#### Edgar Filing: ERWIN TIMOTHY JOHN - Form 4

#### **ERWIN TIMOTHY JOHN**

Form 4

February 24, 2006

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

**OMB APPROVAL** 

January 31, Expires: 2005

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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 may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(City)

(State)

(Zip)

(Print or Type Responses)

| 1. Name and Address of Reporting Person * ERWIN TIMOTHY JOHN |          |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol RENTRAK CORP [RENT] | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)                             |  |  |  |
|--|----------|----------|--|--|--|--|--|
| (Last)   | (First)  | (Middle) | 3. Date of Earliest Transaction  | (Check an applicable)  |  |  |  |
| 7700 N.E. AMBASSADOR PLACE                                   |          | R PLACE  | (Month/Day/Year)<br>02/22/2006   | Director 10% Owner _X Officer (give title Other (specify below)  VP, Customer Relations              |  |  |  |
| (Street)   |          |          | 4. If Amendment, Date Original   | 6. Individual or Joint/Group Filing(Check  |  |  |  |
| PORTLAND,  | OR 97220 |          | Filed(Month/Day/Year)  | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |  |

| ` •                    | Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |                               |                  |            |       |             |                         |                           |                       |  |  |
|------------------------|--|-------------------------------|------------------|------------|-------|-------------|-------------------------|---------------------------|-----------------------|--|--|
| 1.Title of<br>Security | 2. Transaction Date (Month/Day/Year)   | 2A. Deemed Execution Date, if | 3.<br>Transactio | 4. Securi  |       |             | 5. Amount of Securities | 6. Ownership Form: Direct | 7. Nature of Indirect |  |  |
| (Instr. 3)             | • •  | any                           | Code             | (Instr. 3, | 4 and | 5)          | Beneficially            | (D) or                    | Beneficial            |  |  |
|                        |  | (Month/Day/Year)              | (Instr. 8)       |            |       |             | Owned                   | Indirect (I)              | Ownership             |  |  |
|                        |  |                               |                  |            |       |             | Following               | (Instr. 4)                | (Instr. 4)            |  |  |
|                        |  |                               |                  |            | (A)   |             | Reported                |                           |                       |  |  |
|                        |  |                               |                  |            | or    |             | Transaction(s)          |                           |                       |  |  |
|                        |  |                               | Code V           | Amount     |       | Price       | (Instr. 3 and 4)        |                           |                       |  |  |
| Common<br>Stock        | 02/22/2006   |                               | M                | 4,900      | A     | \$<br>2.188 | 5,001                   | D                         |                       |  |  |
| Common<br>Stock        | 02/22/2006   |                               | S                | 4,900      | D     | \$ 10.6     | 101                     | D                         |                       |  |  |

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

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Table I. Non Derivative Securities Acquired Disposed of or Reposicially Own

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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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number op Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) |                    | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |  |
|---|---|---|---|---|---|------------------|--------------------|---|--|
|   |   |   |   | Code V                                  | (A) (D)   | Date Exercisable | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |
| Stock<br>Options<br>(Right to<br>Buy)               | \$ 2.188  | 02/22/2006                              |   | M                                       | 4,900   | 01/01/2002(1)    | 01/01/2011         | Common<br>Stock   | 4,900                                  |

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ERWIN TIMOTHY JOHN 7700 N.E. AMBASSADOR PLACE PORTLAND, OR 97220

VP, Customer Relations

### **Signatures**

Timothy J.
Erwin

\*\*Signature of Date

\*\*Signature of
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 five 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.

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