## Edgar Filing: TechTarget Inc - Form 4/A

TechTarget	Inc											
Form 4/A												
January 12,	2015											
FORM			CECU			CHANCE	COMMERION	т	PPROVAL			
	UNITED	STATES		RITIES A shington			COMMISSION	OMB Number:	3235-0287			
Check the check	ger					Expires:	January 31, 2005					
subject to Section 16.				NGES IN SECUI	Estimated burden hou	average						
Form 4								response 0				
Form 5 obligations may continue. See Instruction 1(b). 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												
(Print or Type	Responses)											
1. Name and Address of Reporting Person <u>*</u> Hawk Don				er Name <b>an</b> o	<b>d</b> Ticker or	Trading	5. Relationship of Reporting Person(s) to Issuer					
				arget Inc [			(Check all applicable)					
(Last)	(First) (I	Middle)		of Earliest T	ransaction		Director	100	7 O			
C/O TECHTARGET, INC., 275 GROVE STREET			(Month/Day/Year) 04/22/2014				Director 10% Owner X_ Officer (give title Other (specify below) below) Executive Director					
	(Street)		4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check					
			Filed(Mo 04/24/2	onth/Day/Yea 2014	r)		Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting					
NEWTON	, MA 02466						Person	More than One R	eporting			
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed o	of, or Beneficia	lly Owned			
1.Title of Security (Instr. 3)	any		Date, if Transaction Code		4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D)	Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code V	Amount	(A) or (D) Price	Transaction(s) (Instr. 3 and 4)					
Reminder: Re	port on a separate line	e for each cla	ass of sec	urities bene	ficially ow	ned directly of	or indirectly.					
					Perso	ons who res	pond to the colleg		SEC 1474			

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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. Number	6. Date Exercisable and	7. Title and Amount of	8. F
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Der
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Sec

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						(
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy)	\$ 5.04	04/22/2014 <u>(1)</u>		М			500	(2)	12/17/2014	Common Stock	500	

## **Reporting Owners**

\*\*Signature of Reporting Person

Reporting Owner Name / Address	Relationships							
reporting officer tunio ( read of	Director	10% Owner	Officer	Other				
Hawk Don C/O TECHTARGET, INC. 275 GROVE STREET NEWTON, MA 02466			Executive Director					
Signatures								
Jane Freedman Attorney-in-Fact	01.	/12/2015						

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).
- Original filing (SEC Accession#0001209191-14-029031) on April 24,2014 mistakenly did not note the acquisition by the reporting person of 500 shares of TechTarget, Inc.'s common stock through the partial exercise of an option granted to the reporting person on December 17, 2004
- The option, representing a right to purchase a total of 125,000 shares was granted on December 17, 2004; 25% of the shares subject to the option vested on the first anniversary of the grant date and 6.25% of the remaining shares subject to the option vested quarterly thereafter, such that 100% of the shares subject to the option were fully vested on December 17, 2008.

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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