

GILEAD SCIENCES INC

Form 4

February 20, 2007

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 *
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
____X____ Officer (give title ____ Other (specify
below) below)

SVP, Research

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
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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(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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 7.4063	02/15/2007		M		20,000		<u>(1)</u>	04/05/2010	Common Stock	20,000
Non-Qualified Stock Option (right to buy)	\$ 7.4063	02/16/2007		M		32,000		<u>(1)</u>	04/05/2010	Common Stock	32,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEE WILLIAM A 333 LAKESIDE DRIVE 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.

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.