

EXHIBIT R

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

MIKE HARRIS and JEFF DUNSTAN,
individually and on behalf of a class of
similarly situated individuals

Plaintiff,

v.

COMSCORE, INC., a Delaware corporation

Defendant.

CASE NO. 1:11-cv-5807

Chief Judge Holderman

Magistrate Judge Kim


DECLARATION OF MICHAEL BROWN

I, Michael Brown, hereby declare and state based upon my personal knowledge as follows:

1. I am the Chief Technology Officer ("CTO") at comScore, Inc. ("comScore") and have held that position since February 2011. Prior to being named CTO, I held various positions in the technology group since comScore's founding in 1999, and I was the chief architect of the comScore software.
2. My current office is located at comScore's offices in Reston, Virginia.
3. On or about November 2011, I directed comScore employees to search comScore's backend servers for information related to Plaintiff Mike Harris ("Harris"). I also conducted several searches personally.
4. Despite exhaustive efforts, comScore was unable to locate any data or other indication that Harris downloaded comScore's software in or around March of 2010, or at any other time.

5. In order to ensure proper statistical analysis, an individual must be a comScore panelist for more than thirty days before his or her data is used in any of comScore's syndicated reports sold to clients.
6. Panelists who installed software in conjunction with a third party partner software offering, and who uninstall comScore's software less than thirty days after installation, actually cost comScore money due to recruitment costs associated with comScore's third party partner program and infrastructure.
7. As part of its business model, comScore offers rewards programs to certain panelists.
8. Under one rewards program, panelists are provided points for various tasks (such as taking a survey) that can then be traded in for prizes from the reward catalogue.
9. comScore's panelists have claimed over 113,000 prizes, valued at close to \$2 million, as part of this rewards program over the past three years.
10. comScore's panelists have also converted over 2.5 million "tokens," which are incentives that can be redeemed for reward points or other prizes, over the past three years.
11. These panelists must take an active step to claim a prize under comScore's rewards program. Thus, panelists cannot be "unaware" of their status as a panelist and collect rewards.
12. comScore provides additional incentives to panelists, including sweepstakes and incentives offered for unique events.
13. I hereby declare under the penalty of perjury that all statements made herein are true and correct.

Executed this 26th day of February, 2013.



Michael Brown
Chief Technology Officer, comScore, Inc.