

GILEAD SCIENCES INC
Form 4
February 16, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
BISCHOFBERGER NORBERT W

(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)

02/15/2005

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, Research

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 02/15/2005 | | M | | 166,296 | A | \$ 7.2969 |
| | | | | | 614,478 ⁽¹⁾ | D | |
| Common Stock | 02/15/2005 | | S | | 75,000 | D | \$ 33.1 |
| | | | | | 539,478 | D | |
| Common Stock | 02/15/2005 | | S | | 25,000 | D | \$ 33.1642 |
| | | | | | 514,478 | D | |
| Common Stock | 02/15/2005 | | S | | 46,296 | D | \$ 33.17 |
| | | | | | 468,182 | D | |
| Common Stock | 02/15/2005 | | S | | 20,000 | D | \$ 33.29 |
| | | | | | 448,182 | D | |

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| | | | | | | | | |
|--------------|------------|---|-------|---|----------|--------|---|------------------------|
| Common Stock | 02/15/2005 | S | 187 | D | \$ 33.15 | 3,813 | I | by Daughter |
| Common Stock | 02/15/2005 | S | 3,013 | D | \$ 33.12 | 800 | I | by Daughter <u>(2)</u> |
| Common Stock | 02/15/2005 | S | 3,200 | D | \$ 33.18 | 800 | I | by Son <u>(2)</u> |
| Common Stock | | | | | | 92,772 | I | by Trust |

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 Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount of Number of Shares |
| Non Qualified Stock Option (right to buy) | \$ 7.2969 | 02/15/2005 | | M | 166,296 | <u>(3)</u> 07/22/2009 | Common Stock 166,296 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------|-------|
| | Director | 10% Owner | Officer | Other |
| BISCHOFBERGER NORBERT W 333 LAKESIDE DRIVE FOSTER CITY, CA 94404 | | | EVP, Research | |

Signatures

/s/ Norbert W.
Bischofberger

02/15/2005

__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) All shares and dollar amounts reflect the two-for-one stock split that was effective September 3, 2004 benefitting stockholders of record as of August 12, 2004.
- (2) Shares held in UTMA custodial accounts for Dr. Bischofberger's minor children. Dr. Bischofberger is the custodian of these accounts.
- (3) Options vest over a five year period beginning July 22, 2000, the first anniversary date of the grant. The options were fully vested as of July 22, 2004.

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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