

GILEAD SCIENCES INC
Form 4
May 16, 2008

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 *
BERG PAUL

(Last) (First) (Middle)

**BECKMAN CENTER, RM.
B062, STANFORD UNIVERSITY
SCHOOL OF MEDICINE**

(Street)

STANFORD, CA 94305

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GILEAD SCIENCES INC [GILD]

3. Date of Earliest Transaction
(Month/Day/Year)
05/14/2008

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)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 05/14/2008 | | M | 11,850 | A \$ 2.7032 | 35,367 | D |
| Common Stock | 05/14/2008 | | M | 1,600 | A \$ 3.3868 | 36,967 | D |
| Common Stock | 05/14/2008 | | S | 200 | D \$ 53.41 | 36,767 | D |
| Common Stock | 05/14/2008 | | S | 500 | D \$ 53.42 | 36,267 | D |
| Common Stock | 05/14/2008 | | S | 500 | D \$ 53.43 | 35,767 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|-----------|--------|---|
| Common Stock | 05/14/2008 | S | 300 | D | \$ 53.44 | 35,467 | D |
| Common Stock | 05/14/2008 | S | 289 | D | \$ 53.45 | 35,178 | D |
| Common Stock | 05/14/2008 | S | 511 | D | \$ 53.46 | 34,667 | D |
| Common Stock | 05/14/2008 | S | 2,000 | D | \$ 53.47 | 32,667 | D |
| Common Stock | 05/14/2008 | S | 639 | D | \$ 53.48 | 32,028 | D |
| Common Stock | 05/14/2008 | S | 21 | D | \$ 53.49 | 32,007 | D |
| Common Stock | 05/14/2008 | S | 100 | D | \$ 53.495 | 31,907 | D |
| Common Stock | 05/14/2008 | S | 500 | D | \$ 53.5 | 31,407 | D |
| Common Stock | 05/14/2008 | S | 100 | D | \$ 53.505 | 31,307 | D |
| Common Stock | 05/14/2008 | S | 1,150 | D | \$ 53.51 | 30,157 | D |
| Common Stock | 05/14/2008 | S | 506 | D | \$ 53.52 | 29,651 | D |
| Common Stock | 05/14/2008 | S | 200 | D | \$ 53.525 | 29,451 | D |
| Common Stock | 05/14/2008 | S | 700 | D | \$ 53.53 | 28,751 | D |
| Common Stock | 05/14/2008 | S | 700 | D | \$ 53.54 | 28,051 | D |
| Common Stock | 05/14/2008 | S | 200 | D | \$ 53.545 | 27,851 | D |
| Common Stock | 05/14/2008 | S | 400 | D | \$ 53.55 | 27,451 | D |
| Common Stock | 05/14/2008 | S | 500 | D | \$ 53.56 | 26,951 | D |
| Common Stock | 05/14/2008 | S | 100 | D | \$ 53.58 | 26,851 | D |
| Common Stock | 05/14/2008 | S | 100 | D | \$ 53.6 | 26,751 | D |
| Common Stock | 05/14/2008 | S | 100 | D | \$ 53.62 | 26,651 | D |
| | 05/14/2008 | S | 300 | D | \$ 53.63 | 26,351 | D |

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Common
Stock

| | | | | | | | |
|-----------------|------------|---|-----|---|----------|--------|---|
| Common Stock | 05/14/2008 | S | 800 | D | \$ 53.64 | 25,551 | D |
| Common Stock | 05/14/2008 | S | 900 | D | \$ 53.65 | 24,651 | D |
| Common Stock | 05/14/2008 | S | 100 | D | \$ 53.66 | 24,551 | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-qualified Stock Option (right to buy) | \$ 2.7032 | 05/14/2008 | | M | 11,850 | <u>(1)</u> 04/29/2009 | Common Stock | 11,850 |
| Non-qualified Stock Option (right to buy) | \$ 3.3868 | 05/14/2008 | | M | 1,600 | <u>(2)</u> 04/29/2010 | Common Stock | 1,600 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BERG PAUL
BECKMAN CENTER, RM. B062
STANFORD UNIVERSITY SCHOOL OF MEDICINE
STANFORD, CA 94305

X

Signatures

/s/ Matthew Au, by Power of Attorney for Paul
Berg

05/16/2008

__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) Options vested in quarterly installments beginning July 29, 1999 and were fully vested on April 29, 2004.
 - (2) Options vested in quarterly installments beginning July 29, 2000 and were fully vested on April 29, 2005.

Remarks:

The exercise and sale transactions reported in this Form 4 are made pursuant to a Rule 10b5-1 trading plan established by Dr. I.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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