

LEE WILLIAM A  
Form 4  
October 25, 2006

**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

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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)

10/23/2006

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 below) \_\_\_\_ Other (specify 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------|
| Common<br>Stock                       | 10/23/2006                              |                                                             | M                                    | 30,000                                                                  | A \$<br>7.3985                                                                                                     | 68,399                                                                  | D                                                                              |
| Common<br>Stock                       | 10/23/2006                              |                                                             | S                                    | 300                                                                     | D \$ 69.5                                                                                                          | 68,099                                                                  | D                                                                              |
| Common<br>Stock                       | 10/23/2006                              |                                                             | S                                    | 500                                                                     | D \$ 69.49                                                                                                         | 67,599                                                                  | D                                                                              |
| Common<br>Stock                       | 10/23/2006                              |                                                             | S                                    | 2,543                                                                   | D \$ 69.47                                                                                                         | 65,056                                                                  | D                                                                              |
| Common<br>Stock                       | 10/23/2006                              |                                                             | S                                    | 533                                                                     | D \$ 69.46                                                                                                         | 64,523                                                                  | D                                                                              |

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|              |            |   |       |   |          |                       |   |          |
|--------------|------------|---|-------|---|----------|-----------------------|---|----------|
| Common Stock | 10/23/2006 | S | 300   | D | \$ 69.45 | 64,223                | D |          |
| Common Stock | 10/23/2006 | S | 200   | D | \$ 69.44 | 64,023                | D |          |
| Common Stock | 10/23/2006 | S | 100   | D | \$ 69.43 | 63,923                | D |          |
| Common Stock | 10/23/2006 | S | 100   | D | \$ 69.42 | 63,823                | D |          |
| Common Stock | 10/23/2006 | S | 300   | D | \$ 69.4  | 63,523                | D |          |
| Common Stock | 10/23/2006 | S | 615   | D | \$ 69.37 | 62,908                | D |          |
| Common Stock | 10/23/2006 | S | 1,500 | D | \$ 69.36 | 61,408                | D |          |
| Common Stock | 10/23/2006 | S | 100   | D | \$ 69.35 | 61,308                | D |          |
| Common Stock | 10/23/2006 | S | 1,400 | D | \$ 69.34 | 59,908                | D |          |
| Common Stock | 10/23/2006 | S | 100   | D | \$ 69.33 | 59,808                | D |          |
| Common Stock | 10/23/2006 | S | 100   | D | \$ 69.32 | 59,708                | D |          |
| Common Stock | 10/23/2006 | S | 200   | D | \$ 69.31 | 59,508                | D |          |
| Common Stock | 10/23/2006 | S | 5,300 | D | \$ 69.3  | 54,208                | D |          |
| Common Stock | 10/23/2006 | S | 409   | D | \$ 69.29 | 53,799                | D |          |
| Common Stock | 10/23/2006 | S | 8,155 | D | \$ 69.28 | 45,644                | D |          |
| Common Stock | 10/23/2006 | S | 400   | D | \$ 69.27 | 45,244                | D |          |
| Common Stock | 10/23/2006 | S | 6,845 | D | \$ 69.26 | 38,399 <sup>(2)</sup> | 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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SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of Shares |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------|-------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                    | Date<br>Exercisable                                            | Expiration<br>Date                                             | Title                               |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 7.3985                                                             | 10/23/2006                              |                                                             | M                                       | 30,000                                                                                                       | <u>(1)</u>                                                     | 01/17/2011                                                     | Common<br>Stock 30,000              |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships                    |
|--------------------------------------------------------------|----------------------------------|
|                                                              | Director 10% Owner Officer Other |
| LEE WILLIAM A<br>333 LAKESIDE DRIVE<br>FOSTER CITY, CA 94404 | SVP, Research                    |

## Signatures

/s/ William A.  
Lee 10/24/2006

\*\*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.
- (2) Amount of securities beneficially owned following the reported transactions (Table 1, Col.5) includes 720 shares acquired under the Gilead Sciences, Inc. Employee Stock Purchase Plan on June 30, 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.