

IMMERSION CORPORATION

NOMINATING/CORPORATE GOVERNANCE COMMITTEE CHARTER

As amended and restated by the Board of Directors of Immersion Corporation

February 16, 2011

A. Purpose

The purpose of the Nominating/Corporate Governance Committee (the “Committee”) of the board of directors (the “Board”) of Immersion Corporation (the “Company”) is to (i) identify individuals qualified to serve as members of the Board of the Company; (ii) recommend nominees for election as directors of the Company; (iii) consider committee member qualifications, appointment and removal; (iv) assist in evaluating the Board’s performance; (v) develop and recommend to the Board corporate governance guidelines and principles applicable to the Company; and (vi) provide oversight with respect to corporate succession plans, and corporate governance and ethical conduct.

B. Composition

The Nominating/Corporate Governance Committee of Immersion Corporation shall be composed of no fewer than two directors appointed by the Board, each of whom shall satisfy the independence requirements established by the rules of The Nasdaq Stock Market (“Nasdaq”) and the Securities and Exchange Commission (the “SEC”).

The members of the Committee shall be appointed by the Board and shall serve until his or her successor is duly elected and qualified or the earliest of death, resignation or removal. Any member of the Committee may be removed or replaced by the Board at any time. Unless a chairperson is elected by the full Board, the members of the Committee may designate a chairperson by majority vote of the full Committee membership. The Committee may, from time to time, delegate duties or responsibilities to subcommittees or to one member of the Committee.

C. Meetings and Minutes

The Committee shall meet as often as it deems appropriate, but no less frequently than annually, and may meet with management or individual directors at any time it deems appropriate to discuss any matters before the Committee. A majority of the members shall represent a quorum of the Committee, and, if a quorum is present (in person or by conference telephone), any action approved by at least a majority of the members present shall represent the valid action of the Committee. Formal action by the Committee may also be taken by unanimous written consent.

The Committee shall maintain written minutes of its meetings, which minutes will be filed with the minutes of the meetings of the Board.

D. Key Functions and Responsibilities of the Nominating/Corporate Governance Committee

The Committee is charged by the Board with the responsibility to:

Board and Committees

1. Identify, evaluate, recruit and recommend to the Board qualified candidates for all directorships, except that if the Company is at any time legally required by contract or otherwise to provide any third party with the ability to nominate a director, the Committee need not recommend such candidate, unless required by contract or requested by the Board.
2. Consider in making its recommendations for director: (i) candidates proposed by the Company's Chief Executive Officer and by any director, and (ii) candidates recommended by a stockholder pursuant to procedures adopted by the Committee and disclosed in the proxy statement for each annual meeting of stockholders.
3. Recommend to the Board policies on Board composition and criteria for Board membership and continuation on the Board, and procedures for identifying and evaluating candidates for nomination as director.
4. Review and make recommendations to the Board with respect to the composition of, and Chairpersons of, committees of the Board.
5. Review the independence of each director under applicable requirements and present findings and recommendations to the Board.
6. Develop orientation materials for new directors and corporate governance-related continuing education for all Board members.

Corporate Governance

1. Review periodically the compliance with and enforcement of all of the Company's policies by the Company's executive officers.
2. Recommend to the Board as appropriate and oversee the conduct of any internal investigations of the conduct of executive officers of the Company.
3. Recommend to the Board as appropriate personnel changes involving executive officers and review changes in executive officers proposed by management.

Performance Evaluations and Succession Planning

1. Recommend to the Board, and review on a periodic basis the Company's succession plan, including policies and principles for CEO selection and succession in the event of an emergency or the resignation or retirement of the CEO.
2. Review the Company's compliance with the NASDAQ corporate governance listing requirements and report to the Board regarding the same.
3. Identify, evaluate, recruit and recommend to the Board of Directors of the Company qualified candidates for CEO.
4. Assist the Board in developing criteria for the annual evaluation of the CEO, Director and committee performance.
5. ***Recommend annually to the Board a qualified director to act as the Board's Chairman (or Independent Lead Director if the chairperson of the Board does not qualify as independent). Assist the Board in developing criteria for the annual evaluation of the Chairman of the Board or Lead Director's performance.***

Other Duties

1. Provide minutes of Committee meetings to the Board, and report to the Board on any significant matters arising from the Committee's work.
2. Review and reassess this Charter and, if appropriate, recommend changes to the Board, as conditions dictate.
3. Perform any other activities consistent with this Charter, the Company's Bylaws and governing law, as the Committee or the Board deems necessary or appropriate.

E. Authority

By adopting this Charter, the Board delegates to the Committee full authority in its discretion to:

1. Perform each of the responsibilities of the Committee described above.
2. Delegate such of its authority and responsibilities as the Committee deems proper to members of the Committee or a subcommittee.
3. Appoint a chairperson of the Committee, unless a chairperson is designated by the Board.
4. Obtain advice or assistance from consultants, search firms, legal counsel, accounting and other advisers as the Committee determines necessary to carry out its duties and responsibilities, and to determine and approve the fees, costs and other terms for such engagements.
5. Exercise authority to retain or terminate any search firm to be used to identify director candidates or CEO candidates.
6. Cause the Company to provide such funding as the Committee shall determine to be appropriate for payment of compensation to any consultant, search firm, legal counsel or other advisor engaged by the Committee to assist the Committee in performing its duties.