \$ 14.32 | 43,200 | D |
| Common Stock, par value \$0.003 per share | 12/13/2006 | S | 300 | D | \$ 14.33 | 42,900 | D |
| Common Stock, par value \$0.003 per share | 12/13/2006 | S | 900 | D | \$ 14.34 | 42,000 | D |
| Common Stock, par value \$0.003 per share | 12/14/2006 | M | 27,300 | A | \$ 2.7 | 69,300 | D |
| Common Stock, par value \$0.003 per share | 12/14/2006 | S | 693 | D | \$ 13.94 | 68,607 | D |
| Common Stock, par value \$0.003 per share | 12/14/2006 | S | 3,191 | D | \$ 13.95 | 65,416 | D |
| | 12/14/2006 | S | 3,475 | D | | 61,941 | D |

Edgar Filing: Baillie Ian N - Form 4

| | | | | | | | |
|---|------------|---|-------|---|-------------|--------|---|
| Common Stock, par value \$0.003 per share | | | | | \$ 13.96 | | |
| Common Stock, par value \$0.003 per share | 12/14/2006 | S | 5,700 | D | \$ 13.97 | 56,241 | D |
| Common Stock, par value \$0.003 per share | 12/14/2006 | S | 5,700 | D | \$ 13.98 | 50,541 | D |
| Common Stock, par value \$0.003 per share | 12/14/2006 | S | 5,241 | D | \$ 13.99 | 45,300 | D |
| Common Stock, par value \$0.003 per share | 12/14/2006 | S | 3,800 | D | \$ 14 | 41,500 | D |
| Common Stock, par value \$0.003 per share | 12/14/2006 | S | 700 | D | \$ 14.03 | 40,800 | D |
| Common Stock, par value \$0.003 per share | 12/14/2006 | S | 200 | D | \$ 14.04 | 40,600 | D |
| Common Stock, par value \$0.003 per share | 12/14/2006 | S | 600 | D | \$ 14.05 | 40,000 | 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)

Edgar Filing: Baillie Ian N - Form 4

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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | |
| Employee Stock Option (right to buy) | \$ 2.7 | 12/13/2006 | | M | 2,700 | <u>(1)</u> 03/24/2013 | Common Stock | 2,700 |
| Employee Stock Option (right to buy) | \$ 2.7 | 12/14/2006 | | M | 27,300 | <u>(1)</u> 03/24/2013 | Common Stock | 27,300 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Baillie Ian N C/O MARKETAXESS HOLDINGS INC. 140 BROADWAY, 42ND FLOOR NEW YORK, NY 10005 | | | Head of MarketAxess Europe | |

Signatures

/s/ Ori Solomon, as Attorney-in-Fact for Iain Baillie
 12/15/2006
 **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 option was granted on March 24, 2003 and is 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. 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.