Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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* <u>LIVEK WILLIAM PAUL</u>						2. Issuer Name and Ticker or Trading Symbol COMSCORE, INC. [SCOR]										5. Relationship of Reporting Perso (Check all applicable) Director			on(s) to Iss			
(Last)	(Fi	rst) (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 06/12/2024										Officer below)	(give title		Other (s below)	specify		
C/O COMSCORE, INC.							4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)						
11950 DEMOCRACY DRIVE, STE. 600																	Form filed by One Reporting Person					
(Street) RESTON	J V	۸.	20190													Form f Persor	iled by More	e than	One Repo	rting		
	RESTON VA 20190				Rı	Rule 10b5-1(c) Transaction Indication																
(City) (State) (Zip)					Check this box to indicate that a transaction was made pursuant to a contract, instruction or satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.												olan tha	at is intende	d to			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																						
1. Title of Security (Instr. 3) 2. Transa Date (Month/Date)						Execution I			Code (ities Acquired (A) or d Of (D) (Instr. 3, 4 an			5. Amou Securitie Benefici Owned F Reporte	ally Following	Form:	Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									-	Code	v	Amount	(A)	or	Price	Transact (Instr. 3	tion(s)					
Common Stock 06/12/						/2024				М		8,41	5 A \$0 ⁽¹⁾		\$0 ⁽¹⁾	194,577 ⁽²⁾			D			
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day	Date,	4. Transactic Code (Ins				Expi	ate Exer iration D nth/Day/	ate	of Securities Underlying Derivative Secur (Instr. 3 and 4)		curity	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
					Code	v	(A)	(D)	Date Exer	e rcisable	Ex Da	piration ite	Title	or Nu of	umber							
Restricted Stock Units	\$0 ⁽¹⁾	06/12/2024			M			8,415		(3)		(3)	Common Stock	8,	,415(2)	\$0	0		D			

Explanation of Responses:

- 1. Each restricted stock unit represents a contingent right to receive one share of the Company's common stock.
- 2. The number of securities beneficially owned has been updated to reflect the 1-for-20 reverse stock split effected 12/20/2023 as disclosed in the Company's Form 8-K dated 12/27/2023.
- 3. This restricted stock unit award was granted on 7/5/2023 pursuant to the terms of the comScore, Inc. 2018 Equity and Incentive Compensation Plan. This award, which represents compensation for the 2023-2024 director term, vested in full on 6/12/2024, the date of the Company's 2024 annual meeting of stockholders. Vested units are deferred and will be delivered in shares of common stock upon a separation from service or a change in control of the Company, as set forth in the applicable award notice.

Remarks:

/s/ Ashley Wright, Attorney-in-06/14/2024

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.