

Evans Thomas R  
Form 4  
September 29, 2009

**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  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Evans Thomas R

(Last) (First) (Middle)

11760 US HIGHWAY ONE, SUITE  
200

(Street)

NORTH PALM BEACH, FL 33408

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
BANKRATE INC [RATE]

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

09/25/2009

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

President & CEO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
| Common<br>stock                       | 09/25/2009                              |                                                             | M                                    | 35,460 A                                                                | \$<br>8.46                                                                                                         | 35,460                                                               | D                                       |
| Common<br>stock                       | 09/25/2009                              |                                                             | D                                    | 35,460 D                                                                | \$<br>28.5                                                                                                         | 0                                                                    | D                                       |
| Common<br>stock                       | 09/25/2009                              |                                                             | D <sup>(2)</sup>                     | 34,166 D                                                                | \$<br>28.5                                                                                                         | 0                                                                    | D                                       |

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

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SEC 1474  
(9-02)

number.

**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) |                 |              |                      |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-----|---------------------------------------------------------------|-----------------|--------------|----------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V                                                                                       | (A)                                                      | (D) | Date Exercisable                                              | Expiration Date | Title        | Amount Number Shares |
| Employee stock option                      | \$ 8.46                                                | 09/25/2009                           |                                                    | M                              |                                                                                         | 35,460                                                   |     | 07/01/2005                                                    | 06/25/2011      | Common stock | 35,460               |
| Employee stock option                      | \$ 8.46                                                | 09/25/2009                           |                                                    | D <sup>(1)</sup>               |                                                                                         | 564,540                                                  |     | 07/01/2005                                                    | 06/25/2011      | Common stock | 564,540              |
| Employee stock option                      | \$ 10.01                                               | 09/25/2009                           |                                                    | D <sup>(1)</sup>               |                                                                                         | 280,000                                                  |     | 11/04/2005                                                    | 10/26/2011      | Common stock | 280,000              |

## Reporting Owners

| Reporting Owner Name / Address                                                    | Relationships |           |                 |       |
|-----------------------------------------------------------------------------------|---------------|-----------|-----------------|-------|
|                                                                                   | Director      | 10% Owner | Officer         | Other |
| Evans Thomas R<br>11760 US HIGHWAY ONE<br>SUITE 200<br>NORTH PALM BEACH, FL 33408 |               |           | President & CEO |       |

## Signatures

Thomas R. Evans 09/29/2009

\*\*Signature of Reporting Person

Date

By: Robert J. DeFranco,  
Attorney-In-Fact

09/29/2009

\*\*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) Stock options were cancelled in exchange for the difference between \$28.50 and the exercise price pursuant to the merger of Ben Merger Sub, Inc. with and into Bankrate, Inc.

(2) Payment with respect to these shares of restricted stock were made net of applicable tax withholdings.

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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