

GILEAD SCIENCES INC
 Form 4
 May 16, 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 *
BERG PAUL

(Last) (First) (Middle)

**BECKMAN CENTER, RM.
 B062, STANFORD UNIVERSITY
 SCHOOL OF MEDICINE**

(Street)

STANFORD, CA 94305

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GILEAD SCIENCES INC [GILD]

3. Date of Earliest Transaction
 (Month/Day/Year)
05/14/2008

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)

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			
			Code	V	Amount			
Common Stock	05/14/2008		M		11,850	A	\$ 2.7032 35,367	D
Common Stock	05/14/2008		M		1,600	A	\$ 3.3868 36,967	D
Common Stock	05/14/2008		S		200	D	\$ 53.41 36,767	D
Common Stock	05/14/2008		S		500	D	\$ 53.42 36,267	D
Common Stock	05/14/2008		S		500	D	\$ 53.43 35,767	D

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Common Stock	05/14/2008	S	300	D	\$ 53.44	35,467	D
Common Stock	05/14/2008	S	289	D	\$ 53.45	35,178	D
Common Stock	05/14/2008	S	511	D	\$ 53.46	34,667	D
Common Stock	05/14/2008	S	2,000	D	\$ 53.47	32,667	D
Common Stock	05/14/2008	S	639	D	\$ 53.48	32,028	D
Common Stock	05/14/2008	S	21	D	\$ 53.49	32,007	D
Common Stock	05/14/2008	S	100	D	\$ 53.495	31,907	D
Common Stock	05/14/2008	S	500	D	\$ 53.5	31,407	D
Common Stock	05/14/2008	S	100	D	\$ 53.505	31,307	D
Common Stock	05/14/2008	S	1,150	D	\$ 53.51	30,157	D
Common Stock	05/14/2008	S	506	D	\$ 53.52	29,651	D
Common Stock	05/14/2008	S	200	D	\$ 53.525	29,451	D
Common Stock	05/14/2008	S	700	D	\$ 53.53	28,751	D
Common Stock	05/14/2008	S	700	D	\$ 53.54	28,051	D
Common Stock	05/14/2008	S	200	D	\$ 53.545	27,851	D
Common Stock	05/14/2008	S	400	D	\$ 53.55	27,451	D
Common Stock	05/14/2008	S	500	D	\$ 53.56	26,951	D
Common Stock	05/14/2008	S	100	D	\$ 53.58	26,851	D
Common Stock	05/14/2008	S	100	D	\$ 53.6	26,751	D
Common Stock	05/14/2008	S	100	D	\$ 53.62	26,651	D
	05/14/2008	S	300	D	\$ 53.63	26,351	D

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Common
Stock

Common Stock	05/14/2008	S	800	D	\$ 53.64	25,551	D
Common Stock	05/14/2008	S	900	D	\$ 53.65	24,651	D
Common Stock	05/14/2008	S	100	D	\$ 53.66	24,551	D

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

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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 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)	Amount or Number of Shares
Non-qualified Stock Option (right to buy)	\$ 2.7032	05/14/2008		M	11,850	<u>(1)</u> 04/29/2009	Common Stock	11,850
Non-qualified Stock Option (right to buy)	\$ 3.3868	05/14/2008		M	1,600	<u>(2)</u> 04/29/2010	Common Stock	1,600

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BERG PAUL
BECKMAN CENTER, RM. B062
STANFORD UNIVERSITY SCHOOL OF MEDICINE
STANFORD, CA 94305

X

Signatures

/s/ Matthew Au, by Power of Attorney for Paul
Berg

05/16/2008

__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) Options vested in quarterly installments beginning July 29, 1999 and were fully vested on April 29, 2004.
 - (2) Options vested in quarterly installments beginning July 29, 2000 and were fully vested on April 29, 2005.

Remarks:

The exercise and sale transactions reported in this Form 4 are made pursuant to a Rule 10b5-1 trading plan established by Dr. I.

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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