

IMMERSION CORPORATION CORPORATE GOVERNANCE PRINCIPLES

As Adopted by the Board of Directors
on July 24, 2013

These principles have been adopted by the Board of Directors (the “**Board**”) of Immersion Corporation (the “**Company**”) to assist the Board in the exercise of its responsibilities and to serve the interests of the Company and its stockholders in a manner that is consistent with its fiduciary duties.

A. The Board

1. Board of Directors’ Responsibilities

The Board has an oversight role, with responsibility to monitor and assist management in creating long-term value for the Company’s stockholders and evaluate whether the business is being properly managed. The Board delegates to the Chief Executive Officer and senior management team the authority and responsibility for managing the Company’s business on a daily basis. The Board’s specific duties include:

a. Company oversight

- Review and approve the strategic direction of the Company. Monitor strategy implementation.
- Exercise legal duties of care, loyalty and good faith.
- Review and approve major changes in company guidelines and operating policies. Oversee financial and compliance control systems.
- Select and oversee Chief Executive Officer. Involved in process to hire or dismiss executive officers.
- Review balance sheet and financial results of Company operations. Support fundraising activities of the Company.
- Review and approve major financial objectives, operating plans and actions. Monitor effectiveness of management policies and decisions, including execution of strategies.
- Review and approve operating and capital budgets and changes prepared by company management.

b. Effective Board and committee meetings and communication in general

- Serve on at least one standing committee (as needed, and if requested by the Board).
- Attend and actively participate in a meaningful way in all Board and committee meetings. Review all relevant materials prior to attending meetings.
- Communicate collaboratively with other directors and Company officers, and manage conflicts constructively. Express thoughtful, honest and constructive opinions; encourage other opinions
- Challenge and support management.

c. Excellent Board practices and processes

- Understand the legal implications of Board membership, decisions and policies and Company bylaws.
- Ensure excellent corporate governance guidelines are established and adhered to.
- Avoid actual or appearance of conflicts with the Company's interests.
- Keep all matters involving the Company confidential until there has been general public disclosure.
- Understand and keep abreast of the Company's business and industry, and understand the important issues, trends and risks of the Company's business.
- Regularly evaluate performance and compensation of Chief Executive Officer and the Board.
- Carry out such other responsibilities as the Board may request from time to time to assist the Board in the fulfillment of its responsibilities.

2. Size of the Board

The size of the Board is currently set in accordance with the Company Bylaws. The number of directors that constitutes the Board will be fixed from time to time based on upon the Company's size, level of operations, and the availability of qualified candidates.

3. Proportion and Determination of Independent Directors

The Board shall be comprised of at least a majority of independent directors. The Company defines an "independent" director in accordance with Nasdaq listing requirements (Nasdaq Marketplace Rule 4200). The Board shall affirmatively determine that each director has no relationships that exist which, in the opinion of the Board, would interfere with the exercise of independent judgment in carrying out the responsibilities of a director. In making these determinations, the Board will review information provided by the directors and the Company with regard to each director's business and personal activities as they may relate to the Company and the Company's management.

4. Lead Independent Director

If the Chairman of the Board is not an independent director, the Nominating/Corporate Governance Committee will nominate an independent director, who, if approved, will become the Lead Independent Director. The Lead Independent Director will be responsible for calling separate meetings of the independent directors, determining the agenda and serving as chair of meetings of independent directors, reporting to the Chief Executive Officer and Board Chairman regarding feedback from executive sessions, serving as spokesperson for the Company as requested, and performing such other responsibilities as may be designated by a majority of the independent directors from time to time. The Lead Independent Director will be elected annually, and no Director shall serve more than five terms as Lead Independent Director unless the Board determines that it is appropriate to extend this limit.

5. Executive Session Meetings of Independent Directors

The independent directors shall meet separately from the other directors in regularly scheduled executive sessions, without the presence of management directors or executive officers of the Company (except to the extent the independent directors request the attendance of any such individuals). Such regularly scheduled separate meetings shall be held each time the Board holds a regularly scheduled meeting. In addition, the Audit Committee of the Board should meet with the Company's outside auditors without management present at such times as it deems appropriate, but not less than quarterly.

6. Board Membership Criteria

The Nominating/Corporate Governance Committee is responsible for articulating specific criteria for Board membership and periodically reviewing Board members for the appropriate skills and characteristics required of such members in the context of the current make-up of the Board and those set forth in writing. This assessment should include issues of diversity, experience, judgment, ability and willingness to devote the necessary time, and familiarity with domestic and/or international markets.

7. Limitation on Other Board Service

In order to ensure sufficient time and attention to meet the responsibilities of Board membership, directors shall serve in no more than four boards of directors of publicly traded companies, including the Company's Board, without the consent of the Nominating/Corporate Governance Committee. In addition, the Chief Executive Officer shall serve on no more than three boards of directors of publicly traded companies, including the Company's Board.

8. Selection of Directors

The Board shall be responsible for selecting its own members. The Board delegates the screening process for new Directors to the Nominating/Corporate Governance Committee, in consultation with other members of the Board, and of management. In making its recommendations to the Board, the Nominating/Corporate Governance Committee considers, among other things, the qualifications of individual director candidates in light of the Board Membership Criteria described above.

9. Directors Whose Responsibilities Change

Non-employee Directors who experience significant change in their professional circumstances, including a change in their principal job responsibilities, must notify the Nominating/Corporate Governance Committee of any such change. Upon being notified of any such change, the Nominating/Corporate Governance Committee will review the appropriateness of continued Board membership under the circumstances and the affected Director will be expected to act in accordance with the Nominating/Corporate Governance Committee's recommendation, including by offering his or her resignation from the Board. Any Director who wishes to resign or retire or refuse to stand for re-election to the Board must notify the Company through written notice submitted to the Secretary of the Company or otherwise provide notice in accordance with the Bylaws of the Company.

10. Board Tenure

The Board does not believe that arbitrary term limits on a Director's service are appropriate. Term limits might bring fresh ideas and viewpoints to the Board, but at a cost of losing the benefit of continuity and insight into the Company and its operations that come with longer service.

11. Board Compensation

It is appropriate for the staff of the Company to report once a year to the Compensation Committee regarding the status of the Company's Board compensation in relation to other comparable U.S. companies. As part of a director's total compensation and to create a direct linkage with corporate performance, the Board believes that a meaningful portion of a director's compensation should be provided in, or otherwise based on, the value of the Company's common stock.

Employee directors will not be paid for Board membership in addition to their regular employee compensation. Independent directors may not receive consulting, advisory or other compensatory fees from the Company in addition to their Board compensation. To the extent practicable, independent directors who are affiliated with the Company's service providers will undertake to ensure that their compensation from such providers does not include amounts connected to payments by the Company. Changes in Board compensation, if any, should come at the suggestion of the Compensation Committee as required by its charter, but with full discussion and concurrence by the Board.

12. Stock Ownership by Directors and Chief Executive Officer

It is the policy of the Board that all Directors and the Chief Executive Officer, consistent with their responsibilities to the stockholders of the Company as a whole, hold a meaningful equity interest in the Company. In accordance with this policy, the Board expects that all Directors and the Chief Executive Officer own, or acquire within three years of first becoming a Director or Chief Executive Officer, a meaningful equity interest as deemed appropriate by the Board.

The Board recognized that exceptions to this policy may be necessary or appropriate in individual cases, and may approve such exceptions from time to time as it deems appropriate in the interest of the Company's stockholders.

13. Board Interactions with the Press, Members and Others

The Board believes that management speaks for the Company. Each director should refer all inquiries from the press, members or others regarding the Company's operations to management.

14. Board Access to Senior Management

The Board (meeting as a whole, as well as the independent directors meeting separately and each director individually) and each Board committee will have complete access to Company's management in order to ensure that directors can ask any questions and receive all information necessary to perform their duties

15. Board Access to Independent Advisors.

The Chairman may, in appropriate circumstances, retain advisors and consultants who report directly to the Board of Directors.

16. Director Orientation and Continuing Education

The Company encourages directors to participate in continuing education programs focused on the Company's business and industry, committee roles and responsibilities and legal and ethical responsibilities of Board members.

The Nominating/Corporate Governance Committee shall work with management to provide an orientation and education program for new directors to allow them to understand (i) the business of the Company and the role of its Board, (ii) the role of the committees of the Board, and (iii) the contribution individual directors are expected to make, including, in particular, the commitment of time and energy that the Company expects of its directors.

17. Board Evaluation and Director Performance

The Board and each committee shall conduct an annual self-evaluation process that is coordinated and led by the Nominating/Corporate Governance Committee. In carrying out this responsibility, the Nominating/Corporate Governance Committee will undertake primary responsibility for reviewing and making recommendations to the Board, from time to time and no less than annually, concerning the role and effectiveness of the Board, committees and, in general, sound practices as to the corporate governance process.

B. Board Meetings; Stockholder Meetings, Involvement of Senior Management

1. Board Meetings and Agenda Items

The Board has no less than four regularly scheduled meeting each year. The Chairman of the Board, or the Lead Independent Director, as appropriate, in consultation with the Chief Executive Officer will set the agenda for each Board meeting. Each Board member is free to suggest inclusion of items on the agenda. The Board will review the Company's long-term strategic plans during at least one Board meeting per year.

2. Regular Attendance of Management at Board Meetings

It is anticipated that certain members of management (e.g., the Chief Financial Officer, the Senior Vice President of Sales and Marketing, the Vice President of Engineering, the Vice President of UX, the Vice President of Human Resources, the General Counsel, the General Managers of each business unit and such other members of the executive staff as the Chief Executive Officer may from time to time designate) will attend Board meetings on a regular basis. Other members of management and staff will attend meetings and present reports from time to time. Specifically, the Board encourages management to schedule managers to be present at Board meetings who can provide additional insight into the items being discussed because of personal involvement in these areas. It is understood that Company personnel and

others attending the Board meetings may be asked to leave the meeting in order for the Board to meet in executive session.

3. Board Material Distributed in Advance

Management shall be responsible for assuring that, as a general rule, information and data that are important to the Board's understanding of the Company's business and to all matters expected to be considered and acted upon by the Board be distributed in writing to the Board sufficiently in advance of each Board meeting and each action to be taken by written consent to provide the directors a reasonable time to review and evaluate such information and data. It is recognized that circumstances will arise when this is not feasible and in such event, reasonable steps shall be taken (which may include extending the length of the Board meeting or deferring a vote until a follow-up telephonic meeting) to permit the directors to be reasonably informed as to the matter before voting on it.

4. Annual Stockholder Meeting Attendance

Each director is strongly encouraged to attend each annual stockholder meeting.

C. Committee Matters

1. Number, Structure and Independence of Committees

The Board shall have an Audit Committee, a Compensation Committee and a Nominating/Corporate Governance Committee. In addition, the Board may, from time to time appoint one or more additional committees.

2. Assignment of Committee Members

Committees should be appointed (or re-appointed) and chairs of each committee designated, by the full Board, upon recommendation by the Nominating/Corporate Governance Committee, annually. While the composition of the committees should be looked at each year in making certain that these committees are not stagnant or without fair representation, it is the Board's belief that continuity of experience in the specific functions of these committees provides a significant benefit to the stockholders and to management.

3. Frequency and Length of Committee Meetings

Each committee chairman, in consultation with committee members, will determine the frequency and length of meetings of his or her committee, considering all relevant factors such as the committee's mandate, nature of current committee business to be discussed and the like. Moreover, the committee chairmen should feel free to call additional committee meetings at times other than the scheduled meetings of the full Board.

4. Committee Charters and Agendas

Each standing committee will review its existing committee charter annually and determine, in consultation with the rest of the committee, whether any amendments are required. Committee charters should be within the scope of authority granted by the Board and should be approved by the Board. The chairman of the committee should prepare an agenda prior to each

committee meeting and should consult with appropriate members of management for additional items which should be included in the agenda.

D. Leadership Development

1. Selection of Chairman and Chief Executive Officer

The Board's general policy is that the positions of Chairman of the Board and Chief Executive Officer should be held by separate persons as an aid in the Board's oversight of management. The Board does, however, retain the flexibility to decide whether it is best for the Company at a given point in time for the roles of the Chief Executive Officer and Chairman of the Board to be separate or combined and if separate, whether the Chairman should be selected from the independent directors or be an employee

2. Annual Compensation Evaluation of the Chief Executive Officer

The Compensation Committee shall annually review and recommend for approval to the Board corporate goals and objectives relevant to the Chief Executive Officer, evaluate the Chief Executive Officer's performance in light of those goals and objectives, and recommend for approval to the Board the Chief Executive Officer's compensation levels based on this evaluation. The Compensation Committee shall annually review and approve the compensation to be provided to the other executive officers of the Company, including corporate and personal performance goals and objectives.

3. Management Succession

The Nominating Corporate Governance Committee shall recommend to the Board, and review on a periodic basis the Company's succession plan, including policies and principles for Chief Executive Officer selection and succession in the event of an emergency or the resignation or retirement of the Chief Executive Officer.

E. Corporate Governance Policy Review

1. Code of Business Conduct and Ethics, Conflicts of Interest, Related Party Transactions and Complaints Process

The Company will maintain, and the Audit Committee will oversee compliance with its Code of Business Conduct and Ethics. The Audit Committee will consider questions of possible conflicts of interest of Board members and corporate officers, review actual and potential conflicts of interest (including corporate opportunities) of Board members and corporate officers, and approve or prohibit any involvement of such persons in matters that may involve a conflict of interest or corporate opportunity. Directors may be asked from time to time to leave a Board meeting when the Board is considering a transaction in which the director (or another organization in which the director is a director or officer) has a financial or other interest. The Audit Committee will also review and approve any proposed related party transactions in compliance with the Company's policies and the Nasdaq Rules and must report material related party transactions to the full Board and review and approve the Company's procedures for handling complaints regarding accounting or auditing matters.

2. Periodic Review of Corporate Governance Principles

The Nominating/Corporate Governance Committee and the Board will periodically review these Corporate Governance Principles and recommend changes from time to time.