SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Dawkins Alwyn</u>			2. Issuer Name and Ticker or Trading Symbol <u>GARTNER INC</u> [IT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
					Director Officer (give title	10% Owner Other (specify		
(Last)	(First)	(Middle)		X	below)	below)		
56 TOP GALLANT ROAD		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/08/2016		SVP, Event	S		
P.O. BOX 10212								
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	dual or Joint/Group Filing (0	Check Applicable Line)		
STAMFORD	СТ	06904-2212		X	Form filed by One Report	ing Person		
					Form filed by More than C	One Reporting Person		
(City)	(State)	(Zip)						

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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	02/09/2016		М		4,230 ⁽²⁾	Α	\$0	17,769	D	
Common Stock	02/09/2016		F		1,486 ⁽⁵⁾	D	\$80.94	16,283	D	
Common Stock	02/09/2016		М		3,961 ⁽²⁾	Α	\$ <mark>0</mark>	20,244	D	
Common Stock	02/09/2016		F		1,361 ⁽⁵⁾	D	\$80.94	18,883	D	

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. Transa Code (8)		Dispose	ve	6. Date Exerci Expiration Dat (Month/Day/Ye	e	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Appreciation Rights	\$80.06	02/08/2016		Α		21,675		02/08/2017 ⁽¹⁾	02/08/2023	Common Stock	21,675	\$0	21,675	D	
Restricted Stock Units	\$0	02/09/2016		М			4,230 ⁽²⁾	(3)	(3)	Common Stock	4,230	\$ <mark>0</mark>	0	D	
Restricted Stock Units	\$0	02/09/2016		A		15,844		(4)	(4)	Common Stock	15,844	\$0	15,844	D	
Restricted Stock Units	\$0	02/09/2016		М			3,961 ⁽²⁾	(4)	(4)	Common Stock	3,961	\$0	11,883	D	

Explanation of Responses:

1. These SARs become exercisable in four substantially equal annual installments commencing on 2/8/2017.

2. Represents shares acquired upon the release of RSUs.

3. These RSUs vest in four substantially equal installments, commencing on 02/09/2013. Represents the 2016 installment.

4. These performance-based RSUs were awarded on February 9, 2015 and vest in four substantially equal annual installments, commencing on 2/9/2016, the date the performance metric was certified and the actual number of RSUs awarded was determined.

5. Represents shares withheld from the released RSUs for the payment of applicable income and payroll withholding taxes due on release.

<u>/s/ Clare Kretzman for Alwyn</u> <u>Dawkins</u>

02/10/2016

** Signature of Reporting Person

Date

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

 \ast 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.