SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

or Section 30(h) of the Investment Company Act of 1940							
1. Name and Address of Reporting Person [*] Susan Lieberman Dell Separate Property Trust	2. Date of Event Requiring Statement (Month/Day/Year) 12/26/2018		3. Issuer Name and Ticker or Trading Symbol Dell Technologies Inc [DELL]				
(Last) (First) (Middle)			4. Relationship of Reporting Per (Check all applicable) Director	son(s) to Issuer	(Mo	Amendment, Da hth/Day/Year)	te of Original Filed
645 FIFTH AVENUE, 21ST FLOOR			Officer (give title below)	Other (spec below)	· · · · · ·	icable Line)	/Group Filing (Check / One Reporting Person
(Street) NEW YORK NY 10022					Х	Form filed by Reporting Pe	/ More than One erson
(City) (State) (Zip)							
Table I - Non-Derivative Securities Beneficially Owned							
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownershi Form: Direc or Indirect ((Instr. 5)	t (D) (Instr		Beneficial Ownership
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of		6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	or Indirect (I) (Instr. 5)	
Class A Common Stock	(1)	(1)	Class C Common Stock	32,890,896	(1)	D	
1. Name and Address of Reporting Person [*] Susan Lieberman Dell Separate Property Trust							
(Last) (First) (Middle) 645 FIFTH AVENUE, 21ST FLOOR							
(Street) NEW YORK NY 10022							
(City) (State) (Zip)							
1. Name and Address of Reporting Person [*] Dell Susan Lieberman		_					
(Last) (First) (Middle) 645 FIFTH AVENUE, 21ST FLOOR							
(Street) NEW YORK NY 1002	2						
(City) (State) (Zip)							

Explanation of Responses:

1. Each share of Class A Common Stock beneficially owned by the reporting persons is convertible into one share of Class C Common Stock at any time at the holder's election.

Remarks:

Exhibit 24 - Power of Attorney

Susan Lieberman Dell Separate Property Trust By: Hexagon Trust Company, as Trustee By: 12/26/2018 /s/ Marc R. Lisker Name: Marc R. Lisker Title: President

Susan Lieberman Dell By: /s/ Marc R. Lisker Name: Marc R. 12/26/2018 Lisker Title: Attorney-in-Fact

** Signature of Reporting Person

Date

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

 \ast If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

December 1, 2018

Know all men by these presents, that Susan L. Dell hereby constitutes and appoints Marc R. Lisker, as the true and lawful attorney-in-fact and agent of such party with full power and authority and full power of substitution and resubstitution, for, in the name of, and on behalf of such party, place and stead, in any and all capacities, (i) to execute any and all filings required by such party under Section 13 or Section 16 of the Exchange Act (or any similar rule with respect to foreign exchanges) or any rule or regulation thereunder (including any amendment, supplement, and/or exhibit thereto), for, in the name of, and on behalf of such party, (ii) to do and perform any and all acts for, in the name of, and on behalf of such party which said attorney-in-fact determines may be necessary or appropriate to complete and execute any and all such filings, amendments, supplements, and/or exhibits, and any and all other document(s) in connection therewith, (iii) to file such filings, amendments, supplements, exhibits, and/or documents with any governmental office or agency, whether U.S., foreign, state or local government (including, without limitation, the U.S. Securities and Exchange Commission and state securities administrators or commissions), or any stock exchange or stock quotation system (including, without limitation, the New York Stock Exchange), as may be required under applicable laws or rules and regulations of any stock exchange or stock quotation system, and (iv) to perform any and all other acts that said attorney-in-fact or agent determines may be necessary or appropriate in connection with the foregoing that may be in the best interest of or legally required by such party, granting unto said attorney-in-fact and agent full power and authority to do and perform each and every act and thing requisite or necessary to be done in and about the premises, as fully to all intents and purposes as such party might or could do in person, hereby ratifying and confirming all that said attorney-in-fact and agent shall do or cause to be done by virtue hereof. Susan L. Dell hereby acknowledges that the foregoing attorney-in-fact and agent in serving in such capacity at the request of such party, is not assuming any of the responsibilities of such party to comply with Section 16 or Section 13(d) of the Exchange Act and the rules and regulations promulgated thereunder.

IN WITNESS WHEREOF, Susan L. Dell has caused this agreement to be executed and effective as of the date first written above.

Date: December 1, 2018

SUSAN L. DELL

By: <u>/s/ Susan L. Dell</u>

Name: Susan L. Dell