Broeders Henk Form 4 September 05, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

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may continue.

See Instruction

Check this box

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).

(Print or Type Responses)

1. Name and Address of Reporting Person * **Broeders Henk**

2. Issuer Name and Ticker or Trading Symbol

Issuer

5. Relationship of Reporting Person(s) to

FORRESTER RESEARCH, INC.

(Check all applicable)

6. Individual or Joint/Group Filing(Check

[FORR]

08/31/2017

(Last) (First) (Middle)

(State)

(Zip)

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

_X__ Director Officer (give title below)

10% Owner Other (specify

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

> (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

Applicable Line)

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

CAMBRIDGE, MA 02140

(City)

Person

Table I - Non	-Derivative Sec	urities Acquired	Disnosed of	r Reneficially	Owned
Table I - Noll	-Derivauve Sec	ariues Acdumed	. Disposeu oi, c	n benencian	Owneu

							, - <u>-</u>	,	•
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	08/31/2017		M	8,568	A	\$ 23.41	26,030	D	
Common Stock	08/31/2017		M	8,801	A	\$ 31.96	34,831	D	
Common Stock	08/31/2017		S	17,369	D	\$ 41	17,462	D	
Common Stock	09/01/2017		F	114 (1)	D	\$ 40.6	17,348	D	
Common Stock	09/01/2017		M(2)	2,661	A	\$0	20,009	D	

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Common Stock	09/01/2017	F	397 (3)	D	\$ 40.6	19,612	D
Common Stock	09/05/2017	M	100	A	\$ 31.96	19,712	D
Common Stock	09/05/2017	S	100	D	\$ 41	19,612	D

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

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SEC 1474

(9-02)

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. Transactic Code (Instr. 8)	5. Number out 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 Amour of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amor or Numl of Share
Non-Qualified Stock Option (Right to Buy)	\$ 23.41	08/31/2017		M	8,568	05/12/2013	05/11/2019	common stock	8,50
Non-Qualified Stock Option (Right to Buy)	\$ 31.96	08/31/2017		M	8,801	05/11/2014	05/10/2020	common stock	8,80
Restricted Stock Units	\$ 0 (4)	09/01/2017		M	843	<u>(5)</u>	<u>(5)</u>	common stock	84
Restricted Stock Units	\$ 0 (4)	09/01/2017		M	926	<u>(7)</u>	<u>(7)</u>	common stock	92
Restricted Stock Units	\$ 0 (4)	09/01/2017		M	892	<u>(8)</u>	(8)	common stock	89:
Non-Qualified Stock Option (Right to Buy)	\$ 31.96	09/05/2017		M	100	05/11/2014	05/10/2020	common stock	10

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Broeders Henk C/O FORRESTER RESEARCH, INC. 60 ACORN PARK DRIVE CAMBRIDGE, MA 02140



Signatures

Maite Garcia attorney-in-fact for Henk Broeders

09/05/2017

**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).
- Represents shares withheld by the Issuer to satisfy tax withholding obligations upon the vesting on September 1, 2017 of the restricted (1) stock units awarded to the reporting person on June 1, 2017. 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.
- (2) 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 September 1, 2017 of the restricted (3) stock units awarded to the reporting person on May 1, 2014, May 12, 2015 and May 17, 2016. 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.
- (4) Each Restricted Stock Unit represents the right to receive, following vesting, one share of Forrester Research, Inc. common stock.
- On May 13, 2014, the reporting person was granted 3374 RSUs, vesting in four equal annual installments beginning on the first (5) anniversary of the grant date. Effective September 1, 2017, the Compensation and Nominating Committee accelerated the vesting of 843 RSUs in connection with the reporting person's resignation from the Company's board of directors.
- (6) Each Restricted Stock Unit is the equivalent of one share of Forrester Research, Inc. common stock.
- On May 12, 2015, the reporting person was granted 3703 RSUs, vesting in four equal annual installments beginning on the first (7) anniversary of the grant date. Effective September 1, 2017, the Compensation and Nominating Committee accelerated the vesting of 926 RSUs in connection with the reporting person's resignation from the Company's board of directors.
- On May 17, 2016, the reporting person was granted 3569 RSUs, vesting in four equal annual installments beginning on the first (8) anniversary of the grant date. Effective September 1, 2017, the Compensation and Nominating Committee accelerated the vesting of 892 RSUs in connection with the reporting person's resignation from the Company's board of directors.

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.

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