

BERARDI CRAIG M  
Form 4  
January 03, 2005

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
BERARDI CRAIG M

(Last) (First) (Middle)  
7700 NE AMBASSADOR PLACE  
(Street)

PORTLAND, OR 97220

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
RENTRAK CORP [RENT]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/29/2004

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 below) \_\_\_ Other (specify below)  
V.P., Prod. Dev. Operations

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/29/2004		M		1,000	A	\$ 2.813
Common Stock	12/29/2004		S		500	D	\$ 11.85
Common Stock	12/29/2004		S		500	D	\$ 11.8
Common Stock	12/30/2004		M		400	A	\$ 2.875
Common Stock	12/30/2004		S		400	D	\$ 12.11

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Common Stock	12/30/2004		M	500	A	\$ 3	500	D
Common Stock	12/30/2004		S	500	D	\$ 12.19	0	D
Common Stock	12/30/2004		M	3,100	A	\$ 3.75	3,100	D
Common Stock	12/30/2004		S	500	D	\$ 12.17	2,600	D
Common Stock	12/30/2004		S	500	D	\$ 12.15	2,100	D
Common Stock	12/30/2004		S	500	D	\$ 12.13	1,600	D
Common Stock	12/30/2004		S	800	D	\$ 12.12	800	D
Common Stock	12/30/2004		S	300	D	\$ 12.111	500	D
Common Stock	12/30/2004		S	500	D	\$ 12.151	0	D

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

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**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)	Amount or Number of Shares
Stock Options (Right to buy)	\$ 2.813	12/29/2004		M	1,000	04/01/2000 <sup>(1)</sup> 04/01/2009	Common Stock	1,000
	\$ 2.875	12/30/2004		M	400	04/01/1998 04/01/2007		400

Stock Options (Right to buy)								Common Stock	
Stock Options (Right to buy)	\$ 3	12/30/2004	M	500	11/17/1999	02/23/2008		Common Stock	500
Stock Options (Right to buy)	\$ 3.75	12/30/2004	M	3,100	04/19/2001 <sup>(1)</sup>	04/19/2010		Common Stock	3,100

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BERARDI CRAIG M 7700 NE AMBASSADOR PLACE PORTLAND, OR 97220			V.P., Prod. Dev. Operations	

## Signatures

Craig M. Berardi	01/03/2005
**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) Option vests in four equal annual installments beginning on date shown.

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.