

SCHWARTZ LEWIS G
Form 4
March 01, 2011

FORM 4

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

OMB APPROVAL

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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 *
SCHWARTZ LEWIS G

(Last) (First) (Middle)

56 TOP GALLANT ROAD, 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)
02/25/2011

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, Gen Counsel

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/25/2011		M		22,000	A	\$ 14.44
Common Stock	02/25/2011		D		8,426 (1)	D	\$ 37.7
Common Stock	02/25/2011		F		5,830 (2)	D	\$ 37.7
Common Stock	02/25/2011		M		1,400	A	\$ 11.44
Common Stock	02/25/2011		S		1,400	D	\$ 37.9371 (4)

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Common Stock	02/25/2011	M	4,599	A	\$ 12.49	48,688	D
Common Stock	02/25/2011	S	4,599	D	\$ 37.8331 (6)	44,089	D
Common Stock	02/25/2011	M	18,600	A	\$ 11.44	62,689	D
Common Stock	02/25/2011	S	18,600	D	\$ 37.8331 (6)	44,089	D
Common Stock	02/28/2011	M	15,401	A	\$ 12.49	59,490	D
Common Stock	02/28/2011	S	15,401	D	\$ 37.7044 (7)	44,089	D
Common Stock	02/28/2011	S	7,744	D	\$ 37.7	36,345	D
Common Stock	02/28/2011	S	7,068	D	\$ 37.8	29,277	D
Common Stock	02/28/2011	J	165 (8)	A	\$ 35.834	29,442	D

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

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(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 Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of S
Stock Appreciation Rights	\$ 14.44	02/25/2011		M	22,000	05/15/2007	05/15/2013	Common Stock	22
	\$ 11.44	02/25/2011		M	1,400	(3)	02/03/2014		1,

Option Type	Exercise Price	Grant Date	Exercise Date	Shares	Notes	Expiration Date	Common Stock	Count
Non-Qualified Stock Option (Right to Buy)							Common Stock	
Non Qualified Stock Option (Right to Buy)	\$ 12.49	02/25/2011	M	4,599	(5)	06/07/2014	Common Stock	4
Non-Qualified Stock Option (Right to Buy)	\$ 11.44	02/25/2011	M	18,600	(3)	02/03/2014	Common Stock	18
Non Qualified Stock Option (Right to Buy)	\$ 12.49	02/28/2011	M	15,401	(5)	06/07/2014	Common Stock	15

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHWARTZ LEWIS G 56 TOP GALLANT ROAD P.O. BOX 10212 STAMFORD, CT 06904-2212			SVP, Gen Counsel	

Signatures

/s/ Clare Kretzman for Lewis G. Schwartz
Date: 03/01/2011

**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) 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.
- (2) Represents shares withheld from the settlement of the SARs for the payment of applicable income and payroll tax withholding due upon exercise.
- (3) This option is fully exercisable.
This transaction was executed in multiple trades at prices ranging from \$37.92 to \$37.94. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (4) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (5) The option is fully exercisable.
This transaction was executed in multiple trades at prices ranging from \$37.83 to \$37.84. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (6) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (7) This transaction was executed in multiple trades at prices ranging from \$37.70 to \$37.80. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (8)

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Represents shares acquired under Gartner Inc.'s 2002 Employee Stock Purchase Plan in a transaction exempt from Section 16(b) pursuant to Rule 16b-3(c).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.