

BERARDI CRAIG M

Form 4

January 03, 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
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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(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
__X__ Officer (give title ____ Other (specify
below) below)

V.P., Prod. Dev. Operations

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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	1,000	D
Common Stock	12/29/2004		S		500	D	\$ 11.85	500	D
Common Stock	12/29/2004		S		500	D	\$ 11.8	0	D
Common Stock	12/30/2004		M		400	A	\$ 2.875	400	D
Common Stock	12/30/2004		S		400	D	\$ 12.11	0	D

Edgar Filing: BERARDI CRAIG M - Form 4

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	\$ 12.11	500	D
Common Stock	12/30/2004	S	500	D	\$ 12.15	0	D

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)

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
Stock Options (Right to buy)	\$ 2.813	12/29/2004		M		1,000		04/01/2000 ⁽¹⁾	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 ⁽¹⁾	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 Date
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).

(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.