FORM 3

Pine Investor, LLC

875 THIRD AVENUE

(First)

NY

(State)

(Last)

(Street)
NEW YORK

(City)

(Middle)

10022

(Zip)

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# OMB APPROVAL OMB Number: 32350104

Estimated average burden hours per response: 0.5

### INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

			OI -	36011011 30(11)	of the Investment Compa	ny Act o	f 1940					
1. Name and Address of Reporting Person* <u>Cerberus Capital Management</u> , <u>L.P.</u>				e of Event ing Statemen n/Day/Year) /2021	3. Issuer Name and Ticker or Trading Symbol COMSCORE, INC. [ SCOR ]							
(Last) 875 THIRD	(First) AVENUE	(Middle)	_		Relationship of Reporting Personal Issuer (Check all applicable)  Director X 1			erson(s) to 10% Owner		5. If Amendment, Date of Original Filed (Month/Day/Year)		
11TH FLOOR					Officer (give title below)		Other (s	specify		6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting		
(Street) NEW YORK	NY	10022							Person  X Form filed by More than One Reporting Person			
(City)	(State)	(Zip)										
			Table I - I	Non-Deriv	ative Securities Be	enefici	ally Ow	ned				
1. Title of Security (Instr. 4)						2. Amount of Securities Beneficially Owned (Instr. 4) 3. Owne Form: D (D) or In (I) (Instr		irect direct	4. Nature of Indirect Beneficial Ownership (Instr. 5)			
		(			ive Securities Bendrants, options, cor		•		)			
4) Exp (Mc		2. Date Exerc Expiration D (Month/Day/	ate	Title and Amount of Securities     Underlying Derivative Security (Instr. 4)			4. Conversion or Exercise Price of		5. Ownership Form:	6. Nature of Indirect Beneficial		
		Date Exercisable	Expiration Date	Title		mount or Derivation Derivation Derivation		tive	Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)		
Series B Convertible Preferred Stock		(1)	(1)	Common Stock, par value \$0.001 per share	27,50	27,509,203(2)		)	I	See Footnote <sup>(3)</sup>		
1. Name and A												
Cerberus	<u>Capitai ivi</u>	<u>anageme</u>	ent, L.P.									
(Last) 875 THIRD 11TH FLOO	(First) AVENUE	<u>anageme</u>	(Middle)									
(Last) 875 THIRD	(First) AVENUE DR	anageme										
(Last) 875 THIRD 11TH FLOO (Street)	(First) AVENUE DR	anageme	(Middle)									

#### **Explanation of Responses:**

- 1. Shares of Series B Convertible Preferred Stock of Comscore, Inc. (the "Company") are convertible, at the holder's election, at the conversion rate (as defined in the Company's certificate of designation of Series B Convertible Preferred Stock (the "Certificate of Designation")), which initially is 1:1. The shares of Series B Convertible Preferred Stock have no expiration date.
- 2. Represents the amount of Common Stock initially issuable upon conversion of the Series B Preferred Stock on the date of event requiring this report. The holders of Series B Preferred Stock are entitled to participate in all dividends declared on the Common Stock on an as-converted basis and are also entitled to a cumulative dividend at the rate of 7.5% per annum.
- 3. Pine Investor, LLC ("Pine") is the record holder of the reported shares. Cerberus Capital Management, L.P., through one or more intermediate entities, and Pine, possess the sole power to vote and the sole power to direct the disposition of all securities of the Company covered by this report.

#### Remarks:

For the purposes of Section 16 of the Securities Exchange Act, the interests of Cerberus Capital Management, L.P. and Pine are limited to the pecuniary interest, if any, of each of Cerberus Capital Management, L.P. and Pine, respectively, in the securities covered by this report.

Cerberus Capital

Management, L.P. By: /s/ 03/19/2021

Alexander D. Benjamin

Pine Investor, LLC By: /s/ Alexander D. Benjamin 03/19/2021

\*\* Signature of Reporting

Person

Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.