

GILEAD SCIENCES INC

Form 4

October 29, 2004

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 *
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)

10/28/2004

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/28/2004		M		180,000	A	\$ 7.2969
							595,550 ⁽²⁾ / ₍₃₎
Common Stock	10/28/2004		S		7,500	D	\$ 35.34
Common Stock	10/28/2004		S		10,000	D	\$ 35.3
Common Stock	10/28/2004		S		12,500	D	\$ 35.293
Common Stock	10/28/2004		S		40,000	D	\$ 35.2813

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Common Stock	10/28/2004	S	75,000	D	\$ 35.2	450,550	D	
Common Stock	10/28/2004	S	2,500	D	\$ 35.05	448,050	D	
Common Stock	10/28/2004	S	32,500	D	\$ 35	415,550	D	
Common Stock	10/28/2004	<u>G</u> (1)	V 800	D	\$ 0	93,272	I	by Trust
Common Stock	10/28/2004	<u>G</u> (1)	V 500	D	\$ 0	92,772	I	by Trust
Common Stock						4,000	I	by Daughter
Common Stock						4,000	I	by Son

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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 7.2969	10/28/2004		M	180,000	07/22/2000 ⁽⁴⁾	07/22/2009	Common Stock

Reporting Owners

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

Signatures

/s/ Norbert W.
Bischofberger

10/28/2004

__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) Shares given as a gift to a charitable institution.
- (2) Amount of Securities Beneficially Owned Following Reported Transaction(s)(Table 1, Col. 5) includes 1,434 shares acquired under the Gilead Sciences, Inc. Employee Stock Purchase Plan on June 30, 2004.
- (3) All shares and dollar amounts reflect a two-for-one stock split that was effected on September 3, 2004 benefitting all shareholders of record as of August 12, 2004.
- (4) Options vested over a five year period beginning 7/22/2000, the first anniversary date of the grant. The option vested in full on 7/22/2004.

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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