

Dawkins Alwyn
Form 4
February 12, 2019

FORM 4

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

OMB APPROVAL

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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 *
Dawkins Alwyn

(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)
02/08/2019

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)
EVP, Conferences

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)	
			Code	V	Amount or Price			
Common Stock	02/08/2019		M		3,559 (2)	A	\$ 0 34,644	D
Common Stock	02/08/2019		F		1,650 (5)	D	\$ 138.74 32,994	D
Common Stock	02/08/2019		M		4,221 (3)	A	\$ 0 37,215	D
Common Stock	02/08/2019		F		1,609 (5)	D	\$ 138.74 35,606	D
Common Stock	02/09/2019		M		3,961 (4)	A	\$ 0 39,567	D

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Common Stock 02/09/2019 F 1,836⁽⁵⁾ D \$ 138.74 37,731 D

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

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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 Securities (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	02/08/2019		A		<u>14,236</u> ⁽¹⁾		<u>(1)</u>	<u>(1)</u>	Common Stock	14,236
Restricted Stock Units	\$ 0	02/08/2019		M		<u>3,559</u> ⁽²⁾		<u>(2)</u>	<u>(2)</u>	Common Stock	3,559
Restricted Stock Units	\$ 0	02/08/2019		M		<u>4,221</u> ⁽³⁾		<u>(3)</u>	<u>(3)</u>	Common Stock	4,221
Restricted Stock Units	\$ 0	02/09/2019		M		<u>3,961</u> ⁽⁴⁾		<u>(4)</u>	<u>(4)</u>	Common Stock	3,961

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Dawkins Alwyn
56 TOP GALLANT ROAD
P.O. BOX 10212
STAMFORD, CT 06904-2212

EVP, Conferences

Signatures

/s/ Kevin Tang for Alwyn
Dawkins

02/12/2019

__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 performance-based RSUs were awarded on February 8, 2018 and vest in four substantially equal annual installments, commencing on February 8, 2019. This represents the actual number of RSUs awarded after the performance metric was certified.
- (2) Represents shares acquired upon the vesting of the first installment of the RSUs noted in footnote 1 on February 8, 2019.
- (3) These RSUs vest in four substantially equal annual installments, commencing on February 8, 2017. This represents the 2019 installment.
- (4) These RSUs vest in four substantially equal annual installments, commencing on February 9, 2016. This represents the 2019 installment.
- (5) Represents shares withheld for the payment of applicable income and payroll withholding taxes.

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.