

GARTNER INC
Form 4
November 24, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
JOYCE JOHN R

(Last) (First) (Middle)

C/O SILVER LAKE PARTNERS,
L.P., 2775 SAND HILL ROAD,
SUITE 100

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GARTNER INC [IT]

3. Date of Earliest Transaction
(Month/Day/Year)
11/20/2009

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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.0005	11/20/2009		S ⁽²⁾		55,700 ⁽²⁾	D	\$ 19.16 ⁽³⁾	9,022,475	I ⁽¹⁾	By Silver Lake Entities ⁽¹⁾
Common Stock, par value \$0.0005	11/23/2009		S ⁽⁴⁾		46,817 ⁽⁴⁾	D	\$ 19.67 ⁽⁵⁾	8,975,658	I ⁽¹⁾	By Silver Lake Entities ⁽¹⁾
Common Stock, par value	11/24/2009		S ⁽⁶⁾		44,406 ⁽⁶⁾	D	\$ 19.4 ⁽⁷⁾	8,931,252	I ⁽¹⁾	By Silver Lake Entities ⁽¹⁾

Edgar Filing: GARTNER INC - Form 4

pecuniary interest therein.

- (2) Of the 55,700 shares sold by the Silver Lake Entities on November 20, 2009, (i) Silver Lake Partners, L.P. sold 51,295 shares; (ii) Silver Lake Investors, L.P. sold 1,476 shares; and Silver Lake Technology Investors, L.L.C. sold 2,929 shares. Such shares were sold pursuant to a Rule 10b5-1 Sales Plan adopted by the Silver Lake Entities with respect to the Common Stock of the Issuer.

- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$19.00 to \$19.39. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

- (4) Of the 46,817 shares sold by the Silver Lake Entities on November 23, 2009, (i) Silver Lake Partners, L.P. sold 43,115 shares; (ii) Silver Lake Investors, L.P. sold 1,240 shares; and Silver Lake Technology Investors, L.L.C. sold 2,462 shares. Such shares were sold pursuant to a Rule 10b5-1 Sales Plan adopted by the Silver Lake Entities with respect to the Common Stock of the Issuer.

- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$19.50 to \$19.97. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

- (6) Of the 44,406 shares sold by the Silver Lake Entities on November 24, 2009, (i) Silver Lake Partners, L.P. sold 40,895 shares; (ii) Silver Lake Investors, L.P. sold 1,176 shares; and Silver Lake Technology Investors, L.L.C. sold 2,335 shares. Such shares were sold pursuant to a Rule 10b5-1 Sales Plan adopted by the Silver Lake Entities with respect to the Common Stock of the Issuer.

- (7) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$19.22 to \$19.60. The Reporting Person undertakes to provide to the Issuer, any secure holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

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.