

TechTarget Inc  
Form 8-K  
December 09, 2014

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): December 9, 2014**

**TechTarget, Inc.**

**(Exact Name of Registrant as Specified in its Charter)**

**Delaware**  
**(State or Other Jurisdiction**

**of Incorporation**

**1-33472**  
**(Commission**

**File Number)**

**04-3483216**  
**(IRS Employer**

**Identification No.)**

**275 Grove Street, Newton MA**  
**(Address of Principal Executive Offices)**

**02466**  
**(Zip Code)**

**Registrant's telephone number, including area code: (617) 431-9200**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 1.01. Entry into a Material Definitive Agreement.**

On December 9, 2014, TechTarget, Inc. (the Company ) entered into a Purchase Agreement with TCV V, L.P. ( TCV V ) and TCV Member Fund, L.P. ( TCV Member Fund ) and collectively with TCV V, TCV ) pursuant to which the Company agreed to repurchase from TCV 1,000,000 shares of the Company s common stock, \$0.001 par value per share (the Common Stock ) for an aggregate price of \$9,797,000. The purchase price per share of Common Stock was equal to 97% of the closing price of the Common Stock on the Nasdaq Global Market on December 8, 2014. The repurchase is expected to close on December 10, 2014, subject to satisfaction of customary closing conditions. Jay Hoag, a member of the Company s board of directors, is a member of the general partner of TCV, which holds more than 5% of the voting securities of the Company.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

10.1 Purchase Agreement dated December 9, 2014, by and among TechTarget, Inc. and TCV V, L.P. and TCV Member Fund, L.P.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TechTarget, Inc.

Date: December 9, 2014

By: /s/ Janice Kelliher  
Janice Kelliher  
Chief Financial Officer and Treasurer

**EXHIBIT INDEX**

Exhibit No.	Description
10.1	Purchase Agreement dated December 9, 2014, by and among TechTarget, Inc. and TCV V, L.P. and TCV Member Fund, L.P.