

WILSON GAYLE E

Form 4

November 23, 2004

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WILSON GAYLE E

(Last) (First) (Middle)

**C/O 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)

11/19/2004

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)

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	11/19/2004		M		10,800	A	\$ 16.245	10,800 ⁽¹⁾	D
Common Stock	11/19/2004		M		10,000	A	\$ 17.1625	20,800	D
Common Stock	11/19/2004		M		36,000	A	\$ 29.205	56,800	D
Common Stock	11/19/2004		M		6,000	A	\$ 28.5	62,800	D
Common Stock	11/19/2004		M		42,000	A	\$ 31.4	104,800	D

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Common Stock 11/19/2004 S 104,800 D \$ 34.5158 0 D

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

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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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 16.245	11/19/2004		M	10,800	01/25/2003 ⁽²⁾	10/25/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 17.1625	11/19/2004		M	10,000	01/25/2002 ⁽²⁾	10/25/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 29.205	11/19/2004		M	36,000	10/25/2004 ⁽³⁾	10/25/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 28.5	11/19/2004		M	6,000	04/21/2004 ⁽⁴⁾	04/21/2014	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 31.4	11/19/2004		M	42,000	05/25/2004 ⁽⁴⁾	05/25/2014	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
WILSON GAYLE E C/O GILEAD SCIENCES, INC. 333 LAKESIDE DRIVE	X

FOSTER CITY, CA 94404

Signatures

/s/ Gayle E.

11/22/2004

Wilson

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 a two-for-one split effected on September 3, 2004 benefitting all shareholders of record on August 12, 2004.
- (2) Options vest quarterly in twenty equal installments over a five year period, beginning three months from the date of grant.
- (3) Options vested 100% on the anniversary date of the grant provided that there was no interruption to continuous service prior to vest date.
- (4) Options are fully vested on date of grant.

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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