

RENTRAK CORP  
Form 8-K  
August 30, 2010

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

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FORM 8 K  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported):

August 26, 2010

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RENTRAK CORPORATION

(Exact name of registrant as specified in charter)

Oregon

(State or other jurisdiction of incorporation)

0-15159  
(Commission File Number)

One Airport Center  
7700 N.E. Ambassador Place  
Portland, Oregon  
(Address of principal executive offices)

93-0780536  
(IRS Employer Identification No.)

97220  
(Zip Code)

Registrant's telephone number, including area code:

(503) 284-7581

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

.. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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- “ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - “ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - “ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.07. Submission of Matters to a Vote of Security Holders.**

(a) The 2010 annual meeting of shareholders of the Company was held on August 26, 2010.

(b) The matters considered and voted on by the Company's shareholders at the annual meeting were as follows:

Proposal 1. Eight directors were elected, each for a one-year term, by the votes indicated:

| <u>Nominee</u>         | <u>Shares Voted For</u> | <u>Shares Withheld</u> | <u>Broker Non-Votes</u> |
|------------------------|-------------------------|------------------------|-------------------------|
| William E. Engel       | 6,551,743               | 257,160                | 2,710,333               |
| Richard Hochhauser     | 6,347,682               | 461,221                | 2,710,333               |
| William P. Livek       | 6,625,353               | 183,550                | 2,710,333               |
| Anne MacDonald         | 6,347,682               | 461,221                | 2,710,333               |
| Martin B. O'Connor, II | 6,626,733               | 182,170                | 2,710,333               |
| Paul A. Rosenbaum      | 6,620,846               | 188,057                | 2,710,333               |
| Brent D. Rosenthal     | 6,615,209               | 193,694                | 2,710,333               |
| Ralph R. Shaw          | 6,336,158               | 472,745                | 2,710,333               |

Proposal 2. Ratification of the appointment of Grant Thornton LLP as the Company's independent registered public accountants for the fiscal year ending March 31, 2011.

| <u>Shares Voted For</u> | <u>Shares Voted Against</u> | <u>Abstentions</u> |
|-------------------------|-----------------------------|--------------------|
| 9,446,864               | 70,292                      | 2,080              |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

RENTRAK CORPORATION

Dated: August 27, 2010

By:

/s/ David I. Chemerow  
David I. Chemerow  
Chief Operating Officer and  
Chief Financial Officer