Edgar Filing: TechTarget Inc - Form 4

Form 4	IC										
December 22,	2015										
FORM	4								r	PPROVAL	
		FTIES A. hington,			NGE (COMMISSION	OMB Number:	3235-0287			
Check this box if no longer subject to Section 16. Form 4 or				SECUR	ITIES				Expires: Estimated burden hou response	irs per	
Form 5 obligations may continue.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 19401(b).30(h) of the Investment Company Act of 1940											
(Print or Type Re	esponses)										
1. Name and Address of Reporting Person <u>*</u> MARINO ROGER M			2. Issuer Name and Ticker or Trading Symbol TechTarget Inc [TTGT]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				(Chec	(Check all applicable)			
275 GROVE STREET			(Month/Day/Year) 12/18/2015					X_ Director10% Owner Officer (give titleOther (specify below)Other (specify			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
NEWTON, N	/IA 02466							Person		cporting	
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	any		emed on Date, if Day/Year)	3. Transactio Code (Instr. 8)	TransactionAcquired (A) orCodeDisposed of (D)Instr. 8)(Instr. 3, 4 and 5)			SecuritiesHBeneficially(OwnedHFollowing(ReportedH	6. Ownership Form: Direct D) or Indirect (I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
G				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	12/18/2015			А	4,098 (1)	А	\$0	3,194,435	D		
Common Stock								474,943	I	Rogram, LLC	

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)	A. Deemed Execution Date, if any (Month/Day/Year)	Code	5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy)	\$ 7.93	12/18/2015		А	2,500	(2)	<u>(2)</u>	Common Stock	2,500	\$

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MARINO ROGER M 275 GROVE STREET NEWTON, MA 02466	Х							
Signatures								
Jane Freedman, Attorney-In-Fact	12							
**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).

These shares were issued under the TechTarget, Inc. 2007 Stock Option Plan pursuant to an award as part of the TechTarget, Inc. director
 (1) compensation program and represent meeting fees and retainer. The number of shares was determined by dividing compensation payable by the closing price on December 18, 2015 of TechTarget, Inc.'s common stock as reported by Nasdaq.

(2) The option represents a right to purchase 2,500 shares of common stock of TechTarget, Inc. The option is fully vested.

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.