

GILEAD SCIENCES INC  
 Form 4  
 May 07, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
 Whitley Richard James

(Last) (First) (Middle)

UNIV OF ALABAMA AT BIRMINGHAM, 1600 7TH AVENUE SOUTH, 303 CHB

(Street)

BIRMINGHAM, AL 35233-1711

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
 05/05/2015

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock                    | 05/05/2015                           |  | M                              |   | 21,720  | A  | \$ 19.63  |
| Common Stock                    | 05/05/2015                           |  | M                              |   | 1,904   | A  | 2 39,265  |

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 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) |              |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date                                   | Title        |
| Non-Qualified Stock Options (Right to Buy) | \$ 19.63   | 05/05/2015                           |  | M                              | 21,720  | (5)  | 05/11/2020  | Common Stock |
| Restricted Stock Units                     | (2)  | 05/05/2015                           |  | M                              | 1,904   | (4)  | (4)   | Common Stock |
| Restricted Stock Units                     | (2)  | 05/06/2015                           |  | A                              | 1,466   | (3)  | (3)   | Common Stock |
| Non-Qualified Stock Options (Right to Buy) | \$ 102.27  | 05/06/2015                           |  | A                              | 5,167   | (1)  | 05/06/2025  | Common Stock |

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

Whitley Richard James  
UNIV OF ALABAMA AT BIRMINGHAM  
1600 7TH AVENUE SOUTH, 303 CHB  
BIRMINGHAM, AL 35233-1711

X

## Signatures

/s/ Brett A. Pletcher by Power of Attorney for Richard J. Whitley

05/07/2015

\*\*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 vest quarterly over the first year of service upon the earlier of May 6, 2016, or the day immediately preceding the next regular annual stockholders meeting.
- (2) Each restricted stock unit represents the contingent right to receive one share of Gilead Sciences, Inc.'s common stock.
- (3) 100% of the restricted stock units will vest upon the earlier of May 6, 2016, or the day immediately preceding the next regular annual stockholders meeting.
- (4) 100% of the restricted stock units vested on May 5, 2015.

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(5) Options vested quarterly over the first year of service and were fully vested on May 11, 2011.

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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