

GARTNER INC
Form 4
December 16, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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 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 *
Hrelc Darko

(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)
12/14/2015

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)
SVP & CIO

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 Ownership (Instr. 4)			
				(A) or (D)	Price					
Common Stock	12/14/2015		M	V	12,129	A	\$ 11.11	59,901	D	
Common Stock	12/14/2015		D		1,524 (7)	D	\$ 88.46	58,377	D	
Common Stock	12/14/2015		F		5,159 (8)	D	\$ 88.46	53,218	D	
Common Stock	12/14/2015		M		14,974	A	\$ 22.06	68,192	D	
Common Stock	12/14/2015		D		3,735 (7)	D	\$ 88.46	64,457	D	

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Common Stock	12/14/2015	F	<u>5,468</u> (8)	D	\$ 88.46	58,989	D
Common Stock	12/14/2015	M	14,095	A	\$ 38.05	73,084	D
Common Stock	12/14/2015	D	<u>6,063</u> (7)	D	\$ 88.46	67,021	D
Common Stock	12/14/2015	F	<u>3,907</u> (8)	D	\$ 88.46	63,114	D
Common Stock	12/14/2015	M	15,180	A	\$ 37.81	78,294	D
Common Stock	12/14/2015	D	<u>6,489</u> (7)	D	\$ 88.46	71,805	D
Common Stock	12/14/2015	F	<u>4,228</u> (8)	D	\$ 88.46	67,577	D
Common Stock	12/14/2015	M	9,453	A	\$ 49.37	77,030	D
Common Stock	12/14/2015	D	<u>5,276</u> (7)	D	\$ 88.46	71,754	D
Common Stock	12/14/2015	F	<u>2,032</u> (8)	D	\$ 88.46	69,722	D
Common Stock	12/14/2015	M	5,020	A	\$ 64.64	74,742	D
Common Stock	12/14/2015	D	<u>3,669</u> (7)	D	\$ 88.46	71,073	D
Common Stock	12/14/2015	F	657 <u>(8)</u>	D	\$ 88.46	70,416	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 Underlying Security (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title

Stock Appreciation Rights	\$ 11.11	12/14/2015	M	12,129	02/11/2010 ⁽¹⁾	02/11/2016 ⁽¹⁾	Common Stock
Stock Appreciation Rights	\$ 22.06	12/14/2015	M	14,974	02/11/2011 ⁽²⁾	02/11/2017 ⁽²⁾	Common Stock
Stock Appreciation Rights	\$ 38.05	12/14/2015	M	14,095	02/22/2012 ⁽³⁾	02/22/2018 ⁽³⁾	Common Stock
Stock Appreciation Rights	\$ 37.81	12/14/2015	M	15,180	02/09/2013 ⁽⁴⁾	02/09/2019 ⁽⁴⁾	Common Stock
Stock Appreciation Rights	\$ 49.37	12/14/2015	M	9,453	02/12/2014 ⁽⁵⁾	02/12/2020 ⁽⁵⁾	Common Stock
Stock Appreciation Rights	\$ 64.64	12/14/2015	M	5,020	02/10/2015 ⁽⁶⁾	02/10/2021 ⁽⁶⁾	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hrelic Darko 56 TOP GALLANT RD P.O. BOX 10212 STAMFORD, CT 06904-2212			SVP & CIO	

Signatures

/s/ Clare Kretzman for Darko
Hrelic
12/16/2015

**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 became exercisable in four substantially equal, annual installments commencing on 2/11/2011 and are fully exercisable.
 - (3) These SARs became exercisable in four substantially equal, annual installments commencing on 2/22/2012 and are fully exercisable.
 - (4) These SARs become exercisable in four substantially equal annual installments commencing on 2/9/2013.

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- (5) These SARs become exercisable in four substantially equal annual installments commencing on 2/12/2014.
- (6) These SARs become exercisable in four substantially equal annual installments commencing on 02/10/2015.
- (7) Represents the simultaneous sale back to the issuer of this number of shares having an aggregate value, based on the market price on the date of exercise, substantially equal to the aggregate exercise price of the SARs.
- (8) 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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