



CHARTER OF THE CYBERSECURITY COMMITTEE OF THE BOARD OF DIRECTORS OF VERISIGN, INC.

Adopted February 11, 2020

Purpose

The purpose of the Cybersecurity Committee (the “Committee”) of the Board of Directors (the “Board”) of VeriSign, Inc. (the “Company”) is to assist the Board with its oversight of the cybersecurity program and risks.

Membership

All members of the Committee will be appointed by, and shall serve at the discretion of, the Board, and the Board may remove any member of the Committee at any time with or without cause. The Board will appoint members of the Committee based on the recommendation of the Board’s Corporate Governance and Nominating Committee. Each member of the Committee shall serve until his or her successor has been duly appointed and qualified or until his or her earlier resignation or removal by the Board in its discretion.

The Committee shall consist of at least two members of the Board, with the exact number to be determined from time to time by a resolution of the Board. The Chair of the Committee shall be the Board member who serves as the liaison to management’s Safety and Security Council (the “Council”). In order to facilitate the Audit Committee’s oversight of the Company’s practices with respect to risk assessment and risk management, at least one member of the Committee shall also be a member of the Audit Committee.

Authority

The Committee shall have the resources and authority necessary to discharge its duties and responsibilities. The Committee shall have the authority to engage and terminate outside counsel or other experts or consultants to advise the Committee, as it deems appropriate, including authority to approve any such firms’ fees and other retention terms. The Company will provide appropriate funding, as determined by the Committee, for the payment of compensation to the Company’s outside counsel and other advisors as the Committee deems appropriate, and administrative expenses of the Committee that are necessary or appropriate in carrying out its duties. In discharging its duties and responsibilities, the Committee is empowered to investigate any matter brought to its attention. The Committee will have unrestricted access to the Company’s books, records, facilities and personnel. The Committee may delegate its duties and responsibilities to one or more subcommittees, consisting of not less than two members of the Committee, as it determines appropriate.

Duties and Responsibilities

1. Review the effectiveness of the Company’s cybersecurity program and any major changes thereto.

2. Oversee the Company's risk management with respect to cybersecurity.
3. Review the Company's adoption and implementation of systems, controls and procedures designed to prevent, detect and respond to cyber-attacks or security breaches involving the Company.
4. Receive reports on the Company's technology security architecture.
5. Review the activities of the Council with the Board's liaison to the Council.
6. Review the effectiveness of the Company's information security incident response, business continuity and disaster recovery plans, including escalation protocols.
7. Review the budget and resources allocated to the Company's cybersecurity program.
8. Review the Company's compliance with applicable global data protection and security regulations and the Company's adoption and implementation of systems, controls and procedures designed to comply with such regulations.
9. Make recommendations to the Board with respect to the appointment of the Committee member serving as the Board's liaison to the Council.
10. Review the plans and methodology for the periodic assessment of the Company's cybersecurity program by outside professionals, any findings of such assessments and any remediation plans to address any material control deficiencies identified by such assessments.
11. Review the Company's cybersecurity insurance program.
12. Make such recommendations to the Board and management with respect to any of the above and other matters as the Committee deems necessary or appropriate.
13. Review and reassess the adequacy of this Charter annually and recommend to the Board any changes it determines are appropriate.
14. Annually evaluate its performance and report on its performance to the Board.

Meetings and Reports

Meetings of the Committee shall be held from time to time as determined by the Board or the Committee, either in person or telephonically. The Chair of the Committee shall be responsible for establishing the agendas for meetings of the Committee. An agenda, together with materials relating to the subject matter of each meeting, shall be sent to members of the Committee prior to each meeting. In discharging its responsibilities, the Committee shall have full access to any relevant records of the Company and may invite members of management or others to attend Committee meetings and provide pertinent information on such issues within the purview of the Committee.

The Committee shall keep minutes of its proceedings. The minutes shall be approved at a subsequent meeting of the Committee, shall be distributed periodically to the full Board (if requested), and shall be retained with the minutes of the proceedings of the Board.

The independent members of the Committee shall meet separately in executive session, periodically, with each of the Company's Chief Security Officer and other members of management as determined by such directors.

A quorum at any Committee meeting shall be a majority of the number of Committee members then serving, unless there are only two members of the Committee, in which case a quorum shall require the presence of both members. Any action approved by at least a majority of the members present shall represent the valid action of the Committee (or where the Committee consists of only two members, by unanimous vote). In accordance with the Bylaws of the Company, the Committee may take action by unanimous written consent in lieu of a meeting.

The Committee shall make regular reports to the Board.