

GILEAD SCIENCES INC
 Form 4
 July 26, 2006

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
MILLIGAN JOHN F

(Last) (First) (Middle)

333 LAKESIDE DRIVE

(Street)

FOSTER CITY, CA 94404

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

GILEAD SCIENCES INC [GILD]

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

07/25/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

EVP, Chief Financial Officer

6. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	07/25/2006		M		42,176	A	\$ 7.3985 140,697
Common Stock	07/25/2006		S		42,176	D	\$ 60.8 98,521
Common Stock	07/25/2006		M		17,824	A	\$ 11.7579 116,345
Common Stock	07/25/2006		S		400	D	\$ 60.79 115,945
Common Stock	07/25/2006		S		1,546	D	\$ 60.8 114,399

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Common Stock	07/25/2006	S	5,684	D	\$ 60.81	108,715	D
Common Stock	07/25/2006	S	300	D	\$ 60.82	108,415	D
Common Stock	07/25/2006	S	1,000	D	\$ 60.83	107,415	D
Common Stock	07/25/2006	S	900	D	\$ 60.84	106,515	D
Common Stock	07/25/2006	S	3,149	D	\$ 60.85	103,366	D
Common Stock	07/25/2006	S	4,345	D	\$ 60.87	99,021	D
Common Stock	07/25/2006	S	500	D	\$ 60.94	98,521	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 Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 7.3985	07/25/2006		M	42,176	<u>(2)</u>	01/17/2011	Common Stock	42,176
Non-Qualified Stock Option (right to buy)	\$ 11.7579	07/25/2006		M	17,824	<u>(1)</u>	11/08/2010	Common Stock	17,824

Reporting Owners

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer

Other

MILLIGAN JOHN F
333 LAKESIDE DRIVE
FOSTER CITY, CA 94404

EVP, Chief Financial Officer

Signatures

/s/ John F.
Milligan 07/26/2006

Signature of Reporting Person 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) The option vested 20% on November 8, 2001, the first anniversary date of the grant. The balance vested every three months thereafter until fully vested on November 8, 2005.
- (2) The option vested 20% on January 18, 2002, the first anniversary date of the grant. The balance vested every three months thereafter until fully vested on January 18, 2006

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.