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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person -
   POONEN SANJAY
   3401 HILLVIEW AVENUE
   PALO ALTO, CA 94304

2. Issuer Name and Ticker or Trading Symbol
   VMWARE, INC. [ VMW ]

3. Date of Earliest Transaction (MM/DD/YYYY)
   4/14/2021

5. Relationship of Reporting Person(s) to Issuer
   (Check all applicable)
   _____ Director
   _____ 10% Owner
   X_ Officer (give title below)
   ___ Other (specify below)
   COO, Customer Operations

4. If Amendment, Date Original Filed
   (MM/DD/YYYY)
   6. Individual or Joint/Group Filing
      (Check Applicable Line)
      _ Form filed by One Reporting Person
      ___ Form filed by More than One Reporting Person

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Trans. Date, if any</th>
<th>Deemed Execution Date, if any</th>
<th>Trans. Code</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>4/14/2021</td>
<td>A</td>
<td>27622</td>
<td>A</td>
<td>$0.00</td>
<td>302773</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>4/15/2021</td>
<td>M</td>
<td>13384</td>
<td>A</td>
<td>$80.25</td>
<td>316157</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>4/15/2021</td>
<td>S</td>
<td>13384</td>
<td>D</td>
<td>$160.00</td>
<td>302773</td>
<td>D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Trans. Date, if any</th>
<th>Deemed Execution Date, if any</th>
<th>Trans. Code (Instr. 8)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable and Expiration Date</th>
<th>Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stock Option (right-to-buy)</td>
<td>$80.25</td>
<td>4/15/2021</td>
<td>M</td>
<td>13384</td>
<td>7/23/2021</td>
<td>Class A Common Stock</td>
<td>13384</td>
<td>$0.00</td>
<td>0</td>
<td>D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) The option is fully vested

Remarks:
The sales by the reporting person was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>POONEN SANJAY</td>
<td>Director, 10% Owner, Officer</td>
</tr>
<tr>
<td>3401 HILLVIEW AVENUE</td>
<td>COO, Customer Operations</td>
</tr>
<tr>
<td>PALO ALTO, CA 94304</td>
<td></td>
</tr>
</tbody>
</table>

Signatures
Larry Wainblat, attorney-in-fact 4/16/2021

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.