

LEE WILLIAM A  
Form 4  
October 27, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
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)  
10/26/2006

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, 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 or Price		
Common Stock	10/26/2006		M		\$ 7.3985	99,399	D
Common Stock	10/26/2006		S		\$ 69.28	99,299	D
Common Stock	10/26/2006		S		\$ 69.27	98,322	D
Common Stock	10/26/2006		S		\$ 69.26	96,222	D
Common Stock	10/26/2006		S		\$ 69.25	95,422	D

Edgar Filing: LEE WILLIAM A - Form 4

Common Stock	10/26/2006	S	3,300	D	\$ 69.24	92,122	D	
Common Stock	10/26/2006	S	9,100	D	\$ 69.23	83,022	D	
Common Stock	10/26/2006	S	600	D	\$ 69.22	82,422	D	
Common Stock	10/26/2006	S	2,309	D	\$ 69.21	80,113	D	
Common Stock	10/26/2006	S	7,714	D	\$ 69.2	72,399	D	
Common Stock	10/26/2006	S	2,042	D	\$ 68.95	70,357	D	
Common Stock	10/26/2006	S	1,560	D	\$ 68.94	68,797	D	
Common Stock	10/26/2006	S	2,000	D	\$ 68.93	66,797	D	
Common Stock	10/26/2006	S	8,259	D	\$ 68.92	58,538	D	
Common Stock	10/26/2006	S	4,180	D	\$ 68.91	54,358	D	
Common Stock	10/26/2006	S	15,959	D	\$ 68.9	38,399	D	
Common Stock						262	I	By Trust

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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	Amount or Number of Shares

Non-Qualified Stock Option (right to buy)	\$ 7.3985	10/26/2006		M	61,000	<u>(1)</u>	01/17/2011	Common Stock	61,0
---	-----------	------------	--	---	--------	------------	------------	-----------------	------

## 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, as power of attorney for William A. Lee	10/27/2006
--	------------

**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 options have a five year vesting schedule. 20% of the options vested on January 18, 2002, the first anniversary date of the grant. The balance vested 5% every three months thereafter until fully vested on January 18, 2006.

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.