

GILEAD SCIENCES INC
Form 4
May 06, 2005

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 *
LEE WILLIAM A

(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)
05/04/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

SVP Research and PPD

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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)
				(A) or (D)	Price		
Common Stock					80,262 ⁽¹⁾	I	Trust
Common Stock	05/04/2005		M	50,000 A	\$ 7.2969	D	
Common Stock	05/04/2005		M	19,200 A	\$ 2.8594	D	
Common Stock	05/04/2005		S	10,000 D	\$ 38.6	D	
Common Stock	05/04/2005		S	17,000 D	\$ 38.66	D	

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Common stock	05/04/2005	S	10,000	D	\$ 38.69	69,160	D
Common Stock	05/04/2005	S	3,000	D	\$ 38.72	66,160	D
Common Stock	05/04/2005	S	10,000	D	\$ 39	56,160	D
Common Stock	05/04/2005	S	11,800	D	\$ 39	44,360	D
Common Stock	05/04/2005	S	1,000	D	\$ 39.02	43,360	D
Common Stock	05/04/2005	S	400	D	\$ 39.03	42,960	D
Common Stock	05/04/2005	S	1,000	D	\$ 39.04	41,960	D
Common stock	05/04/2005	S	800	D	\$ 39.05	41,160	D
Common Stock	05/04/2005	S	400	D	\$ 39.06	40,760	D
Common stock	05/04/2005	S	2,400	D	\$ 39.07	38,360	D
Common stock	05/04/2005	S	400	D	\$ 39.1	37,960	D
Common Stock	05/04/2005	S	1,000	D	\$ 39.11	36,960	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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title

Common Stock	\$ 2.8594	05/04/2005	M	19,200	<u>(2)</u>	07/22/2008	Common Stock	19,200
Common stock	\$ 7.2969	05/04/2005	M	50,000	<u>(3)</u>	07/21/2009	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEE WILLIAM A 333 LAKESIDE DRIVE FOSTER CITY, CA 94404			SVP Research and PPD	

Signatures

/s/ William A.

Lee 05/05/2005

**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 share and dollar amounts reflect a two-for-one stock split made effective on September 3, 2004 benefitting all stockholders as of the record date August 12, 2004.
- (2) This option was fully vested on 10/23/02.
- (3) This option was fully vested on 7/22/04.

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.