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GELSINGER PATRICK P

Form 3

September 06, 2012

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

 GELSINGER PATRICK P

3401 HILLVIEW AVENUE

(Last)

(First)

(Street)

(Middle)

Statement

(Month/Day/Year)

09/01/2012

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

VMWARE, INC. [VMW]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

X Director 10% Owner _X__ Officer Other (give title below) (specify below)

Chief Executive Officer

Filing(Check Applicable Line) _X_ Form filed by One Reporting

6. Individual or Joint/Group

Person

Form filed by More than One Reporting Person

PALO ALTO, CAÂ 94304

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned (Instr. 4)

Ownership Form: Direct (D)

or Indirect (I) (Instr. 5)

SEC 1473 (7-02)

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

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

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 of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Expiration Date Exercisable Date

Amount or Title Number of

(I) Shares (Instr. 5)

Security

Direct (D) or Indirect

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

GELSINGER PATRICK P

3401 HILLVIEW AVENUE Â X Â Â Chief Executive Officer Â

PALO ALTO, CAÂ 94304

Signatures

Larry Wainblat,

attorney-in-fact

09/06/2012

**Signature of Reporting Person

Date

Explanation of Responses:

No securities are beneficially owned

* 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).

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Remarks:

No securities are beneficially owned.

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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