

**Charter of the Compensation and Nominating Committee
of the
Board of Directors
of
Forrester Research, Inc.**

As adopted by the Board of Directors on April 2, 2004

And as amended through April 23, 2013

I. Organization and Governance of the Committee. There shall be a committee of the Board of Directors (the “Board”) to be known as the Compensation and Nominating Committee (the “Committee”). The Committee shall be composed of at least two directors, each of whom shall satisfy the independence and compensation committee composition requirements of the Company, the Securities and Exchange Commission and The Nasdaq Stock Market, Inc. (“Nasdaq”) as in effect from time to time, and who shall be appointed by the Board of Directors. Members of the Committee may be removed at the Board's discretion. The composition of the Committee, or a duly constituted subcommittee thereof, shall satisfy the requirements of Section 162(m) of the Internal Revenue Code and shall be “non-employee directors” within the meaning of Rule 16b-3 under the Securities Exchange Act of 1934.

The Committee shall hold regularly scheduled meetings and such special meetings as circumstances dictate. The Committee shall periodically report its actions and any recommendations to the Board of Directors.

II. Statement of Purpose and Responsibilities. The Committee has direct responsibility to perform the following duties:

Compensation Matters: Succession Planning: Administrative Matters

- Assist the Board in developing and evaluating potential candidates for executive positions (including the CEO) and oversee the development of executive succession plans;
- Review and approve corporate goals and objectives relevant to CEO and other executive officer compensation, evaluate the CEO’s and other executive officers’ performance in light of those goals and objectives, consider the results of the most recent Say on Pay Vote and, either as a committee or together with the other independent directors (as directed by the Board), determine and approve the CEO’s and other executive officers' compensation level based on this evaluation, provided that the CEO cannot be present during any voting or deliberations by the Committee or independent directors, as applicable, regarding his or her compensation;

- Review the Company’s incentive compensation arrangements to determine whether they encourage excessive risk-taking, to review and discuss at least annually the relationship between risk management policies and practices and compensation, and to evaluate compensation policies and practices that could mitigate any such risk;
- Review and recommend to the Board for approval the frequency with which the Company will conduct Say on Pay Votes, taking into account the results of the most recent stockholder advisory vote on frequency of Say on Pay Votes required by Section 14A of the Securities Exchange Act of 1934, as amended, and review and approve the proposals regarding the Say on Pay Vote and the frequency of the Say on Pay Vote to be included in the Company’s proxy statement;
- Make recommendations to the Board regarding compensation, if any, of the Board;
- Make recommendations to the Board regarding the adoption of new employee incentive compensation plans and equity-based plans and administer the Company’s existing incentive compensation plans and equity-based plans;
- Review and discuss with management the Company’s Compensation Discussion and Analysis (“CD&A”) and the related executive compensation information, recommend that the CD&A and related executive compensation information be included in the Company’s annual report on Form 10-K and proxy statement and produce a compensation committee report on executive compensation for inclusion in the Company’s annual proxy statement in accordance with the proxy rules;
- Review and assess at least annually the adequacy of this charter and submit any changes to the Board for approval;
- Annually perform, or participate in, an evaluation of the performance of the Committee, the results of which shall be presented to the Board; and
- Review such other matters as the Board or the Committee shall deem appropriate.

Nominating Matters

- Assist in identifying and attracting qualified candidates to stand for election as directors, and recommend candidates to the Board;
- Evaluate periodically the size and composition of the Board, and recommend to the Board any changes;
- Select candidates for, and evaluate directors, in accordance with the procedures and criteria set forth below:

- The Board shall be comprised of at least a majority of independent directors (as independence is defined under applicable Securities and Exchange Commission and Nasdaq rules and regulations).
- General Criteria: Any potential director of the Company should:
 - Be an individual of the highest integrity;
 - Be free of any conflict of interest that would violate any applicable law or regulation, or, in the judgment of the Committee, interfere with the proper performance of such individual's responsibilities as a director;
 - Be willing and able to devote sufficient time to the affairs of the Company and be diligent in fulfilling the responsibilities of a director and Board committee member (including developing and maintaining sufficient knowledge about the Company and its industry);
 - Be willing and able to provide insights and practical advice based on his or her business acumen, experience and expertise; and
 - Be able to act in the best interest of all stockholders.
- Specific criteria: In addition to the general criteria, the Committee shall develop and periodically evaluate and modify as appropriate specific criteria outlining the skills, experiences, particular areas of expertise, specific backgrounds and other professional and personal characteristics that, if represented, would or might enhance the effectiveness of the Board and the Board committees, taking into account the Company's business, size, strategic and operational objectives, customers, culture, employees, and other characteristics.
- Evaluate each new director candidate and each incumbent director prior to recommending that the Board nominate such individual for election or reelection as a director, based on the criteria set forth above;
- Establish procedures for soliciting and reviewing potential nominees for director from directors and stockholders of the Company; and
- Submit to the Board the candidates for director to be recommended by the Board for election at each annual meeting of stockholders, and candidates for director to be added to the Board at any other time due to director resignations, retirements, Board expansion, or otherwise.

III. Retention of Advisors. The Committee may, in its sole discretion, retain or obtain the advice of a compensation consultant, legal counsel or other adviser. The Committee shall be directly responsible for the appointment, compensation and oversight of the work of any

compensation consultant, legal counsel and other adviser retained by the Committee. The Company must provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to a compensation consultant, legal counsel or any other adviser retained by the Committee. The Committee may select, or receive advice from, a compensation consultant, legal counsel or other adviser to the Committee, other than in-house legal counsel, only after taking into consideration the following factors:

- (i) the provision of other services to the Company by the person that employs the compensation consultant, legal counsel or other adviser;
- (ii) the amount of fees received from the Company by the person that employs the compensation consultant, legal counsel or other adviser, as a percentage of the total revenue of the person that employs the compensation consultant, legal counsel or other adviser;
- (iii) the policies and procedures of the person that employs the compensation consultant, legal counsel or other adviser that are designed to prevent conflicts of interest;
- (iv) any business or personal relationship of the compensation consultant, legal counsel or other adviser with a member of the Committee;
- (v) any stock of the Company owned by the compensation consultant, legal counsel or other adviser; and
- (vi) any business or personal relationship of the compensation consultant, legal counsel, other adviser or the person employing the adviser with an executive officer of the Company.

The foregoing shall not be required prior to the selection or receipt of advice from either (i) in-house legal counsel, or (ii) a compensation adviser that acts in a role limited to the following activities for which no disclosure is required under Item 407(e)(3)(iii) of Regulation S-K: (a) consulting on any broad-based plan that does not discriminate in scope, terms, or operation, in favor of the Company's executive officers or directors and that is available generally to all salaried employees of the Company, and/or (b) providing information that either is not customized for the Company or that is customized based on parameters that are not developed by the adviser, and about which the adviser does not provide advice.

The Committee shall also evaluate whether any compensation consultant retained or to be retained by it has any conflict of interest in accordance with Item 407(e)(3)(iv) of Regulation S-K.

The foregoing shall not be construed to require that any compensation consultant, legal counsel or other compensation adviser be independent, only that the Committee consider the enumerated factors, as required, before selecting, or receiving advice from, any compensation adviser.