## Edgar Filing: TechTarget Inc - Form 4

TechTarger Form 4	t Inc											
June 13, 20									0145			
FOR	M 4 <sub>UNITED</sub>	STATES	SECU	RITIES	AND EXC	HAN	GE C	OMMISSION		APPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							Number:	3235-0287				
if no lo	this box <sup>nger</sup> STATE	MENT OF	сца	NCES I	N BENEFI	CIAI	OWN	IEDSHID OF	Expires:	January 31, 2005		
Form 4 or					JRITIES	CIAL		CERSIIII OF	Estimated burden he response	•		
Form 5 obligat may co <i>See</i> Ins 1(b).	ions Section 17	(a) of the H	Public V	Utility H		pany .	Act of	e Act of 1934, 1935 or Sectio 0	n			
(Print or Type	e Responses)											
			2. Issuer Name <b>and</b> Ticker or Trading Symbol TechTarget Inc [TTGT]					5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)		U	Transaction			(Che	ck all applicat	ole)		
	INOLOGY CROS ES, 528 RAMON		(Month 06/09/	/Day/Year) /2016	)			below)	e title $\underline{X}_{below}^{10}$ part of 13(d)			
				nendment, Ionth/Day/Y	Date Original Tear)			6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting				
PALO AL	TO, CA 94301							_X_ Form filed by Person	More than One	Reporting		
(City)	(State)	(Zip)	Та	ble I - Nor	n-Derivative S	ecuriti	ies Acqu	iired, Disposed o	f, or Benefic	ially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution I any (Month/Day	Date, if	Code	4. Securities onor Disposed (Instr. 3, 4 au	of (D)	red (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Common Stock	06/09/2016			S	3,276,619	D	\$ 7.75	0	Ι	$\frac{\text{TCV V, L.P.}}{(1)}$		
Common Stock	06/09/2016			S	62,356	D	\$ 7.75	0	Ι	TCV Member Fund, L.P. (2)		
Common Stock	06/09/2016			S	40,274	D	\$ 7.75	0	Ι	TCV Management 2004, L.L.C.		

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

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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.

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transacti	5. onNumber	6. Date Exerce Expiration Date		7. Title a Amount		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(	any (Month/Day/Year)	Code (Instr. 8)	of (Month/Day/Ye Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Underlyi Securitie (Instr. 3	ing es	Security (Instr. 5)	Secur Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	or Title N of	umber		

## **Reporting Owners**

Reporting Owner Name / Address		Relationships							
Reporting Owner Mane / Address	Director	10% Owner	Officer	Other					
HOAG JAY C C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	Х			May be part of 13(d) group					
KIMBALL RICK C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301				May be part of 13(d) group					
DREW JOHN C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301				May be part of 13(d) group					
REYNOLDS JON Q JR C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301				May be part of 13(d) group					
TCV V LP C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301				May be part of 13(d) group					

TCV Member Fund, L.P. C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	May be part of 13(d) group
TECHNOLOGY CROSSOVER MANAGEMENT V LLC C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	May be part of 13(d) group
Signatures	
Frederic D. Fenton Authorized signatory for Jay C. Hoag	06/13/2016
**Signature of Reporting Person	Date
Frederic D. Fenton Authorized signatory for Richard H. Kimball	06/13/2016
**Signature of Reporting Person	Date
Frederic D. Fenton Authorized signatory for John L. Drew	06/13/2016
**Signature of Reporting Person	Date
Frederic D. Fenton Authorized signatory for Jon Q. Reynolds, Jr.	06/13/2016
**Signature of Reporting Person	Date
Frederic D. Fenton Authorized signatory for TCV V, L.P.	06/13/2016
**Signature of Reporting Person	Date
Frederic D. Fenton Authorized signatory for TCV Member Fund, L.P.	06/13/2016
**Signature of Reporting Person	Date
Frederic D. Fenton Authorized signatory for Technology Crossover Management V,	06/13/2016

\*\*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).

These shares are directly held by TCV V, L.P. Each of Jay C. Hoag ("Hoag"), Richard H. Kimball, John L. Drew and Jon Q. Reynolds, Jr. (the "Class A Members") are Class A Members of Technology Crossover Management V, L.L.C. ("TCM V") which is the general

(1) If the Class A Members ) are class A Members of rechnology clossover Matagement V, L.E.C. (FICM V) which is the general partner of TCV V, L.P. The Class A Members and TCM V may be deemed to beneficially own the shares held by TCV V, L.P., but the Class A Members and TCM V disclaim beneficial ownership of such shares except to the extent of their pecuniary interest therein.

(2) These shares are directly held by TCV Member Fund, L.P. Each of the Class A Members is (i) a Class A Member of TCM V, which is a general partner of TCV Member Fund, L.P. and (ii) a limited partner of TCV Member Fund, L.P. The Class A Members and TCM V may be deemed to beneficially own the shares held by TCV Member Fund, L.P., but the Class A Members and TCM V disclaim beneficial ownership of such shares except to the extent of their pecuniary interest therein.

These shares are directly held by TCV Management 2004, L.L.C. ("TCM 2004") and include shares that were previously reported as
(3) owned by Hoag which were subsequently transferred to TCM 2004 by Hoag. Each of the Class A Members are members of TCM 2004 but disclaim beneficial ownership of such shares except to the extent of their pecuniary interest therein.

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.

Date