WELLES MICHAEL

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 Number:

OMB APPROVAL

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if no longer subject to Section 16. Form 4 or

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * WELLES MICHAEL

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

below)

Symbol

(Middle)

(Month/Day/Year) Execution Date, if

FORRESTER RESEARCH, INC.

(Check all applicable)

[FORR]

(Month/Day/Year)

09/01/2017

(Last) (First) 3. Date of Earliest Transaction

X_ Director Officer (give title

10% Owner Other (specify

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

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

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

Security

(Instr. 3)

(City) (State) (Zip) 1. Title of 2. Transaction Date 2A. Deemed

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially (D) or Owned Following (Instr. 4)

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Ownership Indirect (I) (Instr. 4)

(A) or

Reported Transaction(s) (Instr. 3 and 4)

Price Code V Amount (D)

Common 09/01/2017 Stock

 $M^{(1)}$ \$0 2,661 A 20,097

D

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

(Month/Day/Year)

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

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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. Transacti Code (Instr. 8)	onof Derivative	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Derivati Security (Instr. 5
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 (2)	09/01/2017		M	843	(3)	(3)	common stock	843	\$ 0 <u>(</u>
Restricted Stock Units	\$ 0 (2)	09/01/2017		M	926	(5)	(5)	common stock	926	\$ 0
Restricted Stock Units	\$ 0 (2)	09/01/2017		M	892	(6)	<u>(6)</u>	common stock	892	\$ 0

Reporting Owners

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

WELLES MICHAEL C/O FORRESTER RESEARCH, INC. 60 ACORN PARK DRIVE CAMBRIDGE, MA 02140

X

Signatures

Maite Garcia, attorney-in-fact for Michael Welles 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).
- (1) Represents the conversion, upon vesting, of restricted stock units into common stock.
- (2) 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 (3) 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.
- (4) Each Restricted Stock Unit is the equivalent of one share of Forrester Research, Inc. common stock.

Reporting Owners 2

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- On May 12, 2015, the reporting person was granted 3703 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 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 (6) 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.