

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 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
GELSINGER PATRICK P		VMWARE, INC. [VMW]		<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)		<input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
3401 HILLVIEW AVENUE		3/11/2021			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
PALO ALTO, CA 94304				<input checked="" type="checkbox"/> Form filed by One Reporting Person	
(City) (State) (Zip)				<input type="checkbox"/> Form filed by More than One Reporting Person	

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	3/11/2021		M		4900	A	\$80.25	141682 (1)(2)	D	
Class A Common Stock	3/11/2021		S		4900	D	\$149.04 (3)(4)	136782	D	
Class A Common Stock	3/15/2021		M		10100	A	\$80.25	146882	D	
Class A Common Stock	3/15/2021		S		10100	D	\$149.09 (4)(5)	136782	D	
Class A Common Stock								283353 (2)	I	by GRAT
Class A Common Stock								104208 (6)	I	by trusts

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right-to-buy)	\$80.25	3/11/2021		M		4900		(7)	7/24/2021	Class A Common Stock	4900	\$0.00	60866	D	
Stock Option (right-to-buy)	\$80.25	3/15/2021		M		10100		(7)	7/24/2021	Class A Common Stock	10100	\$0.00	50766	D	

Explanation of Responses:

- Reflects forfeiture of 95,395 unvested restricted stock units in connection with the departure of the reporting person from his position as CEO on February 12, 2021.
- Reflects the distribution to the reporting person of 136,782 shares from two of his GRATs on March 8, 2021.
- Price represents weighted average for sales reported. The range of prices for the sales reported is \$149.00 through \$149.10.
- The reporting person will provide upon request by the Securities and Exchange Commission staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- Price represents weighted average for sales reported. The range of prices for the sales reported is \$149.00 through \$149.40.
- Shares indicated are held by four irrevocable trusts for the benefit of members of the reporting person's immediate family. The reporting person is sole trustee of each trust.
- The option is fully vested.

Remarks:

The stock option exercise and sale reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GELSINGER PATRICK P 3401 HILLVIEW AVENUE PALO ALTO, CA 94304	X			

Signatures**Larry Wainblat, attorney-in-fact****3/15/2021**---Signature of Reporting Person---Date

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).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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