

VMWARE, INC.

FORM 8-K (Current report filing)

Filed 10/09/19 for the Period Ending 10/03/19

Address	3401 HILLVIEW AVENUE PALO ALTO, CA, 94304
Telephone	(650) 427-5000
CIK	0001124610
Symbol	VMW
SIC Code	7372 - Services-Prepackaged Software
Industry	IT Services & Consulting
Sector	Technology
Fiscal Year	01/31

**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 3, 2019

VMWARE, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-33622
(Commission
File Number)

94-3292913
(IRS Employer
Identification Number)

3401 Hillview Avenue
(Address of Principal Executive Offices)

Palo Alto

CA

94304
(Zip code)

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

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A common stock	VMW	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

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

(d) Election of Director

On October 3, 2019, the Board of Directors (the “**Board**”) of VMware, Inc. (“**VMware**”) elected Marianne Brown as a Class III, Group I member of the Board effective October 16, 2019. In connection with her election to the Board, Ms. Brown was appointed to serve as a member of VMware’s Compensation and Corporate Governance Committee and its Related Persons Transactions Committee.

A copy of the press release announcing Ms. Brown’s election to the Board is attached as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

99.1 [Press release of VMware, Inc. dated October 9, 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.

Date: October 9, 2019

VMware, Inc.

By: /s/ Craig Norris

Craig Norris

Vice President, Deputy General Counsel and Assistant Secretary

Marianne Brown, Financial Services Executive, Joins VMware Board of Directors

PALO ALTO, Calif. Oct. 9, 2019 - VMware, Inc. (NYSE: VMW), a leading innovator in enterprise software, today announced that Marianne Brown has been elected to the VMware board of directors.

Brown brings extensive financial expertise to VMware's board of directors having served in executive financial technology and operations roles throughout her career, as well as her current role on the board of Northrop Grumman Corporation.

Brown has served in the role of Corporate Executive Vice President and Co-Chief Operating Officer, Global Financial Solutions segment of Fidelity National Information Services, Inc. (FIS), since January 2018. Prior to that, Brown was Chief Operating Officer, Institutional and Wholesale Business of FIS since December 2015, when FIS acquired SunGard Financial Systems LLC, where she was Chief Operating Officer from February 2014. From 2006 to 2014, Brown was President and Chief Executive Officer of Omgeo, and from 2005 to 2006 she was Chief Executive Officer of the Securities Industry Automation Corporation (SIAC). Prior to joining SIAC, Brown spent 26 years with Automatic Data Processing, Inc. (ADP), in various positions of increasing responsibility in areas including customer service, account management and sales, operations, technology and development.

"We are thrilled to have Marianne join the VMware board of directors," said Pat Gelsinger, chief executive officer, VMware. "Marianne is an experienced board member bringing a tremendous amount of expertise in finance operations. We look forward to her making our board even better and partnering with the executive team for the incredible opportunities the company has in front of it."

About VMware

VMware software powers the world's complex digital infrastructure. The company's cloud, networking and security, and digital workspace offerings provide a dynamic and efficient digital foundation to customers globally, aided by an extensive ecosystem of partners. Headquartered in Palo Alto, California, VMware is committed to being a force for good, from its breakthrough innovations to its global impact. For more information, please visit <https://www.vmware.com/company.html>.

Media Contact

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