

RENTRAK CORP  
Form 3  
December 10, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

|   |         |                                      |  |  |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| WPP plc                                   |         | (Month/Day/Year)                     | RENTRAK CORP [RENT]                                |  |
| (Last)                                    | (First) | (Middle)                             | 12/01/2014   |  |
| 27 FARM STREET                            |         |                                      |  | 4. Relationship of Reporting Person(s) to Issuer                                 |
| (Street)                                  |         |                                      |  | (Check all applicable)   |
| LONDON, X0 W1J 5RJ                        |         |                                      |  | 5. If Amendment, Date Original Filed(Month/Day/Year)                             |
| (City)                                    | (State) | (Zip)                                |  |  |
|   |         |                                      |  | 6. Individual or Joint/Group Filing(Check Applicable Line)                       |
|   |         |                                      |  | <input type="checkbox"/> Form filed by One Reporting Person                      |
|   |         |                                      |  | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 2,470,624   | I  | See Footnote <sup>(1)</sup>                           |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|  | Date Exercisable   | Expiration Date   | Title  | Amount or Number of  |   |

Shares (I)  
(Instr. 5)

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| WPP plc<br>27 FARM STREET<br>LONDON, X0 W1J 5RJ  | Â             | Â X       | Â       | Â     |
| WPP Luxembourg Gamma Three S.a.r.l.<br>124 BOULEVARD DE LA PETRUSSE<br>LUXEMBOURG, N4 L-2330 | Â             | Â X       | Â       | Â     |

## Signatures

|   |            |
|---|------------|
| WPP plc, By: /s/ Paul W. G. Richardson, Group Finance Director                      | 12/10/2014 |
| **Signature of Reporting Person   | Date       |
| WPP Luxembourg Gamma Three S.a r.l., By: /s/ Anne Ehrismann, Manager                | 12/10/2014 |
| **Signature of Reporting Person   | Date       |
| By: WPP Luxembourg Gamma Three S.a r.l., By: /s/ Thierry Lenders,<br>Manager/Gerant | 12/10/2014 |
| **Signature of Reporting Person   | Date       |

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) These shares are owned directly by WPP Luxembourg Gamma Three S.a r.l., which is a wholly-owned subsidiary of WPP plc that WPP plc owns indirectly through a series of intervening holding companies. WPP plc is an indirect beneficial owner of the reported securities.
- 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.