

GARTNER INC
Form 8-K/A
August 02, 2017

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K/A

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported)

June 1, 2017

GARTNER, INC.

(Exact name of registrant as specified in its charter)

DELAWARE

(State or Other Jurisdiction of
Incorporation)

1-14443

(Commission File Number)

04-3099750

(IRS Employer
Identification No.)

P.O. Box 10212

56 Top Gallant Road

Stamford, CT 06902-7747

(Address of Principal Executive Offices, including Zip Code)

(203) 316-1111

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

ITEM 5.07. SUBMISSION OF MATTERS TO A VOTE OF SECURITY MATTERS

On June 2, 2017, Gartner, Inc. (“Gartner”) filed a Current Report on Form 8-K (the “Original Report”) to report on the voting results of its 2017 Annual Meeting of Stockholders held on June 1, 2017 (the “Annual Meeting”), including, among other things, the results of the stockholder advisory vote on the frequency of future stockholder advisory votes to approve executive compensation. This Amendment No. 1 to Current Report on Form 8-K/A is being filed to disclose Gartner’s decision as to how frequently it will propose a stockholder advisory vote on executive compensation.

As reported in the Original Report, an annual advisory vote on executive compensation was approved by a majority of the votes cast at the Annual Meeting. In light of the voting results, and consistent with its recommendation to shareholders, Gartner’s Board of Directors has decided that Gartner will hold an advisory vote on the compensation of Gartner’s named executive officers every year.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Gartner, Inc.

Date: August 2, 2017 By: /s/ Craig W.
Safian
Craig W.
Safian

Senior Vice
President,

Chief Financial
Officer