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).

\$26.4

Non-Qualified Stock Option

(right to buy)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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								() or are			npany Act t	JI 1040								
1. Name and Address of Reporting Person* BALOGH ARISTOTLE N							2. Issuer Name and Ticker or Trading Symbol <u>VERISIGN INC/CA</u> [VRSN]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (cive title Other (specify					
(Last) (First) (Middle) 487 EAST MIDDLEFIELD ROAD						3. Date of Earliest Transaction (Month/Day/Year) 02/14/2006								X Officer (give title Other (specify below) below) Senior Vice President						
(Street) MOUNTAIN VIEW CA 94043				4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)	(S	tate)	(Zip)																	
			ole I - Noi						-	Dis	-			-	1					
Date				Date		Day/Year) i		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported		Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code	v	Amount (A) or (D) P			rice	Transaction(s) (Instr. 3 and 4)					
Common	Stock			02/1	4/200	/2006			М		15,625	5 A		13.79	24,	013		D		
Common					02/14/2006		ļ		М		521	A		13.79		534		D		
Common					14/2006		ļ		S		300		+	24.01				D		
Common Stock				4/2006				S			15,846 D		\$24	8,388		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)	3A. Deemed Execution I if any (Month/Day	Date,	4. Transa Code (8)		of Deri Sec Acq (A) o Disp of (I	umber vative urities uired or oosed D) (Instr. and 5)	Expiration Date of S (Month/Day/Year) Unc Der		7. Title and Amc of Securities Underlying Derivative Secu (Instr. 3 and 4)			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)	Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisat		Expiration Date	Title	or Nu of	ount mber ares						
Non- Qualified Stock Option (right to buy)	\$13.79	02/14/2006			М			521	03/15/20	02	03/15/2008	Commo Stock	ⁿ 5	21	\$0	0		D		
Non- Qualified Stock Option (right to buy)	\$13.79	02/14/2006			М			15,625	02/21/20	03	02/21/2009	Commo Stock	ⁿ 15	,625	\$0	3,125	5	D		
Incentive Stock Option (right to buy)	\$149.25								06/23/200	1 ⁽¹⁾	06/23/2007	Commo Stock	ⁿ 2,	680		2,680)	D		
Non- Qualified Stock Option (right to buy)	\$10.08								05/24/20	03	05/24/2009	Commo Stock	ⁿ 6,	250		6,250)	D		
Non- Qualified Stock Option (right to buy)	\$13.79								09/06/20	02	09/06/2008	Commo Stock	ⁿ 12	,479		12,47	9	D		

08/02/2006⁽²⁾

Common

Stock

08/02/2012

90,000

90,000

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)				6. Date Exercia Expiration Dat (Month/Day/Ye	e	7. Title an of Securiti 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)	\$26.53							11/03/2005 ⁽³⁾	11/03/2011	Common Stock	90,000		90,000	D	
Non- Qualified Stock Option (right to buy)	\$149.25							06/23/2001 ⁽⁴⁾	06/23/2007	Common Stock	47,320		47,320	D	
Restricted Stock Unit (RSU)	\$0							08/02/2006 ⁽⁵⁾	08/02/2009	Common Stock	10,000		10,000	D	

Explanation of Responses:

1. 1,340 options are exercisable immediately, 670 options will vest and become exercisable on December 23, 2003 and 670 options will vest and become exercisable on June 23, 2004.

2. 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.

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. 29,910 options are exercisable immediately, 11830 options will vest and become exercisable on December 23, 2003 and 5,580 options will vest and become exercisable on June 23, 2004.

5. On 08/02/2005, Reporting Person was awarded restricted stock units (RSUs). Each restricted stock unit represents a contingent right to receive one (1) share of VeriSign common stock once vested. Ten percent (10%) of the total RSUs granted vest and become exercisable on the first anniversary of the date of grant, twenty percent (20%) of the total RSUs granted vest and become exercisable on the second anniversary of the date of grant, thirty percent (30%) of the total RSUs granted vest and become exercisable on the third anniversary of the date of grant, and forty percent (40%) of the total RSUs granted vest and become exercisable on the third anniversary of the date of grant, and forty percent (40%) of the total RSUs granted vest and become exercisable on the fourth anniversary of the date of grant.

Remarks:

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>	
attorney-in-fact For: Aristotle	02/16/2006
<u>N. Balogh</u>	

** Signature of Reporting Person Date

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.