FISHER WILLIAM SYDNEY

Form 4 April 24, 2008

FORM 4

if no longer

Section 16.

Form 4 or

obligations

Form 5

subject to

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box 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

may continue. See Instruction

1(b).

(Last)

1400

(Print or Type Responses)

1. Name and Address of Reporting Person * FISHER WILLIAM SYDNEY

(First)

2. Issuer Name and Ticker or Trading

Symbol

GAP INC [GPS]

3. Date of Earliest Transaction

(Month/Day/Year) 04/22/2008

Officer (give title below)

_X__ 10% Owner __ Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

ONE MARITIME PLAZA, SUITE

(Street)

(Middle)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

Applicable Line)

Director

X Form filed by One Reporting Person Form filed by More than One Reporting

Issuer

SAN FRANCISCO, CA 94111

(City)	(State)	(Zip) 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)	Code (Instr. 8)	(A) or			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	04/22/2008		Code V S	Amount 17,008	` '	Price \$ 18		D			
Stock	04/22/2008		S	17,008	D	\$ 10	17,734,489	D			
Common Stock	04/22/2008		S	1,850	D	\$ 18.01	17,732,639	D			
Common Stock	04/22/2008		S	5,700	D	\$ 18.02	17,726,939	D			
Common Stock	04/22/2008		S	17,750	D	\$ 18.03	17,709,189	D			
Common Stock	04/22/2008		S	3,250	D	\$ 18.04	17,705,939	D			

Edgar Filing: FISHER WILLIAM SYDNEY - Form 4

Common Stock	04/22/2008	S	7,400	D	\$ 18.05	17,698,539	D
Common Stock	04/22/2008	S	8,450	D	\$ 18.06	17,690,089	D
Common Stock	04/22/2008	S	4,900	D	\$ 18.07	17,685,189	D
Common Stock	04/22/2008	S	5,200	D	\$ 18.08	17,679,989	D
Common Stock	04/22/2008	S	1,850	D	\$ 18.1	17,678,139	D
Common Stock	04/22/2008	S	2,000	D	\$ 18.11	17,676,139	D
Common Stock	04/22/2008	S	450	D	\$ 18.12	17,675,689	D
Common Stock	04/22/2008	S	1,450	D	\$ 18.13	17,674,239	D
Common Stock	04/22/2008	S	6,950	D	\$ 18.14	17,667,289	D
Common Stock	04/22/2008	S	24,397	D	\$ 18.15	17,642,892	D
Common Stock	04/22/2008	S	13,950	D	\$ 18.16	17,628,942	D
Common Stock	04/22/2008	S	17,864	D	\$ 18.17	17,611,078	D
Common Stock	04/22/2008	S	22,136	D	\$ 18.18	17,588,942	D
Common Stock	04/22/2008	S	11,753	D	\$ 18.19	17,577,189	D
Common Stock	04/22/2008	S	8,550	D	\$ 18.2	17,568,639	D
Common Stock	04/22/2008	S	11,150	D	\$ 18.21	17,557,489	D
Common Stock	04/22/2008	S	9,555	D	\$ 18.22	17,547,934	D
Common Stock	04/22/2008	S	2,100	D	\$ 18.23	17,545,834	D
Common Stock	04/22/2008	S	10,100	D	\$ 18.24	17,535,734	D
Common Stock	04/22/2008	S	7,674	D	\$ 18.25	17,528,060	D
	04/22/2008	S	7,313	D		17,520,747	D

Edgar Filing: FISHER WILLIAM SYDNEY - Form 4

Common Stock					\$ 18.26		
Common Stock	04/22/2008	S	3,000	D	\$ 18.27	17,517,747	D
Common Stock	04/22/2008	S	800	D	\$ 18.29	17,516,947	D
Common Stock	04/22/2008	S	600	D	\$ 18.3	17,516,347	D
Common Stock	04/22/2008	S	650	D	\$ 18.31	17,515,697	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.

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	Date	7. Titl Amou Under Securi (Instr.	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
. 0	Director	10% Owner	Officer	Other			
FISHER WILLIAM SYDNEY ONE MARITIME PLAZA, SUITE 1400 SAN FRANCISCO, CA 94111		X					

Signatures

Jane Spray,

Attorney-in-fact 04/23/2008

Reporting Owners 3

**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 4/24/2008 reporting transactions on 4/22/2008.

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