

VERISIGN INC/CA

Form 4

May 24, 2005

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).

**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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GALLIVAN QUENTIN P

(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)
05/23/2005

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

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 Ownership (Instr. 4)
Common Stock	05/23/2005		M	V Amount (A) or (D) Price 5,000 A \$ 12.88	155,431	D	
Common Stock	05/23/2005		M	4,133 A \$ 22.71	159,564	D	
Common Stock	05/23/2005		S	9,133 D \$ 30	150,431	D	

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control**

SEC 1474
(9-02)

number.

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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Number Shares
Non-Qualified Stock Option (right to buy)	\$ 12.88	05/23/2005		M	5,000	11/11/2003 ⁽¹⁾ 08/11/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 22.71	05/23/2005		M	4,133	02/21/2003 ⁽²⁾ 02/21/2009	Common Stock
Incentive Stock Option (right to buy)	\$ 151.25					08/01/2001 08/01/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 10.08					05/24/2003 ⁽²⁾ 05/24/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 26.53					11/03/2005 ⁽³⁾ 11/03/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 34.16					09/06/2002 ⁽⁴⁾ 09/06/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 34.438					03/15/2002 03/15/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 37.0625					07/30/2000 07/30/2006	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 74.188					12/29/2001 12/29/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 151.25					08/01/2001 08/01/2007	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GALLIVAN QUENTIN P 487 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043			Executive Vice President	

Signatures

By: Donald T Rozak Jr, as attorney-in-fact For: Quentin P.
Gallivan

05/24/2005

____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) Are exercisable as to 6.25% of the shares each quarter from the date of grant.
- (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) 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

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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