

GOVERNANCE/NOMINATING COMMITTEE CHARTER

The Board of Directors (the "Board") of Gartner, Inc. (the "Company") has constituted a Corporate Governance/Nominating Committee (the "Committee" or "Governance/Nominating Committee") with authority, responsibility and duties as described in this Governance/Nominating Committee Charter (the "Charter"). The Company shall post this charter on its website.

COMPOSITION

The Committee will consist of not less than three (3) directors, each of whom meets the independence requirements of the listing standards of the New York Stock Exchange ("NYSE"). The Board shall appoint the Committee members and the Chairperson of the Committee (the "Chairperson") and shall have the power to remove a Committee member for any reason. If a Chairperson is not designated or present at a meeting of the Committee, the members of the Committee may designate a Chairperson by majority vote.

RESPONSIBILITIES AND FUNCTIONS

The Committee will be responsible for the effective functioning of the Board and for taking a leadership role in shaping the corporate governance of the Company, to the extent that applicable law does not require such responsibility to be vested in the full Board. Although the Board expects that the Committee's responsibilities and functions will evolve with the needs of the Company, at a minimum the Committee shall:

- Make recommendations to the Board with respect to the size, composition and organization of the Board and the size, composition, organization and functions of the Board's committees.
- Develop and recommend to the Board criteria for the selection of directors, to include procedures for soliciting and reviewing potential nominees and the identification of minimum and desired qualifications, skills, expertise, qualities and characteristics of potential directors.
- Assist the Board in determining whether individual directors have material relationships with the Company that may interfere with their independence, as provided under the listing standards of the NYSE, and if appropriate, develop and recommend to the Board categorical standards for determining whether individual directors are independent.
- Identify to the Board, after consultation with the Chief Executive Officer ("CEO"), individuals who are qualified to become directors, consistent with criteria approved by the Board.
- Review the contributions of incumbent directors to determine whether to recommend them for re-nomination to the Board.
- Select or recommend to the Board for selection, after consultation with the CEO, nominees for election as directors at the next annual meeting of shareholders.
- If the Company is legally required by contract or otherwise to provide third parties with the ability to nominate directors, identify to the Board any nominees selected or nominated by such third parties.
- Consider and evaluate individuals who are nominated by shareholders for election to the Board.
- Oversee the evaluation of the Board and management, including conducting surveys of director observations, suggestions and preferences.
- Develop and recommend to the Board continuing qualification requirements for directors and officers and periodically evaluate compliance with such requirements.
- Periodically evaluate Board and Board committee performance to assess how well the Board and its committees are functioning.
- Periodically review with the CEO the performance and contributions of individual directors.

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- Evaluate and recommend, when appropriate, the removal of individual directors in accordance with the Board's governance principles, for cause or for other appropriate reasons.
- Submit to the Board annually candidates for membership on the Board's committees and recommend chairpersons for each committee.
- Review and recommend policies regarding the tenure and retirement of directors.
- Identify departing members of the Board for potential appointments as Directors Emeritus and make recommendations to the Board concerning such appointments.
- Recommend procedures for the smooth functioning of the Board, including the calendar, agenda and information requirements for meetings of the Board, meetings of committees of the Board, regularly scheduled executive sessions of non-management directors and at least annual executive sessions consisting of only independent directors.
- Manage the periodic evaluation process regarding the performance of the CEO.
- Consider and recommend to the Board candidates for successor to the CEO of the Company and other principal corporate officers when vacancies occur in those offices.
- Develop and review with the CEO and the Compensation Committee of the Board matters relating to management succession.
- Conduct an annual review on succession planning, report the Committee's findings and recommendations to the Board and work with the Board in evaluating potential successors to executive management positions.
- Promulgate ethics policies for the Company.
- Form and delegate authority to subcommittees when appropriate.
- If a search firm is to assist the Committee in the identification or evaluation of any director candidate, the Committee shall have the sole authority to retain and terminate any such search firm, including sole authority to approve such firm's fees and other retention terms. The Committee shall also have the authority to obtain advice and assistance from internal or external legal, accounting or other advisors.
- Make regular reports to the Board.
- Review and assess the adequacy of this Charter annually and recommend any proposed changes to the Board for approval.

CORPORATE GOVERNANCE PRINCIPLES

In addition, the Committee is charged with developing and recommending to the Board a set of corporate governance principles applicable to the Company. These principles must include, at a minimum, the following:

- Director qualification standards, which, at a minimum, should reflect the independence requirements of the NYSE, and which may also address other substantive qualification requirements, including policies limiting the number of boards on which a director may sit and policies regarding director tenure, retirement and succession.
- Director responsibilities, which should clearly articulate what is expected from a director, including basic duties and responsibilities with respect to attendance at Board meetings and advance review of meeting materials.
- Director access to management and, as necessary and appropriate, independent advisors.
- Responsibilities of standing Board committees.
- Director compensation, which should include general principles for determining the form and amount of director compensation (and for reviewing those principles, as appropriate). The Board should periodically critically evaluate the impact on directors' independence if directors' fees and emoluments exceed what is customary, if the Company makes substantial charitable contributions to organizations in which a director is affiliated, or if the Company

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- enters into consulting contracts with, or provides other indirect forms of compensation to, a director. The Board should also critically evaluate each of these matters when determining the form and amount of director compensation.
- Director orientation and continuing education, including establishing an effective orientation program to familiarize new directors with the Company's strategic plans, its significant financial, accounting and risk management issues, its compliance programs, its conflict policies and other controls, its principal officers and its internal and independent auditors.
 - Management Succession. Succession planning should include policies and principles for CEO selection and performance review, as well as policies regarding succession in the event of an emergency or the retirement of the CEO.
 - Annual performance evaluation of the Board. The Board should conduct a self-evaluation at least annually to determine whether it and its committees are functioning effectively.

The Company shall post its corporate governance principles on its website.

EVALUATION

The Board shall conduct an annual performance evaluation of the Governance/Nominating Committee in light of its duties and responsibilities as set forth in this Charter.