GARTNER INC
Form 4
November 12, 2013

# FORM 4

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

| OMB APPROVAL | |
|---|---|
| OMB Number: | 3235-0287 |
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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 *
Davis Kendall B

(Last) (First) (Middle)

56 TOP GALLANT RD, P.O. BOX 10212

(Street)

STAMFORD, CT 06904-2212

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
11/11/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
SVP, End User Programs

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 | (A) or (D) | Price | | | |
| Common Stock | 11/11/2013 | | M | | 48,516 | A | $ 11.11 | 126,319 | D | |
| Common Stock | 11/11/2013 | | D | | 8,869 (5) | D | $ 60.78 | 117,450 | D | |
| Common Stock | 11/11/2013 | | F | | 19,288 (6) | D | $ 60.78 | 98,162 | D | |
| Common Stock | 11/11/2013 | | M | | 22,463 | A | $ 22.06 | 120,625 | D | |
| Common Stock | 11/11/2013 | | D | | 8,153 (5) | D | $ 60.78 | 112,472 | D | |

| | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| Common Stock | 11/11/2013 | | F | | 6,961 (6) | D | $ 60.78 | 105,511 | D | |
| Common Stock | 11/11/2013 | | M | | 9,398 | A | $ 38.05 | 114,909 | D | |
| Common Stock | 11/11/2013 | | D | | 5,884 (6) | D | $ 60.78 | 109,025 | D | |
| Common Stock | 11/11/2013 | | F | | 1,709 (6) | D | $ 60.78 | 107,316 | D | |
| Common Stock | 11/11/2013 | | M | | 5,060 | A | $ 37.81 | 112,376 | D | |
| Common Stock | 11/11/2013 | | D | | 3,148 (5) | D | $ 60.78 | 109,228 | D | |
| Common Stock | 11/11/2013 | | F | | 930 (6) | D | $ 60.78 | 108,298 | D | |

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

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SEC 1474 (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 Amo Underlying Secu (Instr. 3 and 4) | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | An or Nu of |
| Stock Appreciation Rights | $ 11.11 | 11/11/2013 | | M | | | 48,516 | 02/11/2010 (1) | 02/11/2016 | Common Stock | 48 |
| Stock Appreciation Rights | $ 22.06 | 11/11/2013 | | M | | | 22,463 | 02/11/2011 (2) | 02/11/2017 | Common Stock | 22 |
| Stock Appreciation Rights | $ 38.05 | 11/11/2013 | | M | | | 9,398 | 02/22/2012 (3) | 02/22/2018 | Common Stock | 9 |
| Stock Appreciation | $ 37.81 | 11/11/2013 | | M | | | 5,060 | 02/09/2013 (4) | 02/09/2019 | Common Stock | 5 |

Rights

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| Davis Kendall B<br>56 TOP GALLANT RD<br>P.O. BOX 10212<br>STAMFORD, CT 06904-2212 | | | SVP, End User Programs | |

# Signatures

| | |
|---|---|
| /s/ Jane Lucas for Kendall B. Davis | 11/12/2013 |
| **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)** These SARs became exercisable in four substantially equal, annual installments commencing on 2/11/2010 and are fully exercisable.

**(2)** These SARs become exercisable in four substantially equal, annual installments commencing on 2/11/2011.

**(3)** These SARs become exercisable in four substantially equal, annual installments commencing on 2/22/2012.

**(4)** These SARs become exercisable in four substantially equal annual installments commencing on 2/9/2013.

**(5)** Represents the simultaneous sale back to the issuer of this number of shares having an aggregrate value, based on the market price on the date of exercise, substantially equal to the aggregrate exercise price of the SARs.

**(6)** Represents shares withheld from the settlement of the SARs for the payment of applicable income and payroll tax withholding due upon exercise.

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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