SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*
CHARTER COMMUNICATIONS, INC. /MO/
(Last) (First) (Middle)
400 WASHINGTON BLVD.
(Street)
STAMFORD CT 06902
(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
08/19/2026

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

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
☐ Director ☑ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/19/2026		J[1]		3,286,825	A	[1]	6,582,008	I	See Footnote[2]

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series C Convertible Preferred Stock	[3]	08/19/2026		J[1]		4,223,621		[3]	[3]	Class A Common Stock	4,223,621	[1]	8,447,242	I	See Footnote[2]

1. Name and Address of Reporting Person*
CHARTER COMMUNICATIONS, INC. /MO/
(Last) (First) (Middle)
400 WASHINGTON BLVD.
(Street)
STAMFORD CT 06902
(City) (State) (Zip)

1. Name and Address of Reporting Person*
Charter Communications Holding Company, LLC
(Last) (First) (Middle)
12405 POWERSCOURT DRIVE
(Street)
ST. LOUIS MO 63131
(City) (State) (Zip)

1. Name and Address of Reporting Person*
SPECTRUM MANAGEMENT HOLDING COMPANY, LLC
(Last) (First) (Middle)
12405 POWERSCOURT DRIVE

(Street) ST. LOUIS MO 63131 (City) (State) (Zip)
1. Name and Address of Reporting Person* CHARTER COMMUNICATIONS HOLDINGS LLC (Last) (First) (Middle) 12405 POWERSCOURT DRIVE (Street) ST. LOUIS MO 63131 (City) (State) (Zip)
1. Name and Address of Reporting Person* CCH II LLC (Last) (First) (Middle) 12405 POWERSCOURT DRIVE (Street) ST. LOUIS MO 63131 (City) (State) (Zip)

Explanation of Responses:

1. On August 19, 2026, as a result of the Combination (as defined in the Remarks section), Charter (as defined in the Remarks section) acquired Liberty Broadband (as defined in the Remarks section), and as a result of the Combination, Charter became the beneficial owner of all the shares of Common Stock and Series C Convertible Preferred Stock that were beneficially owned by Liberty Broadband.

2. Charter Communications Holding Company, LLC ("HoldCo") is the record holder of the reported shares. Spectrum Management Holding Company, LLC ("Spectrum Management") is the controlling parent company of HoldCo. Charter Communications Holdings, LLC ("Holdings") is the controlling parent company of Spectrum Management. CCH II, LLC ("CCH II") is the controlling parent company of Holdings. Charter is the controlling parent company of CCH II.

3. Shares of Series C Convertible Preferred Stock are convertible at the option of the holder at any time into the number of shares of Common Stock equal to the conversion rate (as defined in the Certificate of Designations of the Series C Convertible Preferred Stock). Pursuant to the Certificate of Designations of the Series C Convertible Preferred Stock, no holder of Series C Convertible Preferred Stock may convert Series C Convertible Preferred Stock in an amount that would cause such holder to beneficially own over immediately following such conversion more than 49.99% of the then outstanding shares of Common Stock. Upon conversion, the holder will receive cash in lieu of fractional shares (if any) and shall fully participate, on an as-converted basis, in any dividends declared and paid or distributions on the Common Stock as if the Series C Preferred Stock were converted. Shares of Series C Convertible Preferred Stock have no expiration date.

Remarks:

Pursuant to the Agreement and Plan of Merger, dated as of November 12, 2024 (the "Merger Agreement"), by and among Liberty Broadband Corporation ("Liberty Broadband"), Charter Communications, Inc. ("Charter"), Fusion Merger Sub 1, LLC, a Delaware limited liability company and wholly owned direct subsidiary of Charter ("Merger LLC"), and Fusion Merger Sub 2, Inc., a Delaware corporation and wholly owned direct subsidiary of Merger LLC ("Merger Sub"), on August 19, 2026, Merger Sub merged with and into Liberty Broadband (the "Merger"), with Liberty Broadband surviving the Merger as a wholly owned subsidiary of Merger LLC, and immediately following the Merger, Liberty Broadband (as the surviving corporation in the Merger) merged with and into Merger LLC (the "Upstream Merger," and together with the Merger, the "Combination"), with Merger LLC surviving the Upstream Merger as the surviving company and a wholly owned subsidiary of Charter.

Charter Communications, Inc. By: Jessica M. Fischer, Chief Financial Officer /s/ Jessica M. Fischer	08/21/2026
Charter Communications Holding Company, LLC By: Jessica M. Fischer, Chief Financial Officer /s/ Jessica M. Fischer	08/21/2026
Spectrum Management Holding Company, LLC By: Jessica M. Fischer, Chief Financial Officer /s/ Jessica M. Fischer	08/21/2026
Charter Communications Holdings, LLC By: Jessica M. Fischer, Chief Financial Officer /s/ Jessica M. Fischer	08/21/2026
CCH II, LLC By: Jessica M. Fischer, Chief Financial Officer /s/ Jessica M. Fischer	08/21/2026
** Signature of Reporting Person	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 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).

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.