FORRESTER RESEARCH, INC.

Form 4

August 04, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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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

1(b).

(Last)

(City)

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * van Lingen Dennis

C/O FORRESTER RESEARCH.

(Street)

(State)

2. Issuer Name and Ticker or Trading

Symbol

5. Relationship of Reporting Person(s) to

Issuer

FORRESTER RESEARCH, INC. [FORR]

(Check all applicable)

President, EMEA

3. Date of Earliest Transaction

(First) (Middle)

(Zip)

(Month/Day/Year)

X_ Officer (give title below)

10% Owner Other (specify

08/03/2015

INC., 60 ACORN PARK DRIVE

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Director

Filed(Month/Day/Year) Applicable Line)

> _X_ Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

CAMBRIDGE, MA 02140

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. Securities on(A) or Dispo (Instr. 3, 4 an	sed of (D) and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	o Amount (E	r	Transaction(s) (Instr. 3 and 4)		
Common Stock	08/03/2015		M(1)	1,459 A	\$0	4,141	D	
Common Stock	08/03/2015		F	758 (2) D	\$ 33.16	3,383	D	

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

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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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shar
Restricted Stock Units	\$ 0 (3)	08/03/2015		M		1,459	<u>(4)</u>	<u>(4)</u>	common stock	1,459
Non Qualified Stock Options (Right to Buy)	\$ 33.16	08/03/2015		A	15,000		(6)	08/02/2025	common stock	15,00
Restricted Stock Units	\$ 0 (3)	08/03/2015		A	5,000		<u>(7)</u>	<u>(7)</u>	common stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships
reporting owner rame, reduces	

Director 10% Owner Officer Other

van Lingen Dennis

C/O FORRESTER RESEARCH, INC.

60 ACORN PARK DRIVE CAMBRIDGE, MA 02140 President, EMEA

Signatures

Maite Garcia, attorney-in-fact for Dennis van Lingen

08/04/2015

**Signature of Reporting Person

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, 2015 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
- (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.

Reporting Owners 2

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- (4) On August 1, 2014, the reporting person was granted 5833 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) The Options become exercisable in four equal installments on the first, second, third, and fourth anniversaries of the grant date.
- (7) 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.