

GARTNER INC
Form 4
December 08, 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

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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)
12/04/2009

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 Beneficial Ownership (Instr. 4)			
			Code	V	Amount or Price					
Common Stock, par value \$0.0005	12/04/2009		S ⁽²⁾		\$ 54,500 ⁽²⁾	D	19.52 ⁽³⁾	8,582,000	I ⁽¹⁾	By Silver Lake Entities ⁽¹⁾
Common Stock, par value \$0.0005	12/07/2009		S ⁽⁴⁾		\$ 55,601 ⁽⁴⁾	D	19.26 ⁽⁵⁾	8,526,399	I ⁽¹⁾	By Silver Lake Entities ⁽¹⁾
Common Stock, par value	12/08/2009		S ⁽⁶⁾		\$ 116,300 ⁽⁶⁾	D	18.68 ⁽⁷⁾	8,410,099	I ⁽¹⁾	By Silver Lake Entities ⁽¹⁾

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pecuniary interest therein.

- (2) Of the 54,500 shares sold by the Silver Lake Entities on December 4, 2009, (i) Silver Lake Partners, L.P. sold 50,190 shares; (ii) Silver Lake Investors, L.P. sold 1,444 shares; and Silver Lake Technology Investors, L.L.C. sold 2,866 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 \$19.15 to \$19.83. 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 55,601 shares sold by the Silver Lake Entities on December 7, 2009, (i) Silver Lake Partners, L.P. sold 51,204 shares; (ii) Silver Lake Investors, L.P. sold 1,473 shares; and Silver Lake Technology Investors, L.L.C. sold 2,924 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 \$19.07 to \$19.55. 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 116,300 shares sold by the Silver Lake Entities on December 8, 2009, (i) Silver Lake Partners, L.P. sold 107,102 shares; (ii) Silver Lake Investors, L.P. sold 3,081 shares; and Silver Lake Technology Investors, L.L.C. sold 6,117 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 \$18.54 to \$19.02. 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.

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