

November 20, 2013

Michael Weinstein  
323-860-5200

Corporate Secretary  
Gilead Sciences, Inc.  
333 Lakeside Drive  
Foster City, California 94404  
Fax: (650) 578-9264

**Re: Shareholder Proposal for the 2014 Gilead Sciences, Inc. Annual Meeting**

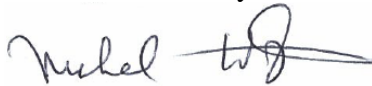
Dear Corporate Secretary:

I am submitting the enclosed shareholder proposal for inclusion in the proxy statement for the Gilead Sciences, Inc. 2014 annual general meeting.

In accordance with SEC regulation 17 CFR 240.14a-8, I have continuously held at least \$2,000 of Gilead securities for at least one year prior to the submission of this proposal. In addition, I intend to hold these securities beyond the date of the 2014 annual meeting, when this proposal will be presented to Gilead shareholders for consideration.

For questions related to the submission of this proposal, I hereby authorize Timothy Boyd to respond to such matters on my behalf. Mr. Boyd can be reached by phone at (213) 590-7375, by fax at (202) 543-5044, or by mail at 517 C Street NE Washington, DC 20002.

Sincerely,

A handwritten signature in black ink, appearing to read "Michael Weinstein", with a stylized flourish at the end.

Michael Weinstein

Cc: Timothy Boyd

SHAREHOLDER PROPOSAL

## **PATIENT ACCESS AS A CRITERION OF CEO COMPENSATION**

RESOLVED, that the shareholders of Gilead Sciences, Inc. (“Gilead” or the “Company”) request the Board of Directors to adopt a policy that incentive compensation for the Chief Executive Officer (“CEO”) should include non-financial measures based on patient access to the Company’s medicines. For purposes of this resolution, “patient access” refers to the extent to which patients are unable to obtain prescribed medications manufactured by Gilead Sciences.

Shareholders recommend a reduction in incentive compensation for the CEO based on – but not limited to – the following measures:

- The enactment of funding cuts or other restrictions to publicly financed pharmaceutical assistance programs or prescription drug plans that prevent eligible patients from obtaining prescribed medications.
- The inclusion of Gilead medicines by private or publicly financed prescription drug plans into formulary categories that increase the co-payment or cost sharing requirement for patients.

## **SUPPORTING STATEMENT**

Investors are increasingly concerned about executive compensation in the pharmaceutical industry, especially when it is insufficiently linked to patient access, and when it diminishes the public image of the company.

In 2012, the CEO of Gilead, John C. Martin, was paid more than \$90 million in total compensation, making him one of the ten highest paid CEOs in the United States. Mr. Martin’s five-year compensation has exceeded more than \$250 million, more than any other chief executive in the pharmaceutical industry.

In September 2013, Mr. Martin sold over 282,000 Gilead shares with a total value of approximately \$300 million, representing a 5.4% decrease in his holdings in the company.

As a manufacturer of medicines to fight urgent public health threats, such as HIV/AIDS, viral hepatitis, and advanced flu, Gilead has received significant taxpayer investment for the research and development of new products.

The vast majority of Gilead revenues are derived from sales to U.S. taxpayer-funded health programs, such as Medicaid, Medicare, AIDS Drug Assistance Programs, and public employee health benefit plans. Given its reliance on taxpayer-funded

programs, shareholders believe the Company has a responsibility to ensure that patient access to its medicines is an important factor in determining CEO compensation.

The continued escalation of Mr. Martin's compensation, and that of other executives within the industry, has diminished the public perception of Gilead and other drug manufacturers. In addition, this negative public perception has resulted in legislators at all levels of government to propose price controls and stricter transparency on the industry. If enacted, these proposals may not only weaken the long-term financial growth of the Company, but shareholder value.

As shareholders, we believe it is necessary for Gilead, and the pharmaceutical industry as a whole, to act proactively in incorporating patient access as a factor in determining CEO compensation.

We urge shareholders to vote IN FAVOR of this proposal.