

Alton Gregg H  
Form 4  
July 03, 2008

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Alton Gregg H

(Last) (First) (Middle)

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)

07/01/2008

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)

SVP, General Counsel

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)
				(A) or (D)	Price		
Common Stock	07/01/2008		M		\$ 8,9425	62,560 <sup>(1)</sup>	D
Common Stock	07/01/2008		S		\$ 52.25	61,560	D
Common Stock	07/01/2008		S		\$ 52.05	61,060	D
Common Stock	07/01/2008		S		\$ 52	59,560	D
Common Stock	07/01/2008		S		\$ 51.93	59,060	D

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Common Stock	07/01/2008	S	500	D	\$ 51.92	58,560	D
Common Stock	07/01/2008	S	500	D	\$ 51.77	58,060	D
Common Stock	07/01/2008	S	1,000	D	\$ 51.7	57,060	D
Common Stock	07/01/2008	S	500	D	\$ 51.66	56,560	D
Common Stock	07/01/2008	S	500	D	\$ 51.55	56,060	D
Common Stock	07/01/2008	S	400	D	\$ 51.34	55,660	D
Common Stock	07/01/2008	S	100	D	\$ 51.33	55,560	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 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 Securities (Instr. 3 and 4)	Amount or Number of Shares
Non-qualified Stock Option	\$ 8.9425	07/01/2008		M	7,000	<sup>(2)</sup> 01/28/2013	Common Stock	7,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Alton Gregg H GILEAD SCIENCES, INC.			SVP, General Counsel	

333 LAKESIDE DRIVE  
FOSTER CITY, CA 94404

## Signatures

/s/ Gregg H.  
Alton

07/03/2008

\*\*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 following the reported transaction includes 844 shares acquired under the Gilead Sciences, Inc. Employee Stock Purchase Plan on June 30, 2008.
  - (2) The options vested 20% on January 29, 2004, the first anniversary date of grant. The balance vested 5% every three months thereafter and was fully vested as of January 29, 2008.

### Remarks:

The transactions reported in this Form 4 are made pursuant to a Rule 10b5-1 trading plan established by Mr. Alton on August 1, 2004.

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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