

Levenson Bruce
Form 4
September 07, 2010

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *
Levenson Bruce

(Last) (First) (Middle)

C/O UNITED COMMUNICATIONS GROUP, 11300 ROCKVILLE PIKE, SUITE 1100

(Street)

ROCKVILLE, MD 20852

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TechTarget Inc [TTGT]

3. Date of Earliest Transaction (Month/Day/Year)
09/02/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	09/02/2010		P	1,727	A \$ 4.5372	22,474 ⁽⁴⁾	D
					<u>(1)</u>		
Common Stock	09/03/2010		P	13,224	A \$ 4.8117	35,698	D
					<u>(2)</u>		
Common Stock	09/07/2010		P	69,232	A \$ 4.96	104,930	D
					<u>(3)</u>		
Common						708,491 ⁽⁵⁾	I By the Bruce D.

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Stock								Levenson 2008 Grantor Retained Annuity Trust. <u>(6)</u>
Common Stock				520,979 <u>(5)</u>	I			By the Bruce D. Levenson 2009 Grantor Retained Annuity Trust. <u>(7)</u>
Common Stock				281,988 <u>(5)</u>	I			By the Levenson Family Irrevocable Trust-GST
Common Stock				1,483,091 <u>(5)</u>	I			By the Levenson Family Irrevocable Trust-Non-GST

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

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(9-02)

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

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. Transaction Code (Instr. 8)	5. Number of 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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Levenson Bruce C/O UNITED COMMUNICATIONS GROUP 11300 ROCKVILLE PIKE, SUITE 1100 ROCKVILLE, MD 20852	X			

Signatures

/s/ Rick Olin, 09/07/2010
 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).
- (1) Shares were purchased on the open market at prices between \$4.52 and \$4.55 per share. \$4.5372 represents the weighted average price of these purchases. Upon request of the Commission staff, the issuer or a security holder of the issuer, the reporting person will provide full information regarding the number of shares purchased at each separate price.
 - (2) Shares were purchased on the open market at prices between \$4.70 and \$5.00 per share. \$4.8117 represents the weighted average price of these purchases. Upon request of the Commission staff, the issuer or a security holder of the issuer, the reporting person will provide full information regarding the number of shares purchased at each separate price.
 - (3) Shares were purchased on the open market at prices between \$4.80 and \$5.00 per share. \$4.96 represents the weighted average price of these purchases. Upon request of the Commission staff, the issuer or a security holder of the issuer, the reporting person will provide full information regarding the number of shares purchased at each separate price.
 - (4) Due to an administrative error, it was reported in a Form 4 filed 07/01/2010 that Mr. Levenson's amount of securities beneficially owned following the reported transactions disclosed therein was 19,747. The correct beneficial ownership as of such date was 20,747.
 - (5) Due to an administrative error, the amount of securities beneficially owned were incorrectly reported in a Form 4 filed 07/01/2010.
 - (6) Due to an administrative error, the trust was incorrectly identified as the Bruce D. Levenson 2006 Grantor Retained Annuity Trust in a Form 4 filed 07/01/2010.
 - (7) Due to an administrative error, the trust was incorrectly identified as the Bruce D. Levenson 2007 Grantor Retained Annuity Trust in a Form 4 filed 07/01/2010.

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.