

VERISIGN INC/CA
Form 4
January 09, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(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)
01/09/2007

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 & GM

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	01/09/2007		S	V	10,000	D	
					\$ 24.46		
					80,208	D	

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)

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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 Shares
Incentive Stock Option (right to buy)	\$ 151.25					08/01/2001 ⁽¹⁾	08/01/2007	Common Stock	60,000
Non-Qualified Stock Option (right to buy)	\$ 10.08					05/24/2003 ⁽²⁾	05/24/2009	Common Stock	50,000
Non-Qualified Stock Option (right to buy) ⁽³⁾	\$ 13.46					09/30/2004	09/30/2010	Common Stock	17,000
Non-Qualified Stock Option (right to buy)	\$ 13.79					03/15/2002 ⁽⁴⁾	03/15/2008	Common Stock	10,000
Non-Qualified Stock Option (right to buy)	\$ 13.79					09/06/2002 ⁽⁵⁾	09/06/2008	Common Stock	25,000
Non-Qualified Stock Option (right to buy)	\$ 13.79					02/21/2003 ⁽⁶⁾	02/21/2009	Common Stock	100,000
Non-Qualified Stock Option (right to buy) ⁽³⁾	\$ 14.93					09/30/2004	09/30/2010	Common Stock	37,000
Non-Qualified Stock Option (right to buy)	\$ 17.94					08/01/2007 ⁽⁷⁾	08/01/2013	Common Stock	72,000
Non-Qualified Stock Option (right to buy)	\$ 26.4					08/02/2006 ⁽⁸⁾	08/02/2012	Common Stock	90,000
Non-Qualified Stock Option (right to buy)	\$ 26.53					11/03/2005 ⁽⁹⁾	11/03/2011	Common Stock	112,000
	\$ 151.25					08/01/2001 ⁽¹⁾	08/01/2007		79,000

Non-Qualified Stock Option (right to buy)					Common Stock	
Restricted Stock Unit (RSU)	\$ 0		08/02/2006 ⁽¹⁰⁾	08/02/2009	Common Stock	9,0
Restricted Stock Unit (RSU)	\$ 0		08/01/2007 ⁽¹¹⁾	08/01/2010	Common Stock	8,0

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

01/09/2007

 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) 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.
- (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) This option was granted erroneously with an exercise price below fair market value. This form is being filed to correct this error and reflect the proper exercise price. *See* VeriSign's Current Report on Form 8-K dated January 4, 2007 for additional information.
- (4) 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.
- (5) 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.
- (6) 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.
- (7) 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.
- (8) 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.
- (9)

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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.

(10) 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 fourth anniversary of the date of grant.

(11) On 08/01/2006, Reporting Person was awarded restricted stock units (RSUs). Each RSU represents a contingent right to receive one (1) share of VeriSign common stock once vested. Twenty-five percent (25%) of the grant vests over four years on the anniversary of the date of grant, subject to necessary withholding for applicable taxes.

Remarks:

This Form 4 has been filed to report the exit of Reporting Person from Section 16 reporting responsibility to the Issuer.

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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