SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Darrah Ryan	2. Date of Event Requiring Statement (Month/Day/Year) 03/05/2017		3. Issuer Name and Ticker or Trading Symbol <u>FORRESTER RESEARCH, INC.</u> [FORR]					
(Last) (First) (Middle) C/O FORRESTER RESEARCH, INC.			4. Relationship of Reporting Perso (Check all applicable) Director	on(s) to Issue 10% Owne	(Mo	Amendment, Dannend, D	ate of Original Filed	
60 ACORN PARK DRIVE			X Officer (give title below)	Other (spe below)	² 0. II	idividual or Joint licable Line)	t/Group Filing (Check	
(Street) CAMBRIDGE MA 02140			Chief Legal Of	ficer	2		y One Reporting Person y More than One erson	
(City) (State) (Zip)								
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable an Expiration Date (Month/Day/Year)		3. Title and Amount of Securit Underlying Derivative Securit		4. Conversion or Exercise	ise Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	n Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Restricted Stock Units	(1)	(1)	Common Stock	224	(2)	D		
Restricted Stock Units	(3)	(3)	Common Stock	450	(2)	D		
Restricted Stock Units	(4)	(4)	Common Stock	675	(2)	D		
Restricted Stock Units	(5)	(5)	Common Stock	1,634	(2)	D		
Restricted Stock Units	(6)	(6)	Common Stock	5,760	(2)	D		
Non Qualified Stock Options (Right to Buy)	06/03/2017	06/02/2023	3 Common Stock	672	36.18	D		
Non Qualified Stock Options (Right to Buy)	(7)	07/31/2024	4 Common Stock	1,350	38.43	D		
Non Qualified Stock Options (Right to Buy)	(8)	08/02/2025	5 Common Stock	2,025	33.16	D		

Explanation of Responses:

1. Unless earlier forfeited under the terms of the RSU, the award vests and converts into common stock on June 3, 2017.

2. Each Restricted Stock Unit represents the right to receive, following vesting, one share of Forrester Research, Inc. common stock.

3. Unless earlier forfeited under the terms of the RSU, the award vests and converts into common stock in two equal installments on August 1, 2017 and August 1, 2018.

4. Unless earlier forfeited under the terms of the RSU, the award vests and converts into common stock in three equal installments on August 3, 2017, August 3, 2018 and August 3, 2019.

5. Unless earlier forfeited under the terms of the RSU, the award vests and converts into common stock in four equal installments on August 1, 2017, August 1, 2018, August 1, 2019 and August 1, 2020.

6. Unless earlier forfeited under the terms of the RSU, the award vests and converts into common stock in four equal installments on January 3, 2018, January 3, 2020 and January 3, 2020.

7. Options become exercisable in two equal installments on August 1, 2017 and August 1, 2018.

8. Options become exercisable in three equal installments on August 3, 2017, August 3, 2018 and August 3, 2019.

Remarks:

Maite Garcia, attorney-in-fact for Ryan Darrah

03/09/2017

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

I hereby constitute and appoint Maite Garcia signing singly, my true and lawful attorney-in-fact to:

(1) execute for and on my behalf, in my capacity as an officer and/or director of Forrester Research, Inc. (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(2) do and perform any and all acts for and on my behalf that may be necessary or desirable to complete and execute any such Form 3, 4 or 5 and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be to my benefit, in my best interest, or that I am legally required to do, it being understood that the documents executed by such attorney-in-fact on my behalf pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

I hereby grant to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as I might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. I acknowledge that the attorney-in-fact, in serving in such capacity at my request, are not assuming, nor is the Company assuming, any of my responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until I am no longer required to file Forms 3, 4 and 5 with respect to my holdings of and transactions in Company securities, unless I earlier revoke it in a signed writing delivered to the attorneys-in-fact. Upon signature of this Power of Attorney, I hereby revoke all previous powers of attorney granted concerning the subject matter herein.

IN WITNESS WHEREOF, I have caused this Power of Attorney to be executed as of this 8th day of February, 2017.

Signature

/s/Ryan D. Darrah