
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

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): March 5, 2012

comScore, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-33520
(Commission
File Number)

54-1955550
(IRS Employer
Identification No.)

**11950 Democracy Drive
Suite 600**

Reston, Virginia 20190
(Address of principal executive offices, including zip code)

(703) 438-2000
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

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 (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - 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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

The disclosures required by subpart (c) of this item are included in Item 7.01 under the caption “Change in Chief Operating Officer of the Company” and are incorporated herein by reference.

Item 7.01. Regulation FD Disclosure

Change of Certain Executive Officers of the Company

On March 5, 2012, comScore, Inc. (the “Company”) appointed Thomas Karrat as President, Global Marketing and Media Solutions. Prior to his appointment as President, Global Marketing and Media Solutions, from 2007 to 2012, Mr. Karrat, 41, served as Executive Vice President of Sales & Marketing of Mimeo, a digital printing services provider. Prior to serving at Mimeo, Mr. Karrat served as Senior Vice President of Sales at Yahoo! Hotjobs. Previously, Mr. Karrat also served as Vice President and General Manager at StorageApps, and held various positions, including Divisional Vice President at EMC. Mr. Karrat holds a Bachelors of Arts degree from Northeastern University.

Attached hereto as Exhibit 99.1 and incorporated by reference to this Item 7.01 is a press release issued on March 5, 2012 announcing Mr. Karrat’s appointment.

On March 5, 2012, the Company appointed Serge Matta as President, Mobile and Operator Solutions. Prior to his appointment, Mr. Matta, 38, served in various senior positions at the Company, including most recently, as Executive Vice President, overseeing the Company’s worldwide Telecommunications and Mobile practice. Prior to joining the Company in 2000, Mr. Matta held positions at MicroStrategy within the consulting group. Mr. Matta holds a Bachelors of Science degree in Finance from George Mason University and a Masters of Business Administration from American University.

Change of Chief Operating Officer of the Company

On March 5 2012, the Company appointed Cameron Meierhoefer as Chief Operating Officer of the Company, with responsibilities to include the certain logistics operations and technology for the Company. Mr. Meierhoefer will not serve as the Company’s principal operating officer, as the Company’s Chief Executive Officer, Magid M. Abraham, shall serve as the Company’s principal operating officer. Prior to his appointment as Chief Operating Officer of the Company, Mr. Meierhoefer, 40, has served in various senior positions at the Company, including most recently, Executive Vice President of Custom Analytics. Prior to joining the Company in 2001, Mr. Meierhoefer was head of analytics at PC Data Online, a division of market research firm PC Data Inc., and he also spent several years in quantitative and qualitative social science research. Mr. Meierhoefer holds a Bachelors of Science degree from Columbia University, and Masters of Science degree from the Georgia Institute of Technology.

Concurrently with Mr. Meierhoefer’s appointment, the Company appointed Gregory T. Dale as the Company’s Executive Vice President, International. Mr. Dale previously served as the Company’s Chief Operating Officer since August 2009 and in various other senior positions at the Company from September 1999 to August 2009. Prior to joining the Company, Mr. Dale served as Vice President of Client Service at Paragren Technologies, Inc., a company that specialized in enterprise relationship marketing. Mr. Dale holds a Bachelors of Science in Industrial Management from Purdue University.

In accordance with General Instruction B.2 of Form 8-K, the information in this Item 7.01 of this Current Report on Form 8-K and the related Exhibit 99.1 shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liability of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing or as set forth in Item 5.02 of this Form 8-K.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated March 5, 2012

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 hereunto duly authorized.

comScore, Inc.

By: /s/ Christiana L. Lin

Christiana L. Lin

EVP, General Counsel and Chief Financial Officer

Date: March 5, 2012

Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated March 5, 2012



FOR IMMEDIATE RELEASE

Contact: Andrew Lipsman
comScore, Inc.
(312) 775-6510
press@comscore.com

comScore Appoints Tom Karrat as President, Global Marketing & Media Solutions

Digital Media Veteran Brings Leadership Experience and Proven Ability to Scale Sales & Marketing Organization

RESTON, VA, March 5, 2012 – comScore, Inc. (NASDAQ: SCOR), a leader in measuring the digital world, today announced that Tom Karrat has joined the company as President of Global Marketing & Media Solutions, where he will be responsible for developing comScore’s sales and go-to-market strategies. Mr. Karrat will report directly to comScore CEO Dr. Magid Abraham in this newly created position.

“We’re delighted to welcome Tom, an experienced executive with a proven track record of success, to lead comScore’s global sales and marketing efforts,” said Dr. Abraham. “His experience and demonstrated ability to build and scale organizations in the technology, media, and cloud computing segments will be an important asset in helping comScore continue to grow as a global company. His experience leading large teams and cultivating a winning mentality will also help comScore take its sales organization to the next level. We are excited for Tom to bring new value to comScore and help us deliver even better results for our clients.”

“I am thrilled to join comScore to help build a world class organization that can further empower customers and partners to leverage the breadth and value of its product portfolio,” said Mr. Karrat, who comes to comScore as a proven executive with more than twenty years of experience in technology and media organizations. Most recently at Mimeo, he served as Executive Vice President of Sales & Marketing where he helped the company nearly double its revenue. Prior to Mimeo, he served as Senior Vice President of Sales at Yahoo! Hotjobs, where he managed a 300-person sales and support team with more than \$100 million in revenue responsibility. Previously, Mr. Karrat also served as Vice President and General Manager of StorageApps, acquired by HP. He began his career at EMC Corporation, where he held various positions starting as a Co-op student on his way to becoming Divisional Vice President managing approximately \$1 billion in revenue and 500 people.

About comScore

comScore, Inc. (NASDAQ: SCOR) is a global leader in measuring the digital world and preferred source of digital business analytics. For more information, please visit www.comscore.com/companyinfo.

Cautionary Statement

This press release contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934, including, without limitation, expectations regarding the impact of Mr. Karrat's leadership and abilities on comScore's future performance. These statements involve risks and uncertainties that could cause our actual results to differ materially, including, but not limited to, comScore's reliance on key members of its management team. For a detailed discussion of this and other risk factors, please refer to comScore's Annual Report on Form 10-K for the period ended December 31, 2011 and from time to time other filings with the Securities and Exchange Commission (the "SEC"), which are available on the SEC's Web site (<http://www.sec.gov>).

Stockholders of comScore are cautioned not to place undue reliance on our forward-looking statements, which speak only as of the date such statements are made. comScore does not undertake any obligation to publicly update any forward-looking statements to reflect events, circumstances or new information after the date of this press release, or to reflect the occurrence of unanticipated events.