FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washin

Washington, D.C. 20549	OMB APPROVAL		
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-02	

	OMB Number:	3235-028									
	Estimated average burden										
-	hours nor resnance.	0									

## 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 ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
GANEK JEFFREY														X	Direc	ctor	10% C	Owner
(Last) (First) (Middle) C/O COMSCORE, INC.						3. Date of Earliest Transaction (Month/Day/Year) 08/05/2011									Offic belov	er (give title w)	Other below	(specify )
11950 DEMOCRACY DRIVE, 6TH FLOOR				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) RESTON	I VA	<u>.</u>	20190											X		•	e Reporting Pers	
- TESTOR	V V1	1 2			-										Forn Pers		re than One Rep	orting
(City)	(St	ate) (	Zip)															
		Tabl	e I - N	on-Deriv	ative	Sec	uritie	s Ac	quired	d, Di	sposed o	f, or E	Benefic	ially	Owne	ed		-
1. Title of Security (Instr. 3)  2. Transacti Date (Month/Day)					Executi (Year) if any		Deemed cution Date, y nth/Day/Year)				es Acquired (A) o Of (D) (Instr. 3, 4 a		and 5) Secur Bene		icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code	v	Amount	(A) o (D)	r Price		Trans	action(s) 3 and 4)		(111511.4)
Common Stock 08/05/20				2011	011			A		2,000	A \$13.9		.9034	034 16,487		D		
		Та	ble II -								osed of, convertib				vned			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any		4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Da (Month/Day/Y		ite	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		Deriv Secu (Inst		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares					

**Explanation of Responses:** 

Remarks:

/s/ Christiana Lin, Attorney-in-

08/08/2011

**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.