Tsang Kather Form 3	rine									
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						IISSION	OMB		
								Number:	3235-0104	
		INITIAL S	STATEMENT ( SI	OF BEN ECURI		)WNERSHI	Expires: January 31, 2005 Estimated average			
		ion 17(a) of	t to Section 16(a the Public Utilit 0(h) of the Inves	y Holdi	ng Company	Act of 1935		burden hou response	•	
(Print or Type R	Responses)									
Person * S   Â Tsang Katherine G			2. Date of Event Requiring Statement GAP INC [GPS] (Month/Day/Year)			Trading Syn	ng Symbol			
(Last)	(First)	(Middle)	08/16/2010		4. Relationshi Person(s) to Is	p of Reporting		Amendment, D Month/Day/Yea	-	
2 FOLSOM	STREET						(		-,	
	(Street)				(Check	all applicable)	6. Ind	ividual or Joir	t/Group	
					XDirector			(Check Applica orm filed by On		
SAN FRANCISC	O, CAÂ	94105			Officer (give title below	(specify below) (Specify below)	w) Person Fo			
(City)	(State)	(Zip)	Та	ble I - N	Non-Derivati	ive Securitie	s Benefici	ally Owned	1	
1.Title of Secur (Instr. 4)	rity		2. A Ber		f Securities	3. Ownership		Indirect Benef		
Reminder: Repo	-		ach class of securitie	es benefici	ially SI	EC 1473 (7-02)				
	infor requi	mation cont ired to respo	pond to the colle ained in this form and unless the fo MB control numb	n are not rm displ						
Т	able II - De	erivative Secu	rities Beneficially (	Owned (e.	.g., puts, calls,	warrants, optic	ons, convert	ible securities	3)	
1. Title of Deri (Instr. 4)	vative Secur	Exp	ate Exercisable and iration Date y/Day/Year) Expiration	Securiti Derivati (Instr. 4	and Amount of es Underlying ive Security	4. Conversion or Exercise Price of Derivative Security		ip Beneficia (Instr. 5) ve	e of Indirect al Ownership	

Amount or

Number of

Shares

Title

or Indirect

(Instr. 5)

(I)

Exercisable Date

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
	Director	10% Owner	Officer	Other		
Tsang Katherine 2 FOLSOM STREET SAN FRANCISCO, CA 94105	ÂX	Â	Â	Â		
Signatures						
David Jedrzejek, Power of Attorney	08/1	8/2010				
**Signature of Reporting Person	1	Date				

## **Explanation of Responses:**

No securities are beneficially owned

\* If the form is filed by more than one reporting person, see Instruction 5(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).

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.