

BANKRATE INC
Form 4
May 08, 2007

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CUNNINGHAM G COTTER

(Last) (First) (Middle)

**BANKRATE INC, 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)
05/04/2007

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 ____X____ Other (specify
below) below)
Former SVP-COO

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 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)
			Code	V	Amount	(A) or (D)	Price
Common stock	05/04/2007		M		500	A	\$ 0.85 34,550
Common stock	05/04/2007		S		500	D	\$ 41.8583 34,050
Common stock	05/04/2007		M		30,625	A	\$ 12.36 64,675
Common stock	05/04/2007		S		20,000	D	\$ 42.75 44,675
Common stock	05/04/2007		S		10,625	D	\$ 42.7621 34,050

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Common stock	05/04/2007	M	19,500	A	\$ 18.44	53,550	D
Common stock	05/04/2007	S	19,500	D	\$ 41.8583	34,050	D
Common stock	05/04/2007	M	3,645	A	\$ 35.75	37,695	D
Common stock	05/04/2007	S	3,125	D	\$ 41.8583	34,570	D
Common stock	05/04/2007	S	520	D	\$ 42.7621	34,050	D

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee stock option	\$ 0.85	05/04/2007		M	500	03/02/2003 02/04/2012	Common stock 500
Employee stock option	\$ 12.36	05/04/2007		M	30,625	01/05/2005 01/05/2011	Common stock 30,625
Employee stock option	\$ 18.44	05/04/2007		M	19,500	02/01/2006 02/01/2012	Common stock 19,500
Employee stock option	\$ 35.75	05/04/2007		M	3,645	02/07/2007 02/07/2013	Common stock 3,645

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CUNNINGHAM G COTTER BANKRATE INC 11760 US HIGHWAY ONE SUITE 200 NORTH PALM BEACH, FL 33408				Former SVP-COO

Signatures

G. Cotter Cunningham 05/08/2007

__Signature of Reporting Person

Date

By Robert J. DeFranco
Attorney-in-Fact

05/08/2007

__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).

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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