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GAP INC Form 4										
July 01, 2014										
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FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). TATEMENT OF CHANGES IN BENEL STATEMENT OF CHANGES IN BENEL SECURITIES Filed pursuant to Section 16(a) of the Secur 30(h) of the Investment Compa						EFICIAL OWNERSHIP OF ES Estimated avera burden hours per response				
(Print or Type R	esponses)									
1. Name and Address of Reporting Person <u>*</u> FISHER ROBERT J			2. Issuer Name and Ticker or Trading Symbol GAP INC [GPS]			5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) TWO FOLSOM ST			3. Date of Earliest Transaction (Month/Day/Year) 06/30/2014			(Check all applicable) <u>X</u> Director Officer (give title 10% Owner below) Other (specify below)				
SAN FRAN	05-1205	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 Form filed by More than One Reporting 					
(City)	(State)	(Zip)					Person			
1.Title of	2. Transaction Date 2A. De (Month/Day/Year) Executi any		ed	3. Transactio Code (Instr. 8)	4. Securit	(A) or of (D) and 5)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
				Code V	Amount	(A)or(D) Price	Transaction(s) (Instr. 3 and 4)			
Reminder: Repo	ort on a separate line	e for each cl	ass of sec	urities benef	Perso inforn requir	ns who rest nation cont ed to resp ys a curre	or indirectly. Spond to the collectained in this form and unless the for ntly valid OMB co	are not m	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		

	Derivative Security			(Disposed of (D) (Instr. 3, 4, and 5)					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount o Number o Shares
Dividend Equivalent Rights (1)	\$ 0	06/30/2014	А		280.6438		(2)	(3)	Common Stock	280.643
Stock Units (4)	\$ 0	06/30/2014	А		3,368		(5)	(3)	Common Stock	3,368

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
FISHER ROBERT J								
TWO FOLSOM ST	Х							
SAN FRANCISCO, CA 94105-1205								
Signatures								
By: Marie Ma, Power of Attorney For		07/01	/2014					

Robert J.

**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) Each dividend equivalent right is the economic equivalent of one share of Gap Inc. common stock.

The dividend equivalent rights accrued on stock units originally granted on June 30, 2011, June 30, 2012 and June 30, 2013 and are (2) immediately vested. Vested shares are delivered to the reporting person no sooner than 3 years from the date of grant, unless further deferred, or immediately upon cessation of service as a member of the Board, if earlier.

- (3) Not applicable.
- (4) Each stock unit represents a contingent right to receive one share of Gap Inc. common stock.
- Each stock unit is immediately vested. However, delivery of the shares is deferred until three years from the date of grant, unless further (5) deferred, or immediately upon cessation of service as a member of the Board, if earlier.

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.