#### **GILEAD SCIENCES INC**

Form 4

November 03, 2006

# FORM 4

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

**OMB APPROVAL** OMB

Number:

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Expires:

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

0.5 response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

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

**SECURITIES** 

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Alton Gregg H			2. Issuer Name <b>and</b> Ticker or Trading Symbol GILEAD SCIENCES INC [GILD]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last) (First)		(Middle)	3. Date of Earliest Transaction	(Check all applicable)				
			(Month/Day/Year)	Director 10% Owner				
GILEAD SCIENCES, INC., 333			11/01/2006	_X_ Officer (give title Other (specify below)				
LAKESIDE DRIVE				SVP, General Counsel				
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check				
			Filed(Month/Day/Year)	Applicable Line)				
FOSTER CITY, CA 94404				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				

(City)	(State)	(Zip) 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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			d of (D)	5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock	11/01/2006		$S_{\underline{(1)}}$	400	D	\$ 68.21	25,945	D		
Common Stock	11/01/2006		S(1)	100	D	\$ 68.22	25,845	D		
Common Stock	11/01/2006		S(1)	100	D	\$ 68.23	25,745	D		
Common Stock	11/01/2006		S(1)	100	D	\$ 68.34	25,645	D		
Common Stock	11/01/2006		S(1)	100	D	\$ 68.36	25,545	D		

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Common Stock	11/01/2006	S <u>(1)</u>	100	D	\$ 68.39	25,445	D
Common Stock	11/01/2006	S <u>(1)</u>	123	D	\$ 68.81	25,322	D
Common Stock	11/01/2006	S <u>(1)</u>	100	D	\$ 68.84	25,222	D
Common Stock	11/01/2006	S <u>(1)</u>	77	D	\$ 68.85	25,145	D
Common Stock	11/01/2006	S <u>(1)</u>	100	D	\$ 68.95	25,045	D
Common Stock	11/01/2006	S <u>(1)</u>	100	D	\$ 68.98	24,945	D
Common Stock	11/01/2006	S <u>(1)</u>	200	D	\$ 68.99	24,745	D
Common Stock	11/01/2006	S <u>(1)</u>	100	D	\$ 69	24,645	D
Common Stock	11/01/2006	S <u>(1)</u>	100	D	\$ 69.33	24,545	D
Common Stock	11/01/2006	S <u>(1)</u>	150	D	\$ 69.34	24,395	D

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

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(9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration D	ate	Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
	•				(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration		or	
							Date	(	Number	
									of	
				Code V	$^{\prime}$ (A) (D)				Shares	

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Alton Gregg H GILEAD SCIENCES, INC. 333 LAKESIDE DRIVE FOSTER CITY, CA 94404

SVP, General Counsel

### **Signatures**

/s/ Matthew K. Au as Power of Attorney for Gregg H. Alton

11/03/2006

\*\*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 transactions reported in this Form 4 are made pursuant to a Rule 10b5-1 trading plan established by Mr. Alton on August 4, 2006.

#### **Remarks:**

The transactions of November 1, 2006 are being reported on a two-part form 4 due to space constraints. This is Part 2 of 2.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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