

RULE FAMILY TRUST UDT 12 17 98  
Form 4  
September 10, 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 \*  
RULE ARTHUR RICHARDS

2. Issuer Name and Ticker or Trading Symbol  
BoFI Holding, Inc. [BOFI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
7770 EL CAMINO REAL  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
09/04/2009

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

CARLSBAD, CA 92009

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_\_ Form filed by One Reporting Person  
\_X\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	09/04/2009		S		70,000	D	\$ 8.533
					727,300	(1)	I
							By Exploration Capital Partners 1998-B L.P. (2)
Common Stock	09/08/2009		S		27,300	D	\$ 8.598
					700,000	(1)	I
							By Exploration Capital Partners 1998-B L.P. (2)

Common Stock	3,000 <sup>(3)</sup>	D	
Common Stock	20,000 <sup>(3)</sup>	I	By wife
Common Stock	50,000 <sup>(1)</sup>	I	By Global Resource Investments Ltd. <sup>(4)</sup>
Common Stock	100,000 <sup>(1)</sup>	I	By Resource Capital Investment Corp. <sup>(5)</sup>

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.**

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RULE ARTHUR RICHARDS 7770 EL CAMINO REAL CARLSBAD, CA 92009		X		
RULE FAMILY TRUST UDT 12 17 98 7770 EL CAMINO REAL CARLSBAD, CA 92009		X		

## Signatures

/s/ Gretchen Carter, attorney-in-fact for Arthur Richards Rule

09/10/2009

\_\_Signature of Reporting Person

Date

/s/ Gretchen Carter, attorney-in-fact for Arthur Richards Rule, Trustee for Rule Family Trust  
udt 12/17/98

09/10/2009

\_\_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) The shares are beneficially owned by both reporting owners, the Rule Family Trust udt 12/17/98 and Arthur Richards Rule.
- (2) The general partner of Exploration Capital Partners 1998-B L.P. is Resource Capital Investment Corporation, which is owned 100% by the Rule Family Trust udt 12/17/98. Arthur Richards Rule is co-Trustee of the Rule Family Trust udt 12/17/98.
- (3) The shares are beneficially owned by Arthur Richards Rule.
- (4) Global Resource Investments Ltd. is owned 100% by Rule Investments, Inc., which is owned 100% by the Rule Family Trust udt 12/17/98. Arthur Richards Rule is co-Trustee of the Rule Family Trust udt 12/17/98.
- (5) Resource Capital Investment Corp. is owned 100% by the Rule Family Trust udt 12/17/98. Arthur Richards Rule is co-Trustee of the Rule Family Trust udt 12/17/98.

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.