## Edgar Filing: COMSCORE, INC. - Form 4

COMSCORE INC

Form 4	2, 1100.										
February 18,	2016										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									PPROVAL		
Check this box							20191191155101N	OMB Number:	3235-0287 January 31		
if no long	er										
subject to Section 10 Form 4 or Form 5	6. r	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES									
Form 5 obligations may continue.Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 19401(b).30(h) of the Investment Company Act of 1940											
(Print or Type R	Responses)										
1. Name and A FULGONI (	2. Issuer Name <b>and</b> Ticker or Trading Symbol COMSCORE, INC. [SCOR]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(First) (A	Middle)	3. Date of	Earliest Tra	ansaction			(Chec	к ан аррисавк	5)	
C/O COMSO DEMOCRA FLOOR	(Month/Day/Year) 02/15/2016					X Director 10% Owner X Officer (give title Other (specify below) below) Chairman Emeritus					
				endment, Date Original onth/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>			
RESTON, V	'A 20190							Form filed by N Form filed by N Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ities Acc	uired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)		ansaction Date 2A. Deemed th/Day/Year) Execution Date, if any (Month/Day/Year)		3.4. Securities AcquiredTransaction(A) or Disposed ofCode(D)(Instr. 8)(Instr. 3, 4 and 5)			d of	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial	
				Code V		(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	02/15/2016			А	6,661 (1)	А	\$0	96,487	D		
Common Stock	02/15/2016			F	1,804 (2)	D	\$ 35.6	94,683	D		

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

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 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 Date, if any (Month/Day/Year)	4. Transact Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address		Relationships							
		Director	10% Owner	Officer	Other				
FULGONI GIAN C/O COMSCORE, INC. 11950 DEMOCRACY DRIVE 6TH FL RESTON, VA 20190	OOR	X		Chairman Emeritus					
Signatures									
/s/ Christiana Lin, Attorney-in-Fact	02/18	/2016							
**Signature of Reporting Person	Dat	æ							
Environment of Design									

## **Explanation of Responses:**

- \* 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).
- (1) Restricted stock award granted pursuant to the terms of comScore, Inc. 2007 Equity Incentive Plan. Shares vested immediately on February 15, 2016.
- (2) These shares were deducted to cover tax withholding obligations associated with the restricted stock award vesting on February 15, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.