

Shanahan Lauri M
Form 4
March 18, 2008

FORM 4

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

OMB APPROVAL

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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 *
Shanahan Lauri M

2. Issuer Name and Ticker or Trading Symbol
GAP INC [GPS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

GAP INC., 2 FOLSOM STREET

3. Date of Earliest Transaction (Month/Day/Year)
03/14/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
EVP, Chief Legal&Admin Officer

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

SAN FRANCISCO, CA 94105

(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)	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)
				Code	V Amount Price			
Common Stock	03/14/2008		M		2,200 A \$ 14.27	4,940.28	D	
Common Stock	03/14/2008		S		2,200 D \$ 20.29	2,740.28	D	
Common Stock	03/18/2008		M		11,300 A \$ 14.27	14,040.28	D	
Common Stock	03/18/2008		M		50,000 A \$ 17.84	64,040.28	D	
Common Stock	03/18/2008		S		22,620 D \$ 19.98	41,420.28	D	

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Common Stock	03/18/2008		S	200	D	\$ 19.985	41,220.28	D
Common Stock	03/18/2008		S	1,980	D	\$ 19.99	39,240.28	D
Common Stock	03/18/2008		S	600	D	\$ 20	38,640.28	D
Common Stock	03/18/2008		S	3,168	D	\$ 20.01	35,472.28	D
Common Stock	03/18/2008		S	4,332	D	\$ 20.02	31,140.28	D
Common Stock	03/18/2008		S	2,900	D	\$ 20.03	28,240.28	D
Common Stock	03/18/2008		S	500	D	\$ 20.04	27,740.28	D
Common Stock	03/18/2008		S	100	D	\$ 20.28	27,640.28	D
Common Stock	03/18/2008		S	14,300	D	\$ 20.29	13,340.28	D
Common Stock	03/18/2008		S	700	D	\$ 20.295	12,640.28	D
Common Stock	03/18/2008		S	7,400	D	\$ 20.3	5,240.28	D
Common Stock	03/18/2008		S	2,500	D	\$ 20.305	2,740.28	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Amount or Number of Shares
					Code	Date Exercisable	Expiration Date	Title
					V (A) (D)			

