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GOLDNER Form 4	BRIAN											
July 03, 201	ЛЛ									PPROVAL	L	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									N OMB Number:	3235-0		
Check t if no lor subject Section Form 4 Form 5 obligati may con <i>See</i> Inst 1(b).	nger to 16. or Filed pu ons stinue.	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									January 31,Expires:2005Estimated averageburden hours perresponse0.5	
(Print or Type	Responses)											
1. Name and Address of Reporting Person <u>*</u> GOLDNER BRIAN			2. Issuer Name and Ticker or Trading Symbol GAP INC [GPS]				ng	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) TWO FOLSOM ST			3. Date of Earliest Transaction (Month/Day/Year) 08/12/2017			XDirector10% Owner Officer (give titleOther (specify below)below)						
SAN FRAI	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)	Tah	la I Non I	Donivot	ivo Soom	itios A	Person	of or Dopoficio	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	-	ed Date, if	3. Transactio Code (Instr. 8) Code V	4. Sec nAcqui Dispos (Instr.	urities red (A) or sed of (D) 3, 4 and 5 (A) or	r) 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 Indirect	of I	
Reminder: Re	port on a separate line	e for each cla	ass of sec	urities bene:	Per info rec dis	rsons wi ormatior juired to	ho res n cont resp	or indirectly. spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	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		

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	Derivative Security				Disposed of ((Instr. 3, 4, an 5)					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Dividend Equivalent Rights (1)	\$ 0	08/12/2017	А		222.6281		(2)	(3)	Common Stock	222.628
Dividend Equivalent Rights (1)	\$ 0	06/30/2018	А		184.7728		(4)	(3)	Common Stock	184.772
Stock Units (5)	\$ 0	06/30/2018	А		4,939		(6)	(3)	Common Stock	4,939

Reporting Owners

Reporting Owner Name / Address				
I g i i i i i i i i i i i i i i i i i i	Director	10% Owner	Officer	Other
GOLDNER BRIAN				
TWO FOLSOM ST	Х			
SAN FRANCISCO, CA 94105-1205				
Signatures				
By: JoAnne Zinman, Power of Attorn Goldner	rian	0′	7/03/2018	
<u>**</u> Signature of Reporting Perso			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 August 12, 2016 and are immediately vested. Vested shares(2) 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.
- The dividend equivalent rights accrued on stock units originally granted on June 30, 2017 and are immediately vested. Vested shares are (4) 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.
- (5) Each stock unit represents a contingent right to receive one share of Gap Inc. common stock.
- (6) Each stock unit is immediately vested. However, delivery of the shares is deferred until three years from the date of grant, unless further 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.