(Last)

(Street)
STAMFORD

(City)

(First)

CT

(State)

400 ATLANTIC STREET

(Middle)

06901

(Zip)

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden

hours per response: 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

								Гезропас	•	
	Filed purs or	uant to Sectior Section 30(h) o	n 16(a) of the Securities E of the Investment Compa	Exchang	ge Act of 1 of 1940	934				
1. Name and Address of Reporting Person* <u>CHARTER</u> <u>COMMUNICATIONS</u> , INC.		e of Event ing Statement n/Day/Year) /2021	3. Issuer Name and Ticker or Trading Symbol COMSCORE, INC. [SCOR]							
<u>/MO/</u>			4. Relationship of Re Issuer (Check all applicable)		Person(s)	to		Amendment, [I (Month/Day/\	Date of Original /ear)	
(Last) (First) (Middle) 400 ATLANTIC STREET			Director Officer (give title below)	X	10% Ov Other (s below)			eck Applicable Form filed b	nt/Group Filing Line) y One Reporting	
(Street) STAMFORD CT 06901							X	Person Form filed b Reporting P	y More than One erson	
(City) (State) (Zip)										
	Table I - I	Non-Deriva	tive Securities Be	nefici	ially Ow	ned				
1. Title of Security (Instr. 4)			2. Amount of Securiti Beneficially Owned (I 4)			rect direct	4. Nature of Indirect I Ownership (Instr. 5)			
(ve Securities Bene ants, options, con							
1. Title of Derivative Security (Instr. 4)	2. Date Exerc Expiration Day/ (Month/Day/	ate	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)			4. Conversion or Exercise Price of		5. Ownership Form:	6. Nature of Indirect Beneficial	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Derivative Security		Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)	
Series B Convertible Preferred Stock	(1)	(1)	Common Stock	27,50	9,203(2)	2.471	L9 ⁽³⁾	I	See Footnote ⁽⁴⁾	
1. Name and Address of Reporting Person CHARTER COMMUNICA /MO/		NC.								
(Last) (First) 400 ATLANTIC STREET	(Middle)									
(Street) STAMFORD CT	06901									
(City) (State)	(Zip)									
1. Name and Address of Reporting Person Charter Communications H Company, LLC										

1. Name and Address of Reporting Person* SPECTRUM MANAGEMENT HOLDING COMPANY, LLC							
(Last) (First) (Middle) 400 ATLANTIC STREET							
(Street) STAMFORD	СТ	06901					
(City)	(State)	(Zip)					

Explanation of Responses:

- 1. Shares of Series B Convertible Preferred Stock of Comscore, Inc. (the "Company") are convertible, at the holder's election, at the conversion rate (as defined in the Company's certificate of designation of Series B Convertible Preferred Stock (the "Certificate of Designation")), which will initially be one-to-one; provided that the holder receives cash in lieu of fractional shares (if any). The Series B Convertible Preferred Stock have no expiration date.
- 2. Represents the amount of Common Stock initially issuable upon conversion of the Series B Preferred Stock on the date of event requiring this report. The holders of Series B Preferred Stock are entitled to participate in all dividends declared on the Common Stock on an as-converted basis and are also entitled to a cumulative dividend at the rate of 7.5% per annum.
- 3. Subject to adjustment, as described in the Certificate of Designation.
- 4. Charter Communications Holding Company, LLC ("Holdings") is the record holder of the reported shares. Spectrum Management Holding Company, LLC ("Spectrum Management") is the controlling parent company of Holdings. Charter Communications Holdings, LLC ("CCH") is the controlling parent company of Spectrum Management. CCH II, LLC ("CCH II") is the controlling parent company of CCH. Charter Communications, Inc. is the controlling parent company of CCH II.

Charter Communications, Inc. By: Daniel Bollinger, 03/12/2021 Vice President /s/ Daniel **Bollinger Charter Communications** Holding Company, LLC By: Daniel Bollinger, Vice 03/12/2021 President /s/ Daniel **Bollinger** CCH II, LLC By: Daniel Bollinger, Vice President 03/12/2021 /s/ Daniel Bollinger **Charter Communications** Holdings, LLC By: Daniel 03/12/2021 Bollinger, Vice President /s/ Daniel Bollinger Spectrum Management Holding Company, LLC By: Daniel Bollinger, Vice 03/12/2021 President /s/ Daniel **Bollinger** ** Signature of Reporting Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.