FORRESTER RESEARCH, INC.

Form 4

August 03, 2016

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

See Instruction

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 30(h) of the Investment Company Act of 1940

burden hours per response...

Estimated average

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Morhardt Michael

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

FORRESTER RESEARCH, INC. [FORR]

(Check all applicable)

Chief Sales Officer

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year) 08/01/2016

Director 10% Owner X_ Officer (give title Other (specify below)

C/O FORRESTER RESEARCH. INC., 60 ACORN PARK DRIVE

(Street)

(State)

(Zip)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

CAMBRIDGE, MA 02140

(City)

(City)	(State) (^(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	ispose	d of (D)	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	08/01/2016		M(1)	1,667	A	\$0	7,333	D	
Common Stock	08/01/2016		F	542 (2)	D	\$ 40.39	6,791	D	

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)required to respond unless the form displays a currently valid OMB control number.

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3. Transaction Date Month/Day/Year) Execution Date, if any Code Securities (Month/Day/Year) (Month/Day/Year) Execution Date, if TransactionDerivative Code Securities (Instr. 8) Acquired (ADisposed of (Instr. 3, 4, 5)		ve es d (A) or d of (D)	6. Date Exer Expiration D (Month/Day)	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0 (3)	08/01/2016		M		1,667	<u>(4)</u>	<u>(4)</u>	common stock	1,667
Restricted Stock Units	\$ 0 (3)	08/01/2016		A	9,284		<u>(6)</u>	<u>(6)</u>	common stock	9,284

Reporting Owners

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other

Morhardt Michael

C/O FORRESTER RESEARCH, INC.

60 ACORN PARK DRIVE

CAMBRIDGE, MA 02140

Signatures

Maite Garcia, attorney-in-fact for Michael Morhardt

**Signature of Reporting Person

08/03/2016

Chief Sales Officer

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) Represents the conversion, upon vesting, of restricted stock units into common stock.
- Represents shares withheld by the Issuer to satisfy tax withholding obligations upon the vesting on August 1, 2016 of the restricted stock (2) units awarded to the reporting person on August 1, 2014. The award includes a provision for the withholding of shares by the Issuer to satisfy withholding taxes due as a result of the vesting of the award.
- (3) Each Restricted Stock Unit represents the right to receive, following vesting, one share of Forrester Research, Inc. common stock.
- On August 1, 2014, the reporting person was granted 6667 Restricted Stock Units that vest and convert into common stock in four equal and consecutive installments beginning on the first anniversary of the grant date.
- (5) Each Restricted Stock Unit is the equivalent of one share of Forrester Research, Inc. common stock.

(6)

Reporting Owners 2

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Unless earlier forfeited under the terms of the RSU, the award vests and converts into common stock in four equal and consecutive installments beginning on the first anniversary of the grant date.

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.