UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person

FISHER ITZHAK

C/O COMSCORE, INC.
11950 DEMOCRACY DRIVE, STE. 600
RESTON VA 20190

2. Issuer Name and Ticker or Trading Symbol

COMSCORE, INC. [ SCOR ]

3. Date of Earliest Transaction (Month/Day/Year)

05/16/2022

4. If Amendment, Date of Original Filed (Month/Day/Year)

05/18/2022

5. Relationship of Reporting Person(s) to Issuer

X Director

10% Owner

Officer (give title below)

Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting Person

II. Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>05/16/2022</td>
<td></td>
<td></td>
<td>A</td>
<td>1,790</td>
<td>A</td>
<td>91,678</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>4. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
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**Explanation of Responses:**

1. On December 16, 2021 (the "Closing Date"), pursuant an Agreement and Plan of Merger (the "Merger Agreement") among the Company, Shareable Inc. and the other parties thereto, the Company acquired Shareable. Pursuant to the Merger Agreement, $500,000 of the consideration for the transaction (the "Holdback Amount") was held by the Company pending finalization of certain purchase price adjustments. On May 16, 2022, in accordance with the Merger Agreement, Pereg Holdings, LLC received its share of the Holdback Amount in shares based on a price for the Company's common stock of $4.12, which was the same price used to determine the number of shares issued on the Closing Date. The issuance was approved by the Company's board of directors pursuant to Rule 16b-3 under the Securities Exchange Act of 1934.

**Remarks:**

/\ Ashley Wright, Attorney-in-Fact 05/18/2022

**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 4 (b)(v).


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.