

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On October 26, 2016, VMware, Inc. (“VMware” or the “Company”) filed a Form 8-K disclosing the appointments of Sanjay Poonen as Chief Operating Officer, Customer Operations and Raghu Raghuram as Chief Operating Officer, Products and Cloud Services. Such Form 8-K filing is amended to disclose that, on November 16, 2016, the Compensation and Corporate Governance Committee of the Board of Directors of the Company (the “Committee”) approved changes to Messrs. Poonen’s and Raghuram’s compensation to reflect their increased responsibilities. Each of Mr. Poonen’s and Mr. Raghuram’s base annual salaries was increased from \$610,000 to \$700,000. The Committee also granted restricted stock unit (“RSU”) awards of 40,715 RSUs to each officer. Subject to continuing employment with VMware, each awards will vest with respect to 100% of the RSUs on November 1, 2019.

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.

VMware, Inc.

Date: November 21, 2016 By: /s/ Zane Rowe
Zane Rowe
Chief Financial Officer
and Executive Vice President