VERITAS SOFTWARE CORP /DE/

Form 4 July 08, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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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

may continue. See Instruction

1(b).

obligations

(Print or Type Responses)

350 ELLIS STREET

1. Name and Address of Reporting Person * **BROWN MICHAEL A/CA**

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

Symbol

VERITAS SOFTWARE CORP /DE/

(Check all applicable)

[VRTS]

(Last) (First) 3. Date of Earliest Transaction

(Instr. 8)

X Director 10% Owner Officer (give title Other (specify

(Month/Day/Year)

07/02/2005

Form filed by More than One Reporting

(Instr. 4)

4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person

Person

below)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

(Middle)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I)

(Instr. 4)

Following Reported Transaction(s)

(A) or (Instr. 3 and 4)

Code V Amount (D) Price

(Instr. 3, 4 and 5)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 5. Number of 6. Date Exercisable and 7. Title and Amo 4. Derivative TransactionDerivative **Expiration Date** Underlying Secu Conversion (Month/Day/Year) Execution Date, if Securities (Month/Day/Year) (Instr. 3 and 4) Security or Exercise Code any

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	An Nu Sha
Non-Qualified Stock Option (right to buy)	\$ 18.08	07/02/2005		D <u>(1)</u>	V	40,000	(2)	08/25/2014	Common Stock	4
Non-Qualified Stock Option (right to buy)	\$ 17.42	07/02/2005		D <u>(1)</u>	V	100,000	(3)	03/19/2013	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 25.49	07/02/2005		D <u>(1)</u>	V	10,000	<u>(4)</u>	05/13/2013	Common Stock	10

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
BROWN MICHAEL A/CA 350 ELLIS STREET	X							
MOUNTAIN VIEW, CA 94043								

Signatures

Edward F. Malysz as attorney-in-fact for Michael
Brown
07/08/2005

Explanation of Responses:

**Signature of Reporting Person

- * 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) Exempt transaction pursuant to Rule 16b-3(e) of the Exchange Act of 1934, as amended.
 - Option, which was subject to 100% acceleration of all unvested shares on the effective date of the Issuer's merger with Symantec
- (2) Corporation, was assumed by Symantec Corporation and replaced with an option to acquire 44,968 shares of Symantec Corporation stock having an exercise price of \$16.0825 per share.

Date

- Option, which was subject to 100% acceleration of all unvested shares on the effective date of the Issuer's merger with Symantec
- (3) Corporation, was assumed by Symantec Corporation and replaced with an option to acquire 112,420 shares of Symantec Corporation stock having an exercise price of \$15.4955 per share.
 - Option, which was subject to 100% acceleration of all unvested shares on the effective date of the Issuer's merger with Symantec Corporation and replaced with an option to acquire 11,242 shares of Symantec Corporation st
- (4) Corporation, was assumed by Symantec Corporation and replaced with an option to acquire 11,242 shares of Symantec Corporation stock having an exercise price of \$22.6739 per share.

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.

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