

McAfee, Inc.

Form 3

December 06, 2006

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

Â Bolin Christopher S

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

11/30/2006

3. Issuer Name **and** Ticker or Trading Symbol
McAfee, Inc. [MFE]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)5000 HEADQUARTERS
DRIVE

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner
☒ X Officer ☐ Other
(give title below) (specify below)
EVP & CTO6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ X Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting Person

PLANO,Â TXÂ 75024

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)Common Stock ⁽¹⁾

50,000

D

Â

Common Stock ⁽²⁾

50,000

D

Â

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

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of5. Ownership
Form of
Derivative6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	Â (3)	04/17/2007	Common Stock	2,896	\$ 11.0625	D	Â
Employee Stock Option (right to buy)	Â (3)	04/20/2009	Common Stock	5,000	\$ 11.0625	D	Â
Employee Stock Option (right to buy)	Â (3)	07/30/2007	Common Stock	869	\$ 11.0625	D	Â
Employee Stock Option (right to buy)	Â (3)	01/04/2010	Common Stock	4,500	\$ 24.5625	D	Â
Employee Stock Option (right to buy)	Â (3)	01/02/2011	Common Stock	72,500	\$ 4.1875	D	Â
Employee Stock Option (right to buy)	Â (3)	01/02/2013	Common Stock	35,000	\$ 16.9	D	Â
Employee Stock Option (right to buy)	Â (3)	05/04/2014	Common Stock	75,000	\$ 16.57	D	Â
Employee Stock Option (right to buy)	Â (3)	04/19/2015	Common Stock	80,000	\$ 21.61	D	Â
Employee Stock Option (right to buy)	Â (3)	01/02/2014	Common Stock	30,000	\$ 14.96	D	Â
Employee Stock Option (right to buy)	Â (3)	01/16/2012	Common Stock	40,000	\$ 25.43	D	Â
Employee Stock Option (right to buy)	Â (3)	07/03/2010	Common Stock	20,000	\$ 21.125	D	Â
Employee Stock Option (right to buy)	Â (3)	10/18/2009	Common Stock	10,000	\$ 16.9375	D	Â
Employee Stock Option (right to buy)	Â (3)	10/01/2008	Common Stock	10,000	\$ 11.0625	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bolin Christopher S 5000 HEADQUARTERS DRIVE PLANO, TX 75024	Â	Â	Â EVP & CTO	Â

Signatures

Clarence B. Brown, Attorney-in-Fact for Christopher S. Bolin 12/05/2006

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- The reportee was granted restricted stock units (RSUs) by McAfee, Inc.'s Board of Directors on March 7, 2006. The RSUs will vest 50% on the second anniversary of the grant date and 50% on the third anniversary of the grant date. The RSUs are not exercisable prior to vesting.
- (1) The reportee was granted restricted stock on August 23, 2005. The restricted stock vests 16,666 on the first anniversary of grant, 16,666 on the second anniversary of grant and 16,668 on the third anniversary of grant. The restricted stock is not exercisable prior to vesting.
- (2) 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.
- (3)

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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