

You Harry L.
Form 4
March 03, 2011

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 *
You Harry L.

(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)
03/02/2011

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, Office of the Chairman

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	03/02/2011		M	45,423	A \$ 15.54	419,394	D
Common Stock	03/02/2011		S	34,298	D \$ 26.83	385,096	D
Common Stock	03/02/2011		M	4,660	A \$ 15.18	389,756	D
Common Stock	03/02/2011		S	3,483	D \$ 26.83	386,273	D
Common Stock	03/02/2011		M	20,000	A \$ 11.6	406,273	D

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Common Stock	03/02/2011	S	13,380	D	\$ 26.83	392,893	D
Common Stock	03/02/2011	M	4,800	A	\$ 15.31	397,693	D
Common Stock	03/02/2011	S	3,600	D	\$ 26.83	394,093	D
Common Stock	03/02/2011	M	9,000	A	\$ 15.31	403,093	D
Common Stock	03/02/2011	S	6,757	D	\$ 26.81	396,336	D
Common Stock	03/02/2011	M	2,800	A	\$ 15.18	399,136	D
Common Stock	03/02/2011	S	2,098	D	\$ 26.81	397,038	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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	\$ 15.54	03/02/2011		M	45,423	02/28/2009 02/28/2018	Common Stock	45,423	
Stock Option Right To Buy	\$ 15.18	03/02/2011		M	4,660	08/20/2009 08/20/2018	Common Stock	4,660	
Stock Option Right To Buy	\$ 11.6	03/02/2011		M	20,000	01/28/2010 01/28/2019	Common Stock	20,000	

Buy										
Stock										
Option	\$ 15.31	03/02/2011							Common	
Right To			M	4,800	08/04/2010	08/04/2019			Stock	4,800
Buy										
Stock										
Option	\$ 15.31	03/02/2011							Common	
Right To			M	9,000	08/04/2010	08/04/2019			Stock	9,000
Buy										
Stock										
Option	\$ 15.18	03/02/2011							Common	
Right To			M	2,800	08/20/2009	08/20/2018			Stock	2,800
Buy										

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
You Harry L. EMC CORPORATION 176 SOUTH STREET HOPKINTON, MA 01748			EVP, Office of the Chairman	

Signatures

/s/Barbara E. Coluci, Attorney	03/03/2011
In Fact	
<small>**Signature of Reporting Person</small>	<small>Date</small>

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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