

COMSCORE, INC.

Form 3/A

March 04, 2016

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 LIVEK WILLIAM PAUL

(Last) (First) (Middle)

C/O COMSCORE,Â 11950
DEMOCRACY DRIVE, 6TH
FLOOR

(Street)

RESTON,Â VAÂ 20190

(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)

☒ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

President & Exec Vice Chairman

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

02/02/2016

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ 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

415,911 ⁽¹⁾

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
currently valid OMB control number.****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
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option Right to Buy	11/06/2013 ⁽²⁾	11/06/2021	Common Stock	102,350 ⁽³⁾	\$ 11.56 ⁽⁴⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
LIVEK WILLIAM PAUL C/O COMSCORE 11950 DEMOCRACY DRIVE, 6TH FLOOR RESTON, VA 20190	Â X	Â	Â President & Exec Vice Chairman	Â	

Signatures

/s/ Christiana Lin,
Attorney-in-Fact

03/01/2016

__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) The incorrect share amount included on the original Form 3 was due to an inadvertent omission of certain holdings in the transition of records following the acquisition of Rentrak Corporation.
- (2) Granted pursuant to the terms of Rentrak Corporation 2011 Stock Incentive Plan. Award vested one-third on 11/06/13, one-third on 11/06/14, and one-third on 11/06/15. Option is fully exercisable.
- (3) This amendment corrects the incorrect share amount included on the original Form 3.
- (4) Exercise price reflects converted value pursuant to the acquisition of Rentrak Corporation.

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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