

VERISIGN INC/CA
Form 4
November 01, 2004

FORM 4

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

OMB APPROVAL

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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 *
EVAN DANA L

(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)
11/01/2004

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)
Executive Vice President & CFO

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 Indirect Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	11/01/2004		S	2,500 D \$ 27	59,530	I	by Evan 1991 LvgTrust
Common Stock					42,743	D	
Common Stock					18,242	I	by TDC&R Inv LP ⁽¹⁾

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

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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. 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 Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount of Underlying Shares
Incentive Stock Option (right to buy)	\$ 7.6719					10/30/1999 ⁽²⁾	10/30/2005 ⁽³⁾	Common Stock	2
Incentive Stock Option (right to buy)	\$ 151.25					08/01/2001 ⁽⁴⁾	08/01/2007	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 7.6719					10/30/1999 ⁽²⁾	10/30/2005	Common Stock	50
Non-Qualified Stock Option (right to buy)	\$ 10.08					05/24/2003 ⁽⁵⁾	05/24/2009	Common Stock	75
Non-Qualified Stock Option (right to buy)	\$ 12.88					11/11/2003 ⁽⁶⁾	08/11/2013	Common Stock	80
Non-Qualified Stock Option (right to buy)	\$ 22.71					02/21/2003 ⁽⁵⁾	02/21/2009	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 34.16					09/06/2002 ⁽⁷⁾	09/06/2008	Common Stock	90
Non-Qualified Stock Option (right to buy)	\$ 34.438					03/15/2002 ⁽⁸⁾	03/15/2008	Common Stock	40
Non-Qualified Stock Option (right to buy)	\$ 37.0625					07/30/2000 ⁽²⁾	07/30/2006	Common Stock	19
	\$ 74.188					12/29/2001 ⁽⁹⁾	12/29/2007		25

Non-Qualified Stock Option (right to buy)				Common Stock
Non-Qualified Stock Option (right to buy)	\$ 151.25	08/01/2001 ⁽⁴⁾	08/01/2007	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EVAN DANA L 487 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043			Executive Vice President & CFO	

Signatures

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

11/01/2004

__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) Shares held by TDC&R Investment LP, a family limited partnership, of which the Reporting Person, her spouse and children are partners.
- (2) Are exercisable as to 6.25% of the shares each quarter after the date of grant.
The August 15, 2000 Option Exercise of 1,354 shares was previously reported as a disposition of a derivative security and subsequent acquisition of a non-derivative security with respect to the reporting person's Incentive Stock Options granted on October 30, 1998 and should have been reported as a disposition of a derivative security and subsequent acquisition of a non-derivative security with respect to the reporting person's Non-Qualified Stock Options granted July 30, 1999. Reporting person has not exercised any Incentive Stock Options received under the October 30, 1998 grant.
- (3) 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.
- (4) 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.
- (5) Are exercisable as to 6.25% of the shares each quarter from the date of grant.
- (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) 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)

Remarks:

Reporting Person's total direct holdings disclosed in Table I, Item 5 under Amount of Securities Beneficially Owned Following.
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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