

MARKETAXESS HOLDINGS INC  
Form 8-K  
October 26, 2011

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): October 26, 2011**

**MarketAcess Holdings Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other Jurisdiction of  
Incorporation)

**001-34091**

(Commission File Number)

**52-2230784**

(IRS Employer Identification No.)

**299 Park Avenue**

**New York, New York**

(Address of Principal Executive Offices)

**10171**

(Zip Code)

Registrant's telephone number, including area code: **(212) 813-6000**

(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

## Item 2.02 Results of Operations and Financial Condition

On October 26, 2011, MarketAxess Holdings Inc. (the “Company”) issued a press release announcing the Company’s financial results for its fiscal third quarter ended September 30, 2011. A copy of this press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The information included in this Current Report on Form 8-K (including Exhibit 99.1 hereto) that is furnished pursuant to this Item 2.02 shall not be deemed to be “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended. In addition, the information included in this Current Report on Form 8-K (including Exhibit 99.1 hereto) that is furnished pursuant to this Item 2.02 shall not be incorporated by reference into any filing of the Registrant, whether made before or after the date hereof, regardless of any general incorporation language in such filing, unless expressly incorporated by specific reference into such filing.

## Item 8.01 Other Events

On October 26, 2011, the Company issued a press release announcing that its Board of Directors has approved a \$35 million share repurchase program, which authorizes the Company to repurchase shares of its common stock, in the open market or privately negotiated transactions, at times and prices considered appropriate by the Company depending upon prevailing market conditions.

The Company also announced that its Board of Directors has approved a regular quarterly dividend to be paid to the holders of the outstanding shares of capital stock. A cash dividend of \$0.09 per share of common stock outstanding or issuable upon conversion of outstanding shares of non-voting common stock will be paid on November 24, 2011 to stockholders of record as of the close of business on November 10, 2011.

## Item 9.01 Financial Statements and Exhibits

(d) Exhibits:

- 99.1 Press Release entitled “MarketAxess Reports Third Quarter 2011 Record Revenues of \$46.6 Million, Record Pre-Tax Income of \$22.3 Million and Diluted EPS of \$0.34” issued by MarketAxess Holdings Inc. on October 26, 2011.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MARKETAXESS HOLDINGS INC.

Date: October 26, 2011

By: /s/Richard M. McVey

Name: Richard M. McVey  
Title: Chief Executive Officer

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**EXHIBIT INDEX**

**Exhibit**

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