UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report
(Date of earliest event reported)

September 15, 2026

THE GAP, INC.

(Exact name of registrant as specified in its charter)

Delaware	1-7562	94-1697231
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

Two Folsom Street San Francisco, California	94105
(Address of principal executive offices)	(Zip Code)

(415) 427-0100
(Registrant's telephone number, including area code)

N/A
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol	Name of each exchange on which registered
Common Stock, $0.05 par value	GAP	The New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On September 15, 2026, the board of directors (the "Board") of The Gap, Inc. (the "Company") appointed Kirsten Green to serve as a director of the Company, with such appointment effective the same day.

In connection with Ms. Green's appointment to the Board, she received Company stock units with an initial aggregate value of $185,000 (based on the then-current fair market value of the Company's common stock) upon the effective date of her appointment. The terms of the stock units are consistent with the stock units for the Company's other non-employee directors, as described under the heading "Compensation of Directors" in the Company's 2026 proxy statement, which description is incorporated herein by reference. Ms. Green will also receive a pro rata portion of the current $95,000 annual cash retainer amount for fiscal 2026 that the Company pays to non-employee directors for service as a director.

There are no arrangements or understandings between Ms. Green and any other person pursuant to which she was appointed as a director, and she has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

Item 7.01 Regulation FD Disclosure.

On September 15, 2026, the Company issued a press release announcing the election of Kirsten Green to serve as a director of the Company. A copy of this press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information provided pursuant to this Item 7.01, including Exhibit 99.1 attached hereto, is being furnished to the Securities and Exchange Commission and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Exhibit Description
99.1	Press Release dated September 15, 2026 announcing the appointment of Kirsten Green to the Board
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE GAP, INC.

Date: September 15, 2026

By: /s/ Julie Gruber

Julie Gruber
Executive Vice President and
Chief Legal and Compliance Officer

GAP INC.

Gap Inc. Appoints Kirsten Green to Board of Directors

SAN FRANCISCO – September 15, 2026 – Gap Inc. (NYSE: GAP) today announced the appointment of Kirsten Green, Founder and Managing Partner of Forerunner, to the company's Board of Directors, effective immediately.

A leading venture capital investor, Green brings more than two decades of experience recognizing fundamental shifts in how people relate to the world and supporting the leaders who translate those shifts into generation-defining companies. Since founding Forerunner in 2012, she led the firm to partner with more than 100 companies from their earliest stages through scale, including OURA, Chime, Hims & Hers, Faire, Wispr Flow, Suno, Warby Parker, Dollar Shave Club, and Town.

"Kirsten has a demonstrated ability to anticipate shifts in consumer behavior, meet customers where they are, and translate those insights into meaningful business opportunities," said Richard Dickson, President and CEO of Gap Inc. "Her perspective will be valuable as we build on the renewed strength of our iconic brands, deepen their cultural relevance, extend their reach, and create new avenues for long-term growth."

"Kirsten understands what it takes to turn bold ideas into lasting sources of growth," said Mayo A. Shattuck III, Chair of the Board, Gap Inc. "Her experience partnering with businesses as they evolve and scale will add an important dimension to our Board."

Green founded Forerunner in 2012 with the belief that the way people relate to the world was fundamentally shifting—and that founders who understood those shifts earliest could go on to define and disrupt their categories. Under her leadership, Forerunner has raised nearly $3 billion from leading institutional investors and established a track record of engaged founder partnerships from seed stage through IPO.

Green has earned 10 consecutive appearances on the Forbes Midas List, alongside recognition among *TIME*'s 100 Most Influential People, Forbes' World's 100 Most Powerful Women, Barron's Most Influential Women in Finance and *The New York Times'* Top 20 Venture Capitalists.

"Gap Inc.'s brands have an extraordinary place in people's lives and in culture," said Green. "I'm inspired by the momentum Richard and the team have created and the opportunity ahead to build on that legacy. I'm honored to join the Board and contribute to the company's continued growth."

Green's appointment comes as Gap Inc. builds on the progress of its transformation, strengthening its core businesses while pursuing opportunities to extend the relevance and reach of its brands, including its recent expansion into beauty and accessories.

About Gap Inc.
Gap Inc., a purpose-driven house of iconic brands, is the largest specialty apparel company in America. Its Old Navy, Gap, Banana Republic, and Athleta brands offer clothing, accessories, and lifestyle products for men, women, children worldwide through Company-operated and franchise stores and e-commerce sites. Through Encore, its cross-brand membership program, Gap Inc. connects members across its portfolio to rewards, benefits and exclusive experiences. Since 1969, Gap Inc. has created products and experiences that shape culture, while doing right by employees, communities and the

planet through its commitment to bridge gaps to create a better world. For more information, please visit www.gapinc.com.

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