

MARTIN JOHN C  
Form 4  
December 05, 2011

**FORM 4**

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

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MARTIN JOHN C

(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)  
12/01/2011

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)

Chairman 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------|
| Common<br>Stock                       | 12/01/2011                              |                                                             | M                                    | V Amount (A) or (D)<br>44,720 A                                         | \$<br>8.2188 1,993,935                                                                                             | D                                                                       |                                                                                |
| Common<br>Stock                       | 12/01/2011                              |                                                             | S                                    | 44,720 D                                                                | \$<br>40.006 1,949,215                                                                                             | D                                                                       |                                                                                |
| Common<br>Stock                       | 12/02/2011                              |                                                             | M                                    | 1,300 A                                                                 | \$<br>8.2188 1,950,515                                                                                             | D                                                                       |                                                                                |
| Common<br>Stock                       | 12/02/2011                              |                                                             | S                                    | 1,300 D                                                                 | \$ 40 1,949,215                                                                                                    | D                                                                       |                                                                                |

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

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of Shares |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------|-------------------------------------|
| Non-Qualified<br>Stock option<br>(right to buy)     | \$ 8.2188                                                          | 12/01/2011                              |                                                             | M <sup>(3)</sup>                     | 44,720                                                                                                       | <sup>(1)</sup><br>01/29/2012                                   | Common<br>Stock                                                | 44,720                              |
| Non-Qualified<br>Stock option<br>(right to buy)     | \$ 8.2188                                                          | 12/02/2011                              |                                                             | M <sup>(3)</sup>                     | 1,300                                                                                                        | <sup>(1)</sup><br>01/29/2012                                   | Common<br>Stock                                                | 1,300                               |

## Reporting Owners

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

## Signatures

/s/ John F. Milligan as power of attorney for John C.  
Martin

12/05/2011

\_\_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) The options had a 5-year vesting schedule. 20% of the options vested on January 30, 2003, the first anniversary of the date of the grant. The balance vested 5% every three months thereafter until fully vested on January 30, 2007. The options expire on January 29, 2012.
- (2) Sale prices reported for the transaction reported here range from \$40.00 to \$40.04. Full information regarding the number of shares purchased or sold at each price will be provided to the SEC, the issuer or its shareowners upon request.

## Edgar Filing: MARTIN JOHN C - Form 4

- (3) The exercise and sale transactions reported in this Form 4 made pursuant to a Rule 10b5-1 trading plan established by Dr. Martin on August 20, 2010.

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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