VERISIGN INC/CA
Form 4
May 18, 2005

# FORM 4

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

**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

OMB APPROVAL

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

(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)
05/16/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Executive Vice President & CFO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 05/16/2005 | | M | | 1,200 | A | $ 7.6719 | 41,362 | D | |
| Common Stock | 05/16/2005 | | M | | 1,785 | A | $ 7.6719 | 43,147 | D | |
| Common Stock | 05/16/2005 | | M | | 1,300 | A | $ 7.6719 | 44,447 | D | |
| Common Stock | 05/16/2005 | | M | | 715 | A | $ 7.6719 | 45,162 | D | |
| Common Stock | 05/16/2005 | | S | | 1,785 | D | $ 28.48 | 43,377 | D | |

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| Common Stock | 05/16/2005 | | S | 1,200 | D | $ 28.47 | 42,177 | D | |
| Common Stock | 05/16/2005 | | S | 1,300 | D | $ 28.46 | 40,877 | D | |
| Common Stock | 05/16/2005 | | S | 715 | D | $ 28.45 | 40,162 | D | |
| Common Stock | | | | | | | 51,030 | I | by Evan1991 LvgTrust |
| 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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SEC 1474 (9-02)

**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 Amo Underlying Secu (Instr. 3 and 4) | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Am Nu Sh |
| Non-Qualified Stock Option (right to buy) | $ 7.6719 | 05/16/2005 | | M | | | 1,200 | 10/30/1999 | 10/30/2005 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | $ 7.6719 | 05/16/2005 | | M | | | 1,785 | 10/30/1999 | 10/30/2005 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | $ 7.6719 | 05/16/2005 | | M | | | 1,300 | 10/30/1999 | 10/30/2005 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | $ 7.6719 | 05/16/2005 | | M | | | 715 | 10/30/1999 | 10/30/2005 | Common Stock | |
| | $ 7.6719 | | | | | | | 10/30/1999 | 10/30/2005 | | |

| | | | | | |
|---|---|---|---|---|---|
| Incentive Stock Option (right to buy) | | | | Common Stock | |
| Incentive Stock Option (right to buy) | $ 151.25 | | 08/01/2001[2] | 08/01/2007 | Common Stock |
| Non-Qualified Stock Option (right to buy) | $ 10.08 | | 05/24/2003[3] | 05/24/2009 | Common Stock |
| Non-Qualified Stock Option (right to buy) | $ 12.88 | | 11/11/2003[4] | 08/11/2013 | Common Stock |
| Non-Qualified Stock Option (right to buy) | $ 22.71 | | 02/21/2003[3] | 02/21/2009 | Common Stock |
| Non-Qualified Stock Option (right to buy) | $ 26.53 | | 11/03/2005[5] | 11/03/2011 | Common Stock |
| Non-Qualified Stock Option (right to buy) | $ 34.16 | | 09/06/2002[6] | 09/06/2008 | Common Stock |
| Non-Qualified Stock Option (right to buy) | $ 34.438 | | 03/15/2002[7] | 03/15/2008 | Common Stock |
| Non-Qualified Stock Option (right to buy) | $ 37.0625 | | 07/30/2000[8] | 07/30/2006 | Common Stock |
| Non-Qualified Stock Option (right to buy) | $ 74.188 | | 12/29/2001[9] | 12/29/2007 | Common Stock |
| Non-Qualified Stock Option (right to buy) | $ 151.25 | | 08/01/2001[2] | 08/01/2007 | Common Stock |

# Reporting Owners

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

# Signatures

| | |
|---|---|
| By: Donald T Rozak Jr, as attorney-in-fact For: Dana L. Evan | 05/18/2005 |
| **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)** | 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. |

**Remarks:**

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

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