

GILEAD SCIENCES INC

Form 4

September 14, 2006

**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)

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)  
09/12/2006

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<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.<br>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>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 09/12/2006                              |                                                             | M <sup>(1)</sup>                        | 35,000 A                                                                | \$ 2.8594 771,909                                                                                                  | D                                                                       |                                                                   |
| Common<br>Stock                       | 09/12/2006                              |                                                             | S <sup>(1)</sup>                        | 7,500 D                                                                 | \$ 62.839 764,409                                                                                                  | D                                                                       |                                                                   |
| Common<br>Stock                       | 09/12/2006                              |                                                             | S <sup>(1)</sup>                        | 7,500 D                                                                 | \$ 62.7475 756,909                                                                                                 | D                                                                       |                                                                   |
| Common<br>Stock                       | 09/12/2006                              |                                                             | S <sup>(1)</sup>                        | 3,500 D                                                                 | \$ 62.7601 753,409                                                                                                 | D                                                                       |                                                                   |
| Common<br>Stock                       | 09/12/2006                              |                                                             | S <sup>(1)</sup>                        | 9,000 D                                                                 | \$ 62.8919 744,409                                                                                                 | D                                                                       |                                                                   |

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Common Stock      09/12/2006      S(1)      7,500      D      \$ 62.9935      736,909      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.** 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 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) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|
| Non-qualified stock option (right to buy)  | \$ 2.8594                                              | 09/12/2006                           |                                                    | M                              | 35,000                                                                                  | <u>(2)</u> 07/22/2008                                    | Common Stock 35,000                                         |

## 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      09/13/2006

\_\_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) The exercise and sale transactions reported in this Form 4 are made pursuant to a Rule 10b5-1 trading plan established by Dr. Martin on August 29, 2006.
- (2) The options vested 20% on July 23, 1999, the first anniversary date of the grant. The balance vested 5% every three months thereafter and was fully vested as of July 23, 2003.

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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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