

VERISIGN INC/CA
Form 4
November 05, 2004

FORM 4

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

OMB APPROVAL

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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 *
ULAM JAMES M

(Last) (First) (Middle)
487 EAST MIDDLEFIELD ROAD
(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
VERISIGN INC/CA [VRSN]

3. Date of Earliest Transaction
(Month/Day/Year)
11/03/2004

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)
SVP, Gen. Counsel & Secretary

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | | | | (A) or (D) Price | 10,737 | D | |

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

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SEC 1474 (9-02)

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

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| 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) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Non-Qualified Stock Option (right to buy) | \$ 26.53 | 11/03/2004 | | A | 45,000 | 11/03/2005 ⁽¹⁾ | 11/03/2011 | Common Stock |
| Incentive Stock Option (right to buy) | \$ 149.25 | | | | | 06/23/2001 ⁽²⁾ | 06/23/2007 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 10.08 | | | | | 05/24/2003 ⁽³⁾ | 05/24/2009 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 12.88 | | | | | 11/11/2003 ⁽⁴⁾ | 08/11/2013 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 22.71 | | | | | 02/21/2003 ⁽³⁾ | 02/21/2009 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 34.16 | | | | | 09/06/2002 ⁽⁵⁾ | 09/06/2008 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 34.438 | | | | | 03/15/2001 ⁽⁶⁾ | 03/15/2008 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 42.791 | | | | | 04/20/2000 ⁽⁷⁾ | 04/20/2004 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 74.188 | | | | | 12/29/2001 ⁽⁸⁾ | 12/29/2007 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 107.326 | | | | | 04/26/2001 ⁽⁹⁾ | 04/26/2005 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 149.25 | | | | | 06/23/2001 ⁽¹⁰⁾ | 06/23/2007 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ULAM JAMES M 487 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043 | | | SVP, Gen. Counsel & Secretary | |

Signatures

By: Donald T Rozak Jr, as attorney-in-fact For: James M. Ulam
11/05/2004

__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) Twenty-five percent (25%) of the total options granted vest and become exercisable one year after the date of grant and thereafter with respect to 6.25% of the shares each quarter until fully vested.
- (2) 447 options vest and become exercisable on June 23, 2001, 223 options vest and become exercisable on December 23, 2001 and thereafter with respect to 6.25% of the shares each quarter.
- (3) Twenty-five percent (25%) of the total options granted vest and become exercisable one year after the date of grant and thereafter with respect to 6.25% of the shares each quarter until fully vested.
- (4) Are exercisable as to 6.25% of the shares each quarter from the date of grant.
- (5) Fifty percent (50%) of the total options granted on September 6, 2001, vest and become exercisable 1 year after the option grant date and thereafter with respect to 6.25% of the shares each quarter
- (6) Fifty percent (50%) of the total options granted on March 15, 2001 vest and become exercisable 1 year after the option grant date and thereafter with respect to 6.25% of the shares each quarter.
- (7) 1,935 options are exercisable immediately, 3,870 options vest and become exercisable on April 21, 2001, and an additional 2,580 options vest and become exercisable on April 21, 2002 and April 21, 2003, respectively.
- (8) Twenty-five percent (25%) of the total options granted on December 29, 2000 vest and become exercisable 1 year after the option grant date and thereafter with respect to 6.25% of the shares each quarter.
- (9) Options vest 30% and become exercisable one year after the vesting start date of April 26, 2000, and vest and become exercisable 30%, 20% and 20%, respectively, at the end of the second, third and fourth years after the vesting start date.
- (10) 8,303 options vest and become exercisable on June 23, 2001, 4,152 options vest and become exercisable on December 23, 2001 and thereafter with respect to 6.25% of the shares each quarter.

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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