Cogan John Francis Form 4/A August 10, 2005

### FORM 4

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

**OMB APPROVAL OMB** 

Number:

Expires:

3235-0287 January 31,

2005

0.5

Estimated average

burden hours per response...

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

Security

(Instr. 3)

(Print or Type Responses)

1. Name and Address of Reporting Person \* Cogan John Francis

(First) (Middle)

**HOOVER INSTITUTION, 434 GALVEZ MALL** 

(Street)

(Month/Day/Year)

2. Issuer Name and Ticker or Trading

Symbol GILEAD SCIENCES INC [GILD]

3. Date of Earliest Transaction

(Month/Day/Year) 07/27/2005

4. If Amendment, Date Original

Filed(Month/Day/Year) 07/29/2005

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

X\_ Director 10% Owner Officer (give title Other (specify below)

6. Individual or Joint/Group Filing(Check

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

STANFORD, CA 94305-6010

(City) (State) 1.Title of 2. Transaction Date 2A. Deemed

(Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code

Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

Code V Amount (D) Price

(A)

or

5. Amount of Securities Beneficially Owned Following

Reported Transaction(s)

(Instr. 3 and 4)

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) (Instr. 4)

Ownership (Instr. 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if any

5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and An Underlying Sec (Instr. 3 and 4)

#### Edgar Filing: Cogan John Francis - Form 4/A

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) Disposed of (Instr. 3, 4, and 5)	(D)			
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Phantom Shares	\$ 45.43	07/27/2005		A	1,223.02		<u>(1)</u>	<u>(1)</u>	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 43.97	07/27/2005		A	6,000		07/27/2005	07/27/2015	Common Stock

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
Topolong of the Fund of Fund of	Director	10% Owner	Officer	Other		
Cogan John Francis HOOVER INSTITUTION 434 GALVEZ MALL STANFORD, CA 94305-6010	X					

# **Signatures**

/s/Matthew K. Au by power of attorney for John F.
Cogan

08/09/2005

\*\*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) The shares of phantom stock are fully vested and, at the election of the reporting person, become payable over a period of one year when the reporting person reaches the age of 60.
- (2) The shares were omitted from the reporting person's Form 4.
- (3) The shares were incorrectly reported as Common Stock in the original Form 4.

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.

Reporting Owners 2