SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(right to buy)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading Symbol

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

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5. Relationship of Reporting Person(s) to Issuer

1. Name and Address of Reporting Person* <u>EVAN DANA L</u>						2. Issuer Name and Ticker or Trading Symbol VERISIGN INC/CA [VRSN]										5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify					
(Last) (First) (Middle) 487 EAST MIDDLEFIELD ROAD						3. Date of Earliest Transaction (Month/Day/Year) 11/08/2004									- X	X below) below) Executive Vice President & Cl					
(Street) MOUNTAIN VIEW CA 94043					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)									Line)	X Form filed by One Reporting Person Form filed by More than One Reporting					
(City) (State) (Zip)					_											Person					
		Та	ble I - No	on-Der	ivativ	ve S	ecuri	ties A	\cqı	uired,	Dis	posed o	of, or B	enef	icially	Owned		4			
1. Title of Security (Instr. 3)				2. Transactio Date (Month/Day/Y		- 1	2A. Deemed Execution Date, if any (Month/Day/Year)		e,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4		or and 5)	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
										Code	v	Amount	(A) d (D)	(A) or (D) Price		Transaction(s) (Instr. 3 and 4)					
Common	Stock			11/0	11/08/2004					М		2,000	A	\$	\$7.6719		,743		D		
Common	Stock			11/08/2004		4				М		1,000	A	\$	7.6719	45,7	45,743		D		
Common	Stock			11/0	11/08/2004					S		3,000	D		\$ <mark>28</mark>	42,743		D			
Common Stock				11/0)8/2004					s		2,000	D		\$28	57,530		II		by Evan1991 LvgTrust	
Common Stock															18,2	242		I	by TDC&R Inv LP ⁽¹⁾		
			Table II ·									osed of				wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	ed Date,	4. Transa Code (i 8)	ctior	5. N of Deri Sec Acq (A) o Disp of (I	umber vative urities uired or oosed O) tr. 3, 4	6. D Exp	ate Exe iration I nth/Day	rcisa Date	ble and	7. Title a of Secur Underlyi Derivativ (Instr. 3 a	nd Am ities ng re Secu	ount	8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securitie Benefici: Owned Followin Reported Transact (Instr. 4)	re es ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial D) Ownership ect (Instr. 4)	
					Code	v	(A)	(A) (D) Ex		e rcisable		Expiration Date	Title	or Nun	ount 1ber hares						
Incentive Stock Option (right to buy)	\$7.6719	11/08/2004			М			1,000	10/	/30/1999) 1	10/30/2005	Commor Stock	1,	000	\$0	19,1	56	D		
Non- Qualified Stock Option (right to buy)	\$7.6719	11/08/2004			М			2,000	10/	/30/1999) 1	10/30/2005	Commor Stock	2,	000	\$0	47,3	50	D		
Incentive Stock Option (right to buy)	\$151.25								08/0)1/2001 ⁽	2)	08/01/2007	Commor Stock	1,	322		1,32	2	D		
Non- Qualified Stock Option (right to buy)	\$10.08								05/2	24/2003 ⁽	3) ()5/24/2009	Commor Stock	75	,000		75,0	00	D		
Non- Qualified Stock Option	\$12.88								11/1	1/2003 ^{(,}	4)	08/11/2013	Commor Stock	80	,000		80,0	00	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execution Date, Transactio			5. Number n of		6. Date Exerci Expiration Dat (Month/Day/Ye	e	7. Title an of Securit Underlyin Derivative (Instr. 3 ar	ies g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$22.71							02/21/2003 ⁽³⁾	02/21/2009	Common Stock	100,000		100,000	D	
Non- Qualified Stock Option (right to buy)	\$26.53							11/03/2005 ⁽⁵⁾	11/03/2011	Common Stock	135,000		135,000	D	
Non- Qualified Stock Option (right to buy)	\$34.16							09/06/2002 ⁽⁶⁾	09/06/2008	Common Stock	90,000		90,000	D	
Non- Qualified Stock Option (right to buy)	\$34.438							03/15/2002 ⁽⁷⁾	03/15/2008	Common Stock	40,000		40,000	D	
Non- Qualified Stock Option (right to buy)	\$37.0625							07/30/2000 ⁽⁸⁾	07/30/2006	Common Stock	198,646		198,646	D	
Non- Qualified Stock Option (right to buy)	\$74.188							12/29/2001 ⁽⁹⁾	12/29/2007	Common Stock	25,000		25,000	D	
Non- Qualified Stock Option (right to buy)	\$151.25							08/01/2001 ⁽²⁾	08/01/2007	Common Stock	123,678		123,678	D	

Explanation of Responses:

1. Shares held by TDC&R Investment LP, a family limited partnership, of which the Reporting Person, her spouse and children are partners.

2. Twenty-five percent (25%) of the total options granted on August 1, 2000 vest and become exercisable 1 year after the option grant date 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. 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.

6. 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

7. 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

8. Are exercisable as to 6.25% of the shares each quarter after the date of grant.

9. 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.

Reporting Person's total direct holdings disclosed in Table I, Item 5 under Amount of Securities Beneficially Owned Following Reported Transaction(s) includes shares acquired through the VeriSign 1998 Employee Stock Purchase Plan.

<u>By: Donald T Rozak Jr, as</u> <u>attorney-in-fact For: Dana L.</u> <u>Evan</u>

11/10/2004

Date

** Signature of Reporting Person

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

* 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).

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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