#### Edgar Filing: RENTRAK CORP - Form 4

RENTRAK C	CORP										
Form 4											
August 24, 20	)09										
FORM	4								PPROVAL		
	UNITED		RITIES A			NGE (	COMMISSION	OMB Number:	3235-0287		
Check this if no longe	Check this box						Expires:	January 31, 2005			
subject to	STATEM	STATEMENT OF CHANGES IN BENEFICIAL OWNE					NERSHIP OF	F Estimated average			
Section 16		SECURITIES						burden hours pe			
Form 4 or Form 5		~ ·	1.5() 0.1	~	_			response 0.5			
obligation	~ <sup>-</sup>	suant to Section									
may conti							f 1935 or Sectio	n			
See Instru	ction	30(h) of the	nvestment	Company	y Act	of 19	40				
1(b).											
(Print or Type R	esponses)										
(											
SHAW RALPH R Symbol			er Name <b>and</b>	Ticker or 7	Fradin	g	5. Relationship of Reporting Person(s) to Issuer				
			RAK COR	P [RENT	]						
			of Earliest Tra	ansaction	-		(Check all applicable)				
. , . , . ,			/Day/Year)	ansaction			X Director 10% Owner				
3438 SW BR	RENTWOOD DR		•				Officer (give	title Oth	er (specify		
							below)	below)			
			nendment, Dat	-			6. Individual or Joint/Group Filing(Check				
			onth/Day/Year)	1			Applicable Line) _X_ Form filed by One Reporting Person				
PORTLAND	0, OR 97201							More than One Re			
(City)	(State)	(Zip) Ta	ble I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	f. or Beneficial	llv Owned		
1.Title of	2. Transaction Date		3.				5. Amount of		-		
Security	(Month/Day/Year)			4. Securities nAcquired (A) or			Securities	6. Ownership Form: Direct (D) or	Indirect		
(Instr. 3)	× ,	any	Code Disposed of (D)						Beneficial		
		(Month/Day/Yea				5)	Owned	Indirect (I)	Ownership		
							Following Reported	(Instr. 4)	(Instr. 4)		
					(A)		Transaction(s)				
C			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	08/20/2009		A <u>(1)</u>	3,750	А	\$0	39,750	D			
STOCK											

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transact Code (Instr. 8)	of (Mont			ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code V	,		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Relationships

Director 10% Owner Officer Other

SHAW RALPH R 3438 SW BRENTWOOD DRIVE Х PORTLAND, OR 97201

### Signatures

Ralph R. Shaw 08	/24/2009
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\*\*Signature of Reporting Person

# **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Date

- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Represents deferred stock units vesting in three equal annual installments beginning one year from grant date and payable upon retirement (1) from the board of directors and other specified events.

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.