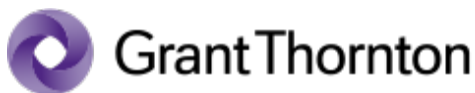




comScore, Inc.

Online Market Research Service

System and Organization Controls (SOC) for Service Organizations Report for
the period of June 1, 2016 to May 31, 2017



Report of Independent Service Auditors issued by
Grant Thornton LLP



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I. Report of Independent Service Auditors

Board of Directors and Stakeholders
comScore, Inc.:

We have examined comScore, Inc.’s (the “Company” or “comScore”) accompanying assertion in Section II, “comScore, Inc.’s Assertion” that, during the period June 1, 2016 through May 31, 2017 (“Specified Period”), comScore maintained, in all material respects, effective controls over its Online Market Research Service, which includes the following brands:

www.opinionsquare.com, www.relevantknowledge.com, www.permissionresearch.com, www.scorecardresearch.com, www.voicefive.com, and www.premieropinion.com (the “System”) to provide reasonable assurance that the System was protected against unauthorized access (both physical and logical) and that personal information was collected, used, retained, disclosed, and destroyed in conformity with the commitments in the entity’s privacy notice and with the criteria set forth in the Generally Accepted Privacy Principles issued by the AICPA and CICA, based on the American Institute of Certified Public Accountant’s (AICPA’s) Trust Services Principles criteria for the Security and Privacy criteria set forth in TSP section 100A, *Trust Services Principles and Criteria for Security, Availability, Processing Integrity, Confidentiality, and Privacy* (AICPA, *Trust Services Principles and Criteria*) (“AICPA Applicable Trust Services Criteria”).

The Company uses two third-party subservice organizations, QTS Realty, Inc. and CenturyLink, Inc., as its third-party hosting providers for servers and equipment related to the Online Market Research Service. Management’s assertion indicates that its assertion and its description in Section III includes only the controls of the Company and excludes the controls of these subservice organizations. Management’s assertion indicates that certain AICPA Applicable Trust Services Criteria specified by management in Section III, “comScore, Inc.’s Description of its System and Controls,” under the section “Subservice Organizations,” can be achieved only if complementary subservice organization controls assumed in the design of the Company’s controls are suitably designed and operating effectively, along with the related controls at the Company. Our examination did not extend to the controls of these subservice organizations, and we have not evaluated the suitability of the design or operating effectiveness of such complementary subservice organizations controls.

Management’s assertion indicates that certain AICPA Applicable Trust Services Criteria specified in Section III, “comScore, Inc.’s Description of its System and Controls,” under the section “User Control Considerations,” can be achieved only if complementary user entity controls contemplated in the design of the Company’s controls are suitably designed and operating effectively, along with the related controls at the Company. Our examination did not extend to such complementary user entity controls, and we have not evaluated the suitability of the design or operating effectiveness of such complementary user entity controls.

In Section II of the report, the Company has provided its assertion, which is based on the criteria identified in management’s assertion about the suitability of design and operating effectiveness of controls to meet the Applicable Trust Services Criteria. The Company’ management is responsible for preparing its assertion, including the completeness, accuracy, and method of presentation of comScore, Inc.’s Description of its System and Controls; selecting the Applicable Trust Principles; identifying the risks that threaten the Applicable Trust Services Criteria from being met; selecting the criteria stated in the assertion; designing, implementing, and documenting controls that are suitably designed and operating effectively to meet the Applicable Trust Services Criteria; and complying with the commitments in its statement of privacy practices.

Our responsibility is to express an opinion based on our examination of the description criteria in management’s assertion and on the suitability of the design and operating effectiveness of the controls to meet the Applicable Trust Services Criteria and on the Company’s compliance with the commitments in its statement of privacy practices, based on our examination. Management’s description of the aspects of the System covered by its assertion is attached in Section III, “comScore, Inc.’s Description of its System and Controls.” We did not examine this description, and accordingly, we do not express an opinion on it.

Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants and, accordingly, included (1) obtaining an understanding of the Company’s relevant controls over the System that meet the AICPA’s Trust Services Principles criteria for Security and Privacy; (2) testing and evaluating the suitability of the design and operating effectiveness of the controls, which together with the complementary user entity controls referred to above, if operating effectively, and the subservice organizations (QTS Realty, Inc. and CenturyLink, Inc.) applied the complementary controls contemplated in the design of the Company’s controls throughout the Specified Period, were those necessary to provide reasonable assurance that the Security and Privacy criteria were met; and (3) performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion.

comScore, Inc.

**SOC 3® Report – SOC for Service Organizations: Trust Services Criteria for General Use
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Because of their nature and inherent limitations, controls at a service organization may not always protect information against unauthorized access or use; make the system available for operation and use as committed or agreed; process information completely, accurately, timely and in an authorized manner; protect information designated as confidential as committed or agreed; and collect, use, retain, disclose, and destroy personal information in conformity with commitments in the entity's privacy notice and with criteria set forth in Generally Accepted Privacy Principles issued by the AICPA and CICA. For example, fraud or unauthorized access to personal information or unauthorized use or disclosure of personal information by persons authorized to access it may not be prevented or detected, or service organization personnel may not always comply with the commitments in the statement of privacy practices. Also, the projection of any conclusions, based on our findings, to future periods is subject to the risk that any changes or future events may alter the validity of such conclusions.

In our opinion, the Company's assertion for the Specified Period referred to above is fairly stated, in all material respects, based on the AICPA's Applicable Trust Services Criteria.

Grant Thornton LLP

Atlanta, Georgia
June 14, 2017



II. comScore, Inc.’s Assertion

We, the management of comScore, Inc. (the “Company”) assert that, during the period June 1, 2016 through May 31, 2017 (“Specified Period”), the Company maintained, in all material respects, effective controls over its Online Market Research Service, which includes the following brands: www.opinionsquare.com, www.relevantknowledge.com, www.permissionresearch.com, www.scorecardresearch.com, www.voicefive.com, and www.premieropinion.com (the “System”) to provide reasonable assurance that the System was protected against unauthorized access (both physical and logical) (Security Trust Principle) and that personal information was collected, used, retained, disclosed, and destroyed in conformity with the commitments in the entity’s privacy notice and with the criteria set forth in the Generally Accepted Privacy Principles issued by the AICPA and CICA (Privacy Trust Principle), based on the American Institute of Certified Public Accountant’s (AICPA’s) Applicable Trust Services Criteria set forth in TSP section 100A, *Trust Services Principles, Criteria, and Illustrations for Security, Availability, Processing Integrity, Confidentiality, and Privacy* (“AICPA Applicable Trust Services Criteria”).

The Company uses two third-party subservice organizations, QTS Realty, Inc. and CenturyLink, Inc., as its third-party hosting providers for servers and equipment related to the Online Market Research Service, which includes the following brands: www.opinionsquare.com, www.relevantknowledge.com, www.permissionresearch.com, www.scorecardresearch.com, www.voicefive.com, and www.premieropinion.com. Certain AICPA Applicable Trust Services Criteria, specified in Section III, “comScore, Inc.’s Description of its System and Controls,” under the section “Subservice Organizations” can be achieved only if complementary subservice organization controls contemplated in the design of the Company’s controls are suitably designed and operating effectively, along with related controls at the Company. Management’s assertion and the description in Section III of this report includes only the controls of the Company and excludes the controls performed by these subservice organizations.

Certain AICPA Applicable Trust Services Criteria, specified in Section III, “comScore, Inc.’s Description of its System and Controls,” under the section “User Control Considerations” can be achieved only if complementary user entity controls contemplated in the design of the Company’s controls are suitably designed and operating effectively, along with related controls at the Company. Management’s assertion and the description in Section III of this report includes only the controls of the Company and excludes the controls performed by User Entities.

Our description of this System in Section III of this report identifies the aspects of the System covered by our assertion.

III. comScore, Inc.’s Description of its System and Controls

A. Scope and Purpose of the Report

This report describes the control structure of comScore, Inc. (the “Company” or “comScore”) as it relates to its Online Market Research Service, which includes the following brands: www.opinionsquare.com, www.relevantknowledge.com, www.permissionresearch.com, www.scorecardresearch.com, www.voicefive.com, and www.premieropinion.com and only includes those control activities and related criteria surrounding those operations for the period of June 1, 2016 through May 31, 2017 (the “Specified Period”) for the Security and Privacy Trust Services Principles.

It is the responsibility of each specified party to evaluate this information in relation to the control structure in place at the user organization to assess the total internal control environment. The internal control structures at the Company are not designed to compensate for any weaknesses that may exist if the internal control structure at a user organization is ineffective.

B. Overview of Services Provided

comScore, Inc. (OTC: SCOR) is a cross-platform measurement company that measures audiences, brands, and consumer behavior in the digital world. comScore’s Online Market Research Service measures what people do as they navigate the digital world – and turns that information into insights and actions for clients to maximize the value of their digital investments. comScore maintains a group of panelists who have monitoring software and/or cookies (brands including www.opinionsquare.com, www.relevantknowledge.com, www.permissionresearch.com, www.scorecardresearch.com, www.voicefive.com, and www.premieropinion.com) on their computers. In exchange for joining the comScore research panels, users are presented with various benefits, including computer security software, Internet data storage, virus scanning, and chances to win cash or prizes. comScore was founded in 1999 by Magid Abraham and CEO Gian Fulgoni and became a public company in June, 2007. Headquartered in Reston, Virginia and armed with more than 80 locations in 30 countries, comScore serves over 3,200 clients worldwide.

Client Web Sites
<input type="checkbox"/> PermissionResearch Privacy Statement
<input type="checkbox"/> RelevantKnowledge Privacy Statement
<input type="checkbox"/> OpinionSquare Privacy Statement
<input type="checkbox"/> ScorecardResearch Privacy Statement
<input type="checkbox"/> PremierOpinion Privacy Statement
<input type="checkbox"/> VoiceFive Privacy Statement

C. Subservice Organizations

The Company utilizes subservice organizations to perform certain functions to improve operating and administrative effectiveness. The accompanying description includes only the policies, procedures, and control activities at the Company and does not include the policies, procedures, and control activities at the third-party service organizations described below. The examination by the independent Service Auditor did not extend to the policies and procedures at these subservice organizations. The most significant subservicing organizations used by the Company are noted below.

Subservice Organization	Services Provided	Associated Criteria
QTS Realty, Inc.	<p>The Company uses QTS for the hosting of servers and equipment related to the Online Market Research Service, including the restriction of physical access to the defined system including, but not limited to, facilities and other system components such as firewalls, routers, and servers. The following control areas are critical to achieving the Applicable Trust Services Criteria:</p> <ul style="list-style-type: none"> • Controls around the physical security of the Data Centers hosting the in-scope applications. <p>In addition, the Company has identified the following controls to help monitor the subservice organization:</p> <ul style="list-style-type: none"> • On an annual basis, management reviews employee access to the third-party Data Center. 	CC5.5*

Subservice Organization	Services Provided	Associated Criteria
	<ul style="list-style-type: none"> On an annual basis, management evaluates the SOC report related to the third-party organization to help ensure compliance with commitments and agreed-upon service level agreements. 	
CenturyLink, Inc.	<p>The Company uses CenturyLink for the hosting of servers and equipment related to the Online Market Research Service, including the restriction of physical access to the defined system including, but not limited to, facilities and other system components such as firewalls, routers, and servers. The following control areas are critical to achieving the Applicable Trust Services Criteria:</p> <ul style="list-style-type: none"> Controls around the physical security of the Data Centers hosting the in-scope applications. <p>In addition, the Company has identified the following controls to help monitor the subservice organization:</p> <ul style="list-style-type: none"> On an annual basis, management reviews employee access to the third-party Data Center. On an annual basis, management evaluates the SOC report related to the third-party organization to help ensure compliance with commitments and agreed-upon service level agreements. 	CC5.5*

* The achievement of design and operating effectiveness related to this particular Trust Services Criterion assumes that complementary controls at this subservice organization that support this criterion are in place and are operating effectively.

D. User Control Considerations

The processes of the Company were designed with the assumption that certain controls would be implemented by user organizations. In certain situations, the application of specific controls at user organizations is necessary to achieve the Applicable Trust Services Criteria included in this report.

This section highlights those internal control responsibilities that the Company believes should be present for each user organization and has considered in developing its control policies and procedures described in this report. In order for users to rely on the control structure's policies and procedures reported on herein, each user must evaluate its own internal control structure to determine if the following procedures are in place. Furthermore, the following list of control policies and procedures is intended to address only those policies and procedures surrounding the interface and communication between the Company and each user. Accordingly, this list does not allege to be, and is not, a complete listing of the control policies and procedures that provide a basis for management's assertions related to the Applicable Trust Services Criteria.

User Entity Control	Associated Criteria
Individuals are responsible for submitting complaints to the Company and for following up to help ensure that those complaints are addressed appropriately.	CC6.1*, CC6.2*, P6.3*, P6.6*, P6.7*, P8.1*
Individuals are responsible for providing explicit consent when the Company informs them that their personal information is now being used for a new purpose not previously identified.	P1.1*, P2.1*, P3.2*, P6.1*
Individuals are responsible for giving the Company explicit consent at or before the time that personal information is collected.	P2.1*, P3.2*, P6.1*
Individuals are responsible for giving the Company permission to transfer personal information to or from an individual's computer or other similar device.	P2.1*, P3.2*, P6.1*
Individuals are responsible for informing the Company if they wish to access their personal information which is maintained by the Company.	P2.1*, P3.2*, P5.1*, P5.2*, P6.2*, P6.8*
Individuals are responsible for following up with the Company if their requests are not responded to timely.	P5.1*, P5.2*
Individuals are responsible for challenging denials of access to their personal information, as specifically permitted or required by law or regulation.	P5.1*, P5.2*
Individuals are responsible for updating and/or correcting their personal information.	P5.2*, P7.1*

comScore, Inc.

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User Entity Control	Associated Criteria
Individuals are responsible for appealing denials of requests for correction of personal information if so desired.	P5.2*

* This is a complimentary control and is required to achieve design and operating effectiveness for this particular criterion.



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