

COMSCORE, INC.
Board Diversity Policy

This Policy has been adopted by the Board of Directors (the “**Board**”) of comScore, Inc. (the “**Company**”) to assist the Board and the Nominating and Governance Committee (the “**Committee**”) in the exercise of their duties and responsibilities. This Policy should be read in conjunction with the Corporate Governance Guidelines adopted by the Board and the charter of the Committee and reflects the Board’s commitment to selecting ideal candidates for Board service. This Policy is in addition to, and is not intended to change or interpret, any federal or state law or regulation, including the General Corporation Law of the State of Delaware, or the Amended and Restated Certificate of Incorporation, Bylaws or Corporate Governance Guidelines of the Company. The Policy is subject to modification from time to time by the Board.

A. Board Composition and Qualifications

- 1) **Director Candidate Qualifications.** The Board has identified the following skills, qualifications, experience and characteristics to be considered by the Committee when identifying and evaluating director candidates for appointment, election or reelection, in consideration of the Company’s current and future goals:
 - The candidate’s judgment and integrity;
 - The candidate’s experience with businesses and other organizations of comparable size or industry, including any leadership, managerial and/or strategic experience;
 - The interplay of the candidate’s experience with the experience of other directors on the Board;
 - The extent to which the candidate possesses specific skills or expertise that make him or her a desirable addition to the Board and any committees of the Board, for example:
 - Financial expertise (e.g., accounting or related financial management expertise, experience with public company reporting requirements, knowledge of finance, lending and credit markets, financial oversight, or prior audit committee service);
 - Marketing and consumer experience (e.g., sales expertise, experience in consumer research, products and/or behavior, competitive positioning, or concept or brand development); and
 - Risk assessment and capital management (e.g., enterprise risk management experience, knowledge of capital allocation and/or business risk); and
 - Any other factors that the Committee deems relevant to the needs of the Board, including those that promote Board diversity, as discussed in Section 2 below.
- 2) **Board Diversity.** The Board and the Committee believe that a diverse Board membership with varying perspectives and breadth of experience is an important attribute of a well-functioning Board, and diversity (based on factors commonly associated with diversity such as race, ethnicity, nationality, gender identity and expression, sexual orientation, religion and disability, as well as on broader principles such as diversity of perspective and experience) is one of the elements the Committee will consider when identifying and evaluating the composition of the Board.
- 3) **Board Composition Review.** Pursuant to its charter, the Committee is responsible for reviewing and making recommendations to the Board regarding the appropriate balance of skills, qualifications, experience and characteristics for the Board. Moreover, consistent with its charter, the Committee annually reviews and makes recommendations to the Board regarding

the size, structure and composition of the Board consistent with the Board's needs. In connection with this review, the Committee and the Board will consider the benefits of all aspects of diversity and the current diversity of the Board, and will consider whether, and if so how, to identify new candidates for Board service.

B. Board Diversity Objectives

As of the date set forth below, the Board and Committee have adopted the following Board diversity objective:

- When conducting a director candidate search or otherwise identifying potential director candidates to fill one or more vacancies or newly created directorships on the Board, the Committee shall include among the individuals it identifies as potential candidates at least one diverse candidate.

Each year, the Committee will review and discuss any and all Board diversity objectives and recommend any appropriate changes to the Board for adoption. The Board may, from time to time and in its full discretion, adopt new, additional or revised Board diversity objectives, goals or targets.

C. Board Diversity Policy Review

As part of the annual performance evaluation of the effectiveness of the Board and its committees, the Committee will consider the balance of skills, qualifications, experience and characteristics, including the diversity of the Board, and other factors relevant to the effectiveness of the Board and its committees. The Committee will also review whether its approach to Board diversity, including the adoption of any Board diversity objectives, goals or targets, is functioning effectively.

The Committee will review this Policy annually, which will include an assessment of the effectiveness of the Policy. The Committee will discuss any revisions that may be required and recommend any such revisions to the Board for approval.

Adopted December 5, 2019