BofI Holding, Inc. Form 4 July 27, 2005

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

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(b).

1. Name and Address of Reporting Person * Grinberg Paul

(First)

(Middle)

(Zip)

C/O ENCORE CAPITAL GROUP INC. 8875 AERO DRIVE. SUITE 200

(City)

(Last)

(Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

BofI Holding, Inc. [BOFI]

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

07/25/2005

4. If Amendment, Date Original

Filed(Month/Day/Year)

Applicable Line)

(A)

or

(D)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner

Other (specify

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Issuer

below)

X_ Director

Officer (give title

SAN DIEGO, CA 92123

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

Code V Amount

Beneficially Owned Following Reported

5. Amount of

Securities

Indirect (I) (Instr. 4)

D

(D) or

Indirect Beneficial Ownership (Instr. 4)

6. Ownership 7. Nature of

Form: Direct

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Transaction(s) (Instr. 3 and 4)

Price

Common 07/25/2005 \$0 A 2,300 Α 2,300 Stock (2)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: Bofl Holding, Inc. - Form 4

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. Transactic Code (Instr. 8)	5. Number proof 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 Ame Underlying Secu (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Ai or Ni of Sh
Non-Qualified Stock Option (Right to buy)	\$ 9.5	07/25/2005		A	6,900	07/25/2006(1)	07/24/2015	Common Stock	6

Reporting Owners

Reporting Owner Name / Address	Relationships					
. 9	Director	10% Owner	Officer	Other		
Grinberg Paul C/O ENCORE CAPITAL GROUP INC 8875 AERO DRIVE, SUITE 200 SAN DIEGO, CA 92123	X					
^ :						

Signatures

Paul Grinberg 07/25/2005

**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) Options vest as to 1/3 of the underlying shares on the first anniversary of the grant date and vest as to 1/36 of the underlying shares each month thereafter.
- (2) Shares vest over three (3) years, one third (1/3) at each annual anniversary of grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2