## Edgar Filing: GARTNER INC - Form 4

GARTNER INC

Form 4											
April 04, 2012	<b>TORM 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION						COMMISSION				
~			ashington,					Number:	3235-0287		
Check this if no longe subject to Section 16 Form 4 or Form 5	er <b>STATEM</b>		SECUR	GES IN BENEFICIAL OWNERSHIP OF SECURITIES					January 31, 2005 average Irs per 0.5		
Form 5 obligations may continue. See Instruction 1(b). 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 R	esponses)										
1. Name and Address of Reporting Person *2. IssuerGRABE WILLIAM OSymbolGARTN				Ticker or ' [IT]	Fradin	g	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 56 TOP GAI	of Earliest Tr Day/Year) 2012	)12 -				Officer (give title 10% Owner Officer (give title 0ther (specify below)					
			endment, Da onth/Day/Year	-			<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>				
STAMFORE	D, CT 06904-2212	2					Form filed by I Person	More than One Ro	eporting		
(City)	(State) (2	Zip) Tal	ole I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, i any (Month/Day/Year	Code ) (Instr. 8)	4. Securi onAcquirec Disposec (Instr. 3, Amount	l (A) o l of (D	)	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)		
Common Stock	04/02/2012		J <u>(2)</u>	348	A	\$0	87,496	D			

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transacti Code (Instr. 8)	Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. H Den Sec (Ins
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock Equivalents (CSE)	\$ 0	04/02/2012		A	348		<u>(1)</u>	<u>(1)</u>	Common Stock	348	
Common Stock Equivalents (CSE)	\$ 0	04/02/2012		J <u>(2)</u>		348	<u>(1)</u>	<u>(1)</u>	Common Stock	348	

er

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Othe				
GRABE WILLIAM O 56 TOP GALLANT RD P.O. BOX STAMFORD, CT 06904-2212	Х							
Signatures								
/s/ Jane Lucas for William O. Grabe		04/03/2012	2					

\*\*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).

These are Common Stock Equivalents (CSE) received as compensation for service as an outside director of Gartner, Inc. They were granted under the Company's 2003 Long-Term Incentive Plan (LTIP). The Common Stock Equvalents convert into Gartner Common

- granded under the Company's 2005 Eolig-Term meentive Flan (EFR). The Common stock Equivalents convert into Gather Common Stock on the date the outside director's continuous status as a director terminates, or as otherwise provided in the 2003 LTIP or the 1993 Directors' Stock option plan for prior transactions.
- (2) This reporting person has elected to receive an immediate distribution of the CSE shares

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. 48px;font-size:10pt;">In connection with his service as Executive Vice President & Chief Operating Officer of the Company, Mr. Tompkins will be entitled to receive an increased base salary, increased target

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short-term annual incentive opportunity as a percentage of base salary from 80% to 120%, and increased target long-term incentive opportunity as a percentage of base salary from 158% to 250%.

In addition, on December 14, 2016, the Company's Board of Directors elected Timothy K. Flanagan, 39, to assume the duties of Executive Vice President, Chief Financial Officer & Treasurer of the Company, effective January 1, 2017. Mr. Flanagan has held several positions with the Company since April 2008, most recently serving as Vice President, Corporate Controller & Chief Accounting Officer since March 2012. He was Assistant Controller (February 2010 to March 2012), and Director, Internal Audit (April 2008 to February 2010).

In connection with his service as Executive Vice President, Chief Financial Officer & Treasurer of the Company, Mr. Flanagan will be entitled to receive an increased base salary, increased target short-term annual incentive opportunity as a percentage of base salary from 50% to 80%, and increased target long-term incentive opportunity as a percentage of base salary from 90% to 175%.

A copy of the press release relating to the promotions of Messrs. Tompkins and Flanagan is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number Description

99.1 Cliffs Natural Resources Inc. published a news release on December 14, 2016 captioned, "Cliffs Natural Resources Inc. Announces Executive Leadership Promotions"

#### 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.

#### CLIFFS NATURAL RESOURCES INC.

Date: December 14, 2016 By: /s/ James D. Graham Name: James D. Graham Title: Executive Vice President, Chief Legal Officer & Secretary

### EXHIBIT INDEX

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