

POLINER RANDALL E  
Form 4/A  
September 01, 2009

**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 \*  
POLINER RANDALL E

(Last) (First) (Middle)

BANKRATE, INC., 11760 US  
HIGHWAY 1 SUITE 200

(Street)

NORTH PALM BEACH, FL 33048

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/25/2009

4. If Amendment, Date Original Filed(Month/Day/Year)  
08/27/2009

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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	08/25/2009		U		300,456	D	\$ 28.50
Common stock	08/25/2009		M		5,000	A	\$ 3.90
Common stock	08/25/2009		M		5,000	A	\$ 12.43
Common stock	08/25/2009		M		10,000	A	\$ 13.32
Common stock	08/25/2009		M		25,000	A	\$ 2.39

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Common stock      08/25/2009      U      45,000      D      \$ 28.5 0      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
Director stock option	\$ 3.9	08/25/2009		M	5,000	12/31/2003      01/02/2013	Common stock      5,000
Director stock option	\$ 12.43	08/25/2009		M	5,000	12/31/2004      01/02/2011	Common stock      5,000
Director stock option	\$ 13.32	08/25/2009		M	10,000	12/31/2005      01/03/2012	Common stock      10,000
Director stock option	\$ 2.39	08/25/2009		M	25,000	12/31/2002      10/29/2012	Common stock      25,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
POLINER RANDALL E BANKRATE, INC. 11760 US HIGHWAY 1 SUITE 200 NORTH PALM BEACH, FL 33048	X			

## Signatures

Randall E. Poliner 09/01/2009  
\_\_Signature of Reporting Person Date

By: Robert J.DeFranco, 09/01/2009  
Attorney-In-Fact Date  
\_\_Signature of Reporting Person

## 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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