

GILEAD SCIENCES INC
Form 4
October 10, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
YOUNG KEVIN

(Last) (First) (Middle)
GILEAD SCIENCES, INC., 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)
EVP, Commercial Operations

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 | | 10,000 (1) A \$ 16.01 14,681 | D | |
| Common Stock | 10/09/2007 | | M | | 20,000 (1) A \$ 17.675 34,681 | D | |
| Common Stock | 10/09/2007 | | S | | 2,000 (1) D \$ 41.43 32,681 | D | |
| Common Stock | 10/09/2007 | | S | | 500 (1) D \$ 41.49 32,181 | D | |
| Common Stock | 10/09/2007 | | S | | 2,000 (1) D \$ 41.5 30,181 | D | |

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| | | | | | | | |
|--------------|------------|---|---------------------|---|----------|--------|---|
| Common Stock | 10/09/2007 | S | <u>1,000</u> (1) | D | \$ 41.53 | 29,181 | D |
| Common Stock | 10/09/2007 | S | <u>1,000</u> (1) | D | \$ 41.46 | 28,181 | D |
| Common Stock | 10/09/2007 | S | <u>3,500</u> (1) | D | \$ 41.58 | 24,681 | D |
| Common Stock | 10/09/2007 | S | <u>5,500</u> (1) | D | \$ 41.6 | 19,181 | D |
| Common Stock | 10/09/2007 | S | <u>1,000</u> (1) | D | \$ 41.55 | 18,181 | D |
| Common Stock | 10/09/2007 | S | 500 ⁽¹⁾ | D | \$ 41.66 | 17,681 | D |
| Common Stock | 10/09/2007 | S | <u>2,500</u> (1) | D | \$ 41.65 | 15,181 | D |
| Common Stock | 10/09/2007 | S | <u>3,000</u> (1) | D | \$ 41.59 | 12,181 | D |
| Common Stock | 10/09/2007 | S | 500 ⁽¹⁾ | D | \$ 41.51 | 11,681 | D |
| Common Stock | 10/09/2007 | S | <u>2,000</u> (1) | D | \$ 41.62 | 9,681 | D |
| Common Stock | 10/09/2007 | S | <u>1,000</u> (1) | D | \$ 41.64 | 8,681 | D |
| Common Stock | 10/09/2007 | S | <u>2,000</u> (1) | D | \$ 41.56 | 6,681 | D |
| Common Stock | 10/09/2007 | S | <u>1,000</u> (1) | D | \$ 41.61 | 5,681 | D |
| Common Stock | 10/09/2007 | S | <u>1,000</u> (1) | D | \$ 41.65 | 4,681 | 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, | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|

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and 5)

| | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
|---|------|---|-----------|-----|------------------|-----------------|-------|----------------------------|-----|------------|--------------|--------|
| Non-Qualified Stock Option (right to buy) | | | \$ 16.01 | | 10/09/2007 | | M | 10,000 | (2) | 01/26/2015 | Common Stock | 10,000 |
| Non-Qualified Stock Option (right to buy) | | | \$ 17.675 | | 10/09/2007 | | M | 20,000 | (3) | 11/02/2014 | Common Stock | 20,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| YOUNG KEVIN GILEAD SCIENCES, INC. 333 LAKESIDE DRIVE FOSTER CITY, CA 94404 | | | EVP, Commercial Operations | |

Signatures

/s/ Kevin Young 10/09/2007
 **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) The transactions reported in this Form 4 are made pursuant to a Rule 10b5-1 trading plan established by Mr. Young on May 29, 2007.
- (2) Options vest over a five year period with 20% vesting January 26, 2006, the first anniversary of the grant. The options continue to vest in quarterly installments over the next four years, and will be fully vested on January 26, 2010.
- (3) Options vest over a five year period with 20% vesting November 2, 2005, the first anniversary of the grant. The options continue to vest in quarterly installments over the next four years, and will be fully vested on November 2, 2009.

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