FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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OMB APPROVAL

OMB Number: 3235-0287 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Estimated average burden 0.5 hours per response:

	Check this box if no longer subject to
\neg	Section 16. Form 4 or Form 5
J	obligations may continue. See
	Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

										Reporting	Person	(s) to Issue	r
	2. Issuer Name and Ticker or Trading Symbol Dell Technologies Inc [DVMT]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
					X	Director			10% Ow	ner			
3. Date of Earliest Transaction (Month/Day/Year) 09/07/2016							Officer (g below)	ive title		Other (s below)	pecify		
4. If Ame	endment, D	ate o	f Original F	iled (I	Month/Da <u>y</u>	y/Year)		6. Indiv	Form filed	by One	Reporti	ng Person	ŕ
tive S	ecuritie	s Ac	quired,	Dis	osed o	of, or B	enefi	cially O	wned				
tion y/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. r) 8)		Disposed Of (D) (Instr. 3, 4 a				5) Securities Beneficially C Following		Form: (D) or	Direct Indirect tr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	Code V An		()	(A) or (D)		Transaction				(Instr. 4)
09/07/2016					25,454	,545	D (1)		0		I		Held through SLP Denali Co- Invest, L.P. ⁽²⁾⁽³⁾
									ned				
ction 5	5. Number of Derivative Securities Acquired (A Disposed of Instr. 3, 4 a	of) or f (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		le and 7. Title and Amour Securities Underly			8. Price of Derivative Security (Instr. 5)	derivativ Securitie Benefici Owned Followin Reporte	vative urities eficially ed owing orted	Ownership of Form: E Direct (D) C	Beneficial Ownershi (Instr. 4)	
v (A)	(D)	Date Exercisab			Title	Numl	er of		(Instr. 4)			
2	5,454,545		(4)		(4)			54,545	(1)	25,454	,545	I	Held through SLP Dena Co-Invest L.P. ⁽²⁾⁽³⁾
ç	9,847,096		(4)		(4)		9,84	17,096	\$27.5	35,301	,641	I	Held through SLP Dena Co-Invest L.P. ⁽²⁾⁽³⁾
O 4	on tive Sion (/Year)	tive Securities ion	tive Securities Action 2A. Deemed Execution Date, if any (Month/Day/Year) Ve Securities Acq ts, calls, warrants 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) V (A) (D) 25,454,545	tive Securities Acquired, ion	tive Securities Acquired, Displant of Amendment, Date of Original Filed (Note of Acquired, Displant of Acquired, Displant of Acquired, Displant of Acquired, Displant of Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) V (A) (D) Date Exercisable Displant of Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) V (A) (D) Date Exercisable Displant of Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	tive Securities Acquired, Disposed of Execution Date, if any (Month/Day/Year) if any (Month/Day/Year) if any (Month/Day/Year) Disposed of ts, calls, warrants, options, convertication Derivative str. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) V (A) (D) Date Exercisable and Expiration Date (Month/Day/Year) V (A) (D) Date Exercisable Expiration Date (Month/Day/Year)	tive Securities Acquired, Disposed of, or Be ion	tive Securities Acquired, Disposed of, or Beneficien Execution Date, if any (Month/Day/Year) Olfo D D D Securities Acquired (A) or Code (Instr. 8) Code V Amount (A) or (D) Code V Amount (B) Code V Amount (C) Cod	tive Securities Acquired, Disposed of, or Beneficially Of Execution Date, if any (Month/Day/Year) Code V Amount (A) or (D)	Date of Earliest Transaction (Month/Day/Year) Itive Securities Acquired, Disposed of, or Beneficially Owned Itive Securities Acquired, Disposed of, or Beneficially Owned Itive Securities Acquired, Disposed of, or Beneficially Owned Itive Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Itive Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Itive Securities Acquired (Instr. 3) Itive Securities Acquired (D) Itive Securities Acquired	Date of Earliest Transaction (Month/Day/Year) 1. If Amendment, Date of Original Filed (Month/Day/Year) 2. A Deemed Execution Date, If any (Month/Day/Year) 2. A Deemed Execution Date, If any (Month/Day/Year) 2. A Amount of Deemed Execution (A) or Price of Original Filed by One Original Filed (A) or Disposed of (Disposed Of	Date of Earliest Transaction (Month/Day/Year) 19/07/2016	Date of Earliest Transaction (Month/Day/Year) Securities Securiti

SLP Denali Co	-Invest GP, L.L.C.	
(Last)	(First)	(Middle)
C/O SILVER LAK	E	
2775 SAND HILL	ROAD, SUITE 100	
(Street)		
MENLO PARK	CA	94025
(City)	(State)	(Zip)
1. Name and Address SLP Denali Co		
(Last)	(First)	(Middle)
C/O SILVER LAK	E	
2775 SAND HILL	ROAD, SUITE 100	
(Street)		
MENLO PARK	CA	94025

(City)	(State)	(Zip)	

Explanation of Responses

- 1. Pursuant to a reclassification exempt from Section 16(b) of the Securities Exchange Act of 1934, as amended (the "Exchange Act") pursuant to Rules 16b-3 and 16b-7 promulgated thereunder, each share of Series B Common Stock, par value \$0.01 per share, was automatically reclassified into one share of Class B Common Stock, par value \$0.01 per share upon the filing and effectiveness of the Fourth Amended and Restated Certificate of Incorporation of Dell Technologies Inc. (the "Issuer").
- 2. These securities are directly held by SLP Denali Co-Invest, L.P. ("SLP Denali"). The general partner of SLP Denali is SLP Denali Co-Invest GP, L.L.C. ("SLP Denali GP"). The managing member of SLP Denali GP is Silver Lake Technology Associates III, L.P. ("SLTA III"), and the general partner of SLTA III is SLTA III (GP), L.L.C. ("SLTA III GP").
- 3. Silver Lake Group, L.L.C. ("SLG") is the managing member of SLTA III GP. Egon Durban, who serves as a director of the Issuer, also serves as a Managing Director of SLG and as a member of the investment committee of SLTA III GP. Each of SLP Denali and SLP Denali GP may be deemed a director by deputization of the Issuer. This filing shall not be deemed an admission that either of them is a director by deputization nor that the Reporting Persons are otherwise subject to Section 16 of the Exchange Act or, for purposes of Section 16 of the Exchange Act or otherwise, that the Reporting Persons are the beneficial owners of any equity securities in excess of their respective pecuniary interests, and each Reporting Person disclaims beneficial ownership of the securities reported herein, except to the extent of such Reporting Person's pecuniary interest
- 4. Each share of Class B Common Stock is convertible into one share of Class C Common Stock at any time, at the election of the holder, and has no expiration date.
- 5. Represents shares of Class B Common Stock purchased from the Issuer in connection with the Issuer's acquisition of EMC Corporation.

Remarks:

The Reporting Persons are jointly filing this Form 4 pursuant to Rule 16a-3(j) under the Exchange Act. Because no more than 10 reporting persons can file any one Form 4 through the Securities and Exchange Commission's EDGAR system, SLTA III, SLTA III GP, SLG, Egon Durban and certain other affiliates of the Reporting Persons have filed a separate Form 4, in which the direct and indirect transactions of SLP Denali and SLP Denali GP are also reported, in addition to being reported on this Form 4.

By:/s/ Egon Durban, Managing Director, Silver Lake Group, L.L.C., managing member of SLTA III (GP), L.L.C., general 09/09/2016 partner of Silver Lake Technology Associates III, L.P., managing member of SLP Denali Co-Invest GP, L.L.C. By:/s/ Egon Durban, Managing Director, Silver Lake Group, L.L.C., managing member of SLTA III (GP), L.L.C., GP of 09/09/2016 Silver Lake Technology Associates III, L.P., managing member of SLP Denali Co-Invest GP, L.L.C., GP of SLP Denali Co-Invest, L.P. ** Signature of Reporting Person Date

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

- * 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.

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 Number.