LINK MARK A Form 4 January 31, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 4 or Form 5 obligations may continue. See Instruction

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(b).

(Last)

1. Name and Address of Reporting Person * LINK MARK A

2. Issuer Name and Ticker or Trading

Symbol

EMC CORP [EMC]

3. Date of Earliest Transaction

(Month/Day/Year)

EMC CORPORATION, 176 SOUTH 01/27/2005 STREET

(Ctata)

(First)

(Street)

(Middle)

(7:-

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person

Director

X_ Officer (give title

Issuer

below)

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

SVP & Chief Accounting Officer

10% Owner

_ Other (specify

HOPKINTON, MA 01748

| (City) | (State) (| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | |
|------------------------|--------------------------------------|--|--------------------------|--------------|--------|-------------------------|---------------------------|----------------------------|----------------------|--|--|
| 1.Title of Security | 2. Transaction Date (Month/Day/Year) | 3. 4. Securities Acquired Transaction(A) or Disposed of (D) | | | | 5. Amount of Securities | 6. Ownership Form: Direct | 7. Nature of Indirect | | | |
| (Instr. 3) | • | any | Code (Instr. 3, 4 and 5) | | | 5) | Beneficially | (D) or | Beneficial | | |
| | | (Month/Day/Year) | (Instr. 8) | | | | Owned Following | Indirect (I) (Instr. 4) | Ownership (Instr. 4) | | |
| | | | | | (A) or | | Reported Transaction(s) | | | | |
| | | | Code V | Amount | (D) | Price | (Instr. 3 and 4) | | | | |
| Common Stock | 01/27/2005 | | F | 2,970 | D | \$ 12.89 | 74,410 <u>(1)</u> | D | | | |
| Common Stock | 01/27/2005 | | A | 5,819 (2) | A | \$ 0 | 80,229 | 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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title | and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|------------|----------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onNumber | Expiration D | ate | Amoun | t of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underly | ying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securit | ies | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. 3 | 3 and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | • | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | A manuat | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | Or | | |
| | | | | | | Exercisable | Date | Title Numl | Number | | |
| | | | | C + V | (A) (D) | | | | | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

Relationships Reporting Owner Name / Address

> Other Director 10% Owner Officer

LINK MARK A **EMC CORPORATION** 176 SOUTH STREET HOPKINTON, MA 01748

SVP & Chief Accounting Officer

Signatures

/s/ Barbara E. Coluci, Attorney In Fact

01/31/2005

**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).
- (1) Includes 791 shares acquired under the EMC Corporation 1989 Employee Stock Purchase Plan in December 2004.
- Shares of restricted stock granted under the EMC Corporation 2003 Stock Plan, which shares are subject to certain restrictions on transfer and are subject to forfeiture upon certain events. The restrictions on transfer and forfeiture lapse ratably over three years.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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