

EMC CORP
Form 4
July 28, 2010

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
COVIELLO ARTHUR W JR

(Last) (First) (Middle)

EMC CORPORATION, 176 SOUTH STREET

(Street)

HOPKINTON, MA 01748

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EMC CORP [EMC]

3. Date of Earliest Transaction (Month/Day/Year)
07/26/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

EVP & President, RSA

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 07/26/2010 | | M | 3,143 A | \$ 7.65 491,084 | D | |
| Common Stock | 07/26/2010 | | S | 3,143 D | \$ 20.269 487,941 | D | |
| Common Stock | 07/26/2010 | | M | 37,865 A | \$ 7.65 525,806 | D | |
| Common Stock | 07/26/2010 | | S | 37,865 D | \$ 20.269 487,941 | D | |
| Common Stock | 07/26/2010 | | M | 94,480 A | \$ 5.02 582,421 | D | |

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| | | | | | | | |
|--------------|------------|---|--------|---|-----------|---------|---|
| Common Stock | 07/26/2010 | S | 94,480 | D | \$ 20.269 | 487,941 | D |
| Common Stock | 07/26/2010 | M | 1,373 | A | \$ 12.6 | 489,314 | D |
| Common Stock | 07/26/2010 | S | 1,373 | D | \$ 20.269 | 487,941 | D |

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.

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction 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 (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option Right To Buy | \$ 7.65 | 07/26/2010 | | M | 3,143 | 09/28/2005 06/28/2012 | Common Stock | 3,143 | |
| Stock Option Right To Buy | \$ 7.65 | 07/26/2010 | | M | 37,865 | 09/28/2005 09/28/2012 | Common Stock | 37,865 | |
| Stock Option Right To Buy | \$ 5.02 | 07/26/2010 | | M | 94,480 | 12/09/2006 12/09/2012 | Common Stock | 94,480 | |
| Stock Option Right To Buy | \$ 12.6 | 07/26/2010 | | M | 1,373 | 10/26/2007 10/26/2016 | Common Stock | 1,373 | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

COVIELLO ARTHUR W JR
EMC CORPORATION
176 SOUTH STREET
HOPKINTON, MA 01748

EVP & President, RSA

Signatures

/s/ Barbara E. Coluci, Attorney
In Fact

07/28/2010

__Signature of Reporting Person

Date

Explanation of Responses:

* 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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