

McHutchison John G
 Form 3
 April 27, 2018

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)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| McHutchison John G | | (Month/Day/Year) | GILEAD SCIENCES INC [GILD] | |
| (Last) | (First) | (Middle) | 04/23/2018 | |
| GILEAD SCIENCES, INC., 333 LAKESIDE DRIVE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| FOSTER CITY, CA 94404 | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (City) | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (State) | | | (give title below) | (specify below) |
| (Zip) | | | Chief Scientific Off/HeadR&D | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

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 | 22,906 | D | |

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)

| 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) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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| | Date Exercisable | Expiration Date | Amount or Number of Shares | | | or Indirect (I) (Instr. 5) | |
|---|------------------|-----------------|----------------------------|--------|-----------|----------------------------|---|
| Non-qualified Stock Option (Right to Buy) | Â (1) | 07/22/2020 | Common Stock | 19,950 | \$ 16.89 | D | Â |
| Non-qualified Stock Option (Right to Buy) | Â (2) | 01/26/2022 | Common Stock | 16,850 | \$ 24.295 | D | Â |
| Non-qualified Stock Option (Right to Buy) | Â (2) | 02/01/2023 | Common Stock | 29,710 | \$ 40.56 | D | Â |
| Non-qualified Stock Option (Right to Buy) | Â (2) | 02/01/2024 | Common Stock | 42,290 | \$ 80.65 | D | Â |
| Non-qualified Stock Option (Right to Buy) | Â (2) | 02/01/2025 | Common Stock | 51,690 | \$ 104.83 | D | Â |
| Non-qualified Stock Option (Right to Buy) | Â (2) | 02/01/2026 | Common Stock | 58,950 | \$ 84.05 | D | Â |
| Non-qualified Stock Option (Right to Buy) | Â (2) | 02/02/2027 | Common Stock | 63,590 | \$ 72.25 | D | Â |
| Non-qualified Stock Option (Right to Buy) | Â (2) | 02/01/2028 | Common Stock | 62,910 | \$ 83.49 | D | Â |
| Restricted Stock Unit | Â (3) | Â (3) | Common Stock | 2,930 | \$ (4) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| McHutchison John G GILEAD SCIENCES, INC. 333 LAKESIDE DRIVE FOSTER CITY, CA 94404 | Â | Â | Â Chief Scientific Off/HeadR&D | Â |

Signatures

/s/ Marissa Song by Power of Attorney for John G
McHutchison

04/27/2018

**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 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.
- (2) 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.
- (3) The restricted stock units have a four year vesting schedule. 25% vest on the anniversary of the date of grant until fully vested.

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(4) Each restricted stock unit represents the contingent right to receive one share of Gilead Sciences, Inc.'s common stock.

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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