

VERISIGN INC/CA
Form 3
December 20, 2004

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 MCLAUGHLIN MARK D</p> <p>(Last) (First) (Middle)</p> <p>487 EAST MIDDLEFIELD ROAD</p> <p>(Street)</p> <p>MOUNTAIN VIEW, Â CA Â 94043</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>12/17/2004</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>VERISIGN INC/CA [VRSN]</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</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Senior Vice President</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</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

<p>1. Title of Security</p> <p>(Instr. 4)</p>	<p>2. Amount of Securities Beneficially Owned</p> <p>(Instr. 4)</p>	<p>3. Ownership Form:</p> <p>Direct (D) or Indirect (I)</p> <p>(Instr. 5)</p>	<p>4. Nature of Indirect Beneficial Ownership</p> <p>(Instr. 5)</p>
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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)

<p>1. Title of Derivative Security</p> <p>(Instr. 4)</p>	<p>2. Date Exercisable and Expiration Date</p> <p>(Month/Day/Year)</p> <p>Date Exercisable Expiration Date</p>	<p>3. Title and Amount of Securities Underlying Derivative Security</p> <p>(Instr. 4)</p> <p>Title Amount or Number of Shares</p>	<p>4. Conversion or Exercise Price of Derivative Security</p>	<p>5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)</p>	<p>6. Nature of Indirect Beneficial Ownership</p> <p>(Instr. 5)</p>
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(Instr. 5)

Incentive Stock Option (right to buy)	04/15/2001 ⁽¹⁾	04/15/2007	Common Stock	3,066	\$ 97.7969	D	Â
Non-Qualified Stock Option (right to buy)	05/24/2003 ⁽²⁾	05/24/2009	Common Stock	18,750	\$ 10.08	D	Â
Non-Qualified Stock Option (right to buy)	09/26/2004 ⁽³⁾	09/26/2010	Common Stock	49,500	\$ 12.88	D	Â
Non-Qualified Stock Option (right to buy)	03/15/2002 ⁽⁴⁾	03/15/2008	Common Stock	6,250	\$ 13.79	D	Â
Non-Qualified Stock Option (right to buy)	09/06/2002 ⁽⁵⁾	09/06/2008	Common Stock	25,000	\$ 13.79	D	Â
Non-Qualified Stock Option (right to buy)	02/21/2003 ⁽⁶⁾	02/21/2009	Common Stock	50,000	\$ 13.79	D	Â
Non-Qualified Stock Option (right to buy)	08/31/2005 ⁽⁷⁾	08/31/2011	Common Stock	72,000	\$ 17.36	D	Â
Non-Qualified Stock Option (right to buy)	04/15/2001 ⁽¹⁾	04/15/2007	Common Stock	21,934	\$ 97.7969	D	Â
Non-Qualified Stock Option (right to buy)	08/01/2001 ⁽¹⁾	08/01/2007	Common Stock	50,000	\$ 151.25	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCLAUGHLIN MARK D 487 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043	Â	Â	Â Senior Vice President	Â

Signatures

By: Donald T Rozak Jr, as attorney-in-fact For: Mark D. McLaughlin

12/20/2004

__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) Immediately
 - (2) 25% of the options vested and became exercisable on 05/24/03, and thereafter with respect to 6.25% of the shares each quarter from the date of grant.
 - (3) 25% of the options vested and became exercisable on 09/26/04, and thereafter with respect to 6.25% of the shares each quarter from the date of grant.
- This is an option regrant under the VeriSign Offer to Exchange Outstanding Options to Purchase Common Stock dated November 27, 2002. Twenty-five (25%) percent of the total option vested and became exercisable on March 15, 2002 and vests thereafter with respect to 6.25% of the option each quarter until fully vested.

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- This is an option regrant under the VeriSign Offer to Exchange Outstanding Options to Purchase Common Stock dated November 27, 2002. Twenty-five (25%) percent of the total option vested and became exercisable on September 6, 2002 and vests thereafter with respect to 6.25% of the option each quarter until fully vested.
- (5)

- This is an option regrant under the VeriSign Offer to Exchange Outstanding Options to Purchase Common Stock dated November 27, 2002. Twenty-five (25%) percent of the total option vested and became exercisable on February 21, 2003 and vests thereafter with respect to 6.25% of the option each quarter until fully vested.
- (6)

- 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.
- (7)

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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