FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average burden									

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

(Month/Day/Year) if any (Month/Day/Year) Manuant (Mon						or S	ection	30(n)	or the	investm	ent Co	mpany Act	01 1940						
(Last) (First) (Middle) C/O COMSCORE, INC.  11950 DEMOCRACY DRIVE, 6TH FLOOR  (Street) RESTON VA 20190  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  1. Title of Security (Instr. 3)  2. Transaction (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Security (Instr. 3)  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)  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)  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)  3. Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  5. Amount of Siposed Of (D) (Instr. 3, 4 and 5)  5. Amount of Siposed Of (D) (Instr. 3, 4 and 5)  6. Ownership Securities Securities Securities  Common Stock  10/11/2010  5. S 500(1) D \$22.3408 91,265 D  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Securities	. •														(Check all applicable) Director 10% Owr				Owner
(City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  Date (Month/Day/Year)  (Instr. 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  (A) or Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired (A) or Or Derivative Securities (D) or Indirect (D	C/O COMSCORE, INC.														X	below) below)			
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  3. Transaction Code (Instr. 8)  3. Transaction (Do) (Instr. 3, 4 and 5)  3. Transaction (Do) (Instr. 3, 4 and 4)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  5. Amount of Securities Beneficially Owned (Instr. 4)  5. Amount (D) (Instr. 4)  5. Amount of Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 4)  7. Title of Derivative Securities  1. Title of Derivative Security (Instr. 3)  2. Conversion Date (Month/Day/Year)  2. Conversion Date (Month/Day/Year)  2. Conversion Date (Month/Day/Year)  2. Conversion Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  5. Number of Derivative Securities (Month/Day/Year)  6. Date Securities Deneficially Owned Securities  7. Title and Amount of Securities Securities Securities (Instr. 4)  7. Title and Amount of Security (Instr. 5)  8. Price of Derivative Securities Securities (Instr. 4)  9. Number of Derivative Securities Securities Securities (Instr. 4)  1. Title of Derivative Securities Securities (Instr. 4)  1. Title of Derivative Securities Securities Securities Securities Securities (Instr. 4)  1. Title of Derivative Securities	RESTON VA 20190				4. If Amendment, Date of Original Filed (Month/Day/Year)									.ine)	X Form filed by One Reporting Person Form filed by More than One Reporting				
Date (Month/Day/Year) if any (		Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
Common Stock  10/11/2010  S 500(1) D \$22.3408 91,265 D  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  2. Conversion or Exercise Price of Derivative Security (Instr. 3) Price (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Transaction Date (Month/Day/Year)  5. Number of Derivative Securities (Month/Day/Year)  6. Date Exercisable and Expiration Date (Month/Day/Year)  7. Title and Amount of Securities Underlying Underlying Derivative Securities Securities (A) or Disposed of (D) (Instr. 3, 4 and 5)  8. Price of Derivative Securities Underlying Derivative Securities Security (Instr. 5)  9. Number of Indirect Securities Underlying Derivative Securities Security (Instr. 5)  11. Nature of Indirect Securities Security (Instr. 4)  12. Amount of Security (Instr. 3)  Amount of Amount of Derivative Securities Securities (Instr. 4)  13. Transaction (Month/Day/Year)  14. Transaction Date (Month/Day/Year)  15. Number of Derivative Securities Securities (Month/Day/Year)  16. Date Exercisable and Expiration Date (Month/Day/Year)  17. Title and Amount of Securities Securities (Month/Day/Year)  18. Price of Derivative Securities (Month/Day/Year)  19. Number of Indirect Ownership Ownership Securities (Instr. 4)  10. Ownership (Instr. 4)  11. Nature of Indirect Ownership Owned (Instr. 4)  11. Nature of Indirect Ownership Owned (Instr. 4)  12. Ownership Owned (Instr. 4)  13. Nature of Indirect Ownership Owned (Instr. 4)  14. Transaction Ownership Owned (Instr. 4)  15. Number of Indirect Ownership Owned (Instr. 4)  16. Date Manunt of Ownership Owned (Instr. 5)  17. Title and Amount of Ownership Owned (Instr. 5)  18. Price of Derivative Ownership Owned (Instr. 4)  18. Price of Derivative Ownership Owned (Instr. 4)  19. Number of Instruction Ownership Owned (Instr. 4)  19. Number of Instruct	Date				/Year) Executi		ecution Date, ny		Transaction Disposed C					and 5) Secur Bene Owne		ities icially d Following	Form: Direct (D) or Indirect	of Indirect Beneficial Ownership	
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)  Price of Derivative Security (Instr. 3) Amount of Derivative Security (Instr. 3 and 4)  Amount of Security (Instr. 3) S. Number of Derivative Securities Underlying Derivative Security (Instr. 3) Security (Instr. 4)  Amount or									Code	v	Amount		Price	Trai		action(s)		(Instr. 4)	
(e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security (Instr. 3)  1. Title of Derivative Security Securit	Common Stock 10/11/20					010				S		500(1)	D	\$22.3	3408	S	1,265	D	
Derivative Security (Instr. 3) Price of Derivative Security Securi			Та	ble II -												vned			
	Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution Date, if any		Transaction Code (Instr.		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expirat	ion Da	te	Amount of Securities Underlying Derivative Security (Instr. and 4)		Deriv	vative urity r. 5)	derivative Securities Beneficially Owned Following Reported Transaction(s	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

## **Explanation of Responses:**

1. Shares disposed of pursuant to a 10b5-1 plan entered into in April, 2010.

## Remarks:

/s/ Christiana Lin, Attorney-in-

**Fact** 

\*\* Signature of Reporting Person Date

 $Reminder: Report \ on \ a \ separate \ line \ for \ each \ class \ of \ securities \ beneficially \ owned \ directly \ or \ indirectly.$ 

- $^{\star}$  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.

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