

VERISIGN INC/CA

Form 4

November 04, 2004

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 *
LIN JUDY

(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)
11/04/2004

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 & GM

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	11/03/2004		S		10,289	D	\$ 26.5	102,967	D
Common Stock	11/03/2004		S		1,000	D	\$ 26.52	101,967	D
Common Stock	11/03/2004		S		746	D	\$ 26.59	101,221	D
Common Stock	11/03/2004		S		300	D	\$ 26.6	100,921	D
Common Stock	11/03/2004		S		100	D	\$ 26.61	100,821	D

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Common Stock	11/03/2004	S	6,575	D	\$ 26.65	94,246	D
Common Stock	11/03/2004	S	2,800	D	\$ 26.66	91,446	D
Common Stock	11/03/2004	S	4,600	D	\$ 26.7	86,846	D
Common Stock	11/03/2004	S	4,000	D	\$ 26.71	82,846	D
Common Stock	11/03/2004	S	1,000	D	\$ 26.73	81,846	D

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

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(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 Amount Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Incentive Stock Option (right to buy)	\$ 6.875					08/17/1999 ⁽¹⁾	08/17/2005	Common Stock	20,
Incentive Stock Option (right to buy)	\$ 37.0625					07/30/2000 ⁽²⁾	07/30/2006	Common Stock	3,7
Incentive Stock Option (right to buy)	\$ 151.25					08/01/2001 ⁽³⁾	08/01/2007	Common Stock	60
Non-Qualified Stock Option (right to buy)	\$ 6.875					08/17/1999 ⁽¹⁾	08/17/2005	Common Stock	4,9
Non-Qualified Stock Option	\$ 10.08					05/24/2003 ⁽⁴⁾	05/24/2009	Common Stock	50,

(right to buy)

Non-Qualified Stock Option (right to buy)	\$ 13.46	09/30/2004 ⁽⁵⁾	09/30/2010	Common Stock	55,
Non-Qualified Stock Option (right to buy)	\$ 13.79	03/15/2002 ⁽⁶⁾	03/15/2008	Common Stock	10,
Non-Qualified Stock Option (right to buy)	\$ 13.79	09/06/2002 ⁽⁷⁾	09/06/2008	Common Stock	25,
Non-Qualified Stock Option (right to buy)	\$ 13.79	02/21/2003 ⁽⁸⁾	02/21/2009	Common Stock	100
Non-Qualified Stock Option (right to buy)	\$ 26.0625	03/05/2000 ⁽⁹⁾	03/05/2006	Common Stock	136
Non-Qualified Stock Option (right to buy)	\$ 37.0625	07/30/2000 ⁽¹⁰⁾	07/30/2006	Common Stock	16,
Non-Qualified Stock Option (right to buy)	\$ 151.25	08/01/2001 ⁽³⁾	08/01/2007	Common Stock	79,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LIN JUDY 487 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043			Executive Vice President & GM	

Signatures

By: Donald T Rozak Jr, as attorney-in-fact For:
Judy Lin

11/04/2004

____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) Immediately
- (2) 1,010 options are exercisable immediately and 2,698 options vest and become exercisable on July 30, 2003.
- (3) Option to purchase 80,000 shares granted August 1, 2000, will become exercisable as to 25% of the aggregate number of shares granted on 08/01/2001, and as to an additional 6.25% of the aggregate number of shares granted each succeeding quarter thereafter until fully vested.

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- (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.

This is an option regrant under the VeriSign Offer to Exchange Outstanding Options to Purchase Common Stock dated November 27, 2002. Twenty-five (25%) percent of the total option vested and became exercisable on March 15, 2002 and vests thereafter with respect to 6.25% of the option each quarter until fully vested.
- (7) This is an option regrant under the VeriSign Offer to Exchange Outstanding Options to Purchase Common Stock dated November 27, 2002. Twenty-five (25%) percent of the total option vested and became exercisable on September 6, 2002 and vests thereafter with respect to 6.25% of the option each quarter until fully vested.
- (8) This is an option regrant under the VeriSign Offer to Exchange Outstanding Options to Purchase Common Stock dated November 27, 2002. Twenty-five (25%) percent of the total option vested and became exercisable on February 21, 2003 and vests thereafter with respect to 6.25% of the option each quarter until fully vested.
- (9) 126,000 options are exercisable immediately and thereafter with respect to 6.25% of the shares each quarter until fully vested.
- (10) 15,240 options are exercisable immediately and 1,052 options vest and become exercisable on July 30, 2003.

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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