Edgar Filing: POPE DAVID L. - Form 4

DODE DAVID

Form 4									
Check this box if no longer subject to Section 16. Form 4 or Form 5 Filed put	STATES SECUR Was MENT OF CHAN rsuant to Section 14 (a) of the Public Ut 30(h) of the In	shington, GES IN I SECUR 6(a) of the ility Hold	D.C. 205 BENEFI ITIES e Securiti ling Com	549 CIA es Ez pany	L OW kchang Act o	NERSHIP OF ge Act of 1934, of 1935 or Sectio	OMB Number: Expires: Estimated a burden hou response	irs per	
(Print or Type Responses)									
1. Name and Address of Reporting POPE DAVID L.	Symbol	2. Issuer Name and Ticker or Trading Symbol I2 TECHNOLOGIES INC [ITWO]				5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (I2 TECHNOLOGIES INC., LUNA ROAD	(Month/D	•	ansaction			(Cheo X_ Director Officer (give below)		e) 6 Owner er (specify	
(Street)	Street) 4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 				
DALLAS, TX 75234						Form filed by I Person			
(City) (State)	(Zip) Tabl	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transaction Da (Month/Day/Year		Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3, Amount	l (A) c 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 05/28/2009 Stock	05/28/2009	D	7,171 (1)	D	\$0	3,583	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. Transactio Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
					(Instr. 3, 4, and 5)						
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
POPE DAVID L. I2 TECHNOLOGIES INC. 11701 LUNA ROAD DALLAS, TX 75234	Х						
Signatures							
Robin Gunter, Attorney-in-Fact	06/	01/2009					
<u>**</u> 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) Forfeiture of restricted stock as a result of termination of service from i2's Board of Directors.

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.