TechTarget Inc Form 4 October 05, 2016

### FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

2. Issuer Name and Ticker or Trading

**OMB** Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

Estimated average burden hours per

response... 0.5

**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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).

Hawk Don

(Print or Type Responses)

1. Name and Address of Reporting Person \*

nawk Doll	Symbol TechTarget Inc [TTGT]					issuci						
						(Check all applicable)						
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(				
				Day/Year)				Director		Owner		
C/O TECHTARGET, INC., 275			10/03/2	10/03/2016					X Officer (give title Other (specify below)			
GROVE STREET							Executive Director					
	(Street)	4. If Ame	endment, I	Date Origina	1		6. Individual or Joint/Group Filing(Check					
Fi				nth/Day/Ye	ar)			Applicable Line)				
							_X_ Form filed by One Reporting Person					
NEWTON,							Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tah	le I - Non	.Derivative	Securi	ities A <i>c</i> a	uired, Disposed of	f or Reneficial	ly Owned		
1 771 1 0	<b>.</b>						-	, •		·		
1.Title of Security	2. Transaction Date 2A. Deemed			3. 4. Securities Acquired				5. Amount of Securities	6. Ownership	7. Nature of Indirect		
(Instr. 3)	(Month/Day/Year) Execution Date, if any			Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)				Beneficially	Form: Direct	Beneficial		
(======================================		•	Day/Year)	(Instr. 8)				Owned	(D) or	Ownership		
								Following	Indirect (I)	(Instr. 4)		
						(A)		Reported	(Instr. 4)			
						or		Transaction(s) (Instr. 3 and 4)				
				Code V	/ Amount	(D)	Price	(msu. 5 und 1)				
Common	10/02/2016			C	10.000	ъ	\$	250.520	Ъ			
Stock	10/03/2016			S	10,000	D	8.085 (1)	359,520	D			
Common	1010110016			~	40.000	_	\$	240.720	_			
Stock	10/04/2016			S	10,000	D	8.051	349,520	D			
							(2)					

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration Date				
						Exercisable			Number		
				C 1 W					of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Hawk Don

C/O TECHTARGET, INC. 275 GROVE STREET **NEWTON, MA 02466** 

**Executive Director** 

# **Signatures**

Jane E. Freedman, Attorney-In-Fact

10/05/2016

\*\*Signature of Reporting Person

## **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).
- The shares were sold pursuant to a Rule 10b5-1 trading plan. The price reflected is the average price per share for the transactions that are (1) aggregated and reported on the line. Shares ranged in price from \$8.00 to \$8.21. The Reporting Person will provide to the Commission, the issuer and any stockholder, upon request, full information regarding the number of shares purchased or sold at each separate price.
- The shares were sold pursuant to a Rule 10b5-1 trading plan. The price reflected is the average price per share for the transactions that are (2) aggregated and reported on the line. Shares ranged in price from \$8.02 to \$8.12. The Reporting Person will provide to the Commission, the issuer and any stockholder, upon request, full information regarding the number of shares purchased or sold at each separate price.

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.

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