

VERISIGN INC/CA
Form 4
August 03, 2006

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 *
KRIENS SCOTT

(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)
08/01/2006

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)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | | | | (A) or (D) | 80,000 | I | Kriens 1996 Trust (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)

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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 Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Non-Qualified Stock Option (right to buy) | \$ 17.94 | 08/01/2006 | | A | 17,600 | 08/01/2007 ⁽²⁾ 08/01/2013 | Common Stock |
| Restricted Stock Unit (RSU) | \$ 0 | 08/01/2006 | | A | 6,100 | 08/01/2007 ⁽³⁾ 08/01/2010 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 8.488 | | | | | 04/02/2003 ⁽⁴⁾ 01/02/2013 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 17.59 | | | | | 04/07/2004 ⁽⁴⁾ 01/07/2014 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 21.56 | | | | | 04/03/2006 ⁽⁴⁾ 01/03/2016 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 32.56 | | | | | 04/03/2005 ⁽⁴⁾ 01/03/2015 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 38.06 | | | | | 04/02/2002 ⁽⁴⁾ 01/02/2012 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 61.813 | | | | | 04/02/2001 ⁽⁴⁾ 01/02/2011 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| KRIENS SCOTT 487 EAST MIDDLEFIELD ROAD MOUNTAIN VIEW, CA 94043 | X | | | |

Signatures

By: Donald T Rozak Jr, as attorney-in-fact For: Scott G.
Kriens

08/03/2006

__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) Form of ownership originally designated as being "Direct" when in fact it should have been designated as "Indirect," with nature of indirect beneficial ownership being the Kriens 1996 Trust, as now corrected by this amended Form 3.
- (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.

On 08/01/2006, Reporting Person was awarded restricted stock units (RSUs). Each RSU represents a contingent right to receive one (1)
- (3) 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.
- (4) Are exercisable as to 6.25% of the shares each quarter after the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.