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

2, 2013 <b>4</b> UNITED is box ger 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5 5		Was	shington,  GES IN	, D.C. 20: BENEFI	549			OMB Number: Expires: Estimated a burden hour	•		
Form 5 obligations may continue. See Instruction 1(b). 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 1940											
Responses)											
Abraham Magid M Symbol						ıg	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(First) (	Middle)		3. Date of Earliest Transaction								
								Officer (give title Other (specify below) below) President & CEO			
Filed(Mont				-			<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
							Person				
						-			-		
	Executio any	n Date, if		on(A) or Dis	sposed 4 and 5 (A)	l of (D)	Securities Beneficially Owned Following Reported Transaction(s)	Ownership	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
10/31/2013			Code V A	Amount 13,586 (1)	(D) A	Price \$ 26.72	(Instr. 3 and 4) 627,235	D			
10/31/2013			F	6,480 (2)	D	\$ 26.72	620,755	D			
10/31/2013			А	4,007 (1)	А	\$ 26.72	94,097	I	By Wife		
10/31/2013			F	1,325 (2)	D	\$ 26.72	92,772	Ι	By Wife		
	is box ger STATEN 16. or Filed pur ns Section 17( uction Section 17( (first) ( CORE, INC., 11 ACY DRIVE, 6T. (Street) VA 20190 (State) 2. Transaction Date (Month/Day/Year) 10/31/2013 10/31/2013 10/31/2013	2, 2013 <b>1 4</b> UNITED STATES is box ger STATEMENT O 16. T Filed pursuant to ns Section 17(a) of the 30(h) Responses) Address of Reporting Person 1 (agid M (First) (Middle) CORE, INC., 11950 ACY DRIVE, 6TH (Street) VA 20190 (State) (Zip) 2. Transaction Date 2A. Deen (Month/Day/Year) Execution any (Month/I 10/31/2013 10/31/2013	2, 2013 <b>1 4</b> UNITED STATES SECUE is box ger STATEMENT OF CHAN 16. r Filed pursuant to Section 1 section 17(a) of the Public U 30(h) of the In Responses) Address of Reporting Person <sup>±</sup> 2. Issuel Symbol COMSC (First) (Middle) 3. Date of (Month/E CORE, INC., 11950 10/31/2 ACY DRIVE, 6TH (Street) 4. If Ame Filed(Mon VA 20190 (State) (Zip) Tabl 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year) 10/31/2013 10/31/2013 10/31/2013	2, 2013 <b>14</b> UNITED STATES SECURITIES A Washington, is box ger STATEMENT OF CHANGES IN 6. SECUR r Filed pursuant to Section 16(a) of the ns Section 17(a) of the Public Utility Hold 30(h) of the Investment Responses) Address of Reporting Person <sup>1</sup> 2. Issuer Name and Symbol COMSCORE, IN (First) (Middle) 3. Date of Earliest TH (Month/Day/Year) CORE, INC., 11950 CORE, INC., 11950 CORE, INC., 11950 CORE, INC., 11950 CORE, INC., 11950 CORE, INC., 11950 CORE (Street) 4. If Amendment, Da Filed(Month/Day/Year) (Street) 4. If Amendment, Da Filed(Month/Day/Year) (Street) 2A. Deemed 3. (Month/Day/Year) Execution Date, if Transactic any Code (Month/Day/Year) (Instr. 8) Code V 10/31/2013 F 10/31/2013 A	2, 2013 <b>14</b> UNITED STATES SECURITIES AND EXC Washington, D.C. 20: is box ger STATEMENT OF CHANGES IN BENEFT 16. T Filed pursuant to Section 16(a) of the Securit ns Section 17(a) of the Public Utility Holding Com 30(h) of the Investment Compan Responses) Address of Reporting Person <sup>1</sup> (Street) 2. Issuer Name and Ticker or Symbol COMSCORE, INC. [SCO (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) CORE, INC., 11950 COMSCORE, INC. [SCO (First) 4. If Amendment, Date Original Filed(Month/Day/Year) VA 20190 (State) (Zip) Table I - Non-Derivative S 2. Transaction Date 2A. Deemed 3. 4. Securit (Month/Day/Year) (State) (Zip) Table I - Non-Derivative S Code (Instr. 3, 4) (Month/Day/Year) (Instr. 8) Code V Amount 10/31/2013 F 6,480 (1) 10/31/2013 A (1) 10/31/2013 A (1)	2, 2013 <b>14</b> UNITED STATES SECURITIES AND EXCHANA Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIA Section 17(a) of the Public Utility Holding Company 30(h) of the Investment Company Action Section 17(a) of the Public Utility Holding Company 30(h) of the Investment Company Action Responses) Address of Reporting Person 1 Lagid M COMSCORE, INC. [SCOR] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) CORE, INC., 11950 CORE, INC., 11950 CORE, INC., 11950 CORE, INC., 11950 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) VA 20190 (State) (Zip) Table I - Non-Derivative Securit 2. Transaction Date 2A. Deemed 3. 4. Securities Action (Month/Day/Year) VA 20190 (State) (Zip) Table I - Non-Derivative Securit 2. Transaction Date 2A. Deemed 3. 4. Securities Action (Month/Day/Year) (Month/Day/Year) (Instr. 8) (A) (D) 10/31/2013 A (D) 10/31/201	2, 2013 <b>14</b> UNITED STATES SECURITIES AND EXCHANGE C Washington, D.C. 20549 is box ger STATEMENT OF CHANGES IN BENEFICIAL OWN 56. T Filed pursuant to Section 16(a) of the Securities Exchange ns section 17(a) of the Public Utility Holding Company Act of 30(h) of the Investment Company Act of 194 Responses) Madress of Reporting Person <sup>1</sup> 2. Issuer Name and Ticker or Trading Symbol COMSCORE, INC. [SCOR] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) CORE, INC., 11950 CORE, INC., 11950 CORE, INC., 11950 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) VA 20190 (State) (Zip) Table I - Non-Derivative Securities Acquired (Month/Day/Year) (Instr. 3) A 20190 (State) (Zip) Table I - Non-Derivative Securities Acquired (Month/Day/Year) (Instr. 3) Code V Amount (D) Price A (D) Price 10/31/2013 F (A480) (D) Scr22 10/31/2013 A (D) S (D) Scr22 (D) Sc	2, 2013 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 stow STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 56. Time. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section auction 30(h) of the Investment Company Act of 1940 Responses) Address of Reporting Person <sup>+</sup> agid M Symbol COMSCORE, INC. [SCOR] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) CORE, INC., 11950 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) COMSCORE, INC. [SCOR] (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Month/Day/Year) (Instr. 3) 4. Securities Acquired (Instr. 3) Code V Amount (D) Price (Instr. 3) Code V Amount (D) (Instr. 3) (Instr. 3) (Instr. 3) Code V Amount (D) (Instr. 3) (Instr. 3) (Instr. 3) (Instr. 3) (Instr. 3) (Instr. 3) (In	2, 2013 <b>14</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION is box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 6. SECURITIES Tiled pursuant to Section 16(a) of the Securities Exchange Act of 1934, as section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1935 or Section 30(h) of the Investment Company Act of 1934 (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) COMSCORE, INC. [SCOR] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) CORE, INC., 11950 (Stree) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (Zip) Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficiall 2. Transaction Date (Zip) (Month/Day/Year) (Mo		

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

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Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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)	4. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu: Bene Own 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		
Abraham Magid M C/O COMSCORE, INC. 11950 DEMOCRACY DRIVE, 6TH FLOOR RESTON, VA 20190			President & CEO			
Signatures						

/s/ Christiana Lin, 11/08/2013 Attorney-in-Fact

\*\*Signature of Reporting Person

## **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).
- This restricted stock award is intended to represent the foregone cash salary of the Reporting Person for the period from January 1, 2013 (1) to October 31, 2013. This restricted stock award shall immediately vest on October 31, 2013.
- (2) These shares were deducted in order to cover tax withholding obligations associated with recent stock award vestings.

Date

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.