

WEISS KEVIN M
Form 4
November 09, 2005

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 *
WEISS KEVIN M

2. Issuer Name and Ticker or Trading Symbol
McAfee, Inc. [MFE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3965 FREEDOM CIRCLE

3. Date of Earliest Transaction (Month/Day/Year)
11/08/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

EVP - Worldwide Sales

(Street)
SANTA CLARA, CA 95054

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 11/08/2005 | | M | | 100,000 A \$ 13.3 | 128,100 | D |
| Common Stock | 11/08/2005 | | S | | 300 D \$ 28.28 | 127,800 | D |
| Common Stock | 11/08/2005 | | S | | 700 D \$ 28.29 | 127,100 | D |
| Common Stock | 11/08/2005 | | S | | 800 D \$ 28.3 | 126,300 | D |
| Common Stock | 11/08/2005 | | S | | 700 D \$ 28.32 | 125,600 | D |

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| | | | | | | | |
|--------------|------------|---|--------|---|----------|---------|---|
| Common Stock | 11/08/2005 | S | 2,500 | D | \$ 28.33 | 123,100 | D |
| Common Stock | 11/08/2005 | S | 6,900 | D | \$ 28.3 | 116,200 | D |
| Common Stock | 11/08/2005 | S | 600 | D | \$ 28.35 | 11,500 | D |
| Common Stock | 11/08/2005 | S | 1,600 | D | \$ 28.36 | 114,000 | D |
| Common Stock | 11/08/2005 | S | 600 | D | \$ 28.37 | 113,400 | D |
| Common Stock | 11/08/2005 | S | 8,900 | D | \$ 28.38 | 104,500 | D |
| Common Stock | 11/08/2005 | S | 4,400 | D | \$ 28.39 | 100,100 | D |
| Common Stock | 11/08/2005 | S | 11,100 | D | \$ 28.4 | 89,000 | D |
| Common Stock | 11/08/2005 | S | 1,600 | D | \$ 28.41 | 87,400 | D |
| Common Stock | 11/08/2005 | S | 8,300 | D | \$ 28.42 | 79,100 | D |
| Common Stock | 11/08/2005 | S | 3,100 | D | \$ 28.43 | 76,000 | D |
| Common Stock | 11/08/2005 | S | 1,600 | D | \$ 28.44 | 174,400 | D |
| Common Stock | 11/08/2005 | S | 8,600 | D | \$ 28.45 | 65,800 | D |
| Common Stock | 11/08/2005 | S | 4,400 | D | \$ 28.46 | 61,400 | D |
| Common Stock | 11/08/2005 | S | 400 | D | \$ 28.47 | 61,000 | D |
| Common Stock | 11/08/2005 | S | 2,900 | D | \$ 28.48 | 58,100 | D |
| Common Stock | 11/08/2005 | S | 4,300 | D | \$ 28.49 | 53,800 | D |
| Common Stock | 11/08/2005 | S | 15,900 | D | \$ 28.5 | 37,900 | D |
| Common Stock | 11/08/2005 | S | 300 | D | \$ 28.53 | 37,600 | D |
| Common Stock | 11/08/2005 | S | 300 | D | \$ 28.54 | 37,300 | D |
| | 11/08/2005 | S | 3,000 | D | | 34,300 | D |

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- (1) 25% of the shares subject to the option shall vest one year from the date of grant and the remaining 75% shall vest monthly until the option is fully vested.

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