

BANKRATE INC  
Form 8-K  
February 07, 2007

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): **February 6, 2007**

(Exact name of registrant as specified in its charter)

Florida  
(State or other jurisdiction  
of Incorporation)

0-25681  
(Commission  
File Number)

65-0423422  
(IRS Employer  
Identification No.)

11760 U.S. Highway One  
Suite 500  
North Palm Beach, Florida  
(Address of principal executive offices)

33408  
(Zip Code)

Registrant's telephone number, including area code: **(561) 630-2400**

**Not Applicable**

(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))
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**Item 2.02. Results of Operations and Financial Condition.**

On February 6, 2007, Bankrate, Inc. (the "Company") announced via press release the Company's financial results for the fiscal year ended December 31, 2006. A copy of the Company's press release ("Press Release") is included herein as Exhibit 99.1 and incorporated herein by reference. Also attached as Exhibit 99.2 is the Company's corrected condensed consolidated balance sheet as of December 31, 2006, which reflects certain reclassification entries that were inadvertently omitted from the condensed consolidated balance sheet attached to the Press Release.

The information furnished under Item 2.02 of this Current Report, including the Exhibit is attached hereto, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits.**

99.1 Text of press release of Bankrate, Inc. regarding financial results for the fiscal year ended December 31, 2006, dated February 6, 2007.

99.2 Corrected condensed consolidated balance sheet as of December 31, 2006.

**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.

**BANKRATE, INC.**

Date: February 7, 2007

by: /s/ Edward J. DiMaria

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Edward J. DiMaria  
Senior Vice President  
Chief Financial Officer

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