FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | |
|---------------------|----------|--|--|--|--|--|--|--|
| OMB Number: | 3235-028 | | | | | | | |
| Estimated average t | ourden | | | | | | | |

0.5

hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| | | | | | | . , | | | | ompany Act | | | | | | | |
|--|---|---|---|---|--|--|--|--|--|--|--|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person* <u>Dale Gregory T</u> | | | | 2. Issuer Name and Ticker or Trading Symbol COMSCORE, INC. [SCOR] | | | | | | | | | | all app | olicable) ctor | 10% (| Owner |
| (Last) (First) (Middle) 11950 DEMOCRACY DRIVE SUITE 600 | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 11/09/2009 | | | | | | | | X | belov | ow) below) | |)`` |
| (Street) RESTON VA 20190 (City) (State) (Zip) | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | · | | | | |
| | Tabl | le I - N | on-Deriv | ative | Secu | uritie | s Ac | quired | d, Di | sposed o | f, or E | Benefic | ially (| Owne | ed | | |
| Date | | | Execution Date, | | Date, | Transaction Disposed Of (D) (Instr. 3, 4 Code (Instr. | | | | and 5) See Be Ow | | ities icially d Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | Code | v | Amount | (A) o (D) | Price | | Transaction(s) (Instr. 3 and 4) | | | (Instr. 4) | | | |
| Common Stock 11/09/20 | | | | 009 | | | | S | | 3,200(1) | D | \$16.8 | 3923 | 1 | 01,394 | D | |
| | Та | able II - | | | | | | | | | | | | vned | | | |
| Derivative Conversion Date | | Executi if any | on Date, | Transac Code (li | ransaction of Derivativ) Securitie Acquired (A) or Disposed of (D) | | ative rities ired osed | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | Amoun or Numbe | | Deriv Secu | ivative urity tr. 5) | derivative Securities Beneficially Owned Following Reported | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | (Fine temporary T) (Fine temporary T) (Fine temporary T) (St) Stock 2. Conversion or Exercise Price of Derivative | (First) (EMOCRACY DRIVE 00 VA (State) (Table Security (Instr. 3) Stock Table Conversion or Exercise Price of Derivative (Month/Day/Year) | (First) (Middle) EMOCRACY DRIVE 00 VA 20190 (State) (Zip) Table I - N Security (Instr. 3) Stock Table II - M Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year) 3A. Dee Executi if any (Month.) | (First) (Middle) EMOCRACY DRIVE 00 (State) (Zip) Table I - Non-Derivation Date (Month/Day) Stock 11/09/2 Table II - Derivation Date (Month/Day) (State) 3. Transaction Date (Month/Day) (Month/Day) 2. Table II - Derivation Date (Month/Day) (Month/Day) 3. Transaction Date (Month/Day) (Month/Day) | (First) (Middle) SEMOCRACY DRIVE (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. 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[SCOR] COMSCORE, INC. [SCOR | (First) (Middle) EMOCRACY DRIVE 00 Table I - Non-Derivative Securities Acquired, Disposed of, or Execution Date (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction (Month/Day/Year) (Month/Day/Year) 2. Transaction (Month/Day/Year) (Month/Day/Year) 2. 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If Amendment, Date of Original Filed (Month/Day/Year) Conversion of Exercision Date, (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (A) or Disposed Officers. Table II - Derivative Securities Acquired, Disposed officers. Table II - Derivative Securities Acquired Alphanal Alphanal Al | COMSCORE, INC. [SCOR] COMSCORE, INC. [SCOR] COMSCORE, INC. [SCOR] COMSCORE, INC. [SCOR] Comparison (First) (Middle) EMOCRACY DRIVE O0 4. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Code (Instr. 3) Code (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Code (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Colloving Reported Transaction(1) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Colloving Reported Transaction (Month/Day/Year) Comparison of Exercise (Month/Day/Year) Amount of Securities |

Explanation of Responses:

1. Shares were sold pursuant to a 10b5-1 Plan entered into in August 2009.

Remarks:

/s/ Christiana L. Lin, Attorney

in Fac

** Signature of Reporting Person Date

11/10/2009

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).
- ** 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.