

PRECISE SOFTWARE SOLUTIONS LTD

Form 425

December 24, 2002

**Filed by VERITAS Software Corporation
Pursuant to Rule 425 under the Securities Act of 1933, as amended**

**Subject Company: Precise Software Solutions Ltd.
Commission File No.: 0-30828**

This filing relates to a proposed merger between an indirect wholly owned subsidiary of VERITAS Software Corporation, a Delaware corporation (VERITAS Software) and Precise Software Solutions Ltd., an Israeli company (Precise), pursuant to the terms of an Agreement and Plan of Merger, dated as of December 19, 2002 (the Merger Agreement), by and among VERITAS Software, Precise, and Argon Merger Sub Ltd., an Israeli company.

The Merger Agreement was filed by VERITAS Software under cover of Form 8-K today and is incorporated by reference into this filing.

Additional Information and Where to Find It

In connection with the proposed merger with Precise, VERITAS Software intends to file a registration statement on Form S-4, including a prospectus/ proxy statement, with the Securities and Exchange Commission. Investors and security holders are urged to read the prospectus/ proxy statement regarding the proposed merger when it becomes available because it will contain important information about the transaction. Investors and security holders may obtain a free copy of the prospectus/ proxy statement (when it is available) and other documents filed by VERITAS Software and Precise with the Securities and Exchange Commission at the Securities and Exchange Commission's web site at www.sec.gov. The prospectus/ proxy statement and these other documents also may be obtained for free from VERITAS Software and Precise.