TechTarget Inc Form 10-Q August 09, 2010

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 10-O

(Mark One)

X QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2010

o TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF

THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from to

Commission File Number: 1-33472

TECHTARGET, INC.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization) 04-3483216 (I.R.S. Employer Identification No.)

275 Grove Street Newton, Massachusetts 02466 (Address of principal executive offices) (zip code)

(617) 431-9200

(Registrant's telephone number, including area code)

(Former name, former address and formal fiscal year, if changed since last report): Not applicable

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes x No o

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes o No o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer,

or a smaller reporting company. See the definitions of "large accelerated filer", "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large Accelerated Filer o Accelerated Filer x Non-Accelerated Filer o Smaller Reporting Company o (Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes o No x

The registrant had 42,598,372 shares of Common Stock, \$0.001 par value per share, outstanding as of July 30, 2010.

1

TABLE OF CONTENTS

Item		Page
PART I. FINA	ANCIAL INFORMATION	
Item 1.	Financial Statements	
	Consolidated Balance Sheets as of June 30, 2010 (unaudited) and December 31, 2009 Consolidated Statements of Operations for the Three and Six Months Ended June 30,	3
	2010 and 2009 (unaudited)	4
	Consolidated Statements of Cash Flows for the Six Months Ended June 30, 2010 and	
	2009 (unaudited)	5
	Notes to Consolidated Financial	
	Statements	6
Item 2.	Management's Discussion and Analysis of Financial Condition and Results of Operations Quantitative and Qualitative Disclosures About Market	19
Item 3.	Risk	31
	Controls and	
Item 4.	Procedures	31
PART II. OTH	HER INFORMATION	
	Legal	
Item 1.	Proceedings	33
Item 1A.	Risk Factors	33
	Unregistered Sales of Equity Securities and Use of	
Item 2.	Proceeds	45
	Defaults upon Senior	
Item 3.	Securities	45
	[Removed and	
Item 4.	reserved]	45
	Other	
Item 5.	Information	45
Item 6.	Exhibits	45
	Signatures	46
2		
_		

PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

TECHTARGET, INC. Consolidated Balance Sheets (In thousands, except share data)

Assets	June 30, 2010 (Unaudited)	December 31, 2009
Current assets:		
Cash and cash equivalents	\$18,523	\$20,884
Short-term investments	51,961	50,496
Accounts receivable, net of allowance for doubtful accounts of \$534 and \$483 as of		
June 30, 2010 and December 31, 2009, respectively	26,917	16,623
Prepaid expenses and other current assets	1,819	1,929
Deferred tax assets	697	2,399
Total current assets	99,917	92,331
Property and equipment, net	5,916	3,760
Long-term investments	7,314	11,177
Goodwill	90,222	88,958
Intangible assets, net of accumulated amortization	11,968	12,528
Deferred tax assets	6,904	5,182
Other assets	125	127
Total assets	\$222,366	\$214,063
Liabilities and Stockholders' Equity		
Current liabilities:		
Accounts payable	\$3,287	\$3,106
Accrued expenses and other current liabilities	2,175	2,910
Accrued compensation expenses	1,371	808
Income taxes payable	281	398
Deferred revenue	9,337	8,402
Total current liabilities	16,451	15,624
Long-term liabilities:		
Other liabilities	3,329	575
Total liabilities	19,780	16,199
Commitments and contingencies (Note 9)	_	_
Stockholders' equity:		
Preferred stock, 5,000,000 shares authorized; no shares issued or outstanding	_	_
Common stock, \$0.001 par value per share, 100,000,000 shares authorized,		
42,510,326 and 42,109,965 shares issued and outstanding at June 30, 2010 and		
December 31, 2009, respectively	43	42
Additional paid-in capital	240,223	233,555
Warrants	_	2
Accumulated other comprehensive (loss) income	(43) 8
Accumulated deficit	(-,,,	(35,743)
Total stockholders' equity	202,586	197,864

Total liabilities and stockholders' equity

\$222,366

\$214,063

See accompanying notes.

3

TECHTARGET, INC.

Consolidated Statements of Operations (In thousands, except per share data)

		Three Months Ended June 30,		Six Months Ended June 30,	
	2010	2009	2010	2009	
		(Unaudited)			
Revenues:					
Online	\$20,626	\$17,801	\$39,187	\$34,083	
Events	4,447	3,936	6,929	6,126	
Total revenues	25,073	21,737	46,116	40,209	
Cost of revenues:					
Online(1)	4,792	4,776	9,328	9,656	
Events(1)	1,302				