

I2 TECHNOLOGIES INC  
Form 4/A  
November 13, 2009

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
SIDHU SANJIV S

(Last) (First) (Middle)

10221 INWOOD ROAD

(Street)

DALLAS, TX 75229

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
I2 TECHNOLOGIES INC [ITWO]

3. Date of Earliest Transaction (Month/Day/Year)  
08/25/2009

4. If Amendment, Date Original Filed (Month/Day/Year)  
08/27/2009

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)  
\_X\_ 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/25/2009		S		772,200	D	\$ 15.27
							3,480,820 (1)
Common Stock	08/25/2009		S		227,800	D	\$ 15.27
							1,026,880 (2)

As General Partner of Sidhu-Singh Family Investments, Ltd.

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**

SEC 1474 (9-02)

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)

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SIDHU SANJIV S 10221 INWOOD ROAD DALLAS, TX 75229		X		

## Signatures

/s/ Sanjiv S.  
Sidhu 11/13/2009

\*\*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) The reporting persons are amending this Form 4 to correct a mistake in the number of shares beneficially owned by Mr. Sidhu following the transaction. 431,965 shares of common stock, par value \$0.00025 per share of i2 Technologies, Inc. reported as being held directly by Mr. Sidhu should have been reported as being held by Sidhu-Singh Family Investments, Ltd.

(2) The reporting person are amending this Form 4 to correct a mistake in the number of shares beneficially owned by Mr. Sidhu as General Partner of Sidhu-Singh Family Investments, Ltd. following the transaction. 431,965 shares of common stock, par value \$0.00025 per share of i2 Technologies, Inc. reported as being held directly by Mr. Sidhu should have been reported as being beneficially held by Mr. Sidhu as General Partner of Sidhu-Singh Family Investments, Ltd. Mr. Sidhu disclaims beneficial ownership in the shares of common stock of i2 Technologies, Inc. held by Sidhu-Singh Family Investments, Ltd. except to the extent of his pecuniary interest.

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.