TechTarget Inc Form 4/A December 12, 2013

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

OMB 3235-0287

OMB APPROVAL

Number:

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

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

obligations

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

may continue. See Instruction

1(b).

(Last)

Security

(Instr. 3)

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * Strakosch Greg

> (First) (Middle)

C/O TECHTARGET, INC., 275 **GROVE STREET**

(Street)

2. Issuer Name and Ticker or Trading

Symbol

TechTarget Inc [TTGT]

3. Date of Earliest Transaction (Month/Day/Year)

03/09/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

03/11/2010

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

X Director 10% Owner X_ Officer (give title Other (specify below) below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

NEWTON, MA 02466

(City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deemed

(Month/Day/Year)

03/09/2013

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

(Month/Day/Year)

3. Execution Date, if Code

Transaction(A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

4. Securities Acquired

(A)

5. Amount of Securities Beneficially Owned Following Reported

Transaction(s)

Form: Direct Indirect (D) or Indirect (I) (Instr. 4)

6. Ownership 7. Nature of

Beneficial Ownership (Instr. 4)

(9-02)

Code V

(1)

Α

or Amount (D) 600,000

(Instr. 3 and 4) Price

\$0 610,000

D

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

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

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| | 2. | 3. Transaction Date | | 4. | 5. | 6. Date Exerc | | 7. Titl | | 8. Price of | 9. Nu |
|--------------------------------------|---|---------------------|---|--------------------------------|--|---------------------|--------------------|------------------------------------|--|--------------------------------------|---|
| Derivative Security (Instr. 3) | Conversion or Exercise Price of Derivative Security | (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | Transact Code (Instr. 8) | orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | : | | Amou Under Securi (Instr. | lying | Derivative Security (Instr. 5) | Deriv Secur Bene Own Follo Repo Trans (Instr |
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--|---------------|-----------|-------------------------|-------|--|--|--|--|
| noporous o water runte / runte oo | Director | 10% Owner | Officer | Other | | | | |
| Strakosch Greg C/O TECHTARGET, INC. 275 GROVE STREET NEWTON, MA 02466 | X | | Chief Executive Officer | | | | | |

Signatures

W. R. Kellegrew, Jr. Attorney-in-Fact

**Signature of Reporting Person Date

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).
- On March 11, 2010 the reporting person mistakenly filed a Form 4 reporting the acquisition of 600,000 restricted shares of common stock (1) as derivative securities. (SEC Accession No. 0001140361-10-011382) These securities are non-derivative securities. As of March 9, 2010 the reporting person owned 610,000 shares of common stock.

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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