As filed with the Securities and Exchange Commission on August 19, 2026

Registration No. 333-

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM S-8
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

COMSCORE, INC.

(Exact name of registrant as specified in its charter)

Delaware	**54-1955550**
(State or Other Jurisdiction of Incorporation or Organization)	(I.R.S. Employer Identification No.)
11950 Democracy Drive, Suite 600 **Reston, Virginia**	**20190**
(Address of Principal Executive Offices)	(Zip Code)

COMSCORE, INC. AMENDED AND RESTATED
2018 EQUITY AND INCENTIVE COMPENSATION PLAN
COMSCORE, INC. EMPLOYMENT INDUCEMENT PLAN

(Full title of the plan)

Ashley Wright
General Counsel, Corporate & Securities
comScore, Inc.
11950 Democracy Drive, Suite 600
Reston, Virginia 20190

(Name and address of agent for service)

(703) 438-2000

(Telephone number, including area code, of agent for service)

***Copies to*:**

Scott Rubinsky
Vinson & Elkins LLP
845 Texas Avenue, Suite 4700
Houston, Texas 77002

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Securities Exchange Act of 1934, as amended (the "Exchange Act").

Large accelerated filer	☐	Accelerated filer	☐
Non-accelerated filer	☑	Smaller reporting company	☑
Emerging growth company	☐		

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act of 1933, as amended (the "Securities Act"). ☐

EXPLANATORY NOTE

This Registration Statement on Form S-8 (this "Registration Statement") is being filed for the purpose of registering the offer and sale of (i) an additional 3,000,000 shares of common stock, par value $0.001 per share (the "Common Stock") that may be issued pursuant to the comScore, Inc. Amended and Restated 2018 Equity and Incentive Compensation Plan (as amended from time to time, the "Plan") and (ii) 1,000,000 shares of Common Stock that may be issued pursuant to the comScore, Inc. Employment Inducement Plan (as amended from time to time, the "Inducement Plan"). Unless otherwise noted, all share information set forth herein has been adjusted to reflect the 1-for-20 reverse stock split effected by comScore, Inc. (the "Registrant") on December 20, 2023.

Except as otherwise set forth below, the contents of the registration statements on Form S-8 previously filed with the Securities and Exchange Commission (the "Commission") on each of June 4, 2018 (File No. 333-225400), July 17, 2020 (File No. 333-239931), June 29, 2022 (File No. 333-265922), June 30, 2023 (File No. 333-273054), June 28, 2024 (File No. 333-280562), and March 26, 2026 (File No. 333-294617), which registered the offer and sale of 624,563 shares, an additional 480,000 shares, an additional 380,000 shares, an additional 500,000 shares, an additional 900,000 shares, and an additional 2,000,000 shares, respectively, of Common Stock under the Plan, are incorporated herein by reference and made a part of this Registration Statement as permitted by General Instruction E to Form S-8.

PART I
INFORMATION REQUIRED IN THE SECTION 10(a) PROSPECTUS

The Registrant will send or give to all participants in the Plan and the Inducement Plan the document(s) containing the information required by Part I of Form S-8, as specified in Rule 428(b)(1) promulgated by the Commission under the Securities Act. In accordance with Rule 428, the Registrant has not filed such document(s) with the Commission, but such document(s) (along with the documents incorporated by reference into this Registration Statement pursuant to Item 3 of Part II hereof) shall constitute a prospectus that meets the requirements of Section 10(a) of the Securities Act.

PART II
INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 3. Incorporation of Documents by Reference.

The contents of the earlier registration statements relating to the Plan, previously filed with the Commission on each of June 4, 2018 (File No. 333-225400), July 17, 2020 (File No. 333-239931), June 29, 2022 (File No. 333-265922), June 30, 2023 (File No. 333-273054), June 28, 2024 (File No. 333-280562) and March 26, 2026 (File No. 333-294617), are incorporated herein by reference and made a part of this Registration Statement.

The following documents, which are on file with the Commission, are incorporated into this Registration Statement by reference:

(a) The Registrant's Annual Report on Form 10-K for the year ended December 31, 2025;

(b) The Registrant's Quarterly Reports on Form 10-Q for the quarterly periods ended March 31, 2026 and June 30, 2026;

(c) The Registrant's Current Reports on Form 8-K, other than with respect to Items 2.02 or 7.01, filed with the Commission on June 2, 2026, June 3, 2026, June 9, 2026, June 23, 2026, and August 11, 2026; and

(d) The description of the Common Stock contained in Exhibit 4.5 to the Registrant's Annual Report on Form 10-K, filed with the Commission on March 26, 2026, together with all amendments or reports filed for the purpose of updating such description.

All documents filed by the Registrant with the Commission pursuant to Sections 13(a), 13(c), 14 and 15(d) of the Exchange Act (excluding information deemed to be furnished and not filed with the Commission) subsequent to the effective date of this Registration Statement and prior to the filing of a post-effective amendment that indicates that all securities offered have been sold or that deregisters all securities then remaining unsold, will be deemed to be incorporated by reference into this Registration Statement and to be part hereof from the date of filing of such documents. Any statement contained in any document incorporated or deemed to be incorporated by reference herein will be deemed to be modified or superseded for purposes of this Registration Statement to the extent that a statement contained herein or in any other subsequently filed document that also is or is deemed to be incorporated by reference herein modifies or supersedes such statement. Any such statement so modified or superseded will not be deemed, except as modified or superseded, to constitute a part of this Registration Statement.

Item 4. Description of Securities.

Not applicable.

Item 5. Interests of Named Experts and Counsel.

Not applicable.

Item 6. Indemnification of Directors and Executive Officers.

Section 102(b)(7) of the General Corporation Law of the State of Delaware (the "DGCL") allows a corporation to provide in its certificate of incorporation that a director of the corporation will not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except where the director breached the duty of loyalty, failed to act in good faith, engaged in intentional misconduct or knowingly violated a law, authorized the payment of a dividend or approved a stock repurchase in violation of Delaware corporate law or obtained an improper personal benefit. The Registrant's amended and restated certificate of incorporation provides for this limitation of liability.

Section 145 of the DGCL ("Section 145") provides that a Delaware corporation may indemnify any person who was, is or is threatened to be made, party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of such corporation), by reason of the fact that such person is or was a director, officer, employee or agent of such corporation or is or was serving at the request of such corporation as a director, officer, employee or agent of another corporation or enterprise. The indemnity may include expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, provided such person acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the corporation's best interests and, with respect to any criminal action or proceeding, had no reasonable cause to believe that his or her conduct was illegal. A Delaware corporation may indemnify any persons who were or are a party to any threatened, pending or completed action or suit by or in the right of the corporation by reason of the fact that such person is or was a director, officer, employee or agent of such corporation or is or was serving at the request of such corporation as a director, officer, employee or agent of another corporation or enterprise. The indemnity may include expenses (including attorneys' fees) actually and reasonably incurred by such person in connection with the defense or settlement of such action or suit, provided such person acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the corporation's best interests, provided that no indemnification is permitted without judicial approval if the director, officer, employee or agent is adjudged to be liable to the corporation. Where a director or officer is successful on the merits or otherwise in the defense of any action referred to above, the corporation must indemnify him or her against the expenses which such director or officer has actually and reasonably incurred.

Section 145 further authorizes a corporation to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation or enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the corporation would have the power to indemnify him or her under Section 145.

The Registrant's amended and restated bylaws provide that the Registrant must indemnify its directors and officers to the fullest extent permitted by the DGCL and must also pay expenses incurred in defending any such proceeding in advance of its final disposition upon delivery of an undertaking, by or on behalf of an indemnified person, to repay all amounts so advanced if it should be determined ultimately that such person is not entitled to be indemnified.

The Registrant has entered into indemnification agreements with its directors and certain of its officers pursuant to which it has agreed to indemnify such persons against certain expenses and liabilities incurred or paid by such persons in connection with any proceeding arising from the fact that such person is or was a director or officer of the Registrant, and to advance expenses as incurred by or on behalf of such person in connection therewith.

The indemnification rights set forth above shall not be exclusive of any other right which an indemnified person may have or hereafter acquire under any statute, provision of the Registrant's certificate of incorporation, bylaws, agreement, vote of stockholders or disinterested directors or otherwise.

The Registrant maintains policies of insurance that provide coverage (i) to its directors and officers against loss arising from claims made by reason of breach of duty or other wrongful act and (ii) to it with respect to indemnification payments that it may make to such directors and officers.

Item 7. Exemption from Registration Claimed.

Not applicable.

Item 8. Exhibits.

Exhibit Number	Exhibit Description
4.1	Amended and Restated Certificate of Incorporation of the Registrant (incorporated by reference to Exhibit 3.3 to the Registrant's Registration Statement on Form S-1, as amended, filed June 12, 2007 (File No. 333-141740))
4.2	Certificate of Amendment of Amended and Restated Certificate of Incorporation of the Registrant (incorporated by reference to Exhibit 4.2 to the Registrant's Registration Statement on Form S-8, filed June 4, 2018 (File No. 333-225400))
4.3	Certificate of Amendment of Amended and Restated Certificate of Incorporation of the Registrant, dated March 10, 2021 (incorporated by reference to Exhibit 3.1 to the Registrant's Current Report on Form 8-K, filed March 15, 2021 (File No. 001-33520))
4.4	Certificate of Amendment of Amended and Restated Certificate of Incorporation of the Registrant (incorporated by reference to Exhibit 3.1 to the Registrant's Current Report on Form 8-K, filed June 22, 2023 (File No. 001-33520))
4.5	Certificate of Amendment of Amended and Restated Certificate of Incorporation of the Registrant (incorporated by reference to Exhibit 3.1 to the Registrant's Current Report on Form 8-K, filed December 27, 2023 (File No. 001-33520))
4.6	Certificate of Amendment of Amended and Restated Certificate of Incorporation of the Registrant (incorporated by reference to Exhibit 3.1 to the Registrant's Current Report on Form 8-K, filed June 24, 2025 (File No. 001-33520))
4.7	Certificate of Amendment of Amended and Restated Certificate of Incorporation of the Registrant (incorporated by reference to Exhibit 3.2 to the Registrant's Current Report on Form 8-K, filed December 31, 2025 (File No. 001-33520))
4.8	Certificate of Designations of Series C Convertible Preferred Stock, par value $0.001, of the Registrant (incorporated by reference to Exhibit 3.3 to the Registrant's Current Report on Form 8-K, filed December 31, 2025 (File No. 001-33520))
4.9	Amended and Restated Bylaws of the Registrant (incorporated by reference to Exhibit 3.2 to the Registrant's Quarterly Report on Form 10-Q for the period ended June 30, 2018, filed August 10, 2018 (File No. 001-33520))
5.1*	Opinion of Vinson & Elkins LLP
23.1*	Consent of Deloitte & Touche LLP
23.2*	Consent of Vinson & Elkins LLP (included in Exhibit 5.1 to this Registration Statement)
24.1*	Power of Attorney (included in the signature page of this Registration Statement)
99.1	comScore, Inc. 2018 Equity and Incentive Compensation Plan, as amended and restated effective as of July 9, 2020 (incorporated by reference to Exhibit 10.1 to the Registrant's Current Report on Form 8-K, filed July 15, 2020 (File No. 001-33520))
99.2	First Amendment to the comScore, Inc. Amended and Restated 2018 Equity and Incentive Compensation Plan (incorporated by reference to Annex A to the Registrant's Definitive Proxy Statement on Schedule 14A, filed April 29, 2022 (File No. 001-33520))
99.3	Second Amendment to the comScore, Inc. Amended and Restated 2018 Equity and Incentive Compensation Plan (incorporated by reference to Annex A to the Registrant's Definitive Proxy Statement on Schedule 14A, filed April 28, 2023 (File No. 001-33520))
99.4	Third Amendment to the comScore, Inc. Amended and Restated 2018 Equity and Incentive Compensation Plan (incorporated by reference to Exhibit 10.1 to the Registrant's Current Report on Form 8-K, filed December 27, 2023 (File No. 001-33520))
99.5	Fourth Amendment to the comScore, Inc. Amended and Restated 2018 Equity and Incentive Compensation Plan (incorporated by reference to Annex A to the Registrant's Definitive Proxy Statement on Schedule 14A, filed April 29, 2024 (File No. 001-33520))
99.6	Fifth Amendment to the comScore, Inc. Amended and Restated 2018 Equity and Incentive Compensation Plan (incorporated by reference to Annex A to the Registrant's Definitive Proxy Statement on Schedule 14A, filed April 30, 2025 (File No. 001-33520))
99.7	Sixth Amendment to the comScore, Inc. Amended and Restated 2018 Equity and Incentive Compensation Plan (incorporated by reference to Exhibit 10.1 to the Registrant's Quarterly Report on Form 10-Q, filed August 14, 2026 (File No. 001-33520))
99.8*	comScore, Inc. Employment Inducement Plan
107.1*	Calculation of Filing Fee Tables

* Filed herewith.

Item 9. Undertakings.

(a) The undersigned Registrant hereby undertakes:

(1) To file, during any period in which offers or sales are being made, a post-effective amendment to the Registration Statement:

(i) to include any prospectus required by Section 10(a)(3) of the Securities Act;

(ii) to reflect in the prospectus any facts or events arising after the effective date of the Registration Statement (or the most recent post-effective amendment thereof) which, individually or in the aggregate, represent a fundamental change in the information set forth in the Registration Statement. Notwithstanding the foregoing, any increase or decrease in volume of securities offered (if the total dollar value of securities offered would not exceed that which was registered) and any deviation from the low or high end of the estimated maximum offering range may be reflected in the form of prospectus filed with the Commission pursuant to Rule 424(b) if, in the aggregate, the changes in volume and price represent no more than a 20 percent change in the maximum aggregate offering price set forth in the "Calculation of Filing Fee" table in the effective registration statement; and

(iii) to include any material information with respect to the plan of distribution not previously disclosed in the Registration Statement or any material change to such information in the Registration Statement;

provided, however, that paragraphs (a)(1)(i) and (a)(1)(ii) do not apply if the information required to be included in a post-effective amendment by those paragraphs is contained in periodic reports filed with or furnished to the Commission by the Registrant pursuant to Section 13 or Section 15(d) of the Exchange Act that are incorporated by reference in the Registration Statement.

(2) That, for the purpose of determining any liability under the Securities Act, each such post-effective amendment shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof.

(3) To remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering.

(b) The undersigned Registrant hereby undertakes that, for purposes of determining any liability under the Securities Act, each filing of the Registrant's annual report pursuant to Section 13(a) or Section 15(d) of the Exchange Act (and, where applicable, each filing of an employee benefit plan's annual report pursuant to Section 15(d) of the Exchange Act) that is incorporated by reference in the Registration Statement shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof.

(c) Insofar as indemnification for liabilities arising under the Securities Act may be permitted to directors, officers and controlling persons of the Registrant pursuant to the foregoing provisions, or otherwise, the Registrant has been advised that in the opinion of the Commission such indemnification is against public policy as expressed in the Securities Act and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities (other than the payment by the Registrant of expenses incurred or paid by a director, officer or controlling person of the Registrant in the successful defense of any action, suit or proceeding) is asserted by such director, officer or controlling person in connection with the securities being registered, the Registrant will, unless in the opinion of its counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Securities Act and will be governed by the final adjudication of such issue.

SIGNATURES

Pursuant to the requirements of the Securities Act, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Reston, Virginia, on August 19, 2026.

COMSCORE, INC.

By:	/s/ Mary Margaret Curry
Name:	Mary Margaret Curry
Title:	Chief Financial Officer and Treasurer

KNOW ALL PERSONS BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Mary Margaret Curry and Ashley Wright each as his or her attorney-in-fact, with full power of substitution for him or her in any and all capacities, to sign any amendments to this Registration Statement, including any and all pre-effective and post-effective amendments and to file such amendments thereto, with exhibits thereto and other documents in connection therewith, with the Commission, hereby ratifying and confirming all that said attorney-in-fact, or each of her substitute or substitutes, may do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act, this Registration Statement has been signed by the following persons in the capacities indicated on August 19, 2026.

Signatures	Title
/s/ Matt McLaughlin Matt McLaughlin	Chief Executive Officer and Director (Principal Executive Officer)
/s/ Mary Margaret Curry Mary Margaret Curry	Chief Financial Officer and Treasurer (Principal Financial Officer and Principal Accounting Officer)
/s/ Robert Davenport Robert Davenport	Director
/s/ Stuart Frankel Stuart Frankel	Director
/s/ David Kline David Kline	Director
/s/ William P. Livek William P. Livek	Director
/s/ Jeffrey Murphy Jeffrey Murphy	Director
/s/ Brian Wendling Brian Wendling	Director

Calculation of Filing Fee Tables

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COMSCORE, INC.

Table 1: Newly Registered Securities

	Security Type	Security Class Title	Fee Calculation Rule	Amount Registered	Proposed Maximum Offering Price Per Unit	Maximum Aggregate Offering Price	Fee Rate	Amount of Registration Fee
1	Equity	Common Stock, $0.001 par value per share	Other	4,000,000	$ 5.51	$ 22,040,000.00	0.0001381	$ 3,043.72
			Total Offering Amounts:			$ 22,040,000.00		$ 3,043.72
			Total Fee Offsets:					$ 0.00
			Net Fee Due:					$ 3,043.72

Offering Note

1

(1) The Form S-8 registration statement to which this Exhibit 107.1 is attached (the "Registration Statement") registers (a) 3,000,000 additional shares of common stock, $0.001 par value per share (the "Common Stock"), of comScore, Inc., a Delaware corporation, that may be delivered with respect to awards under the comScore, Inc. Amended and Restated 2018 Equity and Incentive Compensation Plan (as amended from time to time, the "Plan") and (b) 1,000,000 shares of Common Stock that may be delivered with respect to awards under the comScore, Inc. Employment Inducement Plan (as amended from time to time, the "Inducement Plan").
(2) Pursuant to Rule 416(a) under the Securities Act of 1933, as amended (the "Securities Act"), the Registration Statement shall be deemed to cover an indeterminate number of additional shares of Common Stock that may become issuable as a result of stock splits, stock dividends or similar transactions pursuant to the adjustment or anti-dilution provisions of the Plan or the Inducement Plan.
(3) The proposed maximum offering price per share and proposed maximum aggregate offering price for the shares of Common Stock covered by this Registration Statement have been estimated solely for purposes of calculating the registration fee pursuant to Rules 457(c) and 457(h) under the Securities Act based upon the average of the high and low prices of a share of Common Stock as reported on the Nasdaq Global Select Market on August 18, 2026 (a date within five business days prior to the date of filing the Registration Statement), which was equal to $5.51.

Table 2: Fee Offset Claims and Sources ☑Not Applicable

	Registrant or Filer Name	Form or Filing Type	File Number	Initial Filing Date	Filing Date	Fee Offset Claimed	Security Type Associated with Fee Offset Claimed	Security Title Associated with Fee Offset Claimed	Unsold Securities Associated with Fee Offset Claimed	Unsold Aggregate Offering Amount Associated with Fee Offset Claimed	Fee Paid with Fee Offset Source
						Rule 457(p)					
Fee Offset Claims											
Fee Offset Sources											

Vinson&Elkins

August 19, 2026

comScore, Inc.
11950 Democracy Drive, Suite 600
Reston, Virginia 20190

Ladies and Gentlemen:

We have acted as counsel for comScore, Inc., a Delaware corporation (the "Company"), in connection with the Company's registration under the Securities Act of 1933, as amended (the "Act"), of the offer and sale of 4,000,000 shares of the Company's common stock, par value $0.001 per share (the "Shares"), pursuant to the Company's registration statement on Form S-8 (the "Registration Statement") to be filed with the Securities and Exchange Commission on August 19, 2026, of which (i) 3,000,000 Shares may be issued from time to time in accordance with the terms of the comScore, Inc. Amended and Restated 2018 Equity and Incentive Compensation Plan (as amended from time to time, the "Plan") and (ii) 1,000,000 Shares may be issued from time to time in accordance with the terms of the comScore, Inc. Employment Inducement Plan (the "Inducement Plan").

In reaching the opinions set forth herein, we have examined and are familiar with originals or copies, certified or otherwise identified to our satisfaction, of such documents and records of the Company and such statutes, regulations and other instruments as we deemed necessary or advisable for purposes of this opinion, including (i) the Registration Statement, (ii) certain resolutions adopted by the board of directors of the Company, (iii) the Plan and the Inducement Plan, and (iv) such other certificates, instruments, and documents as we have considered necessary for purposes of this opinion. As to any facts material to our opinions, we have made no independent investigation or verification of such facts and have relied, to the extent that we deem such reliance proper, upon certificates of public officials and officers or other representatives of the Company.

We have assumed (i) the legal capacity of all natural persons, (ii) the genuineness of all signatures, (iii) the authority of all persons signing all documents submitted to us on behalf of the parties to such documents, (iv) the authenticity of all documents submitted to us as originals, (v) the conformity to authentic original documents of all documents submitted to us as copies, (vi) that all information contained in all documents reviewed by us is true, correct and complete, and (vii) that the Shares will be issued in accordance with the terms of the Plan or the Inducement Plan, as applicable.

Based on the foregoing and subject to the limitations set forth herein, and having due regard for the legal considerations we deem relevant, we are of the opinion that the Shares have been duly authorized and, when the Shares are issued by the Company in accordance with the terms of the Plan or the Inducement Plan and the instruments executed pursuant to the Plan or the Inducement Plan, as applicable, the Shares will be validly issued, fully paid and nonassessable.

This opinion is limited in all respects to the General Corporation Law of the State of Delaware. We express no opinion as to any other law or any matter other than as expressly set forth above, and no opinion as to any other law or matter may be inferred or implied herefrom. The opinions expressed herein are rendered as of the date hereof and we expressly disclaim any obligation to update this letter or advise you of any change in any matter after the date hereof.

This opinion may be filed as an exhibit to the Registration Statement. In giving this consent, we do not thereby admit that we come within the category of persons whose consent is required under Section 7 of the Act.

Very truly yours,

/s/ Vinson & Elkins LLP
Vinson & Elkins LLP

Exhibit 23.1

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the incorporation by reference in this Registration Statement on Form S-8 of our report dated March 25, 2026, relating to the financial statements of comScore, Inc. appearing in the Annual Report on Form 10-K of comScore, Inc. for the year ended December 31, 2025.

/s/ Deloitte & Touche LLP

McLean, Virginia
August 19, 2026

COMSCORE, INC.
EMPLOYMENT INDUCEMENT PLAN

1. Purpose. The purpose of the Comscore, Inc. Employment Inducement Plan (the "***Plan***") is to promote the success of Comscore, Inc., a Delaware corporation (the "***Company***"), and its Subsidiaries by providing for the grant of equity-based incentives to individuals who enter into employment with the Company and for whom such awards constitute a material inducement to entering into such employment. Capitalized terms used but not defined herein shall have the meanings set forth in the Company's Amended and Restated 2018 Equity and Incentive Compensation Plan, or any successor equity compensation plan of the Company, as amended from time to time (the "***Incentive Plan***").

2. Share Reserve. Subject to adjustment pursuant to Section 7, a total of 1,000,000 shares of the Company's common stock shall be available for issuance under the Plan. If any Award (as defined below) under this Plan is cancelled or forfeited, expires, is settled for cash, or is unearned, the shares of Common Stock subject to such Award will, to the extent of such cancellation, forfeiture, expiration, cash settlement, or unearned amount, again be available under this Plan. For the avoidance of doubt, shares available under this Plan are separate from, and shall not reduce, the share reserve under the Incentive Plan.

3. Eligible Individuals. Awards may be granted under the Plan to any officer or employee of the Company or of any of its Subsidiaries who is eligible to receive an inducement award or inducement grant under Nasdaq Listing Rule 5635(c) or any successor rule (each such individual, an "***Eligible Individual***"), provided that such individual also must be an "employee" of the Company or any of its parents or subsidiaries within the meaning of General Instruction A.1(a) to Form S-8. An employee on leave of absence may be considered as in the employ of the Company or one of its Subsidiaries for purposes of eligibility for participation in the Plan.

4. Administration. The Plan shall be administered by the Compensation Committee of the Company's Board of Directors (the "***Board***") composed solely of independent directors or, if applicable, by a majority of the Company''s independent directors (as applicable, the "***Administrator***"). The Administrator shall have full authority to (i) designate Eligible Individuals, (ii) grant awards to Eligible Individuals, (iii) determine the terms and conditions of awards, (iv) interpret and administer the Plan, and (v) establish, amend, suspend, or waive rules and regulations used to administer the Plan.

5. Awards. The Administrator may grant Option Rights, Appreciation Rights, Restricted Stock, Restricted Stock Units, Performance Shares, Performance Units, other stock-based awards, or any combination of the foregoing (each, an "***Award***"), provided that no Incentive Stock Options may be granted under this Plan.

6. Award Agreements. Each Award shall be evidenced by an award agreement containing such vesting, forfeiture, settlement, and other terms as the Administrator determines.

7. Adjustments. In the event of any stock split, stock dividend, combination of shares, recapitalization, merger, reorganization, or similar transaction affecting the Company's common stock, the Administrator shall make such equitable adjustments to the number and kind of shares available under the Plan as the Administrator in its sole discretion, exercised in good faith, determines is appropriate to reflect such event.

8. Amendment and Termination. The Board may amend, suspend, or terminate the Plan at any time, subject to applicable law and stock exchange requirements.

9. Effective Date. The Plan was adopted by the Board to be effective on August 6, 2026 (the "***Effective Date***"). No Awards may be granted under the Plan on and after the tenth anniversary of the Effective Date, which is August 6, 2036.

10. Relation to the Incentive Plan. Except as expressly modified herein, the terms and conditions of the Incentive Plan relating to plan administration (currently Section 10 of the Incentive Plan), adjustments (Section 11), detrimental activity and recapture (Section 13), transferability (Section 15), withholding taxes (Section 16), and compliance with Section 409A of the Code (Section 17) (as such sections may be amended from time to time) are hereby incorporated by reference and shall govern all Awards granted under this Plan. The Administrator shall have all of the authority, rights, and powers provided in the Incentive Plan to the administrative committee thereunder with respect to awards granted under the Incentive Plan as if the Awards granted under this Plan were subject to the Incentive Plan. In the event of any conflict between this Plan and the Incentive Plan, this Plan shall control.