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RENTRAK CORP
Form S-8 POS
July 28, 2004

Registration No. 33-48657

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1

TO

FORM S-8
REGISTRATION STATEMENT UNDER
THE SECURITIES ACT OF 1933

RENTRAK CORPORATION
(Exact name of registrant as specified in its charter)

Oregon 93-0780536
(State of incorporation) (IRS Employer Identification No.)

7700 N.E. Ambassador Place
Portland, Oregon 97220
(Address of principal executive offices) (Zip Code)

1992 EMPLOYEE STOCK PURCHASE PLAN
(Full title of the plan)

F. Kim Cox
President and Secretary
Rentrak Corporation
7700 N.E. Ambassador Place
Portland, Oregon 97220
Telephone (503) 284-7581
(Name, address, and telephone number of agent for service)

DEREGISTRATION

Pursuant to Registration Statement on Form S-8 (No. 33-48657) filed with the Securities and Exchange Commission on June 22, 1992, Rentrak Corporation, an Oregon corporation, registered 200,000 shares of common stock, \$0.001 par value per share, for issuance under the 1992 Employee Stock Purchase Plan. Of the 200,000 shares originally registered, 64,986 shares were sold. The Registration Statement is hereby amended to deregister 135,014 shares of common stock, \$0.001 par value per share, of Rentrak Corporation.

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-2-

SIGNATURES

The Registrant.

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this post-effective amendment to registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Portland, state of Oregon, on the 26th day of July, 2004.

RENTRAK CORPORATION
(Registrant)

By /s/ F. Kim Cox

F. Kim Cox
President and Secretary

Pursuant to the requirements of the Securities Act of 1933, this post-effective amendment to registration statement has been signed by the following persons in the capacities indicated as of the 26th day of July, 2004.

Signature

Title

Principal Executive Officer and Director:

/s/ Paul A. Rosenbaum

Paul A. Rosenbaum

Chairman and Chief Executive Officer,
Director

Principal Financial and Accounting Officer:

/s/ Mark L. Thoenes

Mark L. Thoenes

Senior Vice President and Chief
Financial Officer

A majority of the Board of Directors:

/s/ Cecil D. Andrus

Cecil D. Andrus

Director

/s/ George H. Kuper

Director

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George H. Kuper

-3-

/s/ Joon S. Moon

Joon S. Moon

Director

James G. Petcoff

Director

/s/ Stanford C. Stoddard

Stanford C. Stoddard

Director

-4-