Edgar Filing: TechTarget Inc - Form 4

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Form 4											
February 20, 2014 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB APPROVAL		
Check thi	Washington, D.C. 20549							Number:	3235-0287		
Section 16. Form 4 or				ANGES IN BENEFICIAL OWNERS SECURITIES					Expires: January 3 200 Estimated average burden hours per response 0		
Form 5 obligation may conti <i>See</i> Instru 1(b).	nue. Section 17(a) of the P	ublic Ut		ing Com	pany	Act of	e Act of 1934, f 1935 or Section 40	n		
(Print or Type R	esponses)										
Hawk Don Symbol			er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
				hTarget Inc [TTGT]							
(Month				of Earliest Transaction /Day/Year) /2014				Director 10% Owner X_ Officer (give title Other (specify below) below) Executive Director			
			ndment, Date Original th/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
NEWTON, I	MA 02466							Form filed by N Person			
(City)	(State) (2	Zip)	Table	e I - Non-De	erivative S	Securi	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deen Executior any (Month/D	n Date, if	3. Transactio Code (Instr. 8) Code V	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common Stock	02/19/2014			S <u>(1)</u>		D	\$ 6.97 (2)	141,803	D		

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Re					
	Director	10% Owner	Officer	Other			
Hawk Don C/O TECHTARGET, INC. 275 GROVE STREET NEWTON, MA 02466			Executive Director				
Signatures							
W.R. Kellegrew Jr. Attorney-in-Fact		02/20/2014	4				
**Signature of Reporting Person		Date					
Explanation of Responses:							

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- * 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 reported sale was made automatically pursuant to a trading plan entered into by the reporting person pursuant to Rule 10b5-1 under (1) the Securities Exchange Act of 1934.
 - The reported transactions were executed at sales prices ranging from \$6.86 to \$7.06. The reporting person undertakes to provide, upon
- (2) request by the SEC staff, TechTarget, Inc. or any security holder of TechTarget, Inc. the full information regarding the number of shares sold at each seperate 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.