

EMC CORP  
Form 8-K  
January 23, 2009

**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): January 23, 2009**

**EMC CORPORATION**

**(Exact Name of Registrant as Specified in Charter)**

**Massachusetts**  
**(State or Other Jurisdiction**  
**of Incorporation)**

**1-9853**  
**(Commission File Number)**

**No. 04-2680009**  
**(I.R.S. Employer**  
**Identification No.)**

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176 South Street, Hopkinton, MA  
(Address of Principal Executive Offices)

01748  
(Zip code)

Registrant's telephone number, including area code: (508) 435-1000

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))

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

(b) Resignation of a Director

On January 23, 2009, Olli-Pekka Kallasvuo resigned from the Board of Directors of EMC Corporation ( EMC or the Company ) and all Committees thereof, effective immediately. Mr. Kallasvuo did not advise the Company of any disagreement on any matter relating to its operations, policies or practices.

A copy of the press release announcing the resignation of Mr. Kallasvuo from the EMC Board of Directors is attached hereto as Exhibit 99.1.

(d) Election of a Director

On January 23, 2009, the Board of Directors of EMC elected Randolph L. Cowen as a member of the Board, effective immediately. Mr. Cowen was also appointed to the Leadership and Compensation Committee and the Mergers and Acquisitions Committee of the Board of Directors.

A copy of the press release announcing the election of Mr. Cowen to the EMC Board of Directors is attached hereto as Exhibit 99.1.

The information in the Exhibit attached to this Form 8-K 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 EMC Corporation dated January 23, 2009

**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.

EMC CORPORATION

By: /s/ Paul T. Dacier  
Paul T. Dacier  
Executive Vice President and General Counsel

Date: January 23, 2009

**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Description</b>                                      |
|--------------------|---|
| 99.1               | Press release of EMC Corporation dated January 23, 2009 |