(Last)

(Street)

(City)

4TH FLOOR

435 PACIFIC AVENUE

SAN FRANCISCO CA

VA Partners I, LLC

(First)

(State)

1. Name and Address of Reporting Person^*

(Middle)

94133

(Zip)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| | | |
|--|-------|------|
| | 07475 | |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden

| Section | 16. Form 4 or ons may contin | | SIA | | d pursu | ıant t | to Sectio | n 16(a | a) of the Se | ecurit | ies Exchan | ige Act of | | KSI | HIP | Estin | | verage bur sponse: | | 0.5 |
|---|---------------------------------|----------------------------------|--|-------------------------------|----------------|---------|---|---|------------------------|-----------------|--|----------------------------|-----------------------------------|--|--|------------------------------|---|--|--|---------------------|
| | d Address of ct Holdin | Reporting Person* | | | | | | | cker or Trac | ding S | Symbol | | | | lationship o ck all applio Directo | able) | ng Pers | 10% | Owne | r |
| (Last) 435 PACI | (Fii | rst) (IUE, 4TH FLOO | Middle) | | 3. Da | | | t Tran | saction (M | onth/ | Day/Year) | | | | Officer below) | (give title | | Other below | | cify |
| (Street) SAN FRANCIS | SCO CA | A 9 |)4133 | | 4. If <i>i</i> | Ame | endment, | Date | of Original | Filed | (Month/Da | ay/Year) | | 6. Ind Line) | Form f | iled by On | ie Repo | g (Check / orting Per n One Rep | son | |
| (City) | (St | | Zip) e I - Nor | n-Deriv | ative | Sec | curitie | s Ac | auired. | Dis | posed o | of, or Be | nefic | ially | / Owned | | | | | |
| 1. Title of S | ecurity (Inst | | | 2. Transa Date (Month/D | ction | 2. E | A. Deem Execution f any Month/Da | ed Date, | 3. Transa Code (| ction Instr. | 4. Securit | ties Acquir Of (D) (Ins | ed (A) o | or | 5. Amoun Securities Beneficia Owned Fo | t of s lly ollowing | Form: | nership : Direct Indirect str. 4) | Indire Bene | ficial ership |
| Common | Stock, par v | value \$.01 per sh | are | | | | | | Code | V | Amount | (A) o | Pric | e | Transacti (Instr. 3 a | nd 4) | | I | See foot | note ⁽¹⁾ |
| | | T | | | | | | | | | osed of, | | | | Owned | | | | | |
| Derivative Conversion Date Execution Security or Exercise (Month/Day/Year) if any | | 3A. Deem Execution | ned 4. n Date, Transacti Code (Ins | | ction | | | 6. Date Exercisable ar Expiration Date (Month/Day/Year) | | able and | 7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4) | | 8 | 3. Price of Derivative Security Instr. 5) | 9. Number derivative Securities Beneficia Owned Following Reported Transact (Instr. 4) | e s ally g | 10. Ownersh Form: Direct (D or Indirec (I) (Instr. | ip of B) O et (li | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exercisal | | Expiration Date | Title | Amou or Numb of Share | oer | | | | | | |
| Common Stock Equivalents (CSE) | \$0 | 07/01/2010 | | | A | | 585 | | (2) | | (2) | Common Stock | 58 | 5 | (3) | 14,89 | 95 | D ⁽⁴⁾⁽⁵⁾ | | |
| | d Address of ct Holdin | Reporting Person* gs, L.P. | | | | | | | | | | | | | | | | | | |
| (Last) 435 PACI | | (First) IUE, 4TH FLOO | (Midd | lle) | | | | | | | | | | | | | | | | |
| (Street) | ANCISCO | CA | 9413 | 33 | | | | | | | | | | | | | | | | |
| (City) | | (State) | (Zip) | | | _ | | | | | | | | | | | | | | |
| | | Reporting Person* I Master Fund | <u>l, L.P.</u> | | | | | | | | | | | | | | | | | |

| (Last) | (First) | (Middle) |
|------------------------|------------------------|-----------|
| 435 PACIFIC AVE | NUE, 4TH FLOOR | |
| (Street) | | |
| SAN FRANCISCO | CA | 94133 |
| (City) | (State) | (Zip) |
| Name and Address of | f Reporting Person* | |
| | <u>l Management, I</u> | <u>P.</u> |
| (Last) | (First) | (Middle) |
| 435 PACIFIC AVE | NUE, 4TH FLOOR | , |
| (Street) | | |
| SAN FRANCISCO | CA | 94133 |
| (0) | (0) | (7:) |
| (City) | (State) | (Zip) |
| 1. Name and Address of | Reporting Person* | |
| ValueAct Capita | <u>l Management, I</u> | LLC |
| (Last) | (First) | (Middle) |
| 435 PACIFIC AVE | | , |
| (Street) | | |
| SAN FRANCISCO | CA | 94133 |
| (City) | (State) | (Zip) |
| 1. Name and Address of | f Reporting Person* | |
| ValueAct Holdin | <u>ngs GP, LLC</u> | |
| (Last) | (First) | (Middle) |
| 435 PACIFIC AVE | | (|
| | | |
| (Street) SAN FRANCISCO | CA | 94133 |
| (City) | (State) | (Zip) |
| Explanation of Pesnon | | |

Explanation of Responses:

- 1. The reported stock is owned directly by ValueAct Capital Master Fund, L.P. and may be deemed to be beneficially owned by (i) VA Partners I, LLC as General Partner of ValueAct Capital Master Fund, L.P., (ii) ValueAct Capital Management, L.P. as the manager of of ValueAct Capital Master Fund, L.P., (iii) ValueAct Capital Management, LLC as General Partner of ValueAct Capital Management, L.P., (iv) ValueAct Holdings, L.P. as the sole owner of the limited partnership interests of ValueAct Capital Management, L.P. and the membership interests of ValueAct Capital Management, LLC and as the majority owner of the membership interests of VA Partners I, LLC and (v) ValueAct Holdings GP, LLC as General Partner of ValueAct Holdings, L.P.
- 2. These are Common Stock Equivalents received as compensation for Jeffrey W. Ubben's service as an outside director of Gartner, Inc. They were granted under the Company's 2003 Long-Term Incentive Plan (LTIP). The Common Stock Equivalents convert into Gartner Common Stock on the date the outside director's continuous status as a director terminates, or as otherwise provided in the 2003 LTIP.
- 3. Column 8 is not a required reportable field.
- 4. Under an agreement with ValueAct Capital, Jeffrey W. Ubben is deemed to hold the Common Stock Equivalents for the benefit of ValueAct Capital Master Fund, L.P. & indirectly for (i) VA Partners I, LLC as General Partner of ValueAct Capital Master Fund, L.P., (ii) ValueAct Capital Management, L.P. as the manager of ValueAct Capital Master Fund, L.P., (iii) ValueAct Capital Management, LLC as General Partner of ValueAct Capital Management, L.P., (iv) ValueAct Holdings, L.P. as the sole owner of the limited partnership interests of ValueAct Capital Management, L.P. and the membership interests of ValueAct Capital Management, LLC and as the majority owner of the membership interests of VA Partners I, LLC and (v) ValueAct Holdings GP, LLC as General Partner of ValueAct Holdings, L.P.
- 5. Each reporting person listed herein disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein, and this report shall not be deemed an admission that such person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

Remarks

Joint Filer Information: Name: ValueAct Capital Master Fund, L.P. Address: 435 Pacific Avenue, 4th Floor, San Francisco, CA 94133 Designated Filer: ValueAct Holdings, L.P. Issuer and Ticker: Gartner, Inc. (IT) Date of Event Requiring Statement: 07/01/2010 Name: VA Partners I, LLC Address: 435 Pacific Avenue, 4th Floor, San Francisco, CA 94133 Designated Filer: ValueAct Holdings, L.P. Issuer and Ticker: Gartner, Inc. (IT) Date of Event Requiring Statement: 07/01/2010 Name: ValueAct Capital Management, L.P. Address: 435 Pacific Avenue, 4th Floor, San Francisco, CA 94133 Designated Filer: ValueAct Holdings, L.P. Issuer and Ticker: Gartner, Inc. (IT) Date of Event Requiring Statement: 07/01/2010 Name: ValueAct Holdings GP, LLC Address: 435 Pacific Avenue, 4th Floor, San Francisco, CA 94133 Designated Filer: ValueAct Holdings GP, LLC Address: 435 Pacific Avenue, 4th Floor, San Francisco, CA 94133 Designated Filer: ValueAct Holdings, L.P. Issuer and Ticker: Gartner, Inc. (IT) Date of Event Requiring Statement: 07/01/2010

VALUEACT HOLDINGS, L.P., By: VALUEACT **HOLDINGS GP, LLC, its** 07/06/2010 General Partner, By:/s/ George F. Hamel. Jr., Chief Operating Officer VALUEACT CAPITAL MASTER FUND, L.P., By: VA PARTNERS I, LLC, its 07/06/2010 General Partner, By:/s/ George F. Hamel. Jr., Chief Operating Officer VA PARTNERS I, LLC, By:/s/ 07/06/2010 George F. Hamel. Jr., Chief

Operating Officer

VALUEACT CAPITAL

MANAGEMENT, L.P., By:

VALUEACT CAPITAL

MANAGEMENT, LLC, its 07/06/2010

General Partner, By:/s/ George F. Hamel. Jr., Chief Operating

Officer

VALUEACT CAPITAL

George F. Hamel. Jr., Chief

MANAGEMENT, LLC, By:/s/

Operating Officer

VALUEACT HOLDINGS GP,

07/06/2010 LLC, By:/s/ George F. Hamel.

Jr., Chief Operating Officer

** Signature of Reporting Person Date

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

- * 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.