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VMWARE, INC. Form 8-K October 17, 2011

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE

SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): October 17, 2011

VMWARE, INC.

(Exact name of registrant as specified in its charter)

Delaware (State or Other Jurisdiction

001-33622 (Commission 94-3292913 (IRS Employer

of Incorporation) File Number) Identification Number)

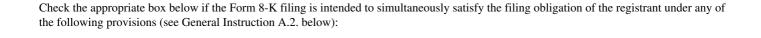
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3401 Hillview Avenue, Palo Alto, CA
(Address of Principal Executive Offices)

Registrant s telephone number, including area code: (650) 427-5000

N/A

(Former Name or Former Address, if changed since last report)



- " Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- " Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- " Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- " Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 2.02 Results of Operations and Financial Condition.

On October 17, 2011, VMware, Inc. (VMware) issued a press release announcing its financial results for the quarter ended September 30, 2011. The press release, which includes information regarding VMware s use of non-GAAP financial measures, is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

The information in this Item 2.02 and the Exhibit attached hereto shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, regardless of any general incorporation language in such filing.

Item 9.01 Financial Statements and Exhibits.

- (d) Exhibits
 - 99.1 Press release of VMware, Inc. dated October 17, 2011

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: October 17, 2011

VMware, Inc.

By: /s/ MARK S. PEEK Mark S. Peek Chief Financial Officer and

Co-President, Business Operations