FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
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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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*						2. Issuer Name <b>and</b> Ticker or Trading Symbol COMSCORE, INC. [ SCOR ]										ationship of Reporting F k all applicable) Director Officer (give title below)			to Issuer % Owner
(Last) (First) (Middle) C/O COMSCORE, INC.						3. Date of Earliest Transaction (Month/Day/Year) 06/05/2018													ner (specify ow)
11950 DEMOCRACY DRIVE STE. 600					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) RESTON			20190												X		n filed by Mo	e Reporting I re than One	
(City)	(St		Zip)			_													
			e I - Nor			_				Dis	posed o								
1. Title of Security (Instr. 3)  2. Transac Date (Month/Da					Execution Date,		Transa Code (	3. 4. Securities Acquire Disposed Of (D) (Inst 5)					nd			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership		
									Code	v	Amount		(A) or (D)	Price	Trans		action(s) 3 and 4)		(Instr. 4)
Common Stock 06/05/				5/2018				A		2,080	) <sup>(1)</sup> A		\$	0 2,080		D			
		Та									sed of, onvertib					vned			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date if any (Month/Day/Yea	Date,	4. Transaction Code (Instr. 8)		n of l		6. Date Exercisable and Expiration Date (Month/Day/Year)		е	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)				ivative urity tr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership ct (Instr. 4)
					Code	,	(A)	(D)	Date Exercisal		Expiration Date	Title	or Nur of	nber					

## **Explanation of Responses:**

1. This common stock award was granted pursuant to the terms of the comScore, Inc. 2018 Equity and Incentive Compensation Plan as compensation for serving as a member of the Board of Directors of the issuer through the Company's 2018 annual meeting of stockholders. This award vested immediately upon grant and will be delivered no earlier than August 1, 2018 and no later than December 31, 2018, as determined by the Compensation Committee of the Company's Board of Directors.

## Remarks:

/s/ Carol DiBattiste, Attorney-

06/07/2018

in-Fact

\*\* 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).
- \*\* 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.