

MARTIN JOHN C
Form 4
November 08, 2004

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)
11/05/2004

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/05/2004		M	V Amount Price 120,000 A \$ 4.0938	787,014 ⁽¹⁾ <u>(2)</u>	D	
Common Stock	11/05/2004		S	5,000 D \$ 37.94	782,014	D	
Common Stock	11/05/2004		S	10,000 D \$ 37.92	772,014	D	
Common Stock	11/05/2004		S	5,000 D \$ 37.9	767,014	D	
Common Stock	11/05/2004		S	5,000 D \$ 37.89	762,014	D	

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Common Stock	11/05/2004	S	5,000	D	\$ 37.86	757,014	D
Common Stock	11/05/2004	S	5,000	D	\$ 37.8	752,014	D
Common Stock	11/05/2004	S	5,000	D	\$ 37.76	747,014	D
Common Stock	11/05/2004	S	10,000	D	\$ 37.63	737,014	D
Common Stock	11/05/2004	S	5,000	D	\$ 37.6	732,014	D
Common Stock	11/05/2004	S	10,000	D	\$ 37.58	722,014	D
Common Stock	11/05/2004	S	200	D	\$ 37.53	721,814	D
Common Stock	11/05/2004	S	1,638	D	\$ 37.52	720,176	D
Common Stock	11/05/2004	S	100	D	\$ 37.51	720,076	D
Common Stock	11/05/2004	S	29,100	D	\$ 37.5	690,976	D
Common Stock	11/05/2004	S	7,657	D	\$ 37.11	683,319	D
Common Stock	11/05/2004	S	1,600	D	\$ 37.1	681,719	D
Common Stock	11/05/2004	S	400	D	\$ 37.08	681,319	D
Common Stock	11/05/2004	S	2,000	D	\$ 37.07	679,319	D
Common Stock	11/05/2004	S	2,600	D	\$ 37.06	676,719	D
Common Stock	11/05/2004	S	6,143	D	\$ 37.05	670,576	D
Common Stock	11/05/2004	S	962	D	\$ 37.03	669,614	D
Common Stock	11/05/2004	S	1,000	D	\$ 37	668,614	D
Common Stock	11/05/2004	S	1,600	D	\$ 37.09	667,014	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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am Nur Sha
Non-Qualified Stock Option (right to buy)	\$ 4.0938	11/05/2004		M	120,000	(3)	04/24/2006	Common Stock	12

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

11/08/2004

__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) All shares and dollar amounts reflect a two-for-one split that was effected on September 3, 2004 benefitting all shareholders of record as of August 12, 2004.
- (2) Amount of Securities Beneficially Owned Following Reported Transaction(s) (Table 1, Col. 5) includes 1,434 shares acquired under the Gilead Sciences, Inc. Employee Stock Purchase Plan on June 30, 2004.
- (3) Shares vested 20% annually beginning on April 24, 1997, the first anniversary date of the grant.

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.