

MARKETAXESS HOLDINGS INC

Form 4

October 17, 2007

FORM 4

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

OMB APPROVAL

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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 *
McVey Richard M

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)
10/15/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and C.E.O.

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)

NEW YORK, NY 10005

(City) (State) (Zip)

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock, par value \$0.003 per share	10/16/2007		S ⁽¹⁾	100 D	\$ 15.05	1,026,591	D
Common Stock, par value \$0.003 per share	10/16/2007		S ⁽¹⁾	200 D	\$ 15.06	1,026,391	D

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Common Stock, par value \$0.003 per share	10/16/2007	<u>S⁽¹⁾</u>	100	D	\$ 15.07	1,026,291	D
Common Stock, par value \$0.003 per share	10/16/2007	<u>S⁽¹⁾</u>	188	D	\$ 15.08	1,026,103	D
Common Stock, par value \$0.003 per share	10/16/2007	<u>S⁽¹⁾</u>	444	D	\$ 15.09	1,025,659	D
Common Stock, par value \$0.003 per share	10/16/2007	<u>S⁽¹⁾</u>	200	D	\$ 15.1	1,025,459	D
Common Stock, par value \$0.003 per share	10/16/2007	<u>S⁽¹⁾</u>	400	D	\$ 15.11	1,025,059	D
Common Stock, par value \$0.003 per share	10/16/2007	<u>S⁽¹⁾</u>	100	D	\$ 15.13	1,024,959	D
Common Stock, par value \$0.003 per share	10/16/2007	<u>S⁽¹⁾</u>	368	D	\$ 15.16	1,024,591	D
Common Stock, par value \$0.003 per share	10/16/2007	<u>S⁽¹⁾</u>	200	D	\$ 15.17	1,024,391	D
Common Stock, par value \$0.003 per share	10/16/2007	<u>S⁽¹⁾</u>	200	D	\$ 15.18	1,024,191	D
						495,154	I

Common
Stock, par
value
\$0.003 per
share

By Trusts
(2)

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

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(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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McVey Richard M C/O MARKETAXESS HOLDINGS INC. 140 BROADWAY, 42ND FLOOR NEW YORK, NY 10005	X		Chairman and C.E.O.	

Signatures

/s/ Ori Solomon, as Attorney-in-Fact for Richard M. McVey
 **Signature of Reporting Person
 10/17/2007
 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 on June 1, 2007.

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(2) Represents shares held by trust for the benefit of Mr. McVey and his family members.

Remarks:

This is the third of three Form 4s filed by Richard M. McVey on October 17, 2007.

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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