

GILEAD SCIENCES INC  
 Form 4  
 February 20, 2007

**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

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 \*  
**LEE WILLIAM A**

(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)  
**02/15/2007**

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)  
**SVP, 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |                                   |
| Common Stock                    | 02/15/2007                           |  | M                              |   | 20,000 A \$ 7.4063  | 78,399   | D                                 |
| Common Stock                    | 02/15/2007                           |  | S                              |   | 11,815 D \$ 72  | 66,584   | D                                 |
| Common Stock                    | 02/15/2007                           |  | S                              |   | 2,632 D \$ 72.04  | 63,952   | D                                 |
| Common Stock                    | 02/15/2007                           |  | S                              |   | 500 D \$ 72.06  | 63,452   | D                                 |
| Common Stock                    | 02/15/2007                           |  | S                              |   | 200 D \$ 72.03  | 63,252   | D                                 |

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|              |            |   |        |   |           |        |   |          |
|--------------|------------|---|--------|---|-----------|--------|---|----------|
| Common Stock | 02/15/2007 | S | 2,500  | D | \$ 72.02  | 60,752 | D |          |
| Common Stock | 02/15/2007 | S | 2,353  | D | \$ 72.05  | 58,399 | D |          |
| Common Stock | 02/16/2007 | M | 32,000 | A | \$ 7.4063 | 90,399 | D |          |
| Common Stock | 02/16/2007 | S | 4,778  | D | \$ 71.9   | 85,621 | D |          |
| Common Stock | 02/16/2007 | S | 3,200  | D | \$ 71.91  | 82,421 | D |          |
| Common Stock | 02/16/2007 | S | 1,119  | D | \$ 71.92  | 81,302 | D |          |
| Common Stock | 02/16/2007 | S | 2,351  | D | \$ 71.93  | 78,951 | D |          |
| Common Stock | 02/16/2007 | S | 2,550  | D | \$ 71.94  | 76,401 | D |          |
| Common Stock | 02/16/2007 | S | 3,956  | D | \$ 71.95  | 72,445 | D |          |
| Common Stock | 02/16/2007 | S | 2,700  | D | \$ 71.96  | 69,745 | D |          |
| Common Stock | 02/16/2007 | S | 1,000  | D | \$ 71.97  | 68,745 | D |          |
| Common Stock | 02/16/2007 | S | 2,700  | D | \$ 71.98  | 66,045 | D |          |
| Common Stock | 02/16/2007 | S | 5,915  | D | \$ 71.99  | 60,130 | D |          |
| Common Stock | 02/16/2007 | S | 1,100  | D | \$ 72     | 59,030 | D |          |
| Common Stock | 02/16/2007 | S | 631    | D | \$ 72.5   | 58,399 | D |          |
| Common Stock |            |   |        |   |           | 262    | I | By Trust |

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)

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| 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Non-Qualified Stock Option (right to buy)  | \$ 7.4063  | 02/15/2007                           |  | M                              | 20,000  | (1) 04/05/2010   | Common Stock  | 20,000                        |
| Non-Qualified Stock Option (right to buy)  | \$ 7.4063  | 02/16/2007                           |  | M                              | 32,000  | (1) 04/05/2010   | Common Stock  | 32,000                        |

**Reporting Owners**

| Reporting Owner Name / Address                               | Relationships |           |               |       |
|--|---------------|-----------|---------------|-------|
|  | Director      | 10% Owner | Officer       | Other |
| LEE WILLIAM A<br>333 LAKESIDE DRIVE<br>FOSTER CITY, CA 94404 |               |           | SVP, Research |       |

**Signatures**

/s/Matthew K. Au by Power of Attorney for William A. Lee 02/19/2007

\*\*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 vested 20% on April 5, 2001, the first anniversary date of the grant. The balance vested 5% every three months thereafter and was fully vested as of April 5, 2005.

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