

COMSCORE, INC.

Form 3

June 26, 2007

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting  
Person \*

Â FULGONI GIAN

(Last)

(First)

(Middle)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

06/26/2007

3. Issuer Name **and** Ticker or Trading Symbol  
COMSCORE, INC. [SCOR]4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

☒ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Exec. Chairman of the Board

6. Individual or Joint/Group  
Filing(Check Applicable Line)☒ Form filed by One Reporting  
Person☐ Form filed by More than One  
Reporting Person11465 SUNSET HILLS  
ROAD,Â SUITE 200

(Street)

RESTON,Â VAÂ 29190

(City)

(State)

(Zip)

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common Stock

1,339,206 <sup>(1)</sup>

D

Â

Restricted Stock

75,000 <sup>(2)</sup>

D

Â

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

SEC 1473 (7-02)

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form displays a  
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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)4. Conversion  
or Exercise  
Price of5. Ownership  
Form of  
Derivative6. Nature of Indirect  
Beneficial Ownership  
(Instr. 5)

# Edgar Filing: COMSCORE, INC. - Form 3

|                                 | Date<br>Exercisable | Expiration<br>Date | Title           | Amount or<br>Number of<br>Shares | Derivative<br>Security | Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |   |
|---------------------------------|---------------------|--------------------|-----------------|----------------------------------|------------------------|-------------------------------------------------------------|---|
| Incentive Stock Option<br>Grant | Â (3)               | 12/15/2013         | Common<br>Stock | 233,345                          | \$ 0.25                | D                                                           | Â |

## Reporting Owners

| Reporting Owner Name / Address                                           | Relationships |           |                               |   | Other |
|--------------------------------------------------------------------------|---------------|-----------|-------------------------------|---|-------|
|                                                                          | Director      | 10% Owner | Officer                       |   |       |
| FULGONI GIAN<br>11465 SUNSET HILLS ROAD<br>SUITE 200<br>RESTON, VA 29190 | Â X           | Â         | Â Exec. Chairman of the Board | Â |       |

## Signatures

/s/ Christiana L. Lin, Attorney  
in fact 06/26/2007

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) This total includes 1,054,650 shares of Founders Stock; 42,373 shares converted from Series C-1 preferred stock and 242,183 shares exercised from the stock option granted 12/16/03.
- (2) 25% of the Shares of Restricted Stock shall vest in equal yearly installments over a four (4) year period on each anniversary of the date of grant.  
Vesting is based on milestones related to performance, of which, a total of 158,509 shares are vested as of the date herein. Any unvested
- (3) shares remaining under the this option grant, including any shares not addressed by the milestones, shall vest on the earlier of (i) December 16, 2009 or (ii) the consummation of a change in control, provided that the reporting person remains a service provider.

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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