

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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* <u>DELL MICHAEL S</u>			2. Issuer Name and Ticker or Trading Symbol <u>Dell Technologies Inc [DVMT]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Executive Officer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>09/01/2016</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
<u>ONE DELL WAY</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)								
<u>ROUND ROCK TX</u>		<u>78682</u>						
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Series A Common Stock	09/01/2016		P		836,364	A	\$27.5	261,355,504	D	
Series A Common Stock	09/07/2016		D ⁽¹⁾		261,355,504	D	(1)	0	D	
Series A Common Stock	09/07/2016		D ⁽¹⁾		24,551,291	D	(1)	0	I	By Susan Lieberman Dell Separate Property Trust ⁽²⁾
Series C Common Stock	09/07/2016		D ⁽¹⁾		32,575	D	(1)	0	D	
Class C Common Stock	09/07/2016		A ⁽¹⁾		32,575	A	(1)	32,575	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class A Common Stock	(3)	09/07/2016		A ⁽¹⁾		261,355,504		(3)	(3)	Class C Common Stock	261,355,504	(1)	261,355,504	D	
Class A Common Stock	(3)	09/07/2016		A ⁽⁴⁾		78,569,486		(3)	(3)	Class C Common Stock	78,569,486	\$27.5	339,924,990	D	
Class A Common Stock	(3)	09/07/2016		A ⁽¹⁾		24,551,291		(3)	(3)	Class C Common Stock	24,551,291	(1)	24,551,291	I	By Susan Lieberman Dell Separate Property Trust ⁽²⁾
Class A Common Stock	(3)	09/07/2016		A ⁽⁴⁾		8,339,605		(3)	(3)	Class C Common Stock	8,339,605	\$27.5	32,890,896	I	By Susan Lieberman Dell Separate Property Trust ⁽²⁾
Options to Acquire Series A Common Stock	\$13.75	09/07/2016		D ⁽¹⁾			10,909,091	(5)	11/25/2023	Series A Common Stock	10,909,091	(1)	0	D	
Options to Acquire Class A Common Stock	\$13.75	09/07/2016		A ⁽¹⁾			10,909,091	(5)	11/25/2023	Class A Common Stock	10,909,091	(1)	10,909,091	D	

Explanation of Responses:

- Pursuant to a reclassification exempt from Section 16(b) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), pursuant to Rules 16b-3 and 16b-7 promulgated thereunder, each share of Series A common stock was automatically reclassified as and became one share of Class A common stock and each share of Series C common stock was automatically reclassified as and became one share of Class C common stock.
- The reporting person disclaims beneficial ownership of these securities for purposes of Rule 16a-1(a)(1) and (2) under the Exchange Act, and neither the filing of this statement nor anything herein shall be deemed an admission that he is, for purposes of Section 16 of the Exchange Act or for any other purpose, the beneficial owner of the securities.
- Each share of Class A common stock beneficially owned by the reporting person is convertible into one share of Class C common stock at any time at the holder's election.
- Represents shares of Class A common stock purchased from the issuer in connection with the issuer's acquisition of EMC Corporation.
- The options vest in five equal annual installments during a vesting period that began on 11/25/2013.

Remarks:

/s/ Janet B. Wright, Attorney-in-Fact 09/07/2016

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

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

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

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