

GILEAD SCIENCES INC
Form 4
October 10, 2007

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 *
MARTIN JOHN C

(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)
10/09/2007

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)
President and CEO

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	10/09/2007		M		784 ⁽¹⁾ A \$ 1.4297	D	
Common Stock	10/09/2007		M		69,216 ⁽¹⁾ A \$ 3.6485	D	
Common Stock	10/09/2007		S		784 ⁽¹⁾ D \$ 41.69	D	1,545,265
Common Stock	10/09/2007		S		9,216 ⁽¹⁾ D \$ 41.69	D	1,536,049
Common Stock	10/09/2007		S		10,000 ⁽¹⁾ D \$ 41.7	D	1,526,049

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Common Stock	10/09/2007	S	<u>5,000</u> (1)	D	\$ 41.68	1,521,049	D
Common Stock	10/09/2007	S	<u>5,000</u> (1)	D	\$ 41.72	1,516,049	D
Common Stock	10/09/2007	S	<u>2,000</u> (1)	D	\$ 41.74	1,514,049	D
Common Stock	10/09/2007	S	<u>3,000</u> (1)	D	\$ 41.78	1,511,049	D
Common Stock	10/09/2007	S	<u>5,000</u> (1)	D	\$ 41.83	1,506,049	D
Common Stock	10/09/2007	S	<u>5,000</u> (1)	D	\$ 41.82	1,501,049	D
Common Stock	10/09/2007	P	<u>10,000</u> (1)	D	\$ 41.84	1,491,049	D
Common Stock	10/09/2007	S	<u>10,000</u> (1)	D	\$ 41.85	1,481,049	D
Common Stock	10/09/2007	S	<u>5,000</u> (1)	D	\$ 41.8	1,476,049	D

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

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(9-02)

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)	\$ 1.4297	10/09/2007		M	784	<u>(2)</u>	07/22/2008	Common Stock	784
Non-qualified stock option(right to buy)	\$ 3.6485	10/09/2007		M	69,216	<u>(3)</u>	07/21/2009	Common Stock	69,216

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARTIN JOHN C 333 LAKESIDE DRIVE FOSTER CITY, CA 94404	X		President and CEO	

Signatures

/s/ John C.
Martin

10/09/2007

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 exercise and sale transactions reported in this Form 4 are made pursuant to a Rule 10b5-1 trading plan established by Dr. Martin on August 29, 2006.
 - (2) The options vested 20% on July 23, 1999, the first anniversary date of the grant. The balance vested 5% every three months thereafter and was fully vested as of July 23, 2003.
 - (3) The options vested 20% on July 22, 2000, the first anniversary date of the grant. The balance vested 5% every three months thereafter and was fully vested as of July 22, 2004.

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.