**GAP INC** Form 4 September 14, 2007

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

**OMB** Number:

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**OMB APPROVAL** 

response...

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

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

**SECURITIES** 

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* FISHER DORIS F

(First)

(Street)

09/12/2007

(Middle)

2. Issuer Name and Ticker or Trading Symbol

GAP INC [GPS]

3. Date of Earliest Transaction

(Month/Day/Year) 09/12/2007

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

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

SAN FRANCISCO, CA 94105

TWO FOLSOM STREET

| (City)                               | (State)                                 | (Zip) Tab   | le I - Non-l                           | Derivative S                                    | ecurit  | ies Acqui   | red, Disposed of   | , or Beneficial  | ly Owned  |
|--------------------------------------|---|---|--|---|---------|-------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Securities oner Dispose (Instr. 3, 4) Amount | d of (Ľ | <b>)</b> )  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common<br>Stock                      | 09/12/2007                              |   | S                                      | 448,105   | D       | \$ 18       | 387,676  | I  | By trusts   |
| Common<br>Stock                      | 09/12/2007                              |   | S                                      | 36,570  | D       | \$<br>18.01 | 351,106  | I  | By trusts   |
| Common<br>Stock                      | 09/12/2007                              |   | S                                      | 10,425  | D       | \$<br>18.02 | 340,681  | I  | By trusts   |
| Common<br>Stock                      | 09/12/2007                              |   | S                                      | 10,050  | D       | \$<br>18.03 | 330,631  | I  | By trusts   |
| Common<br>Stock                      | 09/12/2007                              |   | S                                      | 9,175   | D       | \$<br>18.04 | 321,456  | I  | By trusts   |

D

314,581

Ι

6,875

S

By trusts

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| Common<br>Stock |            |   |        |   | \$<br>18.05 |         |   |           |
|-----------------|------------|---|--------|---|-------------|---------|---|-----------|
| Common<br>Stock | 09/12/2007 | S | 1,000  | D | \$<br>18.06 | 313,581 | I | By trusts |
| Common<br>Stock | 09/12/2007 | S | 2,800  | D | \$<br>18.07 | 310,781 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 18,628 | D | \$ 18       | 292,153 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 16,348 | D | \$<br>18.01 | 275,805 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 7,468  | D | \$<br>18.02 | 268,337 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 7,669  | D | \$<br>18.03 | 260,668 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 2,420  | D | \$<br>18.04 | 258,248 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 1,277  | D | \$<br>18.05 | 256,971 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 1,063  | D | \$<br>18.06 | 255,908 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 12,177 | D | \$<br>18.07 | 243,731 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 7,975  | D | \$<br>18.08 | 235,756 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 14,669 | D | \$<br>18.09 | 221,087 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 10,076 | D | \$ 18.1     | 211,011 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 6,969  | D | \$<br>18.11 | 204,042 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 12,448 | D | \$<br>18.12 | 191,594 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 9,839  | D | \$<br>18.13 | 181,755 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 12,396 | D | \$<br>18.14 | 169,359 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 11,251 | D | \$<br>18.15 | 158,108 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 6,209  | D | \$<br>18.16 | 151,899 | I | By trusts |
|                 | 09/13/2007 | S | 19,233 | D |             | 132,666 | I | By trusts |

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| Common<br>Stock |            |   |        |   | \$<br>18.17 |         |   |           |
|-----------------|------------|---|--------|---|-------------|---------|---|-----------|
| Common<br>Stock | 09/13/2007 | S | 21,492 | D | \$<br>18.18 | 111,174 | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 19,482 | D | \$<br>18.19 | 91,692  | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 11,167 | D |             | 80,525  | I | By trusts |
| Common<br>Stock | 09/13/2007 | S | 17,908 | D | \$<br>18.21 | 62,617  | I | By trusts |

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.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 4.<br>Transactio<br>Code<br>(Instr. 8) | 5. DrNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |                     | ate                | Secur | ınt of<br>rlying                       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|---|--------------------------------------|--|---|---------------------|--------------------|-------|--|---|---|
|   |   |                                      | Code V                                 | (A) (D)   | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |   |   |

# **Reporting Owners**

SAN FRANCISCO, CA 94105

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
|                                | Director      | 10% Owner | Officer | Other |  |  |  |
| FISHER DORIS F                 |               |           |         |       |  |  |  |
| TWO FOLSOM STREET              | X             |           |         |       |  |  |  |

# **Signatures**

Jane Spray, Attorney-in-fact 09/14/2007

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\*\*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).

### **Remarks:**

This is form 1 of 2 Forms 4 filed by the reporting person on 9/14/2007 reporting transactions on 9/12/2007 and 9/13/2007. In 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.

Signatures 4