COMSCORE, INC.
Form 3
February 02, 2016

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 Rosenthal Brent David
(Last) (First) (Middle)

67 PARK PLACE,Â C/O WR HUFF ASSET MANAGEMENT
(Street)

MORRISTOWN,Â NJÂ 07960
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
01/29/2016

3. Issuer Name **and** Ticker or Trading Symbol
COMSCORE, INC. [SCOR]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director
_____ 10% Owner
_____ Officer (give title below)
_____ Other (specify below)

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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	69,440	D	Â

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

SEC 1473 (7-02)

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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 of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title			

		Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option Right to Buy	12/23/2011 (1)	12/23/2020	Common Stock	28,750	$ 25.86 (2)	D	Â
Stock Option Right to Buy	08/30/2011 (3)	08/30/2021	Common Stock	21,350	$ 13.1 (2)	D	Â
Stock Option Right to Buy	08/23/2013 (4)	08/23/2022	Common Stock	17,450	$ 15.34 (2)	D	Â
Stock Option Right to Buy	08/23/2013 (4)	08/15/2023	Common Stock	13,369	$ 20.11 (2)	D	Â
Stock Option Right to Buy	08/13/2015 (5)	08/13/2024	Common Stock	6,057	$ 40.8 (2)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rosenthal Brent David 67 PARK PLACE C/O WR HUFF ASSET MANAGEMENT MORRISTOWN,Â NJÂ 07960	Â X	Â	Â	Â

Signatures

/s/ Christiana Lin, Attorney-in-Fact	02/01/2016
**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) Granted pursuant to the terms of Rentrak Corporation 2005 Stock Incentive Plan. Award vested in four equal installments on 12/23/2011, 12/23/2012, 12/23/2013 and 12/23/2014. Option is fully exercisable.

(2) Exercise price reflects converted value pursuant to the acquisition of Rentrak Corporation.

(3) Granted pursuant to the terms of Rentrak Corporation 2011 Stock Incentive Plan. Award vested fully on 08/30/2011. Option is fully exercisable.

(4) Granted pursuant to the terms of Rentrak Corporation 2011 Stock Incentive Plan. Award vested fully on 08/23/2013. Option is fully exercisable.

(5) Granted pursuant to the terms of Rentrak Corporation 2011 Stock Incentive Plan. Award vested fully on 08/13/2015. Option is fully exercisable.

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Remarks:

ThisÂ FormÂ 3Â isÂ beingÂ filedÂ inÂ conjunctionÂ withÂ BrentÂ D.Â Rosenthal'sÂ appointmentÂ asÂ aÂ DirectorÂ pur

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.