COMSCORE, INC.

Form 4 June 03, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

OMB APPROVAL OMB

Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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 may continue. 30(h) of the Investment Company Act of 1940

See Instruction

1. Name and Address of Reporting Person *

1(b).

Common

Stock

(Print or Type Responses)

Abraham Magid M			Symbol GOMGGORE ING IGGORE					Issuer				
			COMS	COMSCORE, INC. [SCOR]					(Check all applicable)			
(Last) (First) (Middle) 11465 SUNSET HILLS			3. Date of Earliest Transaction (Month/Day/Year) 06/02/2008					_X_ Director _X_ Officer (give below)		Owner er (specify		
ROAD, SUITE 200								President and CEO				
(Street)			4. If Am	endment, I	ate Origin	al	(6. Individual or Joint/Group Filing(Check				
F				·				Applicable Line) _X_ Form filed by One Reporting Person				
RESTON,	VA 20190						-	Form filed by M Person	ore than One Re	eporting		
(City)	(State)	(Zip)	Tab	le I - Non-	Derivativ	e Secu	ırities Acqu	ired, Disposed of	, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)) Execution any		3. Transacti Code (Instr. 8)	omr Dispo (Instr. 3,	sed of 4 and (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	06/02/2008			S	3,000 (1)	D	\$ 24.0206	619,749	D			
Common Stock								27,070	I	By Wife		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

581,876 (2)

Ι

By

Abraham

Family

Trust

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amaunt		
						Date	Expiration				
						Exercisable Da	Date				
				Code V	(A) (D)						
				Code V	4, and 5)	Date Exercisable	•	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
Transfer of the second	Director	10% Owner	Officer	Other				
Abraham Magid M 11465 SUNSET HILLS ROAD SUITE 200 RESTON, VA 20190	X		President and CEO					
0 '								

Signatures

/s/ Christiana L. Lin, Attorney in Fact

06/03/2008

**Signature of Reporting Person Date

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) This transaction was made pursuant to a 10b5-1 Plan entered into on 11/30/2007.
- (2) Reporting person and spouse disclaim beneficial ownership of such shares except to the extent of their respective pecuniary interest.

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.

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