GARTNER INC Form SC 13G/A February 03, 2004

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 1)*

Gartner, Inc.

(Name of Issuer)

Class B Common Stock

(Title of Class of Securities)

366651206

(CUSIP Number)

December 31, 2003

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

|_| Rule 13d-1(b) |X| Rule 13d-1(c) |_| Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages) Page 1 of 28 Pages Exhibit Index found on Page 27

13G _____ CUSIP No. 366651206 _____ 1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) Farallon Capital Partners, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** 2 * * The reporting persons making this filing hold an aggregate of 1,234,880 Shares, which is 4.3% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page. _____ 3 SEC USE ONLY _____ CITIZENSHIP OR PLACE OF ORGANIZATION 4 California 5 SOLE VOTING POWER NUMBER OF -0-SHARES 6 SHARED VOTING POWER BENEFICIALLY OWNED BY 300,270 _____ SOLE DISPOSITIVE POWER EACH 7 REPORTING -0-PERSON WITH _____ SHARED DISPOSITIVE POWER 8 300,270 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 300,270 _____ CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) 10 [] _____ PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11 1.0 %

1.0	TYPE OF RE	PORTING PERS	SON (See Instructions)
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			13G
	366651206		
1		EPORTING PEN NTIFICATION	RSONS NO. OF ABOVE PERSONS (ENTITIES ONLY)
	Farallon C	apital Inst:	itutional Partners, L.P.
2	CHECK THE	======================================	BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]**
	**	aggrega class o cover p	eporting persons making this filing hold a ate of 1,234,880 Shares, which is 4.3% of th of securities. The reporting person on the page, however, is a beneficial owner only o curities reported by it on this cover page.
3	SEC USE ON	LY	
4	CITIZENSHI	P OR PLACE (DF ORGANIZATION
	California	:	
		5	SOLE VOTING POWER
NU	MBER OF		-0-
	HARES	6	SHARED VOTING POWER
	FICIALLY NED BY		287,480
:	EACH		SOLE DISPOSITIVE POWER
	PORTING	7	-0-
PER	SON WITH		SHARED DISPOSITIVE POWER
		8	287,480
9	AGGREGATE	======= AMOUNT BENER	FICIALLY OWNED BY EACH REPORTING PERSON
	287,480		

11	PERCENT OF	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	1.0 %					
	TYPE OF REP	ORTING PER	SON (See Instructions)			
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SIP No.	366651206					
1	NAMES OF RE I.R.S. IDEN		ERSONS I NO. OF ABOVE PERSONS (ENTITIES ONLY)			
	Farallon Ca	pital Inst	itutional Partners II, L.P.			
	CHECK THE A	======== PPROPRIATE	BOX IF A MEMBER OF A GROUP (See Instructions (a) [] (b) [X]**			
2						
	**	aggreg class cover	reporting persons making this filing hold pate of 1,234,880 Shares, which is 4.3% of t of securities. The reporting person on th page, however, is a beneficial owner only recurities reported by it on this cover page.			
3	SEC USE ONL	 Ү				
4	CITIZENSHIP	OR PLACE	OF ORGANIZATION			
4	California					
	===========	5	SOLE VOTING POWER			
N	IUMBER OF		-0-			
	SHARES	6	SHARED VOTING POWER			
	NEFICIALLY DWNED BY		45,780			
	EACH		SOLE DISPOSITIVE POWER			
	REPORTING CRSON WITH	1	-0-			
L F	ULDUM WITH	8	SHARED DISPOSITIVE POWER			
		0	45,780			

10 CERTAIN SHARES (See In	AMOUNT IN ROW (9) EXCLUDES structions) [] SENTED BY AMOUNT IN ROW (9)
	SENTED BY AMOUNT IN ROW (9)
11	
0.2 %	
TYPE OF REPORTING PERS	ON (See Instructions)
12 PN	
Pag	e 4 of 28 Pages
	13G
 CUSIP No. 366651206	
1 NAMES OF REPORTING PER I.R.S. IDENTIFICATION	SONS NO. OF ABOVE PERSONS (ENTITIES ONLY)
Farallon Capital Insti	tutional Partners III, L.P.
CHECK THE APPROPRIATE	BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]**
2	
aggrega class o cover p	porting persons making this filing hold an te of 1,234,880 Shares, which is 4.3% of the f securities. The reporting person on this age, however, is a beneficial owner only of urities reported by it on this cover page.
3 SEC USE ONLY	
CITIZENSHIP OR PLACE O	F ORGANIZATION
4 Delaware	
5	SOLE VOTING POWER
NUMBER OF	-0-
SHARES 6	SHARED VOTING POWER
BENEFICIALLY	
OWNED BY	64,630
EACH 7	SOLE DISPOSITIVE POWER
REPORTING PERSON WITH	-0-
8	SHARED DISPOSITIVE POWER
0	64,630

	_	_			
9	AGGREGATE AM	OUNT BENEF	FICIALLY OWNED BY EACH REPORTING PERSON		
	64,630				
10	CHECK IF THE CERTAIN SHAR		E AMOUNT IN ROW (9) EXCLUDES		
	==		E J E S E S E S E S E S E S E S E S E S		
11		LASS INEFINE	ESENTED BI AMOUNT IN NOW (5)		
	0.2 %				
12		RTING PERS	SON (See Instructions)		
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1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	Tinicum Part	Tinicum Partners, L.P.			
	CHECK THE AP	====== PROPRIATE	BOX IF A MEMBER OF A GROUP (See Instructions) (a) []		
2			(b) [X]**		
	**	aggrega class c cover p	eporting persons making this filing hold a ate of 1,234,880 Shares, which is 4.3% of th of securities. The reporting person on thi page, however, is a beneficial owner only o curities reported by it on this cover page.		
3	SEC USE ONLY				
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4	New York				
		======================================	SOLE VOTING POWER		
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	MBER OF -				
BENE	HARES FICIALLY	6	SHARED VOTING POWER		
OW	NED BY -		19,230 		
	EACH	7	SOLE DISPOSITIVE POWER		
RE	PORTING	'	-0-		

	ON WITH		SHARED DISPOSITIVE POWER
		8	19,230
9	AGGREGATE AMC	UNT BENEFIC	CIALLY OWNED BY EACH REPORTING PERSON
	19,230		
10	CHECK IF THE CERTAIN SHARE		AMOUNT IN ROW (9) EXCLUDES tructions) []
	PERCENT OF CI	ASS REPRESI	ENTED BY AMOUNT IN ROW (9)
11	0.1 %		
	TYPE OF REPOR	TING PERSON	N (See Instructions)
12	PN		
		Page	6 of 28 Pages
			13G
CUSIP No. 3	366651206 		
1	NAMES OF REPO		DNS D. OF ABOVE PERSONS (ENTITIES ONLY)
	Farallon Capi	tal Manager	ment, L.L.C.
2	==========		ment, L.L.C. DX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]**
2	==========	The repo aggregate class of cover pag	DX IF A MEMBER OF A GROUP (See Instructions) (a) []
2	CHECK THE APP	The repo aggregate class of cover pag	DX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** orting persons making this filing hold an e of 1,234,880 Shares, which is 4.3% of the securities. The reporting person on this ge, however, is a beneficial owner only of
3	CHECK THE APP ** SEC USE ONLY	The repo aggregate class of cover pag the secu	DX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** orting persons making this filing hold an e of 1,234,880 Shares, which is 4.3% of the securities. The reporting person on this ge, however, is a beneficial owner only of
	CHECK THE APP ** SEC USE ONLY	The repo aggregate class of cover pag the secu	DX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** orting persons making this filing hold an e of 1,234,880 Shares, which is 4.3% of the securities. The reporting person on this ge, however, is a beneficial owner only of rities reported by it on this cover page.
3	CHECK THE APP ** SEC USE ONLY CITIZENSHIP C	The repo aggregate class of cover pag the secu	DX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** orting persons making this filing hold an e of 1,234,880 Shares, which is 4.3% of the securities. The reporting person on this ge, however, is a beneficial owner only of rities reported by it on this cover page.
3 4	CHECK THE APP ** SEC USE ONLY CITIZENSHIP C	The report aggregate class of cover page the security or PLACE OF	DX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** orting persons making this filing hold an e of 1,234,880 Shares, which is 4.3% of the securities. The reporting person on this ge, however, is a beneficial owner only of rities reported by it on this cover page. ORGANIZATION
3 4 NUN SH	CHECK THE APP ** SEC USE ONLY CITIZENSHIP C Delaware	The report aggregate class of cover page the security or PLACE OF	DX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** orting persons making this filing hold an e of 1,234,880 Shares, which is 4.3% of the securities. The reporting person on this ge, however, is a beneficial owner only of rities reported by it on this cover page. ORGANIZATION SOLE VOTING POWER

	– Each		SOLE DISPOSITIVE POWER	
		7		
	EPORTING RSON WITH -		-0- 	
		8	SHARED DISPOSITIVE POWER	
			517,490	
9	AGGREGATE AM	OUNT BENEF	ICIALLY OWNED BY EACH REPORTING PERSON	
	517,490			
			AMOUNT IN ROW (9) EXCLUDES	
10	CERTAIN SHAR	ES (See In	structions) []	
	PERCENT OF C	========= LASS REPRE	SENTED BY AMOUNT IN ROW (9)	
11	1.8 %			
	== TYPE OF REPO	ETING PERS	ON (See Instructions)	
12	IA, 00			
	==			
		Pag	e 7 of 28 Pages	
			13G	
CUSIP No.	======= 366651206			
	NAMES OF REP	====== ORTING PER		
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)			
	Farallon Par	tners, L.L	.c.	
	CHECK THE AP	PROPRIATE	BOX IF A MEMBER OF A GROUP (See Instructions)	
			(a) [] (b) [X]**	
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	* *		porting persons making this filing hold an te of 1,234,880 Shares, which is 4.3% of the	
		class o	f securities. The reporting person on this age, however, is a beneficial owner only of	
			urities reported by it on this cover page.	
3	SEC USE ONLY			
	====================================			
4	CITIZENSHIP	OR PLACE O	F ORGANIZATION	
	Delaware			
		5	SOLE VOTING POWER	
NU	MBER OF		-0-	

SHA	ARES	6	SHARED VOTING POWER
	CIALLY D BY		717,390
EA			SOLE DISPOSITIVE POWER
REPC	RTING	7	-0-
PERSC	ON WITH		
		8	717,390
9	AGGREGATE AMOU	NT BENEFIC	CIALLY OWNED BY EACH REPORTING PERSON
	717,390		
			MOUNT IN ROW (9) EXCLUDES
10	CERTAIN SHARES	(See Inst	ructions) []
	PERCENT OF CLA	SS REPRESE.	NTED BY AMOUNT IN ROW (9)
11	2.5 %		
TYPE OF REPORTING 12 00	ING PERSON	(See Instructions)	
12	00		
		Page	8 of 28 Pages
			13G
CUSIP No. 3	66651206		
1	NAMES OF REPOR I.R.S. IDENTIF		DNS D. OF ABOVE PERSONS (ENTITIES ONLY)
	David I. Cohen		
2	CHECK THE APPR	OPRIATE BC	X IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]**
2	* *	m l	
	~ ~	aggregate class of cover pag	orting persons making this filing hold an e of 1,234,880 Shares, which is 4.3% of the securities. The reporting person on this ge, however, is a beneficial owner only of cities reported by it on this cover page.
3	SEC USE ONLY		
	CITIZENSHIP OR		
4	CITIZENSHIP OR	PLACE OF	ORGANIZATION

SHA BENEFI	BER OF		SOLE VOTING POWER
BENEFI			-0-
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OWNED BY			1,234,880
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PERSC	ON WITH		SHARED DISPOSITIVE POWER
		8	1,234,880
9	AGGREGATE AMO	UNT BENEFI	CIALLY OWNED BY EACH REPORTING PERSON
	1,234,880		
10	CHECK IF THE CERTAIN SHARE		AMOUNT IN ROW (9) EXCLUDES structions)
	PERCENT OF CL	ASS REPRES	SENTED BY AMOUNT IN ROW (9)
11	4.3 %		
	TYPE OF REPOR	TING PERSC	N (See Instructions)
12	IN		
		Page	e 9 of 28 Pages
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SIP No. 3	 NAMES OF REPO		
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	NAMES OF REPO I.R.S. IDENTI Chun R. Ding	FICATION N	SONS NO. OF ABOVE PERSONS (ENTITIES ONLY) BOX IF A MEMBER OF A GROUP (See Instructions) (a) []
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	CITIZENSHIP	OR PLACE O	F ORGANIZATION		
4	United State	es			
		5	SOLE VOTING POWER		
NUM	BER OF		-0-		
-	ARES	6	SHARED VOTING POWER		
	ICIALLY ED BY		1,234,880		
E	ACH		SOLE DISPOSITIVE POWER		
REP	ORTING	7	-0-		
PERS	ON WITH		SHARED DISPOSITIVE POWER		
		8	1,234,880		
9	AGGREGATE A	MOUNT BENEF	ICIALLY OWNED BY EACH REPORTING PERSON		
	1,234,880				
	CHECK IF TH	======= E AGGREGATE	AMOUNT IN ROW (9) EXCLUDES		
10	CERTAIN SHA	RES (See In	structions) []		
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
11	4.3 %				
	TYPE OF REPORTING PERSON (See Instructions)				
12	IN				
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		Pag	e 10 of 28 Pages		
			13G		
CUSIP No.	366651206				
1	NAMES OF RE		SONS NO. OF ABOVE PERSONS (ENTITIES ONLY)		
	Joseph F. D	ownes			
	CHECK THE A	PPROPRIATE	BOX IF A MEMBER OF A GROUP (See Instructions) (a) []		
2			(b) [X]**		
	**	aggrega class o	porting persons making this filing hold an te of 1,234,880 Shares, which is 4.3% of the f securities. The reporting person on this age, however, is a beneficial owner only of		

		the secur	rities	reported by it on this cover page.
3	SEC USE ONLY			
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	United States			
		5	SOLE	VOTING POWER
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EA	СН	7	SOLE	DISPOSITIVE POWER
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F ERSO	IN WIII	8	SHARE	D DISPOSITIVE POWER
		0	1,234	,880
9	AGGREGATE AMOU	NT BENEFIC	CIALLY	OWNED BY EACH REPORTING PERSON
	1,234,880			
10	CHECK IF THE A			IN ROW (9) EXCLUDES ns) []
	PERCENT OF CLA	SS REPRESE	ENTED B	Y AMOUNT IN ROW (9)
	4.3 %			
12	TYPE OF REPORT	ING PERSON	N (See	Instructions)
12	IN			
		Page	11 of	28 Pages
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 CUSIP No. 3 	======= 66651206 =======			
1	NAMES OF REPOR I.R.S. IDENTIF William F. Duh	ICATION NC		BOVE PERSONS (ENTITIES ONLY)
2	CHECK THE APPR	======== OPRIATE BC	====== X IF A	MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]**

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	**	aggregate class of cover pag	orting persons making this filing hold an e of 1,234,880 Shares, which is 4.3% of the securities. The reporting person on this ge, however, is a beneficial owner only of rities reported by it on this cover page.		
3	SEC USE ONLY				
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1 110		0	SHARED DISPOSITIVE POWER		
		8	1,234,880		
10	CHECK IF THE A	1,234,880 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []			
11	PERCENT OF CLA	ASS REPRESI	ENTED BY AMOUNT IN ROW (9)		
12	TYPE OF REPORT	IING PERSON	N (See Instructions)		
		Page	12 of 28 Pages		
			13G		
CUSIP No.	366651206				
1	NAMES OF REPOR I.R.S. IDENTIE		DNS D. OF ABOVE PERSONS (ENTITIES ONLY)		
	Charles E. Ell	lwein			
	CHECK THE APPI	ROPRIATE BO	DX IF A MEMBER OF A GROUP (See Instructions)		

		(a) [] (b) [X]**	
2	* *	The reporting persons making this filing h	nold
		aggregate of 1,234,880 Shares, which is 4.3% class of securities. The reporting person of cover page, however, is a beneficial owner of the securities reported by it on this cover page	of t on th only
3	SEC USE ONLY	ſ	
4	CITIZENSHIP	OR PLACE OF ORGANIZATION	
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	ARES ICIALLY	6 SHARED VOTING POWER	
OWNI	ED BY	1,234,880	
Ež	АСН	SOLE DISPOSITIVE POWER 7	
	ORTING ON WITH -	-0-	
		SHARED DISPOSITIVE POWER 8	
		1,234,880	
9	AGGREGATE AN	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1,234,880		
10		E AGGREGATE AMOUNT IN ROW (9) EXCLUDES RES (See Instructions)	
	DEDCENT OF	CLASS REPRESENTED BY AMOUNT IN ROW (9)	
11	4.3 %	JEASS REFRESENTED BI AMOUNT IN NOW (5)	
12	TYPE OF REPO	DRTING PERSON (See Instructions)	
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		Page 13 of 28 Pages	
		13G	
SIP No.	====== 366651206 =======		
1	NAMES OF REE	PORTING PERSONS	

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

	Richard B. H	Fried	
2	CHECK THE AN	PROPRIATE	BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]**
	* *	aggrega class o cover p	eporting persons making this filing hold an ate of 1,234,880 Shares, which is 4.3% of the of securities. The reporting person on this page, however, is a beneficial owner only of curities reported by it on this cover page.
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E LIN	SON WITH	_	SHARED DISPOSITIVE POWER
		8	1,234,880
9	AGGREGATE AN	10UNT BENEI	FICIALLY OWNED BY EACH REPORTING PERSON
	1,234,880		
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []		
	PERCENT OF (ELASS REPRI	ESENTED BY AMOUNT IN ROW (9)
11	4.3 %		
	TYPE OF REPO	DRTING PERS	SON (See Instructions)
12	IN		

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CUSIP No. 366651206

13G

1		EPORTING PE	RSONS NO. OF ABOVE PERSONS (ENTITIES ONLY)		
	Monica R. 1	Landry			
2.	CHECK THE 2	APPROPRIATE	BOX IF A MEMBER OF A GROUP (See Instructions (a) [] (b) [X]**		
2	**	aggreg class cover	eporting persons making this filing hold ate of 1,234,880 Shares, which is 4.3% of t of securities. The reporting person on th page, however, is a beneficial owner only curities reported by it on this cover page.		
3	SEC USE ONI	 LY			
	CITIZENSHI	P OR PLACE	OF ORGANIZATION		
4	United Stat	tes			
		======= 5	SOLE VOTING POWER		
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BENE	HARES FICIALLY NED BY	6	SHARED VOTING POWER		
EACH			SOLE DISPOSITIVE POWER		
	PORTING SON WITH		-0-		
PERSON WITH		8	SHARED DISPOSITIVE POWER		
		0	1,234,880		
9	AGGREGATE 2	AMOUNT BENE	FICIALLY OWNED BY EACH REPORTING PERSON		
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	4.3 %				
	TYPE OF REPORTING PERSON (See Instructions)				
12	IN				

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13G _____ CUSIP No. 366651206 _____ NAMES OF REPORTING PERSONS 1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) William F. Mellin CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** 2 * * The reporting persons making this filing hold an aggregate of 1,234,880 Shares, which is 4.3% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page. SEC USE ONLY 3 _____ CITIZENSHIP OR PLACE OF ORGANIZATION 4 United States 5 SOLE VOTING POWER NUMBER OF -0-_____ SHARES 6 SHARED VOTING POWER BENEFICIALLY OWNED BY 1,234,880 EACH SOLE DISPOSITIVE POWER 7 REPORTING -0-PERSON WITH _____ SHARED DISPOSITIVE POWER 8 1,234,880 _____ 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,234,880 _____ CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) 10 [] PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11 4.3 % TYPE OF REPORTING PERSON (See Instructions) 12 IN

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13G _____ CUSIP No. 366651206 _____ NAMES OF REPORTING PERSONS 1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) Stephen L. Millham CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** 2 * * The reporting persons making this filing hold an aggregate of 1,234,880 Shares, which is 4.3% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page. 3 SEC USE ONLY _____ CITIZENSHIP OR PLACE OF ORGANIZATION 4 United States SOLE VOTING POWER 5 NUMBER OF -0-_____ 6 SHARES SHARED VOTING POWER BENEFICIALLY OWNED BY 1,234,880 _____ EACH SOLE DISPOSITIVE POWER 7 REPORTING -0-PERSON WITH _____ SHARED DISPOSITIVE POWER 8 1,234,880 _____ 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,234,880 _____ CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES 10 CERTAIN SHARES (See Instructions) [] _____ PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 11 4.3 % _____ TYPE OF REPORTING PERSON (See Instructions)

12 ΙN Page 17 of 28 Pages 13G _____ CUSIP No. 366651206 _____ NAMES OF REPORTING PERSONS 1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) Rajiv A. Patel _____ CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** 2 * * The reporting persons making this filing hold an aggregate of 1,234,880 Shares, which is 4.3% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page. 3 SEC USE ONLY _____ CITIZENSHIP OR PLACE OF ORGANIZATION 4 United States 5 SOLE VOTING POWER NUMBER OF -0-_____ 6 SHARED VOTING POWER SHARES BENEFICIALLY OWNED BY 1,234,880 ------EACH SOLE DISPOSITIVE POWER 7 REPORTING -0-PERSON WITH _____ SHARED DISPOSITIVE POWER 8 1,234,880 _____ 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,234,880 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES 10 CERTAIN SHARES (See Instructions) [] _____ PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11 4.3 % _____ TYPE OF REPORTING PERSON (See Instructions) 12 IN Page 18 of 28 Pages 13G _____ CUSIP No. 366651206 _____ _____ NAMES OF REPORTING PERSONS 1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) Derek C. Schrier _____ CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]** 2 * * The reporting persons making this filing hold an aggregate of 1,234,880 Shares, which is 4.3% of the class of securities. The reporting person on this cover page, however, is a beneficial owner only of the securities reported by it on this cover page. 3 SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION 4 United States 5 SOLE VOTING POWER NUMBER OF -0------SHARES 6 SHARED VOTING POWER BENEFICIALLY OWNED BY 1,234,880 _____ EACH SOLE DISPOSITIVE POWER 7 REPORTING -0-PERSON WITH _____ SHARED DISPOSITIVE POWER 8 1,234,880 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 9 1,234,880 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES

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	Thomas F. S	teyer			
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	1,234,880					
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []					
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12	IN	=========				
		Page	20 of 28 Pages			
			13G			
CUSIP No. 3						
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)					
	Mark C. Wehrly					
2	CHECK THE APPR	OPRIATE BC	X IF A MEMBER OF A GROUP (See Instructions) (a) [] (b) [X]**			
2	* *	aggregate class of cover pag	orting persons making this filing hold an e of 1,234,880 Shares, which is 4.3% of the securities. The reporting person on this ge, however, is a beneficial owner only of rities reported by it on this cover page.			
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			SHARED DISPOSITIVE POWER			

	8 1,234,880					
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	1,234,880					
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) []					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	4.3 %					
12	TYPE OF REPORTING PERSON (See Instructions)					
	IN					
	Page 21 of 28 Pages					
filed on "Schedul	This Amendment No. 1 to Schedule 13G amends the Schedule 13G initially February 3, 2003 (collectively, with all amendments thereto, the e 13G").					
Item 1.	Issuer					
	(a) Name of Issuer:					

Gartner, Inc. (the "Company") (formerly known as Gartner Group, Inc.)

(b) Address of Issuer's Principal Executive Offices:

56 Top Gallant Road, Stamford, Connecticut 06904-2212

Item 2. Identity And Background

Title Of Class Of Securities And CUSIP Number (Item 2(d) and (e))

This statement relates to Shares of Class B Common Stock (the "Shares") of the Company. The CUSIP number of the Shares is 366651206.

This statement is filed by the entities and persons listed below, all of whom together are referred to herein as the "Reporting Persons."

The Partnerships

- (i) Farallon Capital Partners, L.P., a California limited partnership ("FCP"), with respect to the Shares held by it;
- (ii) Farallon Capital Institutional Partners, L.P., a California limited partnership ("FCIP"), with respect to the Shares held by it;
- (iii) Farallon Capital Institutional Partners II, L.P., a California limited partnership ("FCIP II"), with respect to the Shares held by it;
- (iv) Farallon Capital Institutional Partners III, L.P., a Delaware limited partnership ("FCIP III"), with respect to the Shares held by it; and
- (v) Tinicum Partners, L.P., a New York limited partnership ("Tinicum"), with respect to the Shares held by it.

FCP, FCIP, FCIP II, FCIP III and Tinicum are together referred to herein as the Partnerships."

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The Management Company

(vi) Farallon Capital Management, L.L.C., a Delaware limited liability company (the "Management Company"), with respect to the Shares held by certain accounts managed by the Management Company (the "Managed Accounts").

The General Partner Of The Partnerships

- _____
 - (vii) Farallon Partners, L.L.C., a Delaware limited liability company which is the general partner of each of the Partnerships (the "General Partner"), with respect to the Shares held by each of the Partnerships.

The Managing Members Of The General Partner And The Management Company

(viii) The following persons who are managing members of both the General Partner and the Management Company, with respect to the Shares held by the Partnerships and the Managed Accounts: David I. Cohen ("Cohen"), Chun R. Ding ("Ding"), Joseph F. Downes ("Downes"), William F. Duhamel ("Duhamel"), Charles E. Ellwein ("Ellwein"), Richard B. Fried ("Fried"), Monica R. Landry ("Landry"), William F. Mellin ("Mellin"), Stephen L. Millham ("Millham"), Rajiv A. Patel ("Patel"), Derek C. Schrier ("Schrier"), Thomas F. Steyer ("Steyer") and Mark C. Wehrly ("Wehrly").

Cohen, Ding, Downes, Duhamel, Ellwein, Fried, Landry, Mellin, Millham, Patel, Schrier, Steyer and Wehrly are together referred to herein as the

"Individual Reporting Persons."

The citizenship of each of the Partnerships, the General Partner and the Management Company is set forth above. Each of the Individual Reporting Persons is a United States citizen. The address of the principal business office of each of the Reporting Persons is c/o Farallon Capital Management, L.L.C., One Maritime Plaza, Suite 1325, San Francisco, California 94111.

Not Applicable.

If This Statement Is Filed Pursuant To Section 240.13d-1(c), Check This Box. [X]

Item 4. Ownership

The information required by Items 4(a) - (c) and set forth in Rows 5 through 11 of the cover page for each Reporting Person hereto is incorporated herein by reference for each such Reporting Person.

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The Shares reported hereby for the Partnerships are owned directly by the Partnerships and those reported by the Management Company on behalf of the Managed Accounts are owned directly by the Managed Accounts. The General Partner, as general partner to the Partnerships, may be deemed to be the beneficial owner of all such Shares owned by the Partnerships. The Management Company, as investment adviser to the Managed Accounts, may be deemed to be the beneficial owner of all such Shares owned by the Managed Accounts. The Individual Reporting Persons, as managing members of both the General Partner and the Management Company, may each be deemed to be the beneficial owner of all such Shares held by the Partnerships and the Managed Accounts. Each of the Management Company, the General Partner and the Individual Reporting Persons hereby disclaims any beneficial ownership of any such Shares.

Item 5. Ownership Of Five Percent Or Less Of A Class

If this statement is being filed to report the fact that as of the date hereof the Reporting Persons have ceased to be the deemed beneficial owner of more than five percent of the class of securities, check the following [X].

Item 6. Ownership Of More Than Five Percent On Behalf Of Another Person

Not Applicable.

Item 7. Identification And Classification Of The Subsidiary Which Acquired
The Security Being Reported On By The Parent Holding Company

Not Applicable.

Item 8. Identification And Classification Of Members Of The Group

The Reporting Persons are filing this Schedule 13G pursuant to Rule 13d-1(c). Consistent with Item 2 of the cover page for each Reporting Person above, the Reporting Persons neither disclaim nor affirm the existence of a group among them.

Item 9. Notice Of Dissolution Of Group

Not Applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: February 3, 2004

/s/ Joseph F. Downes

FARALLON CAPITAL MANAGEMENT, L.L.C., By Joseph F. Downes Managing Member

/s/ Joseph F. Downes

Joseph F. Downes, individually and as attorney-in-fact for each of David I. Cohen, Chun R. Ding, William F. Duhamel, Charles E. Ellwein, Richard B. Fried, Monica R. Landry, William F. Mellin, Stephen L. Millham, Rajiv A. Patel, Derek C. Schrier, Thomas F. Steyer and Mark C. Wehrly.

The Powers of Attorney, each executed by Cohen, Mellin, Millham and Steyer authorizing Downes to sign and file this Schedule 13G on each person's behalf, which were filed with Amendment No. 1 to the Schedule 13D filed with the Securities and Exchange Commission on January 20, 1998, by such Reporting Persons with respect to the Units of Spiros Development Corporation II, Inc., are hereby incorporated by reference. The Powers of Attorney, each executed by Duhamel and Fried authorizing Downes to sign and file this Schedule 13G on each person's behalf, which were filed with Amendment No. 7 to the Schedule 13D filed with the Securities and Exchange Commission on February 9, 1999 by such Reporting Persons with respect to the Callable Class A Common Stock of Crescendo Pharmaceuticals Corporation, are hereby incorporated by reference. The Power of Attorney executed by Mark C. Wehrly authorizing Downes to sign and file this Schedule 13G on his behalf, which was filed with

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Amendment No. 4 to the Schedule 13D filed with the Securities and Exchange Commission on January 18, 2000, by such Reporting Person with respect to the Class A Common Stock of Momentum Business Applications, Inc., is hereby incorporated by reference. The Power of Attorney executed by Monica R. Landry authorizing Downes, as well as Steyer and Cohen, to sign and file this Schedule 13G on her behalf, which was filed with the Schedule 13G filed with the Securities and Exchange Commission on January 22, 2001, by such Reporting Person with respect to the Common Stock of Korn/Ferry International is hereby incorporated by reference. The Powers of Attorney executed by each of Chun R. Ding and Derek C. Schrier authorizing Downes to sign and file this Schedule 13G on his behalf, which was filed with Amendment No. 1 to the Schedule 13D filed with the Securities and Exchange Commission on July 2, 2003, by such Reporting Person with respect to the Common Stock of Salix Pharmaceuticals, Ltd., is hereby incorporated by reference. The Powers of Attorney executed by each of Charles E. Ellwein and Rajiv A. Patel authorizing Downes to sign and file this Schedule 13G on his behalf, which was filed with Amendment No. 4 to the Schedule 13G filed with the Securities and Exchange Commission on January 8, 2004 by such Reporting Person with respect to the Common Stock of Catalytica Energy Systems, Inc., is hereby incorporated by reference.

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EXHIBIT INDEX

EXHIBIT 1

Joint Acquisition Statement Pursuant to Section 240.13d1(k)

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EXHIBIT 1 to SCHEDULE 13G

JOINT ACQUISITION STATEMENT PURSUANT TO SECTION 240.13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him, her or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the other entities or persons, except to the extent that he, she or it knows or has reason to believe that such information is inaccurate.

Dated: February 3, 2004

/s/ Joseph F. Downes

FARALLON PARTNERS, L.L.C., on its own behalf and as General Partner of FARALLON CAPITAL PARTNERS, L.P., FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P., FARALLON CAPITAL INSTITUTIONAL PARTNERS II, L.P., FARALLON CAPITAL INSTITUTIONAL PARTNERS III, L.P., And TINICUM PARTNERS, L.P., By Joseph F. Downes Managing Member

/s/ Joseph F. Downes

FARALLON CAPITAL MANAGEMENT, L.L.C. By Joseph F. Downes Managing Member

/s/ Joseph F. Downes

Joseph F. Downes, individually and as attorney-in-fact for each of David I. Cohen, Chun R. Ding, William F. Duhamel, Charles E. Ellwein, Richard B. Fried, Monica R. Landry, William F. Mellin, Stephen L. Millham, Rajiv A. Patel, Derek C. Schrier, Thomas F. Steyer and Mark C. Wehrly.

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