

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
 Estimated average burden hours per response... 0.5

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

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 10221 INWOOD ROAD
 (Street)

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

____ Director
 ____ Officer (give title below)
 10% Owner
 ____ Other (specify below)

DALLAS, TX 75229
 (City) (State) (Zip)

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

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 Ownership (Instr. 4)		
				(A) or (D)	Price				
Common Stock	08/25/2009		S	772,200	D	\$ 15.27	3,480,820 (1)	D	
Common Stock	08/25/2009		S	227,800	D	\$ 15.27	1,026,880 (2)	I	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. 3 and 4)
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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.