

GILEAD SCIENCES INC
 Form 3
 February 12, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Carter Paul Rutherford</p> <p>(Last) (First) (Middle)</p> <p>2 ROUNDWOOD AVENUE,Â SOUTH BUILDING STOCKLEY PARK</p> <p>(Street)</p> <p>UXBRIDGE, MIDDLESEX,Â X0Â UB11 1AF</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>02/04/2014</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>GILEAD SCIENCES INC [GILD]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP Commercial Ops</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,861	D	Â
Common Stock	9,600 ⁽⁵⁾	D	Â
Common Stock	2,672 ⁽⁶⁾	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	01/20/2021	Common Stock	25,200	\$ 19.085	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(2)</u>	01/30/2018	Common Stock	41,360	\$ 21.575	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(2)</u>	01/21/2019	Common Stock	69,000	\$ 23.6	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(2)</u>	01/28/2020	Common Stock	55,100	\$ 23.755	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	01/26/2022	Common Stock	43,200	\$ 24.295	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(2)</u>	07/29/2019	Common Stock	70,000	\$ 24.905	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(2)</u>	07/30/2018	Common Stock	100,000	\$ 26.99	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	02/01/2023	Common Stock	30,240	\$ 40.56	D	Â
Non-Qualified Stock Option (right to buy)	Â <u>(1)</u>	02/01/2024	Common Stock	38,640	\$ 80.65	D	Â
Restricted Stock Units	Â <u>(4)</u>	08/01/2017	Common Stock	24,800	\$ <u>(3)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Carter Paul Rutherford 2 ROUNDWOOD AVENUE SOUTH BUILDING STOCKLEY PARK UXBRIDGE, MIDDLESEX,Â X0Â UB11 1AF	Â	Â	Â EVP Commercial Ops	Â

Signatures

/s/ Brett A. Pletcher by Power of Attorney for Paul R.
Carter

02/12/2014

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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 four year vesting schedule. 25% of the options will vest on the first anniversary date of the grant. The balance will vest 6.25% quarterly thereafter until fully vested.
- (2) The options have a five year vesting schedule. 20% vest on the first anniversary of the date of grant. The balance will vest 5% quarterly thereafter until fully vested.
- (3) Each restricted stock unit represents the contingent right to receive one share of Gilead Sciences, Inc.'s common stock.
4,800 restricted stock units have a five year vesting schedule. 20% vest on the first anniversary of the date of grant. The balance will vest
- (4) 20% every year thereafter until fully vested and 20,000 restricted stock units have a four year vesting schedule. 25% vest on the anniversary of the date of grant until fully vested.

(5) Represents shares of the Issuer's common stock subject to a specific tranche of the performance share award made to the Reporting Person on January 26, 2012. Such tranche of shares was subject to both performance-vesting and service-vesting requirements. The performance vesting requirement was deemed satisfied on the date reported in Column 2 above upon certification of performance goal attainment by the Compensation Committee of the Issuer's Board of Directors. However, the shares will not be actually issued to the Reporting Person until such individual satisfies the applicable service-vesting requirement by continuing in the Issuer's employ through December 31, 2014.

(6) Represents shares of the Issuer's common stock subject to a specific tranche of the performance share award made to the Reporting Person on February 1, 2013. Such tranche of shares was subject to both performance-vesting and service-vesting requirements. The performance vesting requirement was deemed satisfied on the date reported in Column 2 above upon certification of performance goal attainment by the Compensation Committee of the Issuer's Board of Directors. However, the shares will not be actually issued to the Reporting Person until such individual satisfies the applicable service-vesting requirement by continuing in the Issuer's employ through December 31, 2015.

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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