GOTTSCHALKS INC

Form 4 July 13, 2007

FORM 4

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

OMB

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

3235-0287 Number: January 31, Expires:

2005

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OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

Estimated average burden hours per response...

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SCHMIDT MIKE			2. Issuer Name an Symbol	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle)		(Middle)	GOTTSCHALK 3. Date of Earliest 7	26 2	(Check all applicable)			
C/O GOTTSCHALKS INC, 7 RIVER PARK PLACE			(Month/Day/Year) 07/12/2007	Hailsaction	Director 10% Owner _X_ Officer (give title Other (speci- below) below) SR VP/Director of Stores			
(Street)			4. If Amendment, I Filed(Month/Day/Ye	Č	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
FRESNO,	CA 93720					ore than One Reporting		
(City)	(State)	(Zip)	Table I - Non-	Derivative Securities Acq	uired, Disposed of,	or Beneficially Owned		
1.Title of	2. Transaction	Date 2A. Deem	ned 3.	4. Securities Acquired	5. Amount of	6. Ownership 7. Natur		

e of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3, 4 and 5) (Instr. 3) Code Beneficially (D) or Beneficial (Instr. 8) (Month/Day/Year) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

Common $A^{(1)}$ 07/12/2007 302 Stock

A 6,798 9.758

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	of ng s	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	or Title Nu of	umber		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SCHMIDT MIKE C/O GOTTSCHALKS INC 7 RIVER PARK PLACE FRESNO, CA 93720

SR VP/Director of Stores

Signatures

/s/ Mike Schmidt 07/13/2007

**Signature of Date
Reporting Person

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) Shares were purchased during the issuer's fiscal year pursuant to its Gottschalks Inc. Employee Stock Purchase Plan. The information reported herein is based on a plan statement date of 6/30/07, however, the shares were purchased and recorded on 7/12/07.

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.

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