

BISCHOFBERGER NORBERT W

Form 4

May 10, 2005

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 *
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)

05/06/2004

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 ____ Other (specify
below) below)

EVP, 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 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	05/06/2005		M		186,504	A	\$ 7.4063	634,686	D
Common Stock	05/06/2004		M		28,968	A	\$ 2.8594	663,654	D
Common Stock	05/06/2005		S		40,000	D	\$ 38.47	623,654	D
Common Stock	05/06/2005		S		21,504	D	\$ 38.44	602,150	D
Common Stock	05/06/2005		S		50,000	D	\$ 38.43	552,150	D

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Common Stock	05/06/2005	S	75,000	D	\$ 38.4	477,150	D	
Common Stock	05/06/2005	G ⁽³⁾	V 450	D	\$ 0	92,322	I	by Trust
Common Stock						800	I	by Son ⁽⁴⁾
Common Stock						800	I	by Daughter ⁽⁴⁾

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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 7.4063	05/06/2005		M		186,504		<u>(2)</u>	04/05/2010	Common Stock	186,504
Incentive Stock Option (right to buy)	\$ 2.8594	05/06/2005		M		28,968		<u>(1)</u>	07/22/2008	Common Stock	28,968

Reporting Owners

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

Signatures

/s/ Norbert W.
Bischofberger

05/09/2005

__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 installments over a five year period and were fully vested as of July 23, 2003.
- (2) Options vested in installments over a five year period and were fully vested as of April 5, 2005.
- (3) Shares given as a gift to a not-for-profit organization.
- (4) Shares held in UTMA custodial accounts for Dr. Bischofberger's minor children. Dr. Bischofberger is the custodian for these accounts.

Remarks:

All shares and dollar amounts reflect a two-for-one stock split effected on September 3, 2004, benefitting all shareholders of r

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