

3Q FY22

Performance Review

November 23, 2021

Disclaimer

NON-GAAP FINANCIAL MEASURES

This presentation includes information about non-GAAP revenue, non-GAAP gross margin, non-GAAP operating expenses, non-GAAP operating income, non-GAAP cash flow from operations, non-GAAP income tax, non-GAAP net income, non-GAAP net income attributable to Dell Technologies Inc., non-GAAP earnings per share – basic and non-GAAP earnings per share – diluted (in each case on an actual and, for FY22, supplementally on a continuing operations and pro forma basis), as well as free cash flow and adjusted free cash flow (collectively the “non-GAAP financial measures”), which are not measurements of financial performance prepared in accordance with U.S. generally accepted accounting principles. We have provided a reconciliation of the non-GAAP financial measures to the most directly comparable GAAP measures in Appendix B and Appendix C.

SPECIAL NOTE ON FORWARD-LOOKING STATEMENTS

Statements in this presentation that relate to future results and events are forward-looking statements and are based on Dell Technologies' current expectations. In some cases, you can identify these statements by such forward-looking words as “anticipate,” “believe,” “could,” “estimate,” “expect,” “intend,” “confidence,” “may,” “plan,” “potential,” “should,” “will” and “would,” or similar expressions. Actual results and events in future periods may differ materially from those expressed or implied by these forward-looking statements because of a number of risks, uncertainties and other factors, including those discussed in Dell Technologies' periodic reports filed with the Securities and Exchange Commission. Dell Technologies assumes no obligation to update its forward-looking statements.

PRO FORMA FINANCIAL MEASURES

Pro forma financial measures are computed assuming the VMware spin-off transaction occurred at the beginning of FY19 and include adjustments for discontinued operations related to VMware and material nonrecurring charges and credits which result directly from the transaction. Material non-recurring charges are reflected in Q1FY21 only.

PRO FORMA NON-GAAP FINANCIAL MEASURES

This presentation includes information about pro forma non-GAAP revenue, pro forma non-GAAP gross margin, pro forma non-GAAP operating expenses, pro forma non-GAAP operating income, pro forma non-GAAP interest and other, net, pro forma non-GAAP income tax, pro forma non-GAAP net income, pro forma non-GAAP net income attributable to non-controlling interests, pro forma non-GAAP net income attributable to Dell Technologies Inc., pro forma non-GAAP earnings per share attributable to Dell Technologies Inc. – basic, and pro forma non-GAAP earnings per share attributable to Dell Technologies Inc. – diluted (collectively the “pro forma non-GAAP financial measures”), which are not measurements of financial performance prepared in accordance with U.S. generally accepted accounting principles. We have provided a reconciliation of the pro forma non-GAAP financial measures to the most directly comparable pro forma GAAP measures in Appendix C.

Q3 FY22 Overview

We continue to deliver strong results through any environment, on track for another historic year

The 5th quarter of record quarterly revenue and operating income

- Revenue of \$28.4B, up 21%, driven by growth in all three business units, led by another record quarter for CSG up 35%, and continued growth in ISG up 5%
- Operating income of \$1.3B, up 19%, and Non-GAAP operating income of \$2.9B, up 5% and 10.1% of revenue¹

YTD EPS growing faster than Revenue

Strong cash flow generation

- \$13.1B trailing-twelve-month cash flow from operations, up 45%
- \$15.9B debt paydown YTD²

Leveraging our durable competitive advantages to deliver in challenging environments

- A multi-decade operational heritage, high-quality demand signals from our direct model and our ability to rapidly shape demand based on component availability

Achieved investment grade rating ... setting the stage for a more balanced capital allocation framework, including return to shareholders

- 1.9x³ core leverage ratio, approaching our long-term target of 1.5x
- Long-term capital allocation framework targets 40 - 60% of Adj. FCF⁴ return to shareholders via dividend and share repurchase

¹ See supplemental slides in Appendix B for reconciliation of Non-GAAP measures to GAAP.

² \$15.9B paid year to date, including \$2B paid during Q3 and \$9.4B paid after the end of 3Q22.

³ Adjusted core leverage ratio is based on an estimated continuing operations basis, and includes post-quarter end debt paydown of \$9.4 billion.

⁴ Adj FCF represents cash flow from operations less net capital expenditures and capitalized software development costs, adjusted for DFS financing receivables and DFS operating leases.

Key Messages

Leading market positions and a differentiated strategy, supported by durable competitive advantages, lead to consistent growth and significant value creation

- **We are uniquely positioned in the data and multi-cloud era**

- **Leadership positions** in large, stable, and expanding markets with strong underlying fundamentals

- **A differentiated strategy** to
 - Win the consolidation and modernization of our core markets
 - Build new businesses where Dell has a unique right to win

- **Durable and reinforcing competitive advantages** that uniquely position Dell to win in core and adjacent markets

- A track record of **consistent growth, profitability, and shareholder value creation**

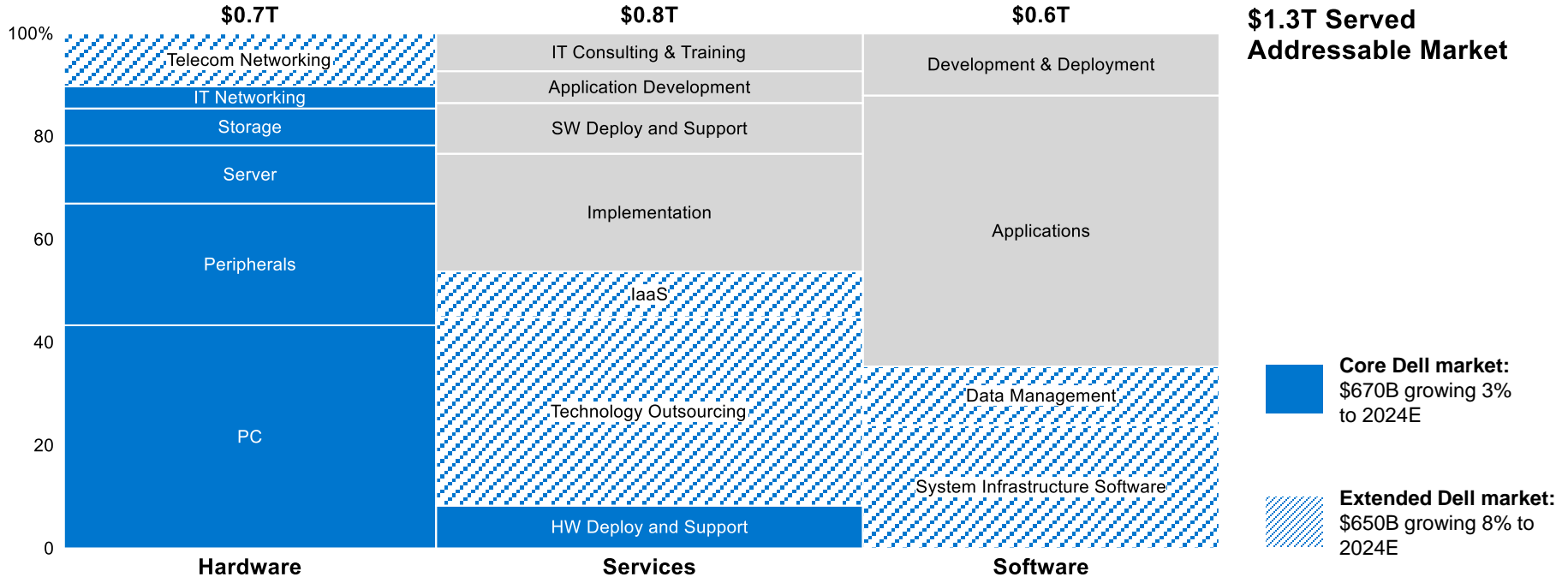
Attractive long-term financial model

- 3 - 4% Revenue growth
- 6+% Diluted EPS growth
- NI to FCF Conversion of 100% or better
- Target returning 40 - 60% of Adj. FCF to shareholders

Ample room to grow within \$670B core business TAM

... and pursuing growth in adjacent markets within an incremental \$650B TAM

2020 Global IT market



Note: PC includes PC and Tablet

Source: Dell CSG TAM estimate (PC, Peripherals); Dell ISG TAM estimate (Server, Storage, IT Networking); OECD Economic Outlook 2021 (GDP growth rate); IDC Worldwide ICT Spending Guide 2020 data (remaining); excludes from ICT Spending Guide categories far out of the scope of Dell's business (e.g., mobile phone hardware, telecom services, BPO services)

Dell Technologies key leadership positions

We have #1 positions in the majority of critical IT infrastructure categories

#1 External Enterprise Storage

Dell EMC maintained the #1 position with 26.8% share

Per IDC WW Quarterly Enterprise Storage Systems Tracker CY21Q2

#1 Storage Software

Dell EMC maintained the #1 position with 10.5% share

Per IDC WW Storage Software and Cloud Services QView CY21Q2

#1 All Flash Array

Dell EMC maintained the #1 position with 33.0% share

Per IDC WW Quarterly Enterprise Storage Systems Tracker CY21Q2

#1 Hyperconverged Systems

Dell EMC maintained the #1 position with 29.3% share

Per IDC WW Quarterly Converged Systems Tracker CY21Q2

#1 Converged Systems

Dell EMC maintained the #1 position with 37.1% share

Per IDC WW Quarterly Converged Systems Tracker CY21Q2

#1 Server Units and Revenue

Dell EMC is the leader in x86 server revenue and units

Per IDC WW Quarterly Server Tracker CY21Q2

#1 Purpose-Built Backup Appliance

Dell EMC maintained the #1 position with 43.5% share

Per IDC WW Quarterly Purpose-Built Backup Appliance Tracker CY21Q2

#1 Client Business

Leading Client Business by revenue

Client PC & upsell revenue statistic calculated by Dell Technologies primarily by utilizing other PC OEMs' financial public filings, as of Q2 FY22.

Durable competitive advantages

Uniquely position us to drive predictable financial results



#1 positions in critical Client and Infrastructure segments, enabled by customer-driven innovation



End-to-end from the PC to the core data center to the cloud to the edge, creating **deep customer insights** and driving **innovation**



Tech's largest **direct go-to-market and channel partner ecosystem**, creating unparalleled **market reach** and **leading profitability** versus competitors



Leading global services footprint in technology to **support complex customer needs**, powered by modern, proactive, and predictive software



Industry-leading scale and **differentiated supply chain** capabilities, enabling **cost position, speed, continuity of supply, security, and sustainability**



Leading **financial services capabilities** that enable customers to **invest across the IT lifecycle** and **create deep customer loyalty**

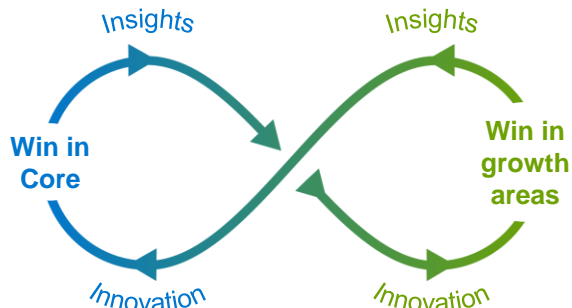
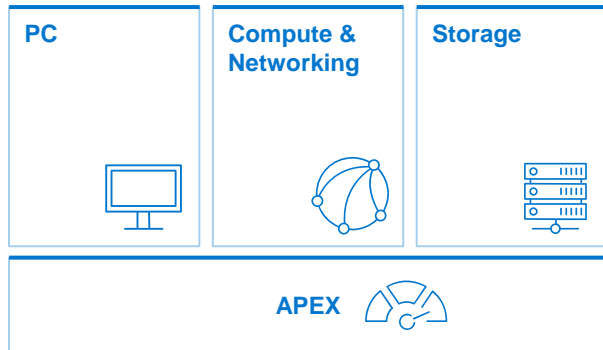


'First & best' **VMware alliance** enabling **faster time to market** and **differentiated, jointly engineered solutions**

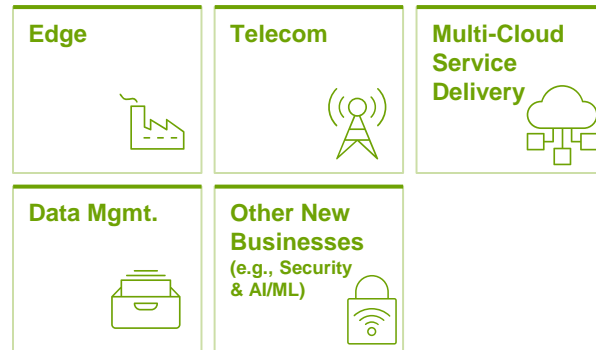
Dell Technologies strategy

Leading market positions and a differentiated strategy, supported by durable competitive advantages

Consolidate and modernize the Core business



Build new growth businesses where we have a unique right to win



STRATEGY SUPPORTED BY DURABLE COMPETITIVE ADVANTAGES



#1 positions in
CSG and ISG



E2E product
and Multi-Cloud
offerings



Largest GTM
and Channel
ecosystem



Leading global
services footprint



Industry-leading
scale and supply
chain



Leading
financial services
capabilities



First & best
VMware alliance

Innovation that is modernizing our core businesses

Designing modern architecture solutions via software, aaS and data protection

SmartFabric Storage Software

- Industry's 1st end-to-end NVMe/TCP solution ... a protocol that provides lower latency than legacy storage communication protocols



- High-performance & cost-effective SAN based on NVMe¹ standards
- Automated storage connectivity at scale: a centralized discovery controller automatically notifies hosts of new storage devices & automatically connects them
- The network infrastructure CAPEX cost of an NVMe/TCP Ethernet fabric is nearly 25% the cost of a similar Fibre Channel configuration on a \$/GB of bandwidth basis

APEX Cloud Services with VMware Cloud

- Ability to move workloads across multiple cloud environments
- Scale resources quickly with predictable pricing and transparent costs



- Protect against malicious attacks with built-in cyber resiliency
- Built on infrastructure that delivers 99.9999% availability²
- Offers a time-to-value for the initial deployment in as few as 14 days
- Using the APEX Console, organizations can subscribe to, monitor and optimize the service

Network-attached storage (NAS) software and hardware innovation

- Provides organizations with more flexible consumption, management, protection and cyber security capabilities to eliminate data silos and innovate with confidence



- New PowerScale hybrid and archive nodes³ deliver greater performance
- Enhancements to OneFS, operating system software and the latest release of DataIQ, our data management software
- Dynamic NAS Protection, available with PowerProtect Data Manager, delivers a simple, modern way to protect NAS systems

¹ NVMe (non-volatile memory express) is a transfer protocol for accessing data quickly from flash memory storage devices.

² Based on VxRail field performance at the node level over 8 consecutive quarters. Actual results will vary.

³ New PowerScale hybrid (H700 and H7000) and archive nodes (A300 and A3000) deliver up.

Innovation enabling our growth businesses

Software, service, hardware offerings and extended partner ecosystem meeting customer needs

Edge innovations across the portfolio

- Simplify deployments and capture more value from data generated and processed outside the traditional data center and public cloud.



Dell EMC VxRail satellite nodes

- Brings VxRail's operational model and efficiencies to edge sites with a reduced footprint. Now verticals like retail, manufacturing and remote branch offices can get started with VxRail for less.

Latitude 5430 Rugged & 7330 Rugged Extreme

- Withstands harsh environments while maintaining performance

Dell EMC Edge Gateway

- Securely connect multiple edge devices across OT and IT environments to provide valuable insights

Dell EMC Streaming Data Platform (SDP)

- Adds enhanced GPU optimization to ingest streaming video in a lower latency and frame rate environment and support real-time analytics on VxRail and PowerEdge servers.

Validated Design for Manufacturing Edge with Litmus

- Connect, manage and orchestrate disparate industrial edge devices, data and applications - from the factory floor to the enterprise cloud - with no programming required. Built on VxRail or PowerEdge servers

New telecom software, solutions and services

- Help communications service providers (CSPs) accelerate their open, cloud-native network deployments and create new revenue opportunities at the edge



Bare Metal Orchestrator telecom software

- Automates the deployment & management of servers across geographic locations ... quickly & efficiently without human intervention

Respond and Restore for Telecom

- Support service level agreements to help maximize network uptime, limit network disruptions and maintain business continuity
- 24-hour access to designated Dell Technologies experts
- Suite of proactive, predictive and reactive capabilities

Validated Solution for Mavenir Open vRAN and VMware Telco Cloud Platform

- Brings together many industry-leading RAN partners within a validated solution of hardware and software, helping CSPs accelerate their transformation to ORAN technologies with pre-tested multi-vendor solutions.

Reference Architecture for Wind River Studio

- Streamlines and reduces the cost of deploying a cloud-native, edge network while improving network performance

Consolidated GAAP results¹

We are focused on maximizing long-term value creation for all shareholders

\$ in millions, except per share amounts	3Q21	4Q21	1Q22	2Q22	3Q22	Y/Y	Q/Q
Revenue	23,482	26,112	24,487	26,122	28,394	21%	9%
Gross Margin	7,261	8,147	7,658	7,985	8,059	11%	1%
SG&A	4,772	4,579	4,960	5,145	5,293	11%	3%
R&D	1,360	1,391	1,323	1,468	1,417	4%	-3%
Operating Expense	6,132	5,970	6,283	6,613	6,710	9%	1%
Operating Income	1,129	2,177	1,375	1,372	1,349	19%	-2%
Interest and Other, Net	273	(545)	(388)	(359)	3,436	NM	NM
Income Tax	521	289	49	133	897	72%	574%
<i>Effective tax rate %</i>	37.2%	17.7%	5.0%	13.1%	18.7%		
Net Income	881	1,343	938	880	3,888	341%	342%
Less: Net Income attributable to non-controlling interests	49	116	51	49	45	-8%	-8%
Net Income attributable to Dell Technologies Inc. - basic	832	1,227	887	831	3,843	362%	362%
Less: Incremental dilution from VMware, Inc.	3	5	2	3	2	-33%	-33%
Net Income attributable to Dell Technologies Inc. - diluted	829	1,222	885	828	3,841	363%	364%
Earnings Per Share - basic ²	1.11	1.64	1.17	1.09	5.02	352%	361%
Earnings Per Share - diluted ²	1.08	1.57	1.13	1.05	4.87	351%	364%

¹ Results include material adjustments related to purchase accounting and other items. For additional detail on these adjustments, please refer to supplemental slides in Appendix B.

² See Appendix B for weighted average shares and EPS calculation

Consolidated non-GAAP results¹

Solid YTD FY22, double-digit revenue growth, YTD diluted EPS growing faster than revenue and strong cash flow generation

\$ in millions, except per share amounts	3Q21	4Q21	1Q22	2Q22	3Q22	Y/Y	Q/Q
Revenue	23,521	26,148	24,499	26,133	28,405	21%	9%
Gross Margin	7,771	8,624	8,018	8,342	8,410	8%	1%
SG&A	3,895	4,120	4,195	4,319	4,305	11%	0%
R&D	1,151	1,210	1,109	1,212	1,237	7%	2%
Operating Expense	5,046	5,330	5,304	5,531	5,542	10%	0%
Operating Income	2,725	3,294	2,714	2,811	2,868	5%	2%
Interest and Other, Net	(662)	(536)	(545)	(539)	(509)	23%	6%
Income Tax	352	470	350	361	344	-2%	-5%
<i>Effective tax rate %</i>	<i>17.1%</i>	<i>17.0%</i>	<i>16.1%</i>	<i>15.9%</i>	<i>14.6%</i>		
Net Income	1,711	2,288	1,819	1,911	2,015	18%	5%
Less: Net Income attributable to non-controlling interests	143	185	146	145	143	-	-1%
Net Income attributable to Dell Technologies Inc. - basic	1,568	2,103	1,673	1,766	1,872	19%	6%
Less: Incremental dilution from VMware, Inc.	4	5	4	5	3	-25%	-40%
Net Income attributable to Dell Technologies Inc. - diluted	1,564	2,098	1,669	1,761	1,869	20%	6%
Earnings Per Share - basic ²	2.10	2.80	2.21	2.31	2.44	16%	6%
Earnings Per Share - diluted ²	2.03	2.70	2.13	2.24	2.37	17%	6%

¹ See supplemental slides in Appendix B for reconciliation of Non-GAAP measures to GAAP.

² See Appendix B for weighted average shares and EPS calculation.

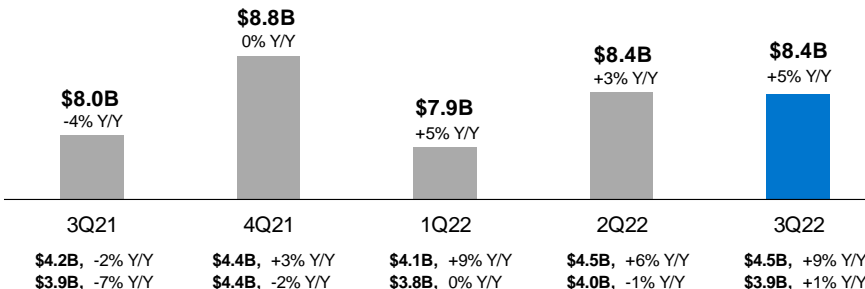
Infrastructure Solutions Group

Third quarter of positive ISG growth driven by strengthening demand environment for compute and storage

REVENUE

\$8.4B

+5% Y/Y
0% Q/Q



Servers & Networking
Storage

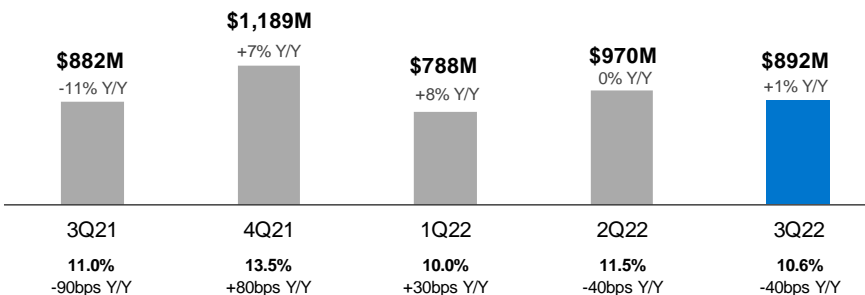
FY22 YTD revenue up 4% Y/Y with operating income up 2%.

Servers and networking reported its fourth consecutive quarter of positive year over year growth.

OPERATING INCOME

\$0.9B

+1% Y/Y
-8% Q/Q



% of ISG revenue
Basis points

Our 15G server ramp accelerated over the quarter, and we continued to see positive momentum in high-value workloads.

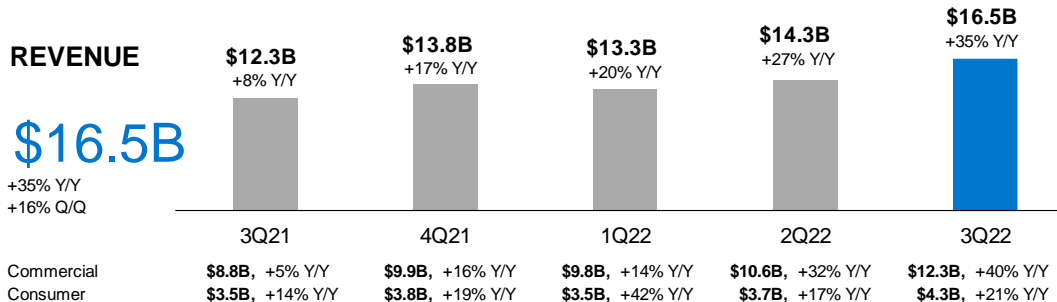
Strong storage demand, orders growth in Hyperconverged Infrastructure up 47%, Data Protection up 26% and Midrange up 18%.

¹ Amounts are based on underlying data and may not visually foot due to rounding.

² Per IDC WW Quarterly Enterprise Storage Systems Tracker CY21Q1, Per IDC WW Quarterly Server Tracker CY21Q1, Data between Q1 CY2016 - Q1 CY2021.

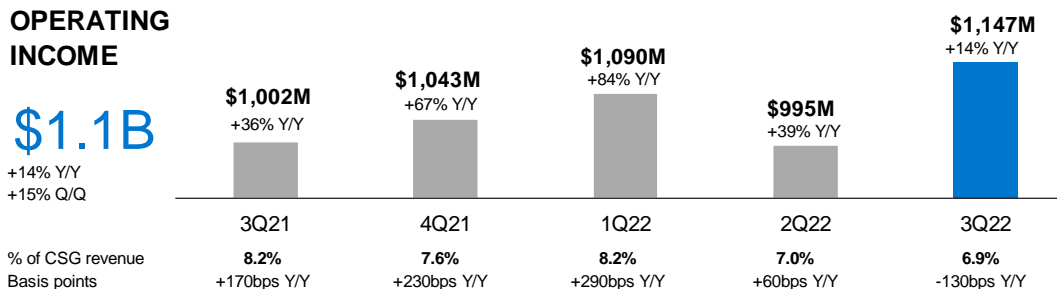
Client Solutions Group

Record revenue and operating income, while navigating industry wide supply and input cost challenges



FY22 YTD revenue up 28% Y/Y with operating income up 40%.

Ongoing strong demand across the board - commercial and consumer, notebooks and desktops - across all regions.



Our commercial client business has gained share 31 of the last 35 quarters¹.

Overall PC share gains of over 300 bps, with commercial client gaining nearly 400 bps².

¹ Based on units, as of the CY21Q3 IDC data. Data between Q1 CY2013 – Q3 CY2021.

² Source: IDC Worldwide PC Tracker CY21Q3 Final Historical.

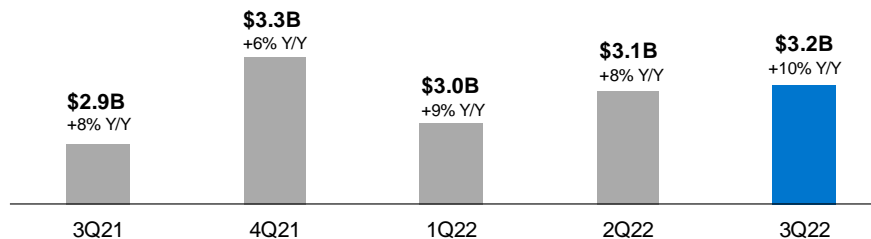
VMware

Strong VMware performance delivering \$3.2B of revenue, up 10% Y/Y

REVENUE

\$3.2B

+10% Y/Y
+1% Q/Q

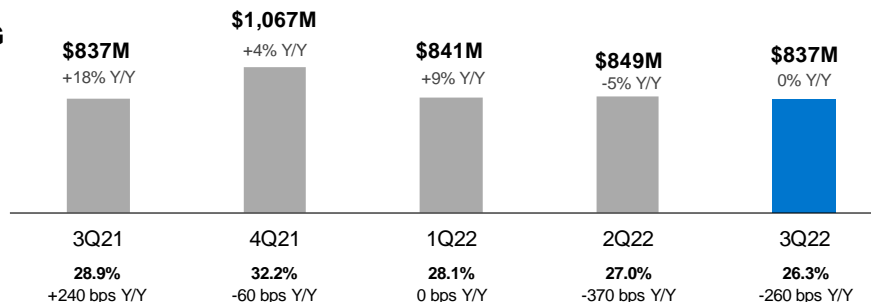


OPERATING INCOME

\$0.8B

0% Y/Y
-1% Q/Q

% of VMW revenue
Basis points



FY22 YTD VMware Revenue up 9% Y/Y with Operating Income up 1%.

Subscription and SaaS revenue up 21% Y/Y¹.

Subscription & SaaS revenue represents 26% of total revenue¹.

Largest offerings within Subscription and SaaS are VMware Cloud Provider Program, Modern Applications, End-User Computing¹.

¹ Based on VMware's stand-alone results.

Select financial metrics

Consistent cash flow from operations: ~19% CAGR over the last three years on a trailing-twelve-month basis

CASH FLOW FROM OPERATIONS

\$3.3B

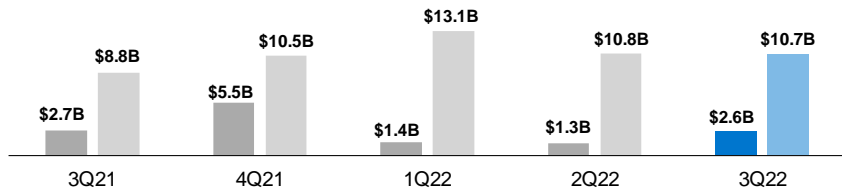
+9% Y/Y



ADJUSTED FCF¹

\$2.6B

-4% Y/Y

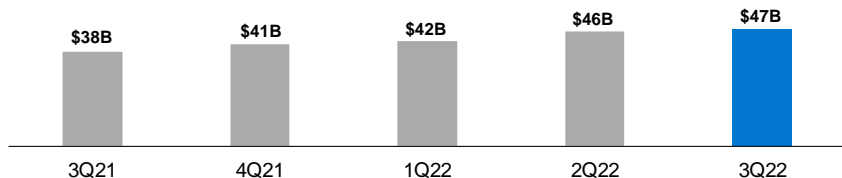


RPO²

\$47B

+24% Y/Y

+9% Q/Q



Trailing-twelve-month cash flow from operations of \$13.1B and approximately \$8.5B excluding VMware¹.

Trailing-twelve-month adjusted FCF¹ of \$10.7B, up 22%.

RPO of \$47B up 26% Y/Y. Excluding VMware, Dell's RPO is ~\$36B, up 32% Y/Y, and up 3% sequentially driven by an expanded ISG backlog.

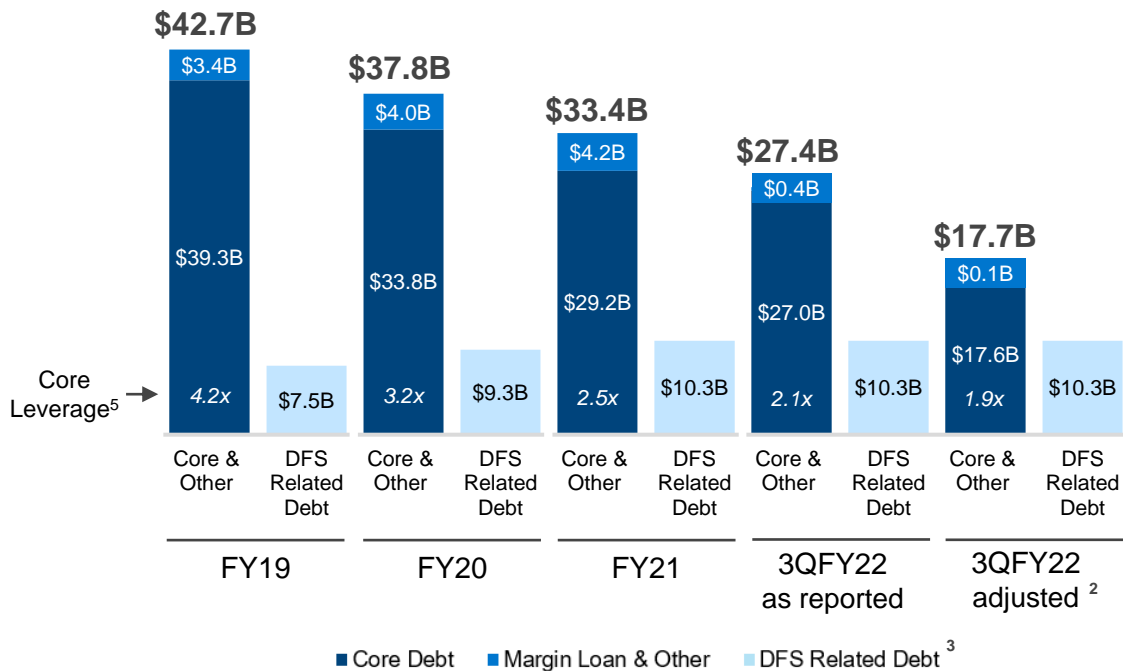
Deferred revenue of \$31.5B, up 10%.

¹ See supplemental slides in Appendix B for reconciliation of adjusted free cash flow to cash flow from operations.

² Remaining performance obligations include deferred revenue plus committed contract value not included in deferred revenue.

Debt & capital structure¹

Achieved investment grade – opportunity for a more-balanced capital allocation policy



Core leverage down to 1.9x⁴ driven by strong profitability and debt paydown. Targeting 1.5x leverage over time⁵.

\$15.9B paid year to date, including \$2B paid during Q3 and \$9.4B paid after quarter end.

Strong liquidity position with \$24.2B C&I and approximately \$11.5B excluding VMware.

Continue to support DFS growth with DFS debt, most of it being non-recourse to Dell and serviced by high quality DFS receivables⁶.

¹ Excluding public subsidiary debt

² Adjusted to 1) include \$9.4B paid down after quarter end of 3Q22 and 2) exclude VMware

³ See supplemental slides in Appendix A for debt summary

⁴ Adjusted core leverage ratio is based on an estimated continuing operations basis, and includes post-quarter end debt paydown of \$9.4 billion.

⁵ Core leverage ratio calculated using core debt as numerator and core Adj. EBITDA as denominator; core Adj. EBITDA calculated using Dell Technologies consolidated Adjusted EBITDA less 19% of VMware EBITDA less DFS estimated EBITDA. DFS estimated EBITDA calculated as a 4% return on assets comprised of financing receivables and DFS operating lease balance. 4% return on assets is derived from a peer benchmark analysis and is an indicative proxy for DFS EBITDA.

⁶ Based on DFS internal scorecards, a majority of our financing receivables have an investment grade profile. Over the past 12 months the principal charge-off for our total portfolio was 0.7% of our financing receivables.

Q4 Guidance

On a continuing
operations basis

Revenue expected in the range of \$27.0 - \$28.0B, 12 - 16% Y/Y growth

GAAP Opinc between \$1.65 - \$1.75B, Non-GAAP Opinc between \$2.25 - \$2.35B

- Operating income rate will be up sequentially given that Q4 is a seasonally strong storage quarter.
- We'll continue to manage a continued net inflationary environment and expect to see a modest increase in Opex as we invest alongside our strong top line growth.

Diluted GAAP EPS between \$0.97 - \$1.16, Non-GAAP EPS between \$1.85 - \$2.05

- Non-GAAP tax rate, assume 17% plus or minus 100 basis points.
- 810 to 820 range for diluted shares.
- We'll benefit from lower interest expense given debt reduction.

A note on Q4 reporting:

- When we close Q4, results will include VMware reseller revenue.
- Continuing operations financials differ from the pro forma financials released to date, particularly in the treatment of interest & other and diluted share count. Refer to Appendix C for further details.

ESG Highlights¹

From our latest Social Impact reporting² and external recognition

Advancing sustainability. Cultivating inclusion. Transforming lives. Upholding ethics & privacy.



Environmental

87% sustainable materials used in our packaging

-26% reduction Y/Y in Scopes 1 & 2 market-based **greenhouse gas emissions**

54% of electricity from **renewable sources**

Launched **Net-Zero** goal across our full value chain **by 2050** or earlier



Social

93M+ people reached with **education, healthcare or financial inclusion** programs

33% of our employees participated in **foundational learning on key DE&I topics** (up 18 percentage points)

91% of team **members** rated their job as **meaningful**

44% of our employees participated in **Employee Resource Groups (ERGs)** to drive Social Impact



Governance

Formal ESG governance established with cross-functional executive leadership

Board of Directors receives regular ESG updates

100% of employees completed assigned ethics and compliance training

Robust **shareholder engagement** program driving ongoing **governance enhancements**



Source: 1.) Metrics are for Dell Technologies; excluding Secureworks; and excluding VMware, which publishes its own annual Global Impact Progress Report; 2.) FY21 Progress Made Real Report.

Appendix A

Debt and DFS summary

Debt summary

\$ in billions ^{1,2}	3Q21	4Q21	1Q22	2Q22	3Q22 as reported	3Q22 adjusted ⁵
Revolver	-	-	-	-	-	-
Term Loan A	4.0	3.1	3.1	3.1	3.1	-
Term Loan B	4.7	3.1	3.1	3.1	3.1	-
Investment Grade Notes	18.5	18.5	18.5	18.5	18.5	17.0
DFS Allocated Debt	(0.9)	(0.7)	(0.4)	(0.7)	(0.4)	(0.4)
Total Core Secured Debt ³	26.3	24.1	24.4	24.1	24.4	16.6
High Yield Notes	2.7	2.7	1.6	1.6	1.6	-
Asset Sale Bridge	-	-	-	-	-	-
Legacy Dell Unsecured Notes	1.4	1.4	1.0	1.0	1.0	1.0
Legacy EMC Unsecured Notes	1.0	1.0	1.0	1.0	0.0	0.0
Total Unsecured Core Debt	5.1	5.1	3.6	3.6	2.6	1.0
Total Core Debt ⁴	31.4	29.2	27.9	27.6	27.0	17.6
Margin Loan and Other	4.2	4.2	4.3	1.3	0.4	0.1
DFS Debt	9.2	9.7	9.8	9.6	9.9	9.9
DFS Allocated Debt	0.9	0.7	0.4	0.7	0.4	0.4
Total DFS Related Debt	10.1	10.3	10.2	10.3	10.3	10.3
Total Debt, Excluding Public Subsidiaries	45.6	43.7	42.4	39.2	37.7	27.9
Total Public Subsidiary Debt	4.8	4.8	4.8	4.8	10.8	-
Total Debt, Including Public Subsidiaries	50.4	48.5	47.2	44.0	48.5	27.9

¹ Amounts are based on underlying data and may not visually foot due to rounding.

² Principal Face Value.

³ Core Secured Debt represents secured term loans, investment grade notes, and revolver. It excludes DFS allocated debt based on a 7:1 leverage ratio of DFS financing receivables and fixed assets supporting operating leases.

⁴ Core debt represents the total principal amount of our debt, less: (a) public subsidiary debt, (b) DFS related debt, and (c) Margin Loan and other debt

⁵ Adjusted to 1) include \$9.4B paid down after quarter end of 3Q22 and 2) exclude VMware

DFS summary

\$ in billions	3Q21	4Q21	1Q22	2Q22	3Q22
Originations ¹	2.1	2.4	1.9	1.9	2.0
Trailing twelve months	9.3	8.9	9.0	8.3	8.2
Financing Receivables ²	10.2	10.5	10.2	10.3	10.2
Operating Leases ³	1.3	1.3	1.4	1.4	1.6
Total Managed Assets ⁴	12.6	13.1	12.7	12.6	12.6

¹ Originations represent the amounts of financing provided by DFS to customers for equipment and related software and services, including third-party originations.

² Amounts represent financing receivables included on the Dell Technologies Consolidated Statements of Financial Position.

³ Amount represents net carrying value of equipment for DFS operating leases.

⁴ Total managed assets consists of financing receivables, syndicated receivables DFS still service, and operating leases.

Appendix B

Supplemental non-GAAP measures

Supplemental non-GAAP measures

Revenue and gross margin

\$ in millions	3Q21	4Q21	1Q22	2Q22	3Q22
GAAP revenue	23,482	26,112	24,487	26,122	28,394
Impact of purchase accounting ¹	39	36	12	11	11
Non-GAAP revenue	23,521	26,148	24,499	26,133	28,405
GAAP gross margin	7,261	8,147	7,658	7,985	8,059
Amortization of intangibles	375	380	276	275	275
Impact of purchase accounting ¹	40	37	13	12	12
Stock-based compensation	51	53	58	63	62
Other corporate expenses ²	44	7	13	7	2
Total adjustments to gross margin	510	477	360	357	351
Non-GAAP gross margin	7,771	8,624	8,018	8,342	8,410
<i>GM % of non-GAAP revenue</i>	<i>33.0%</i>	<i>33.0%</i>	<i>32.7%</i>	<i>31.9%</i>	<i>29.6%</i>

¹ This amount includes non-cash purchase accounting adjustments primarily related to the EMC merger transaction.

² Consists of severance, facilities action, and other costs.

Supplemental non-GAAP measures

SG&A, R&D and operating expense

\$ in millions	3Q21	4Q21	1Q22	2Q22	3Q22
GAAP SG&A	4,772	4,579	4,960	5,145	5,293
Amortization of intangibles	(470)	(466)	(433)	(436)	(419)
Impact of purchase accounting ¹	(9)	(11)	(12)	(8)	(5)
Transaction costs ²	(52)	(46)	(51)	(60)	(311)
Stock based compensation	(215)	(177)	(209)	(240)	(237)
Other corporate expenses ³	(132)	241	(60)	(82)	(16)
Non-GAAP SG&A	3,895	4,120	4,195	4,319	4,305
GAAP R&D	1,360	1,391	1,323	1,468	1,417
Impact of purchase accounting ¹	-	-	-	-	-
Transaction costs ²	-	-	-	-	-
Stock based compensation	(170)	(160)	(168)	(196)	(173)
Other corporate expenses ³	(39)	(21)	(46)	(60)	(7)
Non-GAAP R&D	1,151	1,210	1,109	1,212	1,237
GAAP operating expenses	6,132	5,970	6,283	6,613	6,710
Amortization of intangibles	(470)	(466)	(433)	(436)	(419)
Impact of purchase accounting ¹	(9)	(11)	(12)	(8)	(5)
Transaction costs ²	(52)	(46)	(51)	(60)	(311)
Stock based compensation	(385)	(337)	(377)	(436)	(410)
Other corporate expenses ³	(170)	220	(106)	(142)	(23)
Total adjustments to operating expenses	(1,086)	(640)	(979)	(1,082)	(1,168)
Non-GAAP operating expenses	5,046	5,330	5,304	5,531	5,542
<i>OpEx % of non-GAAP revenue</i>	<i>21.4%</i>	<i>20.4%</i>	<i>21.6%</i>	<i>21.1%</i>	<i>19.5%</i>

¹ This amount includes non-cash purchase accounting adjustments primarily related to the EMC merger transaction.

² Consists of acquisition, integration, and divestiture-related costs.

³ Consists of impairment charges, severance, facilities action, incentive charges related to equity investments, and other costs. 4Q21 includes derecognition of a previously accrued litigation loss in a VMware, Inc. patent litigation matter.

Supplemental non-GAAP measures

Operating Income

\$ in millions	3Q21	4Q21	1Q22	2Q22	3Q22
GAAP operating income	1,129	2,177	1,375	1,372	1,349
Non-GAAP adjustments:					
Amortization of intangibles	845	846	709	711	694
Impact of purchase accounting ¹	49	48	25	20	17
Transaction costs ²	52	46	51	60	311
Stock based compensation	436	390	435	499	472
Other corporate expenses ³	214	(213)	119	149	25
Total adjustments to operating income	1,596	1,117	1,339	1,439	1,519
Non-GAAP operating income	2,725	3,294	2,714	2,811	2,868
<i>OpInc % of non-GAAP revenue</i>	<i>11.6%</i>	<i>12.6%</i>	<i>11.1%</i>	<i>10.8%</i>	<i>10.1%</i>

¹ This amount includes non-cash purchase accounting adjustments primarily related to the EMC merger transaction.

² Consists of acquisition, integration, and divestiture-related costs.

³ Consists of impairment charges, severance, facilities action, incentive charges related to equity investments, and other costs. 4Q21 includes derecognition of a previously accrued litigation loss in a VMware, Inc. patent litigation matter.

Supplemental non-GAAP measures

Interest and other

\$ in millions	3Q21	4Q21	1Q22	2Q22	3Q22
GAAP interest and other, net:					
Investment income, primarily interest	11	7	11	10	11
Gain on investments, net	489	(9)	157	168	27
Interest expense	(566)	(534)	(510)	(483)	(482)
Foreign exchange	(31)	3	(49)	(64)	(33)
Other ¹	370	(12)	3	10	3,913
GAAP interest and other, net	273	(545)	(388)	(359)	3,436
Adjustments:					
Non-GAAP adjustments ²	935	(9)	157	180	3,945
Non-GAAP interest and other, net	(662)	(536)	(545)	(539)	(509)
<i>I&O as a % of non-GAAP revenue</i>	<i>-2.8%</i>	<i>-2.1%</i>	<i>-2.2%</i>	<i>-2.1%</i>	<i>-1.8%</i>

¹ During 3Q22, other includes \$3.9B gain on the sale of Boomi.

² Primarily consists of the fair value adjustments on strategic equity investments as well as a gain of \$3.9B on the sale of Boomi during 3Q22 and \$0.3B on the sale of RSA during 3Q21.

Supplemental non-GAAP measures

Net income

\$ in millions	3Q21	4Q21	1Q22	2Q22	3Q22
GAAP net income	881	1,343	938	880	3,888
Non-GAAP adjustments:					
Amortization of intangibles	845	846	709	711	694
Impact of purchase accounting ¹	49	48	25	20	17
Transaction costs ²	(286)	46	51	48	(3,607)
Stock based compensation	436	390	435	499	472
Other corporate expenses ³	106	(213)	119	149	25
Fair value adjustments on equity investments ⁴	(489)	9	(157)	(168)	(27)
Aggregate adjustment for income taxes ⁵	169	(181)	(301)	(228)	553
Total adjustments to net income	830	945	881	1,031	(1,873)
Non-GAAP net income	1,711	2,288	1,819	1,911	2,015
<i>NI % of non-GAAP revenue</i>	<i>7.3%</i>	<i>8.8%</i>	<i>7.4%</i>	<i>7.3%</i>	<i>7.1%</i>

¹ This amount includes non-cash purchase accounting adjustments primarily related to the EMC merger transaction.

² Consists of acquisition, integration, and divestiture-related costs and gains. 3Q22 includes a \$3.9B gain on the sale of Boomi.

³ Consists of impairment charges, severance, facilities action, and other costs. 4Q21 includes derecognition of a previously accrued litigation loss in a VMware, Inc. patent litigation matter.

⁴ Consists of the gain (loss) on strategic investments, which includes recurring fair value adjustments on equity investments.

⁵ Consists of the tax effects of non-GAAP adjustments, as well as an adjustment for discrete tax items.

Supplemental non-GAAP measures

Net income attributable to non-controlling interests

\$ in millions	3Q21	4Q21	1Q22	2Q22	3Q22
GAAP net income attributable to non-controlling interests	49	116	51	49	45
Amortization of intangibles ¹	63	62	53	55	54
Impact of purchase accounting ²	3	3	1	1	1
Transaction costs ³	5	6	4	5	15
Stock based compensation	61	51	52	58	52
Other corporate expenses ⁴	9	(47)	1	(1)	-
Fair value adjustments on equity investments ⁵	(34)	4	7	-	(2)
Aggregate adjustment for income taxes ⁶	(13)	(10)	(23)	(22)	(22)
Total adjustments to net income attributable to non-controlling interests	94	69	95	96	98
Non-GAAP net income attributable to non-controlling interests	143	185	146	145	143

¹ Amortization of intangibles reflects Dell Technologies Inc. basis.

² This amount includes non-cash purchase accounting adjustments primarily related to the EMC merger transaction.

³ Consists of acquisition, integration and divestiture-related costs. 3Q22 includes a \$3.9B gain on the sale of Boomi.

⁴ Consists of severance, facilities action, and other costs. 4Q21 includes derecognition of a previously accrued litigation loss in a VMware, Inc. patent litigation matter.

⁵ Consists of the gain (loss) on strategic investments, which includes recurring fair value adjustments on equity investments.

⁶ Consists of the tax effects of non-GAAP adjustments, as well as an adjustment for discrete tax items.

Supplemental non-GAAP measures

Net income attributable to Dell Technologies Inc.

\$ in millions	3Q21	4Q21	1Q22	2Q22	3Q22
GAAP net income attributable to Dell Technologies Inc.	832	1,227	887	831	3,843
Amortization of intangibles	845	846	709	711	694
Impact of purchase accounting ¹	49	48	25	20	17
Transaction costs ²	(286)	46	51	48	(3,607)
Stock based compensation	436	390	435	499	472
Other corporate expenses ³	106	(213)	119	149	25
Fair value adjustments on equity investments ⁴	(489)	9	(157)	(168)	(27)
Aggregate adjustment for income taxes ⁵	169	(181)	(301)	(228)	553
Total non-GAAP adjustments attributable to non-controlling interests	(94)	(69)	(95)	(96)	(98)
Total adjustments to net income attributable to Dell Technologies Inc.	736	876	786	935	(1,971)
Non-GAAP net income attributable to Dell Technologies Inc. - basic	1,568	2,103	1,673	1,766	1,872
Incremental dilution from VMware, Inc. ⁶	(4)	(5)	(4)	(5)	(3)
Non-GAAP net income attributable to Dell Technologies Inc. - diluted	1,564	2,098	1,669	1,761	1,869

¹ This amount includes non-cash purchase accounting adjustments primarily related to the EMC merger transaction.

² Consists of acquisition, integration and divestiture-related costs. 3Q22 includes a \$3.9B gain on the sale of Boomi.

³ Consists of impairment charges, severance, facilities action, incentive charges related to equity investments, and other costs. 4Q21 includes derecognition of a previously accrued litigation loss in a VMware, Inc. patent litigation matter.

⁴ Consists of the gain (loss) on strategic investments, which includes recurring fair value adjustments on equity investments.

⁵ Consists of the tax effects of non-GAAP adjustments, as well as an adjustment for discrete tax items.

⁶ The incremental dilution from VMware, Inc. attributable to Dell Technologies represents the impact of VMware, Inc.'s dilutive securities on diluted earnings per share of Dell Technologies common stock, and is calculated by multiplying the difference between VMware, Inc.'s basic and diluted earnings per share by the number of shares of VMware, Inc. common stock held by Dell Technologies.

Supplemental non-GAAP measures

Earnings per share - basic and diluted

	3Q21	4Q21	1Q22	2Q22	3Q22
\$ in millions, except per share figures					
GAAP net income attributable to Dell Technologies Inc.	832	1,227	887	831	3,843
Weighted-average shares outstanding - basic	747	750	757	763	766
GAAP EPS attributable to Dell Technologies Inc. - basic	1.11	1.64	1.17	1.09	5.02
Incremental dilution from VMware Inc. ¹	(3)	(5)	(2)	(3)	(2)
GAAP net income attributable to Dell Technologies Inc. - diluted	829	1,222	885	828	3,841
Weighted-average shares outstanding - diluted	771	776	782	786	788
GAAP EPS attributable to Dell Technologies Inc. - diluted	1.08	1.57	1.13	1.05	4.87
Non-GAAP net income attributable to Dell Technologies Inc.	1,568	2,103	1,673	1,766	1,872
Weighted-average shares outstanding - basic	747	750	757	763	766
Non-GAAP EPS attributable to Dell Technologies Inc. - basic	2.10	2.80	2.21	2.31	2.44
Incremental dilution from VMware Inc. ¹	(4)	(5)	(4)	(5)	(3)
Non-GAAP net income attributable to Dell Technologies Inc. - diluted	1,564	2,098	1,669	1,761	1,869
Weighted-average shares outstanding - diluted	771	776	782	786	788
Non-GAAP EPS attributable to Dell Technologies Inc. - diluted	2.03	2.70	2.13	2.24	2.37

¹ The incremental dilution from VMware, Inc. attributable to Dell Technologies represents the impact of VMware, Inc.'s dilutive securities on diluted earnings per share of Dell Technologies common stock, and is calculated by multiplying the difference between VMware, Inc.'s basic and diluted earnings per share by the number of shares of VMware, Inc. common stock held by Dell Technologies.

Supplemental non-GAAP measures

Adjusted EBITDA

\$ in millions	3Q21	4Q21	1Q22	2Q22	3Q22
GAAP net income	881	1,343	938	880	3,888
Adjustments:					
Interest and other, net ¹	(273)	545	388	359	(3,436)
Income tax provision (benefit)	521	289	49	133	897
Depreciation and amortization	1,361	1,373	1,239	1,240	1,242
EBITDA	2,490	3,550	2,614	2,612	2,591
Adjustments:					
Impact of purchase accounting ²	39	36	16	11	11
Transaction costs ³	52	46	51	60	311
Stock based compensation	436	390	435	499	472
Other corporate expenses ⁴	214	(213)	119	149	25
Adjusted EBITDA	3,231	3,809	3,235	3,331	3,410
<i>Adj EBITDA % of non-GAAP revenue</i>	<i>13.7%</i>	<i>14.6%</i>	<i>13.2%</i>	<i>12.7%</i>	<i>12.0%</i>

¹ During 3Q22, interest and other includes \$3.9B gain on the sale of Boomi.

² This amount includes non-cash purchase accounting adjustments primarily related to the EMC merger transaction.

³ Consists of acquisition, integration, and divestiture-related costs.

⁴ Consists of severance, facilities action, incentive charges related to equity investments, and other costs. 4Q21 includes derecognition of a previously accrued litigation loss in a VMware, Inc. patent litigation matter.

Supplemental non-GAAP measures

Free cash flow

\$ in millions	3Q21	4Q21	1Q22	2Q22	3Q22
Cash flow from operations	2,994	5,877	2,238	1,725	3,251
Adjustments:					
Capital expenditures and capitalized software development costs, net	(468)	(498)	(625)	(622)	(789)
Free cash flow	2,526	5,379	1,613	1,103	2,462
Adjustments:					
DFS financing receivables	80	104	(276)	90	(48)
DFS operating leases ¹	44	50	66	57	143
Free cash flow before impact from DFS related items	2,650	5,533	1,403	1,250	2,557
VMware cash flow from operations	992	1,324	1,266	864	1,090
Adjustments:					
VMware capital expenditures	(84)	(82)	(70)	(87)	(106)
VMware free cash flow	908	1,242	1,196	777	984
Free cash flow, excluding VMware, before impact from DFS related items	1,742	4,291	207	473	1,573

¹ Amount represents change in net carrying value of equipment for DFS operating leases.

Appendix C

Supplemental Pro-Forma and Continuing Operations Financials

GAAP pro forma and continuing operations

4QFY22 reported financials will reflect 1Q-3QFY22 continuing operations basis

Pro Forma Basis ^{1,2}

	1Q22	2Q22	3Q22 E ⁴	4Q22 E ⁵	FY22	
Revenue	22,589	24,192	26,452	27,000	- 28,000	100,233 - 101,233
YY	13%	16%	23%	12%	- 16%	16% - 17%
Q/Q	-6%	7%	9%	2%	6%	n/a n/a
Gross Margin	5,264	5,475	left blank intentionally			
% Revenue	23.3%	22.6%				
Opex	4,277	4,458	left blank intentionally			
Opinc	987	1,017				
% Revenue	4.4%	4.2%	1,050	1,650	- 1,750	4,704 - 4,804
YY	223%	23%	4.0%	6.1%	6.3%	4.7% 4.7%
I&O	(199) D	(206)	left blank intentionally			
Income Tax	62	117				
Effective Tax Rate	7.9%	14.4%	left blank intentionally			
NI from cont. ops	726	694				
NCI	(2)	(1)	left blank intentionally			
NI	728	695				
Diluted EPS	\$0.90	\$0.86	\$4.68	\$0.97	- \$1.16	\$7.41 - \$7.60
	412%	-33%	460%	1%	- 21%	166% - 173%
Diluted Shares	806	808	809	820	810	812 807

Continuing Operations Basis ^{3 A}

	1Q22	2Q22	3Q22 E ⁵	4Q22 E ⁶	FY22 B	
Revenue	22,589	24,192	26,452	27,000	- 28,000	100,233 - 101,233
YY	13%	16%	23%	12%	- 16%	16% - 17%
Q/Q	-6%	7%	9%	2%	6%	n/a n/a
Gross Margin	5,264	5,475	left blank intentionally			
% Revenue	23.3%	22.6%				
Opex	4,277	4,458	left blank intentionally			
Opinc	987	1,017				
% Revenue	4.4%	4.2%	1,050	1,650	- 1,750	4,704 - 4,804
YY	96%	23%	4.0%	6.1%	6.3%	4.7% 4.7%
I&O	(288) C	(292)	left blank intentionally			
Income Tax	40	96				
Effective Tax Rate	5.7%	13.2%	left blank intentionally			
NI from cont. ops	659	629				
NCI	(2)	(1)	left blank intentionally			
NI	661	630				
Diluted EPS	\$0.85	\$0.80	\$4.72	\$0.97	- \$1.16	\$7.35 - \$7.54
	NM	-34%	513%	8%	- 29%	151% - 157%
Diluted Shares	782	786	788	820	810	795 790

Notes

- A** 1Q-3QFY22 financials will be recast to a continuing operations basis starting Q4
- B** FY22 results will reflect 4QFY22 actuals as well as 1Q-3QFY22 continuing operations
- C** Continuing operations interest expense³ is only adjusted to remove interest expense associated with \$4.0B margin loan payoff
- D** Pro forma I&O¹ is adjusted to remove interest expense associated with \$9.3B of debt payoff, using proceeds from VMware's dividend, as well as the \$4B margin loan payoff

¹ Pro forma financial measures are computed assuming the VMware spin-off transaction occurred on the first day of Fiscal 2019. In Fiscal 2022 pro forma financial measures include adjustments for discontinued operations related to VMware as well as interest savings associated with 1) \$9.3 billion in post-spin debt payoff using the proceeds of the Company's pro rata share of the special dividend paid by VMware, Inc.; and 2) \$4 billion in pre-spin margin loan paydowns. Diluted earnings per share includes the pro forma impact of conversion of outstanding equity incentive awards.

² Unaudited pro forma financial information for Fiscal 2019 through 2Q Fiscal 2022 year-to-date, presented in accordance with Regulation S-X Article 11, was filed as Exhibit 99.1 to the Company's Form 8-K/A filed with the Securities and Exchange Commission on November 5, 2021.

³ Continuing operations reflects the results of the Company adjusted to remove the effect of discontinued operations associated with VMware as well as interest savings associated with \$4 billion in pre-spin margin loan paydowns.

⁴ Represents managements current estimate of 3Q Fiscal 2022 pro forma financial results.

⁵ Represents managements current estimate of 3Q Fiscal 2022 continuing operations financial results. Final amounts on a continuing operations basis will be provided in the Company's Form 10-K for Fiscal 2022 and subsequent Form 10-Q filings; amounts are subject to change with no obligation to reconcile these estimates.

⁶ Represents managements current guidance for 4Q Fiscal 2022 which no longer includes the results of VMware, Inc.

Non-GAAP⁷ pro forma and continuing operations

4QFY22 reported financials will reflect 1Q-3QFY22 continuing operations basis

Pro Forma Basis^{1,2}

	1Q22	2Q22	3Q22 E ⁴	4Q22 E ⁶	FY22 E		
Revenue	22,598	24,199	26,460	27,000	- 28,000	100,257 - 101,257	
YY	12%	16%	22%	12%	- 16%	16% - 17%	
QQ	-7%	7%	9%	2%	- 6%	n/a n/a	
Gross Margin	5,464	5,673	left blank intentionally				
% Revenue	24.2%	23.4%					
Opex	3,695	3,803	left blank intentionally				
Opinc	1,769	1,870					1,960
% Revenue	7.8%	7.7%	7.4%	8.3%	8.4%	7.8%	7.9%
YY	35%	14%	8%	4%	8%		
I&O	(393) D	(386)	left blank intentionally				
Income Tax	255	251					
Effective Tax Rate	18.5%	16.9%	left blank intentionally				
NI from cont. ops	1,121	1,233					
NCI	0	1	left blank intentionally				
NI	1,121	1,232					
Diluted EPS	\$1.39	\$1.52	\$1.73	\$1.85	- \$2.05	\$6.49 - \$6.69	
	78%	27%	28%	3%	- 15%	27% - 31%	
Diluted Shares	806	808	809	820	810	812 807	

Continuing Operations Basis^{3 A}

	1Q22	2Q22	3Q22 E ⁵	4Q22 E ⁶	FY22 E B		
Revenue	22,598	24,199	26,460	27,000	- 28,000	100,257 - 101,257	
YY	12%	16%	22%	12%	- 16%	16% - 16.7%	
QQ	-7%	7%	9%	2%	- 6%	n/a n/a	
Gross Margin	5,464	5,673	left blank intentionally				
% Revenue	24.2%	23.4%					
Opex	3,695	3,803	left blank intentionally				
Opinc	1,769	1,870					1,960
% Revenue	7.8%	7.7%	7.4%	8.3%	8.4%	7.8%	7.9%
YY	35%	14%	8%	4%	8%		
I&O	(482) C	(472)	left blank intentionally				
Income Tax	233	230					
Effective Tax Rate	18.1%	16.5%	left blank intentionally				
NI from cont. ops	1,054	1,168					
NCI	0	1	left blank intentionally				
NI	1,054	1,167					
Diluted EPS	\$1.35	\$1.48	\$1.69	\$1.85	- \$2.05	\$6.37 - \$6.57	
	99%	30%	31%	5%	- 16%	31% - 35%	
Diluted Shares	782	786	788	820	810	795 790	

Notes

- A** 1Q-3QFY22 financials will be recast to a continuing operations basis starting Q4
- B** FY22 results will reflect 4QFY22 actuals as well as 1Q-3QFY22 continuing operations
- C** Continuing operations interest expense³ is only adjusted to remove interest expense associated with \$4.0B margin loan payoff
- D** Pro forma I&O¹ is adjusted to remove interest expense associated with \$9.3B of debt payoff, using proceeds from VMware's dividend, as well as the \$4B margin loan payoff

¹ Pro forma financial measures are computed assuming the VMware spin-off transaction occurred on the first day of Fiscal 2019. In Fiscal 2022 pro forma financial measures include adjustments for discontinued operations related to VMware as well as interest savings associated with 1) \$9.3 billion in post-spin debt payoff using the proceeds of the Company's pro rata share of the special dividend paid by VMware, Inc.; and 2) \$4 billion in pre-spin margin loan paydowns. Diluted earnings per share includes the pro forma impact of conversion of outstanding equity incentive awards.

² Unaudited pro forma financial information for Fiscal 2019 through 2Q Fiscal 2022 year-to-date, presented in accordance with Regulation S-X Article 11, was filed as Exhibit 99.1 to the Company's Form 8-K/A filed with the Securities and Exchange Commission on November 5, 2021.

³ Continuing operations reflects the results of the Company adjusted to remove the effect of discontinued operations associated with VMware as well as interest savings associated with \$4 billion in pre-spin margin loan paydowns.

⁴ Represents managements current estimate of 3Q Fiscal 2022 pro forma financial results.

⁵ Represents managements current estimate of 3Q Fiscal 2022 continuing operations financial results. Final amounts on a continuing operations basis will be provided in the Company's Form 10-K for Fiscal 2022 and subsequent Form 10-Q filings; amounts are subject to change with no obligation to reconcile these estimates.

⁶ Represents managements current guidance for 4Q Fiscal 2022 which no longer includes the results of VMware, Inc.

⁷ See slides 37-40 in appendix C for reconciliation of non-GAAP to GAAP measures.

FY22 GAAP to non-GAAP reconciliations pro forma and continuing operations

	1Q22			2Q22			3Q22 E ¹		
	Continuing Operations	Pro Forma Adjustments	Pro Forma	Continuing Operations	Pro Forma Adjustments	Pro Forma	Continuing Operations	Pro Forma Adjustments	Pro Forma
<i>\$ in millions, except per share amounts</i>									
Revenue	\$ 22,589	-	\$ 22,589	\$ 24,192	-	\$ 24,192	\$ 26,452	-	\$ 26,452
Impact of purchase accounting ²	9		9	7		7	8		8
Non-GAAP revenue	<u>\$ 22,598</u>	-	<u>\$ 22,598</u>	<u>\$ 24,199</u>	-	<u>\$ 24,199</u>	<u>\$ 26,460</u>	-	<u>\$ 26,460</u>
			-			-			
Gross margin	\$ 5,264	-	\$ 5,264	\$ 5,475	-	\$ 5,475			
Amortization of intangibles	151		151	149		149			
Impact of purchase accounting ²	9		9	9		9			
Stock-based compensation	27		27	33		33			
Other corporate expenses ⁴	13		13	7		7			
Non-GAAP gross margin	<u>\$ 5,464</u>	-	<u>\$ 5,464</u>	<u>\$ 5,673</u>	-	<u>\$ 5,673</u>			
			-			-			
Operating expenses	\$ 4,277	-	\$ 4,277	\$ 4,458	-	\$ 4,458			
Amortization of intangibles	(294)		(294)	(294)		(294)			
Impact of purchase accounting ²	(11)		(11)	(6)		(6)			
Transaction related ³	(29)		(29)	(37)		(37)			
Stock-based compensation	(145)		(145)	(173)		(173)			
Other corporate expenses ⁴	(103)		(103)	(145)		(145)			
Non-GAAP operating expenses	<u>\$ 3,695</u>	-	<u>\$ 3,695</u>	<u>\$ 3,803</u>	-	<u>\$ 3,803</u>			

left blank intentionally

¹ Represents managements current estimate of 3Q Fiscal 2022 pro forma financial results and continuing operations financial results. Final amounts presented on a continuing operations basis will be provided in the Company's Form 10-K for Fiscal 2022 and subsequent Form 10-Q filings; amounts are subject to change with no obligation to reconcile these estimates.

² This amount includes non-cash purchase accounting adjustments primarily related to the EMC merger transaction.

³ Consists of acquisition, integration, and divestiture-related costs.

⁴ Consists of impairment charges, incentive charges related to equity investments, severance, facilities action, and other costs.

FY22 GAAP to non-GAAP reconciliations pro forma and continuing operations

	1Q22			2Q22			3Q22 E ¹		
	Continuing Operations	Pro Forma Adjustments	Pro Forma	Continuing Operations	Pro Forma Adjustments	Pro Forma	Continuing Operations	Pro Forma Adjustments	Pro Forma
<i>\$ in millions, except per share amounts</i>									
Operating income	\$ 987	-	\$ 987	\$ 1,017	-	\$ 1,017	\$ 1,050	-	\$ 1,050
Amortization of intangibles	445		445	443		443	430		430
Impact of purchase accounting ²	20		20	15		15	14		14
Transaction related ³	29		29	37		37	228		228
Stock-based compensation	172		172	206		206	214		214
Other corporate expenses ⁴	116		116	152		152	24		24
Non-GAAP operating income	\$ 1,769	-	\$ 1,769	\$ 1,870	-	\$ 1,870	\$ 1,960	-	\$ 1,960
Interest and other, net	\$ (288)	89	\$ (199)	\$ (292)	86	\$ (206)			
Transaction related ³	-		-	(12)		(12)			
Fair value adjustment on equity investments ⁵	(194)		(194)	(168)		(168)			
Non-GAAP interest and other, net	\$ (482)	89	\$ (393)	\$ (472)	86	\$ (386)			
Net income (loss)	\$ 659	67	\$ 726	\$ 629	65	\$ 694			
Amortization of intangibles	445		445	443		443			
Impact of purchase accounting ²	20		20	15		15			
Transaction related ³	29		29	25		25			
Stock-based compensation	172		172	206		206			
Other corporate expenses ⁴	116		116	152		152			
Fair value adjustment on equity investments ⁵	(194)		(194)	(168)		(168)			
Aggregate adjustment for income taxes ⁶	(193)		(193)	(134)		(134)			
Non-GAAP net income	\$ 1,054	67	\$ 1,121	\$ 1,168	65	\$ 1,233			

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² This amount includes non-cash purchase accounting adjustments primarily related to the EMC merger transaction.

³ Consists of acquisition, integration, and divestiture-related costs and gains. 3Q22 includes \$3.9B gain on the sale of Boomi.

⁴ Consists of impairment charges, incentive charges related to equity investments, severance, facilities action, and other costs.

⁵ Consists of the gain (loss) on strategic investments, which includes the fair value adjustments on equity investments.

⁶ Consists of the tax effects of non-GAAP adjustments, as well as an adjustment for discrete tax items.

FY22 GAAP to non-GAAP reconciliations

	1Q22			2Q22			3Q22 E ¹		
	Continuing Operations	Pro Forma Adjustments	Pro Forma	Continuing Operations	Pro Forma Adjustments	Pro Forma	Continuing Operations	Pro Forma Adjustments	Pro Forma
<i>\$ in millions, except per share amounts</i>									
Net income attributable to Dell Technologies Inc.	\$ 661	67	\$ 728	\$ 630	65	\$ 695	\$ 3,723	65	\$ 3,788
Amortization of intangibles	445		445	443		443	430		430
Impact of purchase accounting ²	20		20	15		15	14		14
Transaction related ³	29		29	25		25	(3,690)		(3,690)
Stock-based compensation	172		172	206		206	214		214
Other corporate expenses ⁴	116		116	152		152	24		24
Fair value adjustment on equity investments ⁵	(194)		(194)	(168)		(168)	(18)		(18)
Aggregate adjustment for income taxes ⁶	(193)		(193)	(134)		(134)	638		638
Total non-GAAP adjustments attributable to non-controlling interest	(2)		(2)	(2)		(2)	(2)		(2)
Total adjustments to net income (loss) attributable to Dell Technologies Inc.	\$ 393		\$ 393	\$ 537		\$ 537	\$ (2,390)		\$ (2,390)
Non-GAAP net income attributable to Dell Technologies Inc.	\$ 1,054	67	\$ 1,121	\$ 1,167	65	\$ 1,232	\$ 1,333	65	\$ 1,398
Net income attributable to Dell Technologies Inc.	661	67	728	630	65	695	\$ 3,723	65	\$ 3,788
Weighted-average shares outstanding - basic	757		757	763		763	766		766
EPS attributable to Dell Technologies Inc. - basic	\$ 0.87		\$ 0.96	\$ 0.83		\$ 0.91	\$ 4.86		\$ 4.94
Weighted-average shares outstanding - diluted ⁷	782	24	806	786	22	808	788	21	809
EPS attributable to Dell Technologies Inc. - diluted³	\$ 0.85		\$ 0.90	\$ 0.80		\$ 0.86	\$ 4.72		\$ 4.68
Non-GAAP net income attributable to Dell Technologies Inc.	1,054	67	1,121	1,167	65	1,232	\$ 1,333	65	\$ 1,398
Weighted-average shares outstanding - basic	757		757	763		763	766		766
Non-GAAP EPS attributable to Dell Technologies Inc. - basic	\$ 1.39		\$ 1.48	\$ 1.48		\$ 1.61	\$ 1.74		\$ 1.83
Weighted-average shares outstanding - diluted ⁷	782	24	806	786	22	808	788	21	809
Non-GAAP EPS attributable to Dell Technologies Inc. - diluted	\$ 1.35		\$ 1.39	\$ 1.48		\$ 1.52	\$ 1.69		\$ 1.73

¹ Represents managements current estimate of 3Q Fiscal 2022 pro forma financial results and continuing operations financial results. Final amounts presented on a continuing operations basis will be provided in the Company's Form 10-K for Fiscal 2022 and subsequent Form 10-Q filings; amounts are subject to change with no obligation to reconcile these estimates.

² This amount includes non-cash purchase accounting adjustments primarily related to the EMC merger transaction.

³ Consists of acquisition, integration, and divestiture-related costs and gains. 3Q22 includes \$3.9B gain on the sale of Boomi

⁴ Consists of impairment charges, incentive charges related to equity investments, severance, facilities action, and other costs.

⁵ Consists of the gain (loss) on strategic investments, which includes the fair value adjustments on equity investments.

⁶ Consists of the tax effects of non-GAAP adjustments, as well as an adjustment for discrete tax items.

⁷ Pursuant to the Dell Technologies Inc. 2013 Stock Incentive Plan, the VMware spin-off transaction was deemed a restructuring event, requiring an adjustment of outstanding equity incentive awards in the ratio of 1.97 to 1. This adjustment resulted in an increase to potentially dilutive securities outstanding and is reflected as if the transaction had occurred at the beginning of the period within pro forma results only.

Q4 and FY22 GAAP to non-GAAP reconciliation

Financial Guidance ¹

	4Q22 E			FY22 E		
	Continuing Operations	Pro Forma Adjustments	Pro Forma	Continuing Operations	Pro Forma Adjustments	Pro Forma
<i>\$ in Billions, except per share amounts</i>						
Revenue	\$27.0 - \$28.0	N/A	\$27.0 - \$28.0	\$100.2 - \$101.2	-	\$100.2 - \$101.2
Impact of purchase accounting ²	-		-	-		-
Non-GAAP revenue	\$27.0 - \$28.0	N/A	\$27.0 - \$28.0	\$100.2 - \$101.2	-	\$100.2 - \$101.2
Operating income	\$1.7 - \$1.8	N/A	\$1.7 - \$1.8	\$4.7 - \$4.8	-	\$4.7 - \$4.8
Impact of purchase accounting and amortization of intangibles ²	0.3		0.3	1.7		1.7
Transaction related ³	-		-	0.3		0.3
Stock-based compensation	0.2		0.2	0.8		0.8
Other corporate expenses ⁴	-		-	0.3		-
Non-GAAP operating income	\$2.3 - \$2.4	N/A	\$2.3 - \$2.4	\$7.8 - \$7.9	-	\$7.8 - \$7.9
Net income attributable to Dell Technologies Inc.	\$0.8 - \$1.0	N/A	\$0.8 - \$1.0	\$5.8 - \$5.9	0.2	\$6.0 - \$6.1
Impact of purchase accounting and amortization of intangibles ²	0.3		0.3	1.7		1.7
Transaction related ³	-		-	(3.6)		(3.6)
Stock-based compensation	0.2		0.2	0.8		0.8
Other corporate expenses ⁴	0.3		0.3	0.6		0.6
Fair value adjustment on equity investments ⁴	-		-	(0.4)		(0.4)
Aggregate adjustment for income taxes ⁵	(0.2)		(0.2)	0.2		0.2
Total adjustments to net income (loss) attributable to Dell Technologies Inc.	0.7	N/A	0.7	(0.7)		(0.7)
Non-GAAP net income attributable to Dell Technologies Inc.	\$1.5 - \$1.7	N/A	\$1.5 - \$1.7	\$5.1 - \$5.2	0.2	\$5.3 - \$5.4
Net income attributable to Dell Technologies Inc.	\$0.8 - \$1.0	N/A	\$0.8 - \$1.0	\$5.8 - \$5.9	0.2	\$6.0 - \$6.1
Weighted-average shares outstanding - diluted	820 - 810	N/A	820 - 810	795 - 790	17	812 - 807
EPS attributable to Dell Technologies Inc. - diluted	\$0.97 - 1.16		\$0.97 - 1.16	\$7.35 - \$7.54		\$7.41 - \$7.60
Non-GAAP net income attributable to Dell Technologies Inc.	\$1.5 - \$1.7	N/A	\$1.5 - \$1.7	\$5.1 - \$5.2	0.2	\$5.3 - \$5.4
Weighted-average shares outstanding - diluted	820 - 810	N/A	820 - 810	795 - 790	17	812 - 807
Non-GAAP EPS attributable to Dell Technologies Inc. - diluted	\$1.85 - \$2.05		\$1.85 - \$2.05	\$6.37 - \$6.57		\$6.49 - \$6.69

¹Amounts are subject to change with no obligation to reconcile these estimates. Amounts may not visually foot due to underlying data.

²Impact of purchase accounting and amortization of intangibles represents an estimate for acquisitions completed as of October 29, 2021 and does not include estimates for potential acquisitions, if any, during the remainder of FY22.

³Consists of acquisition, integration, and divestiture-related costs and gains.

⁴No estimates are included for 4Q22 guidance purposes on potential fair value adjustments on strategic investments given the potential volatility of either gains or losses on those equity investments. Additionally, no estimate is included for any potential severance as it cannot be reasonably estimated at this time.

⁵The aggregate adjustment for income taxes is the estimated combined income tax effect for the adjustments shown above, as well as an adjustment for discrete tax items.

DELLTechnologies