

## STRATEGY AND OUTLOOK

Rob Williams, Senior Vice President, Investor Relations

#### **IMPORTANT NOTICES**

#### No Offer or Solicitation

This communication does not constitute an offer to sell or a solicitation of an offer to sell or a solicitation of an offer to buy any securities or a solicitation of any vote or approval, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offering of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act of 1933, as amended (the "Securities Act"), and otherwise in accordance with applicable law

#### Additional Information and Where to Find

Additional Information and Where to Find It This communication is being made in respect of the proposed merger of a wholy-owned subsidiary of Dell Technologies Inc. ("Dell Technologies") with and into Dell Technologies, with Dell Technologies as the surviving entity, pursuant to which each share of Class V common stock of Dell Technologies will, at the election of the holder, convert into the right to receive shares of Class C common stock of Dell Technologies or cash, without interest, and each existing share of Class A common stock, Class B common stock and Class C common stock of Dell Technologies or cash, without interest, and each existing share of Class A common stock, class B common stock and Class C common stock of Dell Technologies will be unaffected by the merger and remain outstanding. The proposed transaction requires the approval of a majority of the aggregate voting power of the outstanding shares of Class A common stock, Class B common stock of Dell Technologies, in each case, voting as a separate class, and all outstanding shares of common stock of Dell Technologies will be submitted to stockholders for their consideration. Dell Technologies has filed a registration statement on Form S-4 (File No. 333-226618) containing a preliminary proxy statement/prospectus is not complete and may be changed. After the registration statement has been declared effective by the SEC, a definitive proxy statement/prospectus will be mailed to each holder of Class A common stock, Class B common stock, and Class V common stock entitled to vote at the special meeting in connection with the proposed transaction. INVESTOR's ARE URGED TO READ THE PROXY STATEMENT/IPROSPECTUS AND ANY OTHER DOCUMENTS RELATING TO THE TRANSACTION TO BE FILED WITH THE SEC CAREFULLY AND IN THER ENTIRETY IF AND WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED TRANSACTION. You may get these documents, when available, for free by visiting EDGAR on the SEC Website at www.sec.gov or by visiti

#### IMPORTANT NOTICES (CONT'D)

#### Participants in the Solicitation

Dell Technologies and its directors, executive officers and other members of its management and employees may be deemed to be participants in the solicitation of proxies from its stockholders in favor of the proposed merger and the other transactions contemplated by the merger agreement, including the exchange of shares of Class V common stock of Dell Technologies for shares of Class C common stock of Dell Technologies or cash. Information concerning persons who may be considered participants in such solicitation under the rules of the SEC, including a description of their direct or indirect interests, by security holdings or otherwise, is set forth in the aforementioned preliminary proxy statement/prospectus that has been filed with the SEC.

Forward-Looking Statement/prospectus that has been filed with the SEC. Forward-Looking Statements This communication contains "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. The words "may," will," anticipate, "estimate," "expect," intend," "plan," "aim," "seek," and similar expressions as they relate to Dell Technologies or its management are intended to identify these forward-looking statements. All statements by Dell Technologies regarding its expected financial position, revenues, cash flows and other operating results, business strategy, legal proceedings, and similar matters are forward-looking statements. The expectations expressed or implied in these forward-looking statements may not turn out to be correct. Dell Technologies results could be materially different from its expectations because of various risks, including but not limited to: (i) the failure to consummate or delay in consummating the proposed transaction, including the failure to obtain the requisite stockholder approvals or the failure of VMware to pay the special dividend or any inability of Dell Technologies to pay the cash consideration to Class V holders; (ii) the risk as to the trading price of Class C common stock to be issued by Dell Technologies in the proposed transaction, relative to the trading price of shares of Class V common stock and VMware, Inc. common stock; and (iii) the risk discussed in the "Risk Factors" section of the registration statement speaks only as of the date as of which such statement is made, and, except as required by law, Dell Technologies undertakes no obligation to update any forward-looking statement after the date as of which such statement was made, whether to reflect changes in circumstances or expectations, the occurrence of unanticipated events, or otherwise.

#### Non-GAAP Financial Measures

Non-GAAP Phancial Measures This presentation includes certain financial measures not presented in accordance with generally accepted accounting principles ("GAAP") including, but not limited to, Non-GAAP Net Revenue, Non-GAAP Operating Income, Non-GAAP Net Income, Adjusted EBITDA and Levered Free Cash Flow and certain ratios and other metrics derived therefrom. These non-GAAP financial measures are not measures of financial performance in accordance with GAAP and have important limitations as analytical tools and may exclude items that are significant in understanding and assessing Dell Technologies financial results. These measures should not be considered in isolation or as an alternative to net income, cash flows from operations or other measures of profitability, liquidity or performance under GAAP. However, Dell Technologies presents these non-GAAP measures because it considers them to be useful supplemental measures of performance for investors, analysts and rating agencies. You should be aware that Dell Technologies' presentation of these measures may not be compariable to similarly-titted measures due by other companies. See Appendix for reconciliations of Non-GAAP. Net Revenue, Non-GAAP. Operating income, Non-GAAP. Net income, Adjusted EBITDA and Levered Free Cash Flow to the measurementable of Mon-GAAP and Levered Free Cash Flow to the st comparable GAAP metric

### TODAY'S SPEAKERS



D&LLTechnologies Michael Dell Chairman & Chief Executive Officer



Marius Haas

President & Chief Commercial Officer



vmware

Sanjay Poonen Chief Operating Officer, Customer Operations



Jeff Clarke Vice Chairman, Products & Operations

D&LLTechnologies

D&LLTechnologies

Bill Scannell

Rob Mee Chief Executive Offi

Pivotal

President, Global Enterprise Sales & Customer Operation



D&LLTechnologies

Tom Sweet Chief Financial Officer



Dennis Hoffman Senior Vice Preside Corporate Strategy

D&LLTechnologies



Mike Cote President & Chief Executive Officer

TODAY'S AGENDA September 18, 2018
9:00 – 9:20 AM: STRATEGY AND OUTLOOK – Michael Dell Dell Technologies' Transformation, Industry Trends and Company Highlights
9:20 – 10:00 AM: BUSINESS OVERVIEW – Jeff Clarke Client Solutions Group, Infrastructure Solutions Group and VMware
10:00 – 10:30 AM: STRATEGY, OUTLOOK & BUSINESS Q&A – Michael Dell, Jeff Clarke and Tom Sweet Q&A
10:30 – 11:20 AM: GO-TO-MARKET APPROACH – Marius Haas, Bill Scannell and Dennis Hoffman Including Q&A
11:20 – 12:00 PM: STRATEGICALLY ALIGNED BUSINESSES PANEL – Michael Dell, Sanjay Poonen, Rob Mee and Mike Cote Dell Technologies, VMware, Pivotal and Secureworks
12:00 - 12:45 PM: FINANCIAL PERFORMANCE & OUTLOOK - Tom Sweet Including Q&A

# STRATEGY AND OUTLOOK

| Michael Dell, Chairman & CEO

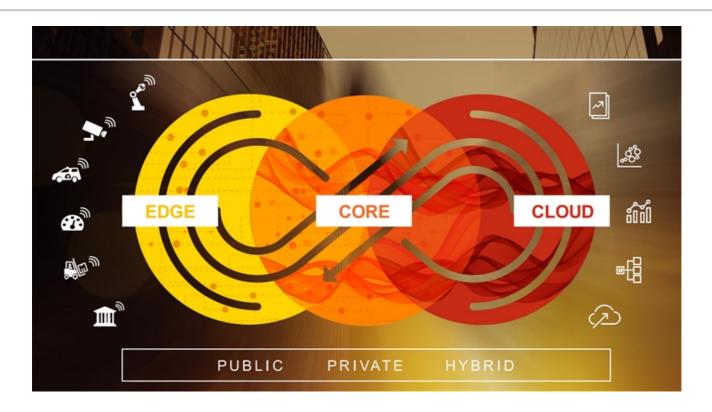
### TECHNOLOGY-LED INVESTMENT CYCLE

We are in the early stages of a massive, technology-led investment cycle in preparation for a future that's coming fast

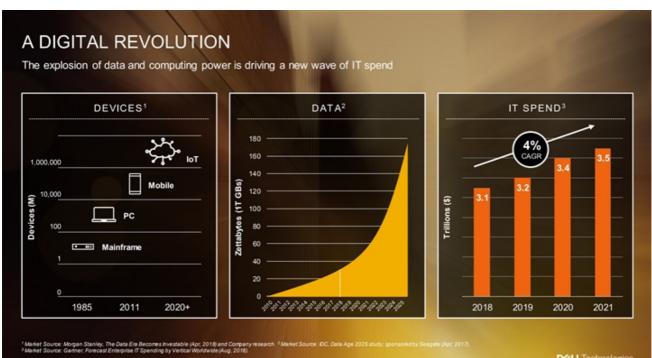




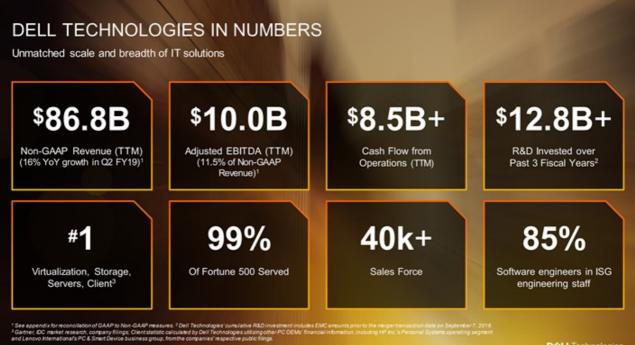














### 1 | INTEGRATED, END-TO-END TECHNOLOGY PROVIDER AT SCALE

Unmatched scale and breadth of IT solutions

	\$87B	\$81B					
			\$57B	\$49B	\$47B		\$6B
		IBM	Ø	alialia cisco.	Lenovo	\$31B	
Client	$\odot$		$\odot$		$\odot$		
Storage	$\oslash$	$\odot$				$\odot$	$\odot$
Server	$\oslash$	$\oslash$		$\odot$	$\odot$	$\odot$	
Networking	$\odot$	$\odot$		$\odot$		$\odot$	
Virtualization	$\oslash$						
Cybersecurity	$\oslash$	$\oslash$		$\oslash$			
Cloud Platform	$\oslash$	$\odot$		$\odot$		$\odot$	

Source: TTM Non-GAAP revenue presented for all companies based on most recent filings. Cisco's Whipfail storage business considered immaterial.



### 3 | BEST-IN-CLASS GO-TO-MARKET MODEL

Sales force is comprised of over 40k individuals across 72 countries complemented by a growing partner program with approximately 150k partners across 180 countries



#### Successful Integration

One-stop-shop for technology solutions across software, hardware and services

#### Cross-selling

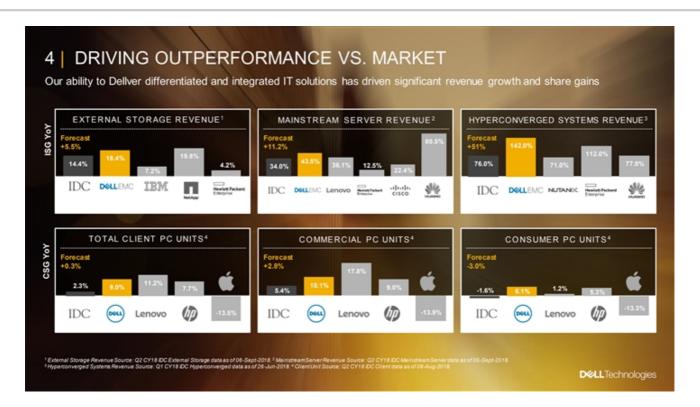
In FY18, 97% of top 500 customers purchased products and services from at least 2 of the 3 of Dell, EMC and VMware

#### Attach Rates

Direct model drives sales of high-margin software and services

#### Customer Relationships

Distribution business model emphasizes direct communication, leading to deeper relationships



### 5 | SUPERIOR FINANCIAL MODEL

Company positioned to achieve sustainable, long-term growth and share gain with a focus on cash flow



Focus on Long-Term Growth and Share Gain



Industry-Leading Free Cash Flow Conversion



Best-in-Class Unit Economics with High Attach Rates for Higher-Margin Products and Services



Efficient Capital Structure





# **BUSINESS OVERVIEW**

| Jeff Clarke, Vice Chairman, Products & Operations

### TECHNOLOGY-LED INVESTMENT CYCLE

We are in the early stages of a massive, technology-led investment cycle in preparation for a future that's coming fast

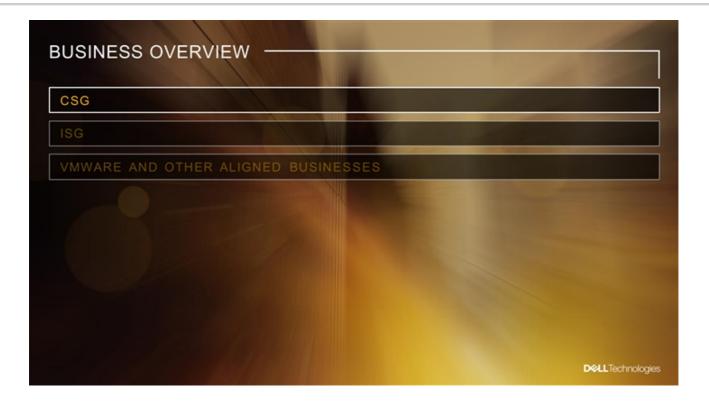




er- Vi ture In	ommercial PCs onsumer PCs intual Desktop frastructure Devices oftware & Peripherals	Software Defined Data Center End User Computing Networking & Security Hyperconverged Infrastructure Hybrid Cloud	Businesses Cloud Services Security Pivotal virtustream RSA Securework
	Dell Finar	ncial Services	
	Dell Finar		

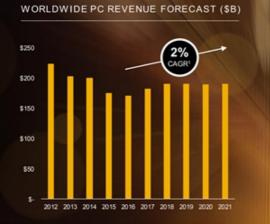






Revenue (TTM) <b>\$41.7E</b>	Operating Income (TTM) \$2.1B			Highlights Increased worldwide PC unit share year-over-year for 22 consecutive quarters <sup>1</sup>			
# 1 PC Revenue <sup>2</sup>	4 °	orkstation Units <sup>3</sup> .7% Share	#1	Displays <sup>4</sup> 20.3% Share	Dell continues to outgrow industry in PCs and flat panel monitors Balanced Direct and Commercial miz Investing in growth areas: SMB, gam		
#3 PC Units1 18.2% Share	<u> </u>	mmercial Units <sup>1</sup> 8% Share	#3	Consumer Units <sup>1</sup> 12.0% Share	high-end notebooks, and monitors Focused on VMware coordination around Workspace ONE Strong S&P and services up-sell from attach motion		

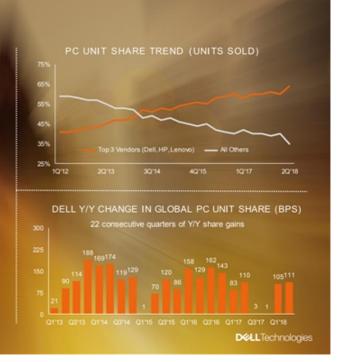




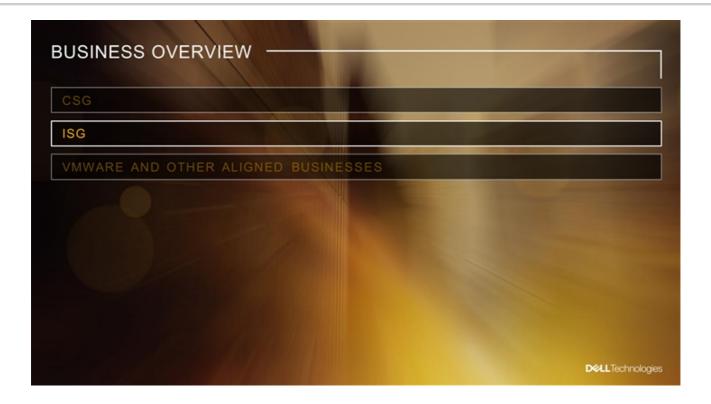
IDC forecasts trajectory to stabilize over next few years

Demand supported by release of new operating systems and end-of-life support for older systems

Source: IDC (2018). 1 5-year CAGR from 2016-2021.





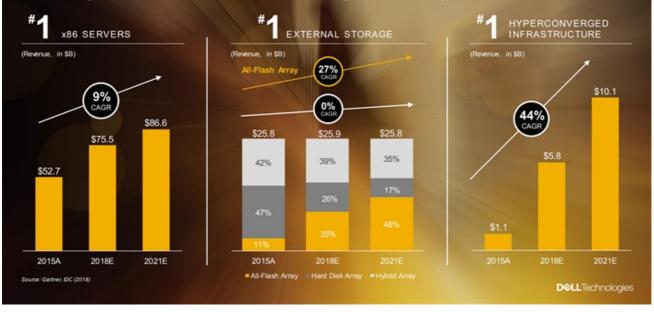


## INFRASTRUCTURE SOLUTIONS GROUP (ISG)

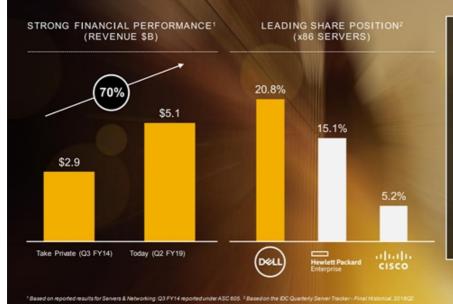
Revenue (TTM) \$ <b>34.4</b>	Operating Income (TTM) \$3.9B			Highlights Simplified the ISG organization, aligning leaders and product categories		
H-Flash Arrays 26.8% Share <sup>1</sup>		ternal Storage 2% Share <sup>1</sup>	#1	Hyperconverged Infrastructure 29.6% Share <sup>2</sup>	#1 in major storage categories including all-flash array, hyper- converged infrastructure, high-end, mid-range and unstructured Significant revenue synergy from combination of heritage Dell and	
# 1 x86 Server Units 19.7% Share <sup>1</sup>	Double-Digit Revenue Growth 2 Consecutive Quarters <sup>3</sup>		7% Share1 Revenue Growth	<b>#1</b>	Mainstream Server Revenue 28.1% Share <sup>1</sup>	EMC sales forces Market-leading HCI product development in collaboration with VMware
<sup>1</sup> Storage and server share is DC data based on calent Based on reported revenue results for fiscal Q2 2019.	far Q2 2018. AFA share position	nis statistical tie with NetA	pp. <sup>2</sup> HCI share is IDC	data based on calendar Q1 2018.	Délli Tehesleri	

### ISG INDUSTRY TRENDS

Dell Technologies is the clear leader in x86 Servers, External Storage, and Hyperconverged Infrastructure



# SERVERS: STRONG PERFORMANCE AND TAKING SHARE



Highlights

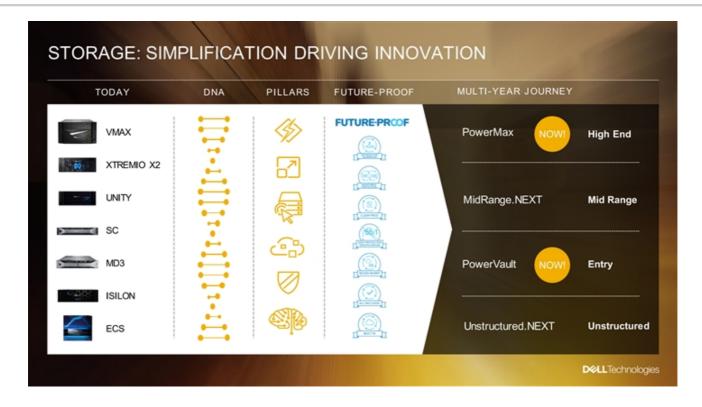
Strong momentum since 2H FY18 – double-digit growth in units and revenue for both Q1 and Q2 FY19

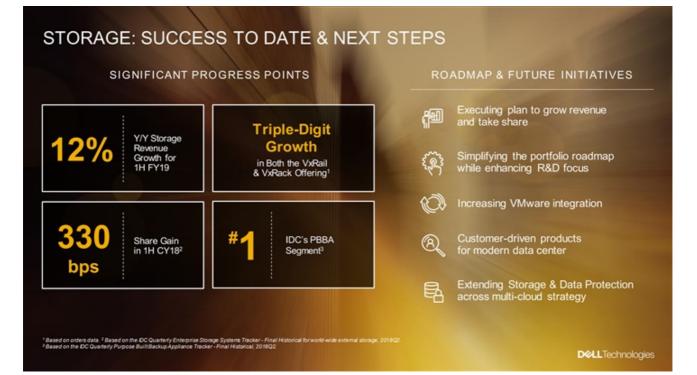
Leading innovator at the forefront of handling workloads for AI, ML, and data analytics

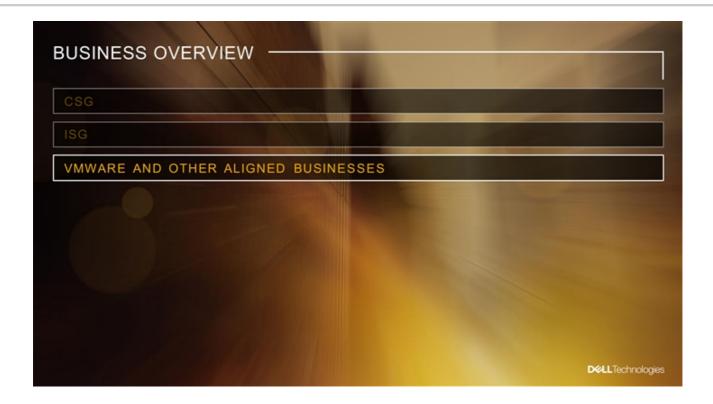
Focus on products that handle emerging workloads at scale as data management and processing needs grow over time

Balancing rapid business expansion with improving profitability







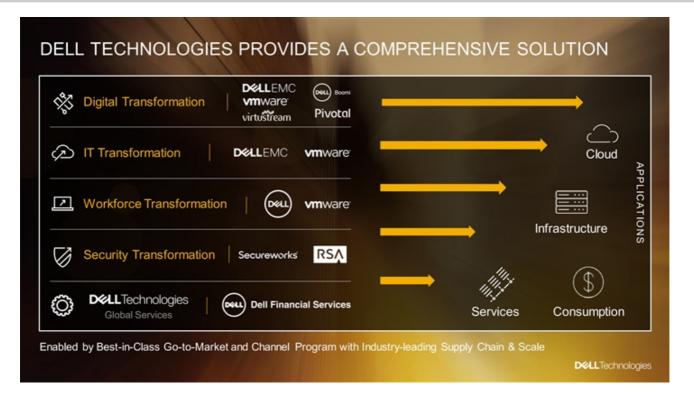


Revenue (TTM) <sup>1</sup>		Oper	ating Income (TTM) <sup>1</sup>	
\$8.4B		\$	2.8B	Highlights
			2.00	Double-digit license bookings growth across all major product
# 1 Leader in Virtualization <sup>2</sup>			99% Fortune 500 Choose VMW	categories in Q2 FY19 At the forefront of Software-Defined Data Center, Hybrid Cloud, and End User Computing Continued strong growth for
75k+			#21 On Forbes' list of America's Best Employers	VMware Cloud Provider Program Rapid expansion of geo coverage and service functionality for VMware Cloud on AWS

# VMWARE INNOVATION & INTEGRATION ACROSS DELL TECHNOLOGIES PORTFOLIO

Unmatched level of partnership and integration

_		124
Software Defined Storage	Well-Positioned as the One-Stop Shop in the Industry	\$400M
Software Defined Networking	Significantly expanded	
Compute	cross-selling opportunities	Synergies Realized (FY18)
Hyperconverged Infrastructure	Better equipped to meet the needs of customers	On-track to Achieve
Cloud		↓ \$700M
	Reinforces strong product ecosystem	Synergies (FY19)
Workspace ONE		



# **BUSINESS OVERVIEW Q&A**

Jeff Clarke, Vice Chairman, Products & Operations
Michael Dell, Chairman & CEO
Tom Sweet, Chief Financial Officer



# **GO-TO-MARKET**

Marius Haas, President & Chief Commercial Officer
 Bill Scannell, President, Global Enterprise Sales & Customer Operations
 Dennis Hoffman, Senior Vice President, Corporate Strategy

### DELL TECHNOLOGIES GO-TO-MARKET (GTM) CAPABILITY BY THE NUMBERS

Largest worldwide IT sales network



Direct sellers in 72 countries

150k+ partner network in all countries

34k+ Dell EMC services professionals in 165 countries

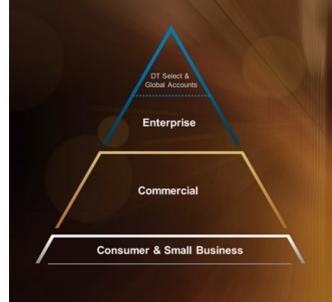
Captive financing arm (Dell Financial Services) enabling innovative financing solutions

Full portfolio compensation plans driving significant Dell Technologies cross-sell

# TARGETED, TOP TO BOTTOM COVERAGE OF A SEGMENTED & EVOLVING IT MARKET

		MAR	ADDRESSABLE MARKET OPPORTUNITY		COVERAGE MODEL ELEMENTS							
		Typical Rev. per account (\$)	% of Total (\$ spend)	Architectural advisory	Outcome-based solution selling	Outside-led relationship	Inside-led relationship	Inbound transactional	Channel partnership <sup>1</sup>	E-commerce platform		
∱ Large	Transformational Large Solution-centric	>\$50M	17%	$\oslash$	$\oslash$	$\oslash$			$\odot$	$\odot$		
		\$25M-50M	11%		$\oslash$	$\oslash$			$\odot$	$\oslash$		
Account	Product-oriented	\$5M-50M	20%		$\oslash$	$\oslash$			$\odot$	$\odot$		
Size Public Sector	Public Sector	\$1M-25M+	33%		$\odot$	$\oslash$	$\oslash$		$\odot$	$\odot$		
	Medium Business	\$50k-1M	8%			$\oslash$	$\oslash$		$\odot$	$\oslash$		
Small ↓	Small Business	<\$50k	11%				$\odot$	$\oslash$	$\odot$	$\oslash$		
<sup>†</sup> Varies by geogra	phy	1.11		🔗 Defini	ing Attribute	Support	ing Capability		DØLL	Technologies		

# **BUILDING DELL TECHNOLOGIES' GO-TO-MARKET**



PHASE 0: Identifying Opportunity Pre-merger <20% commonality in respective top 5k revenue accounts Significant revenue synergy opportunity

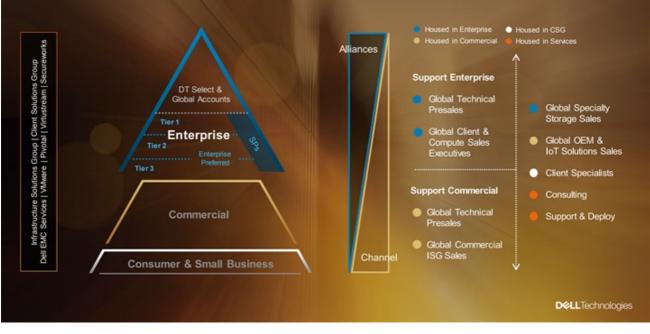
### PHASE 1: Initial Guiding Principles

Two complementary sales orgs & leaders Customer first Maintain revenue & margin Maximize consistency & simplicity

### PHASE 2: Optimize

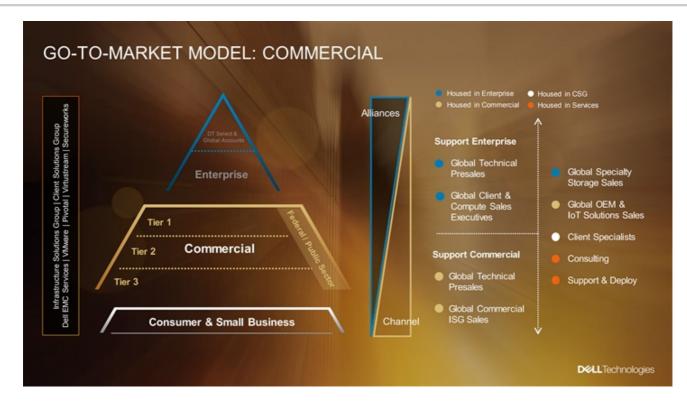
Increase investment in coverage Optimize route-to-market for customer needs Optimize specialist coverage ratios







REALIZING	THE POV	VER OF I	DELL TEC	CHNOLOG	GIES			
		$\bigcirc$			H EMC FY16 Bookings		D&LLEMC FY18 Bookings	
	DIGITAL TRANSFORMATION	IT TRANSFORMATION	WORKFORCE TRANSFORMATION	SECURITY TRANSFORMATION	Storage	All-in	Storage	All-in
A Global SaaS Provider	$\oslash$	$\oslash$	$\odot$		\$96M	\$173M	\$363M (+278%)	\$522M (+202%)
A Multi-National Bank	$\oslash$	$\oslash$	$\oslash$	$\oslash$	\$100M	\$145M	\$157M (+57%)	\$292M (+101%)
An Investment Management Firm	$\oslash$	$\oslash$			\$20M	\$26M	\$96M (+380%)	\$123M (+373%)
							Déli	Technologie





ALIZING	THE POV	VER OF [	DELL TEC	CHNOLOG	GIES			
		$\bigcirc$			FY16 Bookings		<b>D≪LL</b> EMC FY18 Bookings	
	DIGITAL TRANSFORMATION	IT TRANSFORMATION	WORKFORCE TRANSFORMATION	SECURITY TRANSFORMATION	Storage	All-in	Storage	All-in
U.S. Federal Government Customer	$\oslash$	$\oslash$	$\odot$	$\oslash$	\$52.0M	\$165.4M	\$102.0M (+96%)	\$296.8M (+79%)
Financial ervices in India	$\oslash$	$\oslash$		$\oslash$	\$1.6M	\$3.7M	\$27.9M (+128%)	\$40.5M (+45%)
tergovernmental Organization	$\oslash$	$\oslash$	$\oslash$	$\odot$	\$0.6M	\$3.9M	\$9.9M (+1,635%)	\$25.5M (+558%)
tergovernmental	0		$\odot$				(+128%) \$9.9M	~



# **GO-TO-MARKET Q&A**

Marius Haas, President & Chief Commercial Officer
 Bill Scannell, President, Global Enterprise Sales & Customer Operations
 Dennis Hoffman, Senior Vice President, Corporate Strategy



# STRATEGICALLY ALIGNED BUSINESS PANEL

Michael Dell, Chairman & CEO – Dell Technologies
Sanjay Poonen, COO, Customer Operations – VMware
Rob Mee, CEO – Pivotal
Mike Cote, President & CEO – Secureworks



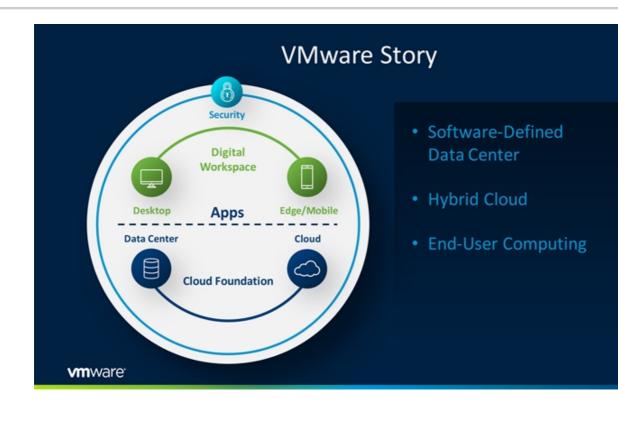


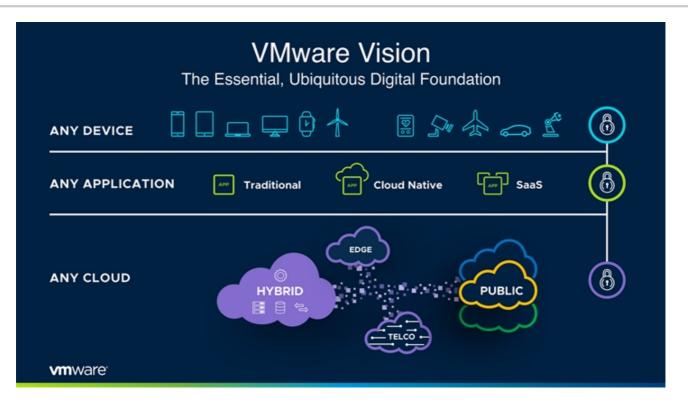
# Dell Technologies + VMware: Synergies + Opportunities

Sanjay Poonen

Chief Operating Officer Customer Operations VMware @spoonen

vmware<sup>-</sup>





# **VMware Vision**

The Essential, Ubiquitous Digital Foundation

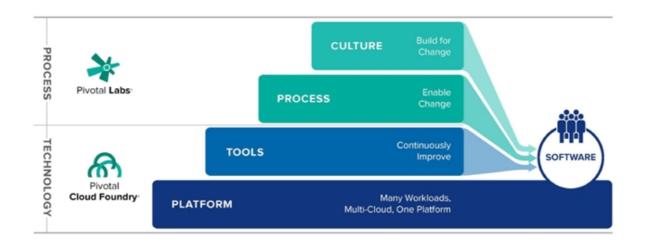


### **Dell Tech + VMware Synergies**

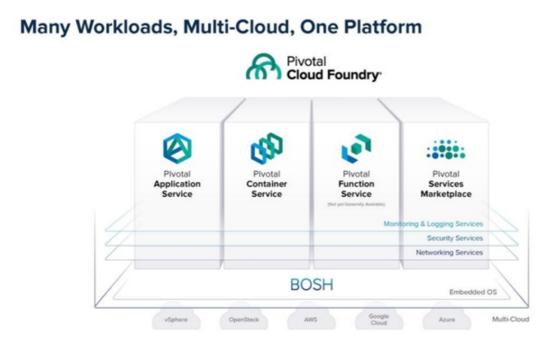
- 1. Server Virtualization (vSphere with Dell Servers)
- 2. Hyper-Converged Infrastructure
- (VxRail as an engineered HCI appliance powered by vSAN)
- 3. Digital Workspace (Workspace ONE with Dell Clients)
- 4. Developer-Ready Infrastructure (VMware + Pivotal Kubernetes Container Platform)
- 5. Managed Security (VMware + Secureworks)
- 6. GTM Synergies Geo Convergence
  - Emerging Countries
- 7. Other Oppportunities
  - Edge & IoT SD-WAN
  - VMware Cloud



# **Pivotal Enables Cloud-Native Transformation**



**Pivotal** 



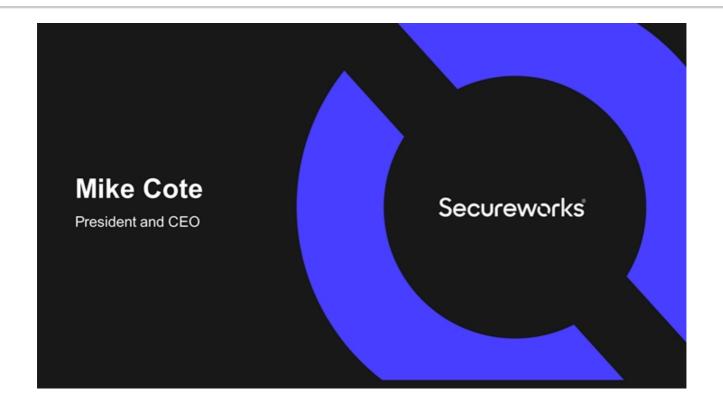
Pivotal

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Dell Technologies & Pivotal Synergies:

- PKS with VMware
- PRA with Dell EMC
- GTM Synergy

Pivotal

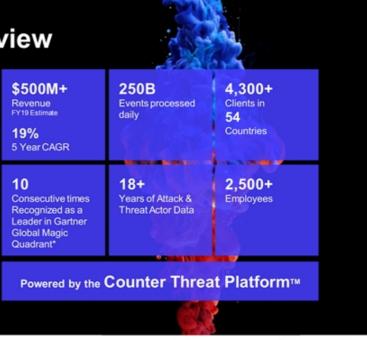


# **Secureworks Overview**

- We combine Human and Machine Intelligence
- We have Unmatched Visibility into the threat landscape
- We harness the power of the
   Network Effect
- We are 100% Security Focused

\* Garther, "Magic Quarkant for Manaped Security Services, Werderkie," Toty Dusta, Kely M Kavanegh, Sid Deshpande, Pele Shoard, 27 February 2018. The report was formerly bited Magic Quarkant for Solida MSSPs and Magic Quarkant for MSSPs, North America. Genter does not endonce any windor, product or service displicited in its research publications, and does not endonce technology users to solect only those vendors with the holter of moles or comer-

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Secureworks



Secureworks

# STRATEGICALLY ALIGNED BUSINESS PANEL Q&A

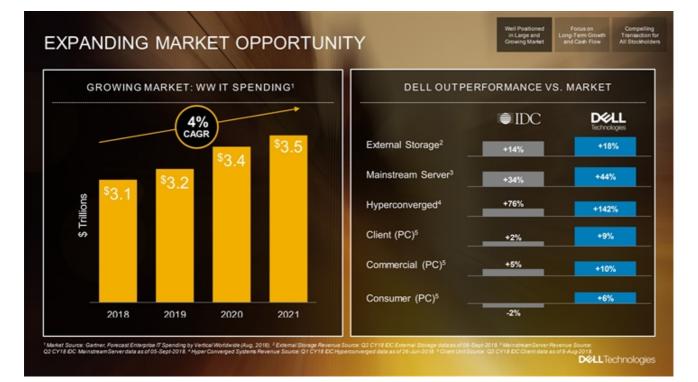
Michael Dell, Chairman & CEO – Dell Technologies
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Mike Cote, President & CEO – Secureworks



# Financial Performance and Outlook

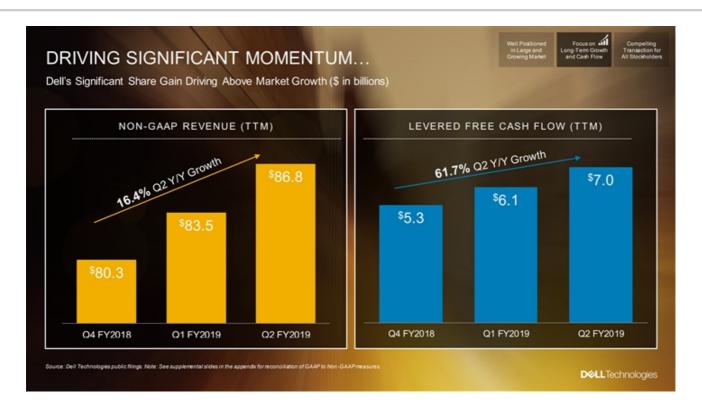
| Tom Sweet, Chief Financial Officer

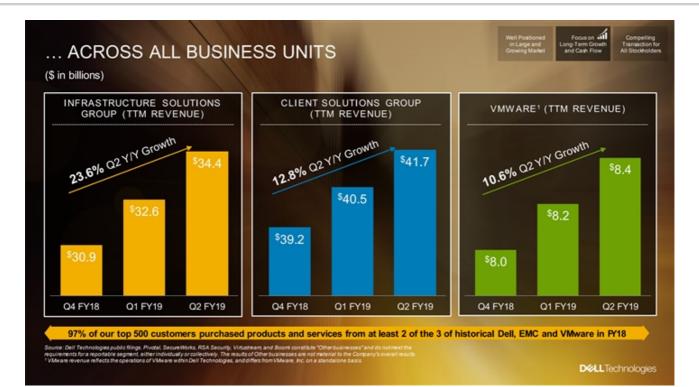










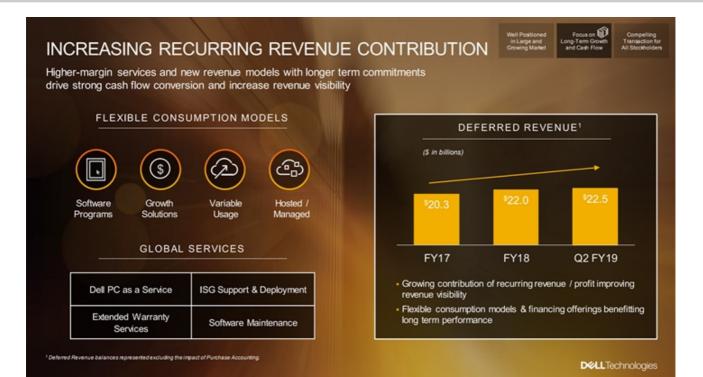


### INVESTING TO SUSTAIN LONG TERM GROWTH

Well Positioned Foo. in Large and Long-Ter Growing Market and Ca Compelling Transaction for

#### **GUIDING PRINCIPLES** SALES COVERAGE Disciplined Approach: Investment decisions based on maximizing ROI Focus on High-Value Customer Improve Expand Coverage Model Regional Coverage Long Term Focus: Invest to strengthen long term business model Tranches Adaptability: Level of investment will vary PRODUCT DEVELOPMENT AND INFRASTRUCTURE with opportunity and business needs **vm**ware<sup>®</sup> Pivotal IT & Security Roadmap Secureworks RSA ćл virtustream Boomi **D**&LLTechnologies





### CASH FLOW GENERATION IS OUR PRIORITY

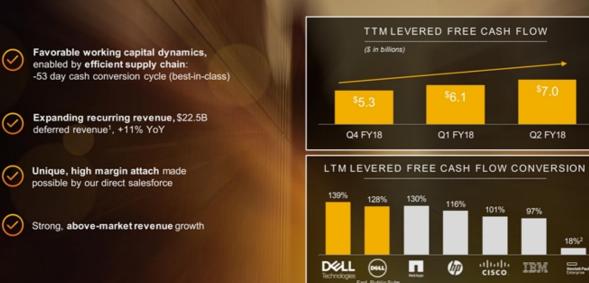
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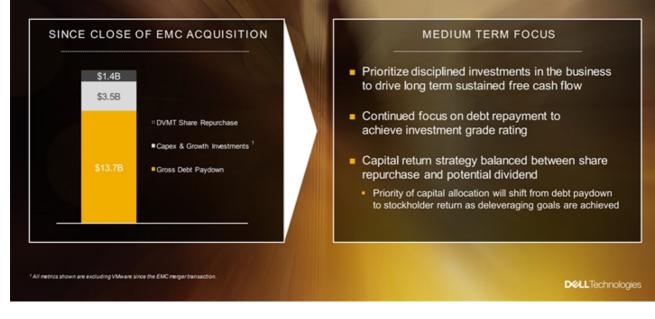
#### STRONG BALANCE SHEET AND FINANCIAL FLEXIBILITY ~\$13.7B gross debt paid down since the acquisition of EMC DELL TECHNOLOGIES CORE PRO FORMALIQUIDITY PROFILE DEBT TRAJECTORY \$48.8 (\$ in billions) ~\$9.9B<sup>1</sup> of cash and investments on balance sheet \$6.7B<sup>2</sup> of cash and investments excluding ----publicly traded subsidiaries \$39.8 \$36.5 ~\$4B<sup>3</sup> undrawn revolver capacity Continue repaying near-term maturities with current liquidity and strong free cash flow Opportunistic refinancing as appropriate Moody's, S&P and Fitch all held ratings constant for Dell Technologies and VMware post-announcement Q1 FY19 At EMC Close (during Q3 FY17) Today 2 incipal amount of our debt, tess. (a) unvestricted subsidiary debt, (b) DPS related de bt, an or forme for Class V transaction assuming meximum cash election based on Q2 PV19 re amounts after 5500mmdbb audiown in Sep-2012 - Persesant revolver consoch erab **D**&LLTechnologies

# CAPITAL ALLOCATION STRATEGY AND FINANCIAL POLICY



Transaction fo

Committed to a disciplined framework as we re-emerge in the public equity markets



### FINANCIAL GUIDANCE

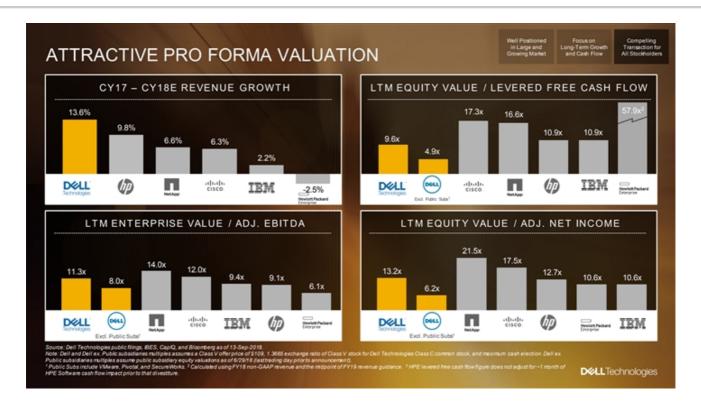
Well Positioned Focus on In Large and Growing Market and Cash Flow

Compelling Transaction f

		FY19	LONGTER	M TARGETS AT CURRENT MARKET PROJECTIONS		
		GUIDANCE	Revenue Performance vs. Market (Orders Basis)			
	TOTAL	\$90.5B - 92.0B	4-6% CAGR	Grow at a premium to market in all major product categories		
NON- GAAP REVENUE	ISG GROWTH	14% – 18%	3-5% CAGR	Mainstream Server: 5-7pts growth premium vs. market External Storage: 8-9pts growth premium vs. market		
	CSG GROWTH	8% – 12%	2-4% CAGR	Client: ~115-145bps annual share gain		
	OPERATING OME	\$8.4B – 8.8B	~12% of Revenue in FY23			
NON-GAAP NET INCOME \$4.9B - 5.3B Net income to grow more quickly than operating income		et income to grow more quickly than operating income				

Note: Client unitablere expectations excluding Chome, Meinstream Server growth premumcompared to DC forecast excluding Hyperconverged Infrastructure, External Storage growth premumcompared to DC forecast excluding Hyperconverged Infrastructure, External analysis directionally adjusts DC reporting to Deri Technologies' product taxonomy. All DC reporting on a CY basis, not adjusted for Del Technologies' PY convention. Revenue and francolas mpresentation on a Non-GAN Pasis.

#### Well Positioned Foou in Large and Long-Ten Growing Market and Case **OPPORTUNITY FOR DVMT STOCKHOLDERS** PROPOSED TRANSACTION UNMATCHED ASSET PORTFOLIO \$109 CASH **DVMT Tracking Stock** 😔 | ISG / CSG vmware<sup>-</sup> % Premium<sup>2</sup> Tracks the economic performance of ~61% of Dell Technologies' economic Pivotal Secureworks interest in VMW, equivalent to ~50% of VMW RSA virtustream. 📾 🚥 OR outstanding common stock STRONG RECENT PERFORMANCE<sup>3</sup> No direct ownership in the DELL Outperformance vs. Market underlying VMware stock External Storage Mainstream Server +34% Hyperconverged Client (PC) Closing Price (6/29) 30-Day VWAP All Time High Commercial (PC) Consumer (PC) Source: Dell Technologies public filings, IBES, Bloomberg. <sup>1</sup> Subject to a maximum aggregate cash consideration of \$98. <sup>2</sup> Premiumto DVMT closing p **D**&LLTechnologies



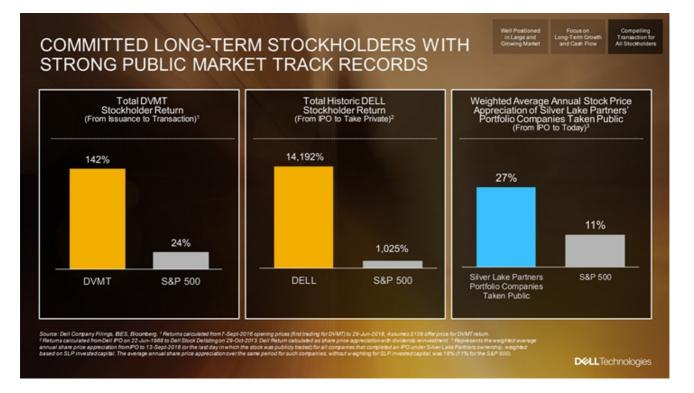
### OVERVIEW OF PROCESS AND GOVERNANCE

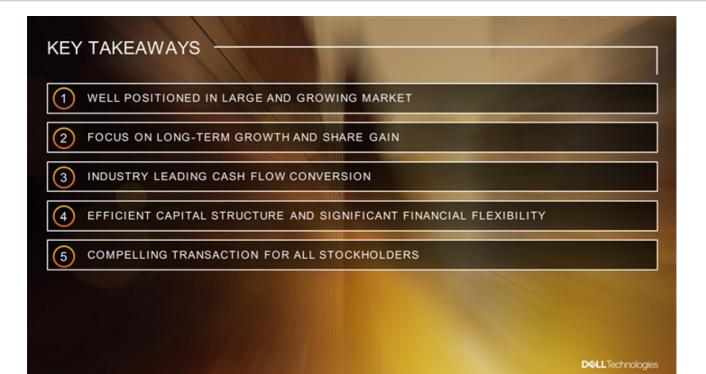
#### THOROUGH PROCESS LED BY INDEPENDENT SPECIAL COMMITTEE

Well Positioned Focus on in Large and Long-Term Gro Growing Market and Cash Fig

- Special Committee<sup>1</sup> created and composed of two independent and credible directors and granted full latitude to negotiate with Dell Board
- Transaction irrevocably conditioned upon the approval of the Special Committee and the affirmative vote of a majority of unaffiliated holders
- Took atypical step of disclosing alternatives being considered and solicited stockholder feedback
- The transaction was highly negotiated and the terms were improved through several back and forth counterproposals

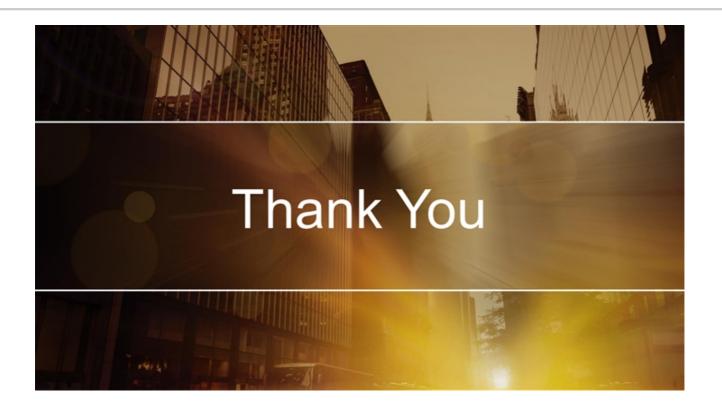
50% OF BOARD COMPOSED OF STRONG INDEPENDENT DIRECTORS	COMPARISON OF CERTAIN STATUS QUO	& PRO FORMA STOC	KHOLDER RIGHTS
David Dorman Founder, Centervew Capital Technology Former Chairman & CEO, AT&T	Selected Stockholder Rights	Status Quo	Pro Forma
	Aligned economic interests of all share classes	×	$\odot$
Former Chairman & CEO, Accenture	Board declassification	×	$\odot$
Ellen Kullman Former Chair & CEO, DuPont	Termination of certain consent rights held by Michael Dell and SLP	×	Ø
Special committee included David Dorman and Bill Green.			<b>Dél</b> LTechnologies

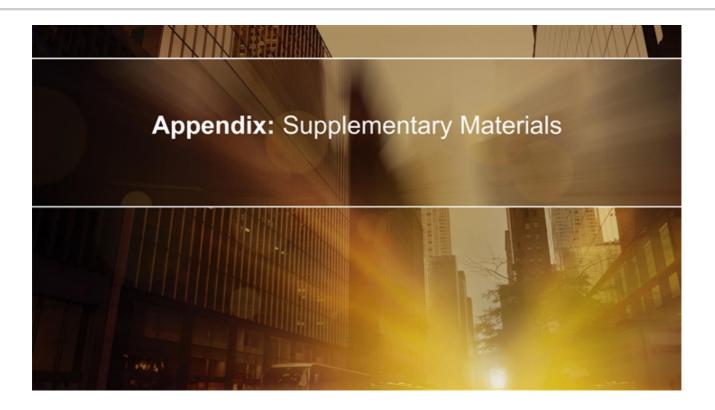




# Financial Performance and Outlook Q&A

| Tom Sweet, Chief Financial Officer





## CAPITAL STRUCTURE<sup>1</sup>

Q2 FY19

	Cart Williams	31.				
(\$ in billions)	EMC Close	Q2 18	Q3 18	Q4 18	Q1 19	Q2 19
Cash & Investments	\$ 15.5	\$ 15.2	\$ 18.0	\$ 20.3	\$ 21.7	\$ 21.5
Cash & Investments (excluding Unrestricted Subsidiaries)	6.8	6.0	6.1	8.3	8.1	7.2
Core Secured Debt <sup>2</sup>	35.4	29.3	29.1	28.7	29.1	28.9
Core Unsecured Debt	13.4	11.2	11.2	11.2	10.7	8.2
Total Core Debt 3	\$ 48.8	\$ 40.5	\$ 40.3	\$ 39.9	\$ 39.8	\$ 37.1
Other Debt	4.0	3.6	2.1	2.1	2.1	2.1
DFS Related Debt	4.5	5.8	6.1	6.7	6.8	7.1
Total Debt, Excluding Unrestricted Subsidiaries	\$ 57.3	\$ 49.9	\$ 48.5	\$ 48.7	\$ 48.7	\$ 46.3
Unrestricted Subsidiary Debt 4, 5	-	-	4.0	4.0	4.0	4.0
Total Debt, Including Unrestricted Subsidiaries <sup>5</sup>	\$ 57.3	\$ 49.9	\$ 52.5	\$ 52.7	\$ 52.7	\$ 50.3
Net Core Debt <sup>6</sup>	\$ 42.0	\$ 34.5	\$ 34.3	\$ 31.6	\$ 31.7	\$ 29.9

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

I Core Secured Debt represents Core Debt that is secured, i.e., term loans, secured investment grade notes, and secured revolver loans. It excludes DFS allocated debt based on a 7.1 levenage ratio of DFS financing receivables. I Core Debt represents the total principal amount of our debt, less. (a) unvestitied subsidiary debt, (b) DFS related debt, and (c) other debt.

Principal Face Value. VMware, Pluotal, SecureWorks, Boomi, Virtustream and their respective subsidiaries are considered unrestricted subsidiaries for purposes of the existing debt of Del Net Cure Debt represents Total Cure Debt less Cash and Short-Term Investments (excluding Unrestricted Subsidiaries).

### GAAP TO NON-GAAP RECONCILIATION

Dell Technologies Consolidated (Quarterly)

in Millions)								
	Q1 FY18	Q2 FY18	Q3 FY18	Q4 FY18	FY18	Q1 FY19	Q2 FY19	YTD FY19
SAAP Net revenue	58.000	19,521	19.556	21,963	79.040	21,356	22,942	44,298
impact of purchase accounting	355	335	295	284	1,369	187	180	367
Non-GAAP Net revenue	38,355	19,856	19,855	22,247	80,309	21,540	23,122	44,665
GAAP Operating income / (loss)	(1,372)	(645)	(430)	(69)	(2,406)	(153)	(13)	(366)
Amortization of intangibles	1,776	1,740	1,734	1,790	6,980	1,522	1,526	3,048
impact of purchase accounting	423	406	366	314	1,546	222	215	437
Transaction related	191	138	86	87	502	566	504	270
Other corporate expenses	307	247	333	273	1,360	269	276	545
ion-GAAP Operating income / (ions)	1,405	1,896	2,109	2,172	1,771	2,026	2,998	4.134
GAAP Net income / (loss)	(1,203)	(739)	(851)	(133)	(2,926)	(536)	(461)	(1999)
Amortization of intangibles	1,776	1,740	1,734	1,790	6,980	1,522	1,526	3,048
impact of purchase accounting	423	406	366	354	1,546	222	215	437
Transaction related	191	138	86	87	502	166	104	270
Other corporate expenses	307	247	333	273	1,360	269	276	545
Aggregate adjustment for taxes	(733)	(680)	(499)	(1,010)	(2,852)	(467)	(11.1)	(776)
ton GAAP Net income / (toss)	761	1,112	1,199	1,298	4,370	1,174	1,349	2,523
(AAP Net income / (loss)	(1,203)	(739)	(851)	(133)	(2,926)	(536)	(463)	(1995)
interest and other, net	\$72	545	682	554	2,353	470	455	925
income tax (benefit)/ expense	(643)	(475)	(241)	(490)	(3,843)	(85)	(7)	(92)
Depreciation and amortization	2,212	2,142	2,137	2,143	8,634	1,904	1,901	3,845
Stock-based compensation	201	208	221	205	835	199	216	415
impact of purchase accounting	357	335	298	284	1,274	222	345	367
Transaction-related expenses	191	138	86	87	502	366	85	251
Other corporate expenses	306	22	329	68	305		95	130
djusted (BPDA	1,795	2,180	2,441	2,718	9,134	2,383	2,459	4,842
7Ops	285	1,830	1,639	3,099	6,843	1,159	2,633	3,792
Capex	(245)	(316)	(341)	(350)	(1,212)	(273)	(288)	(561)
Cap SW expense	0890	(96)	(94)	(84)	(369)	(89)	(7%)	(244)
ree Cash Row	(49)	1,406	1,214	2,201	5,262	797	2,274	MPL
95 Financing Receivables	136	521	369	627	1,653	249	499	748
Construction Reconversions	87	1,927	1,973	3,328	6.915	1.046	2,773	3,819

mmary overview	Ex. Public Subs	VMW	PVTL	SCWX	Dell Technologies Consolidated
FY19 TTM (\$ in Millions)	Calculated Core Dell	As F	Reported 10	-Q / 10-K	As Reported10-Q / 10-K
GAAP Net revenue Impact of purchase accounting	76,395	8,347	582	493	85,817 946
Non-GAAP Net revenue	77,341	8,347	582	493	86,763
GAAP Operating income / (loss) Amortization of intangibles	(2,322) 6.331	1,908 144	(151)	(80) 28	(645
Impact of purchase accounting Transaction related	1,153 405	38	:	.1	1,154
Other corporate expenses Non-GAAP Operating income / (loss)	393 5,960	695 2,785	47 (95)	16 (35)	1,151
GAAP Net income / (loss)	(3,405)	1,595	(145)	(28)	(1,983
Amortization of intangibles	6,331	144	9	28	6,512
Impact of purchase accounting	1,153			1	1,154
Transaction related Other corporate expenses	1,428 393	(985) 695	47	16	443
Aggregate adjustment for taxes	(3.088)	872		(41)	(2.257
Non-GAAP Net income / (loss)	2,811	2,321	(89)	(24)	5,020
GAAP Net income / (loss)	(3,405)	1,595	(145)	(28)	(1,983
Interest and other, net	3,240	(1,079)	(0)		2,161
Income tax (benefit) / expense	(2,156)	1,392	(6)	(53)	(823
Depreciation and amortization	7,689	373	21	42	8,125
Stock-based compensation Impact of purchase accounting	82 948	695	47	17	841
Transaction-related expenses	940 386	38		. '	949
Other corporate expenses	307				307
Adjusted EBITDA	7,091	3,014	(83)	(21)	10,001
CFOps	4,848	3,695	(33)	20	8,530
Capex	(914)	(279)	(8)	(11)	(1,212
Cap SW expense	(342)				(342
Free Cash Flow	3,592	3,416	(41)	9	6,976

Dell Technologies Consolidated

PY19 TTM (\$ in Millions)	FY18	+Q2 FY19 YTD	-Q2 FY18 YTD	Q2 FY19 TTM
GAAP Net revenue	79,040	44,298	37,521	85,817
Impact of purchase accounting	1,269	367	690	946
Non-GAAP Net revenue	80,309	44,665	38,211	86,763
GAAP Operating income / (loss)	(2,416)	(166)	(1,937)	(645)
Amortization of intangibles	6.980	3,048	3.516	6.512
Impact of purchase accounting	1,546	437	829	1,154
Transaction related	502	270	329	443
Other corporate expenses	1,160	545	554	1,151
Non-GAAP Operating income / (loss)	7,772	4,134	3,291	8,615
GAAP Net income / (loss)	(2,926)	(393)	(1,942)	(1,963)
Amortization of intangibles	6.980	3,048	3.516	6.512
Impact of purchase accounting	1.546	437	829	1,154
Transaction related	502	270	329	443
Other corporate expenses	1,160	545	554	1,151
Aggregate adjustment for taxes	(2,892)	(778)	(1,413)	(2,257)
Non-GAAP Net income / (loss)	4,370	2,523	1,873	5,020
GAAP Net income / (loss)	(2,926)	(999)	(1,942)	(1,983)
Interest and other, net	2,353	925	1,117	2,161
Income tax (benefit) / expense	(1.843)	(92)	(1,112)	(823)
Depreciation and amortization	8.634	3.845	4.354	8,125
Stock-based compensation	835	415	409	841
Impact of purchase accounting	1,274	367	692	949
Transaction-related expenses	502	251	329	424
Other corporate expenses	305	130	128	307
Adjusted EBITDA	9,134	4,842	3,975	10,001
CFOps	6.843	3,792	2,105	8,530
Capex	(1,212)	(561)	(561)	(1,212)
Cap SW expense	(369)	(160)	(187)	(342)
Free Cash Flow	5,262	3,071	1,357	6,976

Note: Data sourced from public filings or derived from public filings. Results are based on underlying data and may not visually foot.

SecureWorks

PY19 TTM (\$ in Millions)	FY18	+Q2 FY19 YTD	-Q2 FY18 YTD	Q2 FY19 TTM
GAAP Net revenue Impact of purchase accounting	458	255	230	493
Non-GAAP Net revenue	468	255	230	493
GAAP Operating income / (loss) Amotization of intangibles Impact of purchase accounting Transaction related Other corporate expenses	(83) 28 2 13	(32) 14 	(36) 14 1 -	(80 28 1 -
Non-GAAP Operating income / (loss)	(40)	(8)	(13)	(35
GAAP Net Income / (loss) Amortization of intangibles Impact of purchase accounting Transaction netated Other corporate expenses Aggregate adjustment for taxes	(28) 28 2 (42)	(24) 14 - - (5)	(24) 14 1	(28 28 1 - 16 (41
Non-GAAP Net income / (loss)	(42) (27)	(5)	(9)	(24
GAAP Net income / (loss) Interest and other, net Income tax (benefit) / expense Depreciation and amorization Stock-based compensation Impact of purchase accounting Transaction-related expenses Other corporate expenses	(28) 3 (56) 42 14 1 -	(24) (2) (7) 21 10 -	(24) 1 (12) 21 7 -	(28 
Adjusted EBITDA	(26)	(2)	(7)	(21
CPOps Capex Cap SW expense	1 (14)	11 (5)	(8) (5)	20 (11)
Free Cash Flow	(13)	6	(16)	9

Pivotal

FY19 TTM (\$ in Millions)	FY18	+Q2 FY19 YTD	-Q2 FY18 YTD	Q2 FY19 TTM
GAAP Net revenue Impact of purchase accounting	509	320	247	582
Non-GAAP Net revenue	509	320	247	582
GAAP Operating Income / (loss) Amortization of intangibles Impact of purchase accounting Transaction related	(168) 11	(69) 3 -	(87) 6 -	(151 9 :
Other corporate expenses Non-GAAP Operating income / (loss)	29 (129)	30 (36)	11 (69)	47 (95
Homosover Operating Income / (ross)	(149)	(38)	(44)	(10)
GAAP Net income / (loss) Amortization of intangibles Impact of purchase accounting	(164) 11	(68) 3	(87) 6 -	(145
Transaction related Other corporate expenses Aggregate adjustment for taxes	29	30	11	47
Non-GAAP Net income / (loss)	(124)	(35)	(70)	(89
GAAP Net Income / (loss) Interest and other, net Income tax (benefs) / expense Depreciation and amorization Stock-based compensation Impact of purchase accounting Transaction-related expenses Other corporate expenses	(164) (2) (3) 22 29 - -	(63) (1) (9) 9 30 - -	(87) (3) 3 11 11 - -	(144) (0 22 47 -
Adjusted EBITDA	(117)	(30)	(64)	(83)
CFOps Capex Cap SW expense	(116) (13)	23 (4)	(61) (8)	(33)
Free Cash Flow	(129)	19	(69)	(41

VMware

PY19 TTM (\$ in Millions)	FY18	+Q2 FY19 YTD	-Q2 FY18 YTD	Q2 FY19 TTM
GAAP Net revenue	7,862	4,183	3,698	8,347
Impact of purchase accounting				
Non-GAAP Net revenue	7,862	4,183	3,698	8,347
GAAP Operating income / (loss)	1,702	891	685	1,908
Amortization of intangibles	132	76	64	14
Impact of purchase accounting				
Transaction related	132	24	118	34
Other corporate expenses	689	342	336	695
Non-GAAP Operating income / (loss)	2,655	1,333	1,203	2,785
GAAP Net income / (loss)	659	1,586	650	1,595
Amortization of intangibles	132	76	64	144
Impact of purchase accounting				
Transaction related	89	(991)	83	(96)
Other corporate expenses	689	342	336	695
Aggregate adjustment for taxes	597	141	(134)	872
Non-GAAP Net income / (loss)	2,166	1,154	999	2,321
GAAP Net income / (loss)	659	1,586	650	1,595
Interest and other, net	(112)	(1,056)	(89)	(1,079
Income tax (benefit) / expense	1,155	361	124	1,392
Depreciation and amortization	336	307	270	373
Stock-based compensation	689	342	336	695
Impact of purchase accounting				
Transaction-related expenses	132	24	118	34
Other corporate expenses				
Adjusted EBITDA	2,859	1,564	1,409	3,014
CFOps	3,211	1,882	1,398	3,695
Capex	(263)	(121)	(105)	(279
Cap SW expense	(200)	(	(100)	
Free Cash Flow	2,948	1,761	1,293	3,416

Note: Data sourced from public flings or derived from public flings. Results are based on underlying data and may not visually foot

Derived "Core Dell" (Excluding Public Subsidiaries)

PY19 TTM (\$ in Millions)	FY18	+Q2 FY19 YTD	-Q2 FY18 YTD	Q2 FY19 TTM
GAAP Net revenue	70,201	39,540	33,346	76,395
Impact of purchase accounting Non-GAAP Net revenue	1,269 71,470	367 39,907	690 34,036	946 77.341
Non-GAAP Net revenue	71,470	39,997	34,036	77,341
GAAP Operating income / (loss)	(3,867)	(956)	(2,500)	(2,322)
Amortization of intangibles	6,809	2.955	3,432	6,331
Impact of purchase accounting	1,544	437	828	1,153
Transaction related	370	246	211	405
Other corporate expenses	429	163	200	393
Non-GAAP Operating income / (loss)	5,286	2,845	2,170	5,960
GAAP Net income / (loss)	(3,393)	(2,493)	(2,481)	(3,405)
Amortization of intangibles	6.809	2.955	3,432	6.331
Impact of purchase accounting	1,544	437	828	1,153
Transaction related	413	1,261	246	1,428
Other corporate expenses	429	163	200	393
Aggregate adjustment for taxes	(3,447)	(914)	(1,272)	(3,088)
Non-GAAP Net Income / (loss)	2,355	1,409	953	2,811
GAAP Net income / (loss)	(3,393)	(2,493)	(2,481)	(3,405)
Interest and other, net	2,464	1.984	1,208	3,240
Income tax (benefit) / expense	(2,937)	(446)	(1,227)	(2.156)
Depreciation and amortization	8,234	3.508	4.052	7,689
Stock-based compensation	103	33	55	82
Impact of purchase accounting	1,273	367	692	948
Transaction-related expenses	370	227	211	386
Other corporate expenses	305	130	128	307
Adjusted EBITDA	6,418	3,310	2,637	7,091
CFOps	3,747	1.876	776	4,848
Capex	(922)	(431)	(440)	(914)
Cap SW expense	(369)	(160)	(187)	(342)
Free Cash Flow	2,456	1,285	149	3,592
DFS Financing Receivables	1,653	748	657	1,744
Free cash flow before increase in DFS Financing tocelvables	4,109	2,033	806	5,336