

GILEAD SCIENCES INC  
 Form 4  
 August 02, 2006

**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 \*  
**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)  
**08/01/2006**

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 08/01/2006                           |  | M                              | 90,360  | A \$ 3.2657   | 827,269  | D                                 |
| Common Stock                    | 08/01/2006                           |  | S                              | 5,000   | D \$ 60.71  | 822,269  | D                                 |
| Common Stock                    | 08/01/2006                           |  | S                              | 11,000  | D \$ 60.67  | 811,269  | D                                 |
| Common Stock                    | 08/01/2006                           |  | S                              | 15,000  | D \$ 60.6   | 796,269  | D                                 |
| Common Stock                    | 08/01/2006                           |  | S                              | 6,500   | D \$ 60.55  | 789,769  | D                                 |

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|              |            |   |        |   |           |         |   |
|--------------|------------|---|--------|---|-----------|---------|---|
| Common Stock | 08/01/2006 | S | 6,000  | D | \$ 60.53  | 783,769 | D |
| Common Stock | 08/01/2006 | S | 10,000 | D | \$ 60.51  | 773,769 | D |
| Common Stock | 08/01/2006 | S | 36,860 | D | \$ 60.5   | 736,909 | D |
| Common Stock | 08/01/2006 | M | 29,640 | A | \$ 2.8594 | 766,549 | D |
| Common Stock | 08/01/2006 | S | 29,640 | D | \$ 60.5   | 736,909 | 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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-qualified stock option (right to buy)  | \$ 3.2657  | 08/01/2006                           |  | M                              | 90,360  | <u>(2)</u> 07/16/2007                                    | Common Stock  | 90,360                     |
| Non-qualified stock option (right to buy)  | \$ 2.8594  | 08/01/2006                           |  | M                              | 29,640  | <u>(1)</u> 07/22/2008                                    | Common Stock  | 29,640                     |

## Reporting Owners

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

## Signatures

/s/ John C.  
Martin

08/01/2006

\_\_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 20% on July 23, 1999, the first anniversary date of the grant. The balance vested 20% annually thereafter, and was fully vested on July 23, 2003.
  - (2) Options vested 20% on July 16, 1998, the first anniversary date of the grant. The balance vested 20% annually thereafter, and was fully vested on July 16, 2002.

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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