

ROBINS BRIAN G
Form 4
May 19, 2011

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 *
ROBINS BRIAN G

(Last) (First) (Middle)
21355 RIDGETOP CIRCLE
(Street)

DULLES, VA 20166

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
VERISIGN INC/CA [VRSN]

3. Date of Earliest Transaction
(Month/Day/Year)
05/18/2011

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)
EVP & Chief Financial Officer

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 05/18/2011 | | A | | 97 ⁽¹⁾ | A | \$ 0 124,631.5485 |
| Common Stock | 05/18/2011 | | A | | 16 ⁽¹⁾ | A | \$ 0 124,647.5485 |
| Common Stock | 05/18/2011 | | A | | 320 ⁽¹⁾ | A | \$ 0 124,967.5485 |
| Common Stock | 05/18/2011 | | A | | 576 ⁽¹⁾ | A | \$ 0 125,543.5485 |
| Common Stock | 05/18/2011 | | A | | 1,844 ⁽¹⁾ | A | \$ 0 127,387.5485 |

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| | | | | | | | |
|--------------|------------|---|-------------------------|---|----------|--------------|---|
| Common Stock | 05/18/2011 | A | 3,485 ⁽¹⁾ | A | \$ 0 | 130,872.5485 | D |
| Common Stock | 05/18/2011 | A | 1,162 ⁽²⁾ | A | \$ 0 | 132,034.5485 | D |
| Common Stock | 05/18/2011 | A | 369 ⁽²⁾ | A | \$ 0 | 132,403.5485 | D |
| Common Stock | 05/18/2011 | A | 1,462 ⁽²⁾ | A | \$ 0 | 133,865.5485 | D |
| Common Stock | 05/18/2011 | A | 244 ⁽²⁾ | A | \$ 0 | 134,109.5485 | D |
| Common Stock | 05/18/2011 | A | 2,238 ⁽²⁾ | A | \$ 0 | 136,347.5485 | D |
| Common Stock | 05/18/2011 | A | 1,268 ⁽²⁾ | A | \$ 0 | 137,615.5485 | D |
| Common Stock | 05/18/2011 | A | 461 ⁽²⁾ | A | \$ 0 | 138,076.5485 | D |
| Common Stock | 05/18/2011 | A | 369 ⁽²⁾ | A | \$ 0 | 138,445.5485 | D |
| Common Stock | 05/18/2011 | F | 155 ⁽³⁾ | D | \$ 37.29 | 138,290.5485 | D |
| Common Stock | 05/18/2011 | F | 155 ⁽³⁾ | D | \$ 37.29 | 138,135.5485 | D |
| Common Stock | 05/18/2011 | F | 616 ⁽³⁾ | D | \$ 37.29 | 137,519.5485 | D |
| Common Stock | 05/18/2011 | F | 490 ⁽³⁾ | D | \$ 37.29 | 137,029.5485 | D |
| Common Stock | 05/18/2011 | F | 944 ⁽³⁾ | D | \$ 37.29 | 136,085.5485 | D |
| Common Stock | 05/18/2011 | F | 535 ⁽³⁾ | D | \$ 37.29 | 135,550.5485 | D |
| Common Stock | 05/18/2011 | F | 194 ⁽³⁾ | D | \$ 37.29 | 135,356.5485 | D |
| Common Stock | 05/18/2011 | F | 102 ⁽³⁾ | D | \$ 37.29 | 135,254.5485 | D |
| Common Stock | 05/18/2011 | A | 178.0641 ⁽⁴⁾ | A | \$ 0 | 135,432.6126 | D |
| Common Stock | 05/18/2011 | A | 29.6104 ⁽⁴⁾ | A | \$ 0 | 135,462.223 | D |
| Common Stock | 05/18/2011 | A | 292.0796 ⁽⁴⁾ | A | \$ 0 | 135,754.3026 | D |
| | 05/18/2011 | A | | A | \$ 0 | 135,942.0221 | D |

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| | | | | | | | | |
|--------------|------------|--|---|-------------------|---|------|--------------|---|
| Common Stock | | | | 187.7195 (4) | | | | |
| Common Stock | 05/18/2011 | | A | 402.3138 (4) | A | \$ 0 | 136,344.3359 | D |
| Common Stock | 05/18/2011 | | A | 804.6276 (4) | A | \$ 0 | 137,148.9635 | D |
| Common Stock | 05/18/2011 | | A | 603.4707 (4) | A | \$ 0 | 137,752.4342 | D |
| Common Stock | 05/18/2011 | | A | 1,267.2879 (4) | A | \$ 0 | 139,019.7221 | 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)

| 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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ROBINS BRIAN G 21355 RIDGETOP CIRCLE DULLES, VA 20166 | | | EVP & Chief Financial Officer | |

Signatures

By: Luci Altman, as Attorney-in-Fact For: Brian G. Robins
05/19/2011

__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) Restricted stock units ("RSUs") received in connection with unvested options and the \$2.75 per share of Common Stock cash dividend declared by VeriSign, Inc.'s Board of Directors on April 27, 2011 and paid on May 18, 2011. Each RSU represents a contingent right to receive one (1) share of VeriSign Common Stock once vested. These RSUs will vest on the second anniversary of the grant date; provided the holder continues to be employed by, or provide services to, the company on such date.

(2) Restricted stock units ("RSUs") received in connection with vested options and the \$2.75 per share of Common Stock cash dividend declared by VeriSign, Inc.'s Board of Directors on April 27, 2011 and paid on May 18, 2011. Each RSU represents a contingent right to receive one (1) share of VeriSign Common Stock once vested. RSUs immediately vest upon grant.

(3) Disposition of shares exempt under Rule 16b-3 as payment of tax liability to Company by delivery or withholding securities incident to vesting of restricted stock units.

(4) Additional restricted stock units ("RSUs") received in connection with outstanding RSUs and the \$2.75 per share of Common Stock cash dividend declared by VeriSign, Inc.'s Board of Directors on April 27, 2011 and paid on May 18, 2011. Each RSU represents a contingent right to receive one (1) share of VeriSign Common Stock once vested. These additional RSUs will vest on the same schedule as the already outstanding RSUs.

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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