

BISCHOFBERGER NORBERT W
Form 4
August 18, 2005

FORM 4

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

OMB APPROVAL

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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 *
BISCHOFBERGER NORBERT W

(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)

08/17/2005

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)

EVP, 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	Price	
Common Stock	08/17/2005		M		13,704	\$ 7.2969	A 491,573 ⁽¹⁾ D
Common Stock	08/17/2005		M		110,000	\$ 7.3985	A 601,573 D
Common Stock	08/17/2005		S		20,000	\$ 42.22	D 581,573 D
Common Stock	08/17/2005		S		30,000	\$ 42.12	D 551,573 D
Common Stock	08/17/2005		S		10,000	\$ 42.11	D 541,573 D

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Common Stock	08/17/2005	S	50,000	D	\$ 42.1	491,573	D	
Common Stock						800	I	by Daughter
Common Stock						800	I	by Son
Common Stock						92,322	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)

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am Nur Sha
Incentive Stock Option (right to buy)	\$ 7.2969	08/17/2005		M	13,704	<u>(2)</u>	07/21/2009	Common Stock	13
Non-Qualified Stock Option (right to buy)	\$ 7.3985	08/17/2005		M	110,000	<u>(3)</u>	01/17/2011	Common Stock	11

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BISCHOFBERGER NORBERT W 333 LAKESIDE DRIVE FOSTER CITY, CA 94404			EVP, Research	

Signatures

/s/ Matthew K. Au as power of attorney for Norbert W. Bischofberger 08/18/2005

**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) Amount of Securities Beneficially Owned at End of Month (Table 1, Col. 5) includes 719 shares acquired on 6/30/05 under the Gilead Sciences, Inc. Employee Stock Purchase Plan.
- (2) Options vested 20% on 7/22/2000, the first anniversary date of the grant, and the remaining balance vested quarterly over the next four years. The option was fully vested as of 7/22/04.
- (3) Options vested 20% on 1/18/02, the first anniversary date of the grant, and the remaining balance vests quarterly over the next four years. The option will be fully vested by 1/18/06.

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.