# SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

SCHEDULE 13D (Rule 13d-101) Under the Securities Exchange Act of 1934

| GARTNER GROUP, INC.  |  |  |  |  |  |
|--|--|--|--|--|--|
| (Name of Issuer)   |  |  |  |  |  |
|  |  |  |  |  |  |
| Shares of Common Stock, Class B, par value \$0.005 per share   |  |  |  |  |  |
| (Title of Class of Securities)   |  |  |  |  |  |
| 366651206  |  |  |  |  |  |
| (CUSIP NUMBER)   |  |  |  |  |  |
| Fir Tree Partners<br>535 Fifth Avenue<br>31st Floor<br>New York, New York 10017<br>Tel. No.: (212) 599-0090  |  |  |  |  |  |
| (Name, Address and Telephone Number of Person<br>Authorized to Receive Notices and Communications)   |  |  |  |  |  |
| - with copies to - Eliot D. Raffkind, P.C. Akin, Gump, Strauss, Hauer & Feld, LLP 1700 Pacific Avenue, Suite 4100 Dallas, Texas 75201-4675 (214) 969-2800  |  |  |  |  |  |
| January 25, 1999   |  |  |  |  |  |
| (Date of event which requires filing of this statement)  |  |  |  |  |  |
| If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box []  |  |  |  |  |  |
| The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended ("Act"), or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act. |  |  |  |  |  |
| CUSIP No. 74264N105 13D  |  |  |  |  |  |
| 1 NAME OF REPORTING PERSONS<br>S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)   |  |  |  |  |  |
| Fir Tree, Inc. d/b/a Fir Tree Partners   |  |  |  |  |  |
| 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*  (a) [ ] (b) [ ]   |  |  |  |  |  |

4 SOURCE OF FUNDS\*

3 SEC USE ONLY

|    | AF, WC   |    |                                       |           |  |  |
|----|--|----|---------------------------------------|-----------|--|--|
| 5  | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) [ ] |    |                                       |           |  |  |
| 6  | CITIZENSHIP OR PLACE OF ORGANIZATION   |    |                                       |           |  |  |
|    | USA  |    |                                       |           |  |  |
|    | NUMBER OF<br>SHARES  | 7  | SOLE VOTING POWER                     | 1,807,700 |  |  |
|    | BENEFICIALLY<br>OWNED BY   | 8  | SHARED VOTING POWER                   | 0         |  |  |
|    | EACH<br>REPORTING  | 9  | SOLE DISPOSITIVE POWER                | 1,807,700 |  |  |
|    | PERSON WITH  | 10 | SHARED DISPOSITIVE POWER              | 0         |  |  |
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERS                                 |    |                                       |           |  |  |
|    | 1,807,700  |    |                                       |           |  |  |
| 12 | CHECK BOX IF T   |    | GGREGATE AMOUNT IN ROW<br>AIN SHARES* | [ ]       |  |  |

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

5.4%

14 TYPE OF REPORTING PERSON\*

CO, IN

<sup>\*</sup>SEE INSTRUCTIONS BEFORE FILLING OUT

#### SCHEDULE 13D

This Schedule 13D (the "Schedule 13D") is being filed on behalf of Fir Tree, Inc., a New York corporation, doing business as Fir Tree Partners ("Fir Tree Partners"), and Mr. Jeffrey Tannenbaum ("Mr. Tannenbaum"), the sole shareholder, executive officer, director, and principal, relating to shares of Class B Common Stock ("Common Stock") of Gartner Group, Inc. (the "Issuer").

This Schedule 13D relates to shares of Common Stock of the Issuer (the "Common Stock") purchased by Fir Tree Partners for the account of (i) Fir Tree Value Fund, L.P. ("Fir Tree Value Fund"), of which Mr. Tannenbaum is the general partner, (ii) Fir Tree Institutional Value Fund, L.P. ("Fir Tree Institutional"), of which Mr. Tannenbaum is a member of the general Partner, and (iii) Fir Tree Partners, LDC ("Fir Tree LDC"), of which Mr. Tannenbaum acts as investment advisor.

#### ITEM 1. SECURITY AND ISSUER

Securities acquired: Shares of Common Stock, Class B, par value

**\$0.005** per share

Issuer: Gartner Group, Inc.

P.O. Box 10212 56 Gallant Road

Stamford, CT 06904-2212 Tel. No. (203) 316-1111

### ITEM 2. IDENTITY AND BACKGROUND

Fir Tree, Inc., a New York corporation, doing business as Fir Tree Partners, provides investment management services to private individuals and institutions, and is located at 535 Fifth Avenue, 31st Floor, New York, NY 10017. Mr. Tannenbaum is the sole shareholder, executive officer, director and principal of Fir Tree Partners. Mr. Tannenbaum's principal occupation is investment management and he is a United States citizen. His business address is Fir Tree Partners, 535 Fifth Avenue, 31st Floor, New York, NY 10017. Neither Fir Tree Partners nor Mr. Tannenbaum has been convicted in a criminal proceeding during the last five years. Neither Fir Tree Partners nor Mr. Tannenbaum is and during the past five years was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result thereof, subject to any judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

#### ITEM 3. SOURCE AND AMOUNT OF FUNDS

As of March 22, 2000, Fir Tree Partners had invested (i) \$16,213,239 in shares of Common Stock through Fir Tree Value Fund, (ii) \$6,651,952 in shares of Common Stock through Fir Tree Institutional, and (iii) \$2,183,515 in shares of Common Stock through Fir Tree LDC, all as described in Item 5 below. The source of these funds was the working capital of each of Fir Tree Value Fund, Fir Tree Institutional, and Fir Tree LDC as the case may be.

### ITEM 4. PURPOSE OF THE TRANSACTION

Fir Tree Partners and Mr. Tannenbaum acquired shares of Common Stock for portfolio investment purposes, and do not have any present plans or proposals that relate to or would result in any change in the business, policies, management, structure or capitalization of the Issuer, but Fir Tree Partners and Mr. Tannenbaum reserve the right to consider or make such plans and/or proposals in the future. Fir Tree Partners and Mr. Tannenbaum reserve the right to acquire, or dispose of, additional securities of the Issuer, in the ordinary course of business, to the extent deemed advisable in light of its general investment and trading policies, market conditions or other factors. Fir Tree Partners may contact the Issuer, other shareholders and/or third parties regarding potential strategies to increase shareholder value. Other than as described above, neither Fir Tree Partners nor Mr. Tannenbaum has present plans or proposals that would result in or relate to any matters listed in subparagraphs (a) - (j) of Item 4 of the Special Instructions for Complying With Schedule 13D.

#### ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

As of March 22, 2000, Fir Tree Partners and Mr. Tannenbaum are beneficial owners of 1,807,700 shares of Common Stock of the Issuer or 5.4% of the shares outstanding. The 7,645,334 shares described above are beneficially owned by Fir Tree Partners and Mr. Tannenbaum for the account of Fir Tree Value Fund, Fir Tree Institutional, or Fir Tree LDC, as the case may be.

The number of shares beneficially owned by Fir Tree Partners and Mr. Tannenbaum and the percentage of outstanding shares represented thereby have been computed in accordance with Rule 13d-3 under the Act. The percentage of beneficial ownership of Fir Tree Partners and Mr. Tannenbaum on March 22, 2000, is based on 33,692,616 outstanding shares of Common Stock as of March 31, 2000, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 12, 2000.

- (b) Fir Tree Partners and Mr. Tannenbaum for the account of each of Fir Tree Value Fund, Fir Tree Institutional, and Fir Tree LDC have the power to vote and dispose of the shares of Common Stock held by each such entity.
- (c) The transactions in the Issuer's securities by Fir Tree Partners during the last sixty days are listed as Annex A attached hereto and made apart hereof.
  - (d) Not Applicable.
  - (e) Not Applicable.
- ITEM 6. CONTRACTS, ARRANGEMENT, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER

Not Applicable.

Item 7. MATERIAL TO BE FILED AS EXHIBITS

Not Applicable.

| Transaction<br>Date | Buy/<br>Sell | Quantity<br>(shares) | Price per<br>Share (\$) |
|---------------------|--------------|----------------------|-------------------------|
|                     |              |                      |                         |
| 10/14/1999          | Buy          | 300,000              | 14.8750                 |
| 10/15/1999          | Buy          | 1,000,000            | 14.0000                 |
| 10/15/1999          | Buy          | 16,700               | 13.6875                 |
| 10/18/1999          | Buy          | 100,000              | 13.7500                 |
| 10/21/1999          | Buy          | 5,000                | 12.6250                 |
| 10/22/1999          | Buy          | 200,000              | 12.8750                 |
| 11/01/1999          | Buy          | 100,000              | 9.6250                  |
| 01/24/2000          | Buy          | 8,600                | 14.9637                 |
| 01/25/2000          | Buy          | 13,900               | 14.2981                 |
| 01/26/2000          | Sold         | (6,400)              | 14.0000                 |
| 01/27/2000          | Sold         | (1,500)              | 14.4375                 |
| 01/28/2000          | Sold         | (1,600)              | 14.2500                 |
| 02/01/2000          | Sold         | (10,000)             | 13.3750                 |
| 02/01/2000          | Sold         | `(7,000)             | 13.5000                 |
| 02/02/2000          | Sold         | (10,000)             | 13.3125                 |
| 03/22/2000          | Buy          | 100,000              | 15.5000                 |
| 33, 22, 2333        | 24,          |                      |                         |
|                     |              | 1,807,700            |                         |
|                     |              | =========            |                         |
|                     |              | <b>_</b>             |                         |

## SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: May 22, 2000

Fir Tree, Inc. d/b/a/ Fir Tree Partners

By: /S/JEFFREY TANNENBAUM

JEFFREY TANNENBAUM, President