
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 15)*

Dell Technologies Inc.

(Name of Issuer)

Class C Common Stock, par value \$0.01 per share

(Title of Class of Securities)

(CUSIP Number)

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(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

09/09/2026

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No.

1

Name of reporting person

SL SPV-2, L.P.

Check the appropriate box if a member of a Group (See Instructions)

2

☐ (a)

☐ (b)

3

SEC use only

Source of funds (See Instructions)

4

OO

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

☐

Citizenship or place of organization

6

DELAWARE

7

Sole Voting Power

0.00

8

Shared Voting Power

16,359,288.00

9

Sole Dispositive Power

0.00

10

Shared Dispositive Power

16,359,288.00

Aggregate amount beneficially owned by each reporting person

11

16,359,288.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

☐

Percent of class represented by amount in Row (11)

13

4.9 %

Type of Reporting Person (See Instructions)

14

PN

SCHEDULE 13D

CUSIP No.

1

Name of reporting person

SLTA SPV-2, L.P.
Check the appropriate box if a member of a Group (See Instructions)

2	☐ (a) ☐ (b)
3	SEC use only Source of funds (See Instructions)
4	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	☐ Citizenship or place of organization
6	DELAWARE
	Sole Voting Power
7	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:	8 Shared Voting Power 16,398,201.00
	9 Sole Dispositive Power 0.00
	10 Shared Dispositive Power 16,359,288.00
	Aggregate amount beneficially owned by each reporting person
11	16,398,201.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) ☐
13	Percent of class represented by amount in Row (11) 5.2 %
14	Type of Reporting Person (See Instructions) PN

SCHEDULE 13D

CUSIP No.

	Name of reporting person
1	SLTA SPV-2 (GP), L.L.C. Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a) ☐ (b)
3	SEC use only Source of funds (See Instructions)
4	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	☐
6	Citizenship or place of organization

DELAWARE

Sole Voting Power

7

0.00

Number of
Shares

Shared Voting Power

Beneficially 8

16,398,201.00

Owned by

Sole Dispositive Power

Each

9

Reporting

Person

0.00

With:

Shared Dispositive Power

10

16,359,288.00

Aggregate amount beneficially owned by each reporting person

11

16,398,201.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12



Percent of class represented by amount in Row (11)

13

5.2 %

Type of Reporting Person (See Instructions)

14

OO

SCHEDULE 13D

CUSIP No.

Name of reporting person

1

Silver Lake Partners IV, L.P.

Check the appropriate box if a member of a Group (See Instructions)

2



(a)



(b)

3

SEC use only

Source of funds (See Instructions)

4

OO

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5



Citizenship or place of organization

6

DELAWARE

Number of
Shares

Sole Voting Power

7

Beneficially

0.00

Owned by

Shared Voting Power

Each

8

Reporting

16,786,834.00

Person

Sole Dispositive Power

With:

9

0.00

10 Shared Dispositive Power

	16,786,834.00
11	Aggregate amount beneficially owned by each reporting person
	16,786,834.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	5.0 %
14	Type of Reporting Person (See Instructions)
	PN

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Silver Lake Technology Investors IV, L.P.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	OO
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	DELAWARE
	Sole Voting Power
7	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:	Shared Voting Power
8	246,373.00
	Sole Dispositive Power
9	0.00
	Shared Dispositive Power
10	246,373.00
11	Aggregate amount beneficially owned by each reporting person
	246,373.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	0.1 %
14	Type of Reporting Person (See Instructions)
	PN

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Silver Lake Technology Associates IV, L.P.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	OO
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	DELAWARE
	Sole Voting Power
7	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:	Shared Voting Power
8	17,156,676.00
	Sole Dispositive Power
9	0.00
	Shared Dispositive Power
10	17,033,207.00
	Aggregate amount beneficially owned by each reporting person
11	17,156,676.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	☐
	Percent of class represented by amount in Row (11)
13	5.1 %
	Type of Reporting Person (See Instructions)
14	PN

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
---	--------------------------

SLTA IV (GP), L.L.C.

Check the appropriate box if a member of a Group (See Instructions)

2

☐ (a)

☐ (b)

3

SEC use only

Source of funds (See Instructions)

4

OO

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

☐

Citizenship or place of organization

6

DELAWARE

Sole Voting Power

7

0.00

Number of
Shares

Shared Voting Power

Beneficially 8

Owned by

17,156,676.00

Each

Sole Dispositive Power

Reporting 9

Person

0.00

With:

Shared Dispositive Power

10

17,033,207.00

Aggregate amount beneficially owned by each reporting person

11

17,156,676.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

☐

Percent of class represented by amount in Row (11)

13

5.1 %

Type of Reporting Person (See Instructions)

14

OO

SCHEDULE 13D

CUSIP No.

Name of reporting person

1

Silver Lake Partners V DE (AIV), L.P.

Check the appropriate box if a member of a Group (See Instructions)

2

☐ (a)

☐ (b)

3

SEC use only

Source of funds (See Instructions)

4

OO

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

☐

6

Citizenship or place of organization

DELAWARE

Sole Voting Power

7

0.00

Number of
Shares

Shared Voting Power

Beneficially

8

9,088,527.00

Owned by

Each

Sole Dispositive Power

Reporting

9

0.00

Person

With:

Shared Dispositive Power

10

9,088,527.00

Aggregate amount beneficially owned by each reporting person

11

9,088,527.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12



Percent of class represented by amount in Row (11)

13

2.8 %

Type of Reporting Person (See Instructions)

14

PN

SCHEDULE 13D

CUSIP No.

Name of reporting person

1

Silver Lake Technology Investors V, L.P.

Check the appropriate box if a member of a Group (See Instructions)

2



(a)



(b)

3

SEC use only

Source of funds (See Instructions)

4

OO

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5



Citizenship or place of organization

6

DELAWARE

Number of
Shares

Sole Voting Power

7

Beneficially

0.00

Owned by

Shared Voting Power

Each

8

111,101.00

Reporting

Person

With:

Sole Dispositive Power

9

0.00

10 Shared Dispositive Power

	111,101.00
11	Aggregate amount beneficially owned by each reporting person
	111,101.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	0.0 %
14	Type of Reporting Person (See Instructions)
	PN

Comment for Type of Reporting Person: The above beneficial ownership reflects less than 0.1% of the outstanding shares of Class C Common Stock outstanding. See Item 5.

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Silver Lake Technology Associates V, L.P.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	OO
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	DELAWARE
7	Sole Voting Power
Number of Shares Beneficially Owned by Each Reporting Person With:	0.00
	Shared Voting Power
8	9,233,567.00
	Sole Dispositive Power
9	0.00
	Shared Dispositive Power
10	9,199,628.00
11	Aggregate amount beneficially owned by each reporting person
	9,233,567.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	2.8 %
14	Type of Reporting Person (See Instructions)

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	SLTA V (GP), L.L.C.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	OO
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	DELAWARE
	Sole Voting Power
7	0.00
Number of	Shared Voting Power
Shares	
Beneficially	8
Owned by	9,233,567.00
Each	Sole Dispositive Power
Reporting	9
Person	0.00
With:	Shared Dispositive Power
	10
	9,199,628.00
11	Aggregate amount beneficially owned by each reporting person
	9,233,567.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	2.8 %
14	Type of Reporting Person (See Instructions)
	OO

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
---	--------------------------

Silver Lake Group, L.L.C.

Check the appropriate box if a member of a Group (See Instructions)

2

☐ (a)

☐ (b)

3

SEC use only

Source of funds (See Instructions)

4

OO

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

☐

Citizenship or place of organization

6

DELAWARE

Sole Voting Power

7

0.00

Number of
Shares

Shared Voting Power

Beneficially 8

Owned by

42,809,317.00

Each

Sole Dispositive Power

Reporting 9

Person

0.00

With:

Shared Dispositive Power

10

42,594,685.00

Aggregate amount beneficially owned by each reporting person

11

42,809,317.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

☐

Percent of class represented by amount in Row (11)

13

11.9 %

Type of Reporting Person (See Instructions)

14

OO

SCHEDULE 13D

Item 1. Security and Issuer

Title of Class of Securities:

(a)

Class C Common Stock, par value \$0.01 per share

Name of Issuer:

(b)

Dell Technologies Inc.

Address of Issuer's Principal Executive Offices:

(c)

One Dell Way, Round Rock, TEXAS , 78682.

Item 1 This Amendment No. 15 (the "Amendment No. 15"), being filed by SL SPV-2, L.P. (SPV-2), SLTA SPV-2, L.P. (SLTA GP), SLTA SPV-2 (GP), L.L.C. (SLTA SPV GP), Silver Lake Partners IV, L.P. (SLP IV), Silver Lake Technology Investors IV, L.P. (SLTI IV), Silver Lake Technology Associates IV, L.P. (SLTA IV), SLTA IV (GP), L.L.C. (SLTA IV GP), Silver Lake Partners V DE (AIV), L.P. (SLP V), Silver Lake Technology Investors V, L.P. (SLTI V), Silver Lake Technology Associates V, L.P. (SLTA V), SLTA V (GP), L.L.C. (SLTA V GP), and Silver Lake Group, L.L.C. (SLG, and collectively, the Reporting Persons) amends the Schedule 13D initially filed on February 19, 2019, as amended by Amendment No. 1 filed on July 2, 2019, Amendment No. 2 filed on January 2, 2020, Amendment No. 3 filed on July 1, 2021, Amendment No. 4 filed on July 13, 2023, Amendment No. 5 filed on

January 18, 2024, Amendment No. 6 filed on March 6, 2024, Amendment No. 7 filed on March 22, 2024, Amendment No. 8 filed on June 5, 2024, Amendment No. 9 filed on July 10, 2024, Amendment No. 10 filed on January 13, 2025, Amendment No. 11 filed on July 17, 2025, Amendment No. 12 filed on October 3, 2025, Amendment No. 13 filed on March 19, 2026 and Amendment No. 14 filed on June 5, 2026 (as amended, the Schedule 13D). The Items below amend the information disclosed under the corresponding Items of the Schedule 13D as described below. Except as specifically provided herein, this Amendment No. 15 does not modify any of the information previously reported in the Schedule 13D. Capitalized terms used herein and not otherwise defined have the meanings ascribed to them in the Schedule 13D. Unless otherwise set forth herein, the beneficial ownership information set forth in this Schedule 13D is as of market close on September 9, 2026.

Item 2. Identity and Background

- (a) Item 2(a) of the Schedule 13D is hereby amended and supplemented as follows: The information set forth in the amended and restated Annex A attached hereto as Exhibit 99.2 is incorporated herein by reference in this amended Item 2.

Item 5. Interest in Securities of the Issuer

- (a) Items 5(a) - (c) of the Schedule 13D are hereby amended and restated as follows: The information contained in rows 7, 8, 9, 10, 11 and 13 on each of the cover pages of this Schedule 13D and the information set forth or incorporated in Item 2 is incorporated by reference in its entirety into this Item 5. As of September 9, 2026, the Reporting Persons may be deemed to beneficially own an aggregate of 42,809,317 shares of the Issuer's Class C Common Stock, which constitutes approximately 6.7% of the total outstanding common stock of the Issuer, based on 635,812,750 shares of common stock outstanding in the aggregate as of September 9, 2026. Subject to the terms of the Issuer's amended and restated certificate of incorporation, each holder of record of: (1) Class A Common Stock is entitled to 10 votes per share of Class A Common Stock; (2) Class B Common Stock is entitled to 10 votes per share of Class B Common Stock; (3) Class C Common Stock is entitled to one vote per share of Class C Common Stock; and (4) Class D Common Stock is not entitled to any vote on any matter except to the extent required by provisions of Delaware law (in which case such holder is entitled to one vote per share of Class D Common Stock), in the case of each of (1) through (4), which is outstanding in such holder's name on the books of the Issuer and which is entitled to vote. The board of directors of the Issuer has a class consisting of the Group I Directors and a class consisting of the Group IV Directors (each as defined in the Issuer's certificate of incorporation, as amended). The holders of shares of all series of common stock outstanding will vote as one class with respect to the election of all Group I Directors and the holders of Class C Common Stock will vote separately as a series with respect to the election of the Group IV Director. Except as may otherwise be provided in the Issuer's certificate of incorporation, as amended, or as may otherwise be required by Delaware law, with respect to all other matters to be voted on by stockholders of the Issuer, the holders of shares of all series of common stock outstanding will vote as one class. As a result of the above, the 42,809,317 shares of Class C Common Stock beneficially owned in the aggregate by the Reporting Persons is entitled to approximately 12.1% of the combined voting power of the common stock of the Issuer, based on 635,812,750 shares of common stock outstanding in the aggregate, including 276,744,341 shares of Class A Common Stock, 42,478,400 shares of Class B Common Stock (which reflects the Class B conversions disclosed below) and 316,590,009 shares of Class C Common Stock outstanding (which reflects the Class B conversions disclosed below), calculated as follows: 315,433,188 shares of Class C Common Stock outstanding as of September 1, 2026, as set forth in the Issuer's Quarterly Report on Form 10-Q, filed with the SEC on September 8, 2026, plus the additional 585,193, 192,905, 192,921 and 185,802 shares of Class C Common Stock issued upon the conversion by the Reporting Persons of an equal number of shares of Class B Common Stock on September 3, 2026, September 4, 2026, September 8, 2026 and September 9, 2026, respectively, in connection with the transactions described in this Schedule 13D and as described further in Exhibit 99.3 attached hereto and assuming conversion of all outstanding shares of Class B Common Stock which may be deemed to be beneficially owned by the Reporting Persons into shares of Class C Common Stock. As of September 9, 2026, the Reporting Persons may be deemed to beneficially own an aggregate of 42,809,317 shares of the Issuer's Class C Common Stock, including 116,285 shares of the Issuer's Class C Common Stock held by the Reporting Persons, 214,632 shares of the Issuer's Class C Common Stock held by the Reporting Persons on behalf of certain of their employees and certain managing members of SLG over which the Reporting Persons may be deemed to have voting power but no dispositive power, and an aggregate of 42,478,400 shares of the Issuer's Class B Common Stock held by the Reporting Persons, which are convertible into shares of Class C Common Stock on a one-for-one basis at any time at the holder's election, representing approximately 11.9% of the issued and outstanding shares of the Issuer's Class C Common Stock calculated on the basis of Rule 13d-3 of the Exchange Act. The percentages of beneficial ownership in this Schedule 13D are based on 316,590,009 shares of Class C Common Stock outstanding as of September 9, 2026 calculated as set forth in the above paragraph and assumes the conversion of all outstanding shares of Class B Common Stock which may be deemed to be beneficially owned by the Reporting Persons into shares of Class C Common Stock. Information with respect to the beneficial ownership of Class C Common Stock by the individuals listed in Annex 2 attached hereto as Exhibit 99.2 is incorporated herein by reference in response to this Item 5. The references to and description of the Issuer's amended and restated certificate of incorporation set forth above is not intended to be complete and is qualified in its entirety by reference to the full text of such certificate, which is filed as Exhibit 3.1 to the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on June 29, 2022.
- (b) See Item 5(a) above.
- (c) Except as set forth in this Schedule 13D, including Exhibit 99.3 and in Annex A attached hereto as Exhibit 99.2, none of the Reporting Persons, or, to the best knowledge of the Reporting Persons, any other person listed in Annex A, have effected any transaction in Class C Common Stock during the prior 60 day period ending September 9, 2026.

During the 60 day period ending September 9, 2026, certain of the Reporting Persons converted an aggregate of 1,156,821 shares of Class B Common Stock into Class C Common Stock on September 3, 2026, September 4, 2026, September 8, 2026, and September 9, 2026 of which an aggregate of 810,000 shares of Class C Common Stock were sold as set forth on Annex B. On September 8, 2026 certain of the Reporting Persons initiated distributions of an aggregate of 233,098 shares of Class C Common Stock to certain of their respective direct and indirect equity holders, with SL SPV-2, L.P. distributing 97,315 shares, SLP IV distributing 85,520 shares and SLP V distributing 50,263 shares which distributed shares were received on September 3, 2026 and September 4, 2026 pursuant to the conversions described above. The Class B Common Stock is convertible into an equal number of shares of Class C Common Stock, at any time.

Item 7. Material to be Filed as Exhibits.

Exhibit No. Description 99.1 Signature Pages 99.2 Annex A Managing Members of Silver Lake Group, L.L.C. 99.3 Annex B Sales of Class C Common Stock by Reporting Persons during the 60 day period ending September 9, 2026

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

SL SPV-2, L.P.

Signature: /s/ Justin G. Hamill

Name/Title: Justin G. Hamill, Chief Legal Officer of Silver Lake Group, L.L.C., See Exhibit 99.1

Date: 09/11/2026

SLTA SPV-2, L.P.

Signature: /s/ Justin G. Hamill

Name/Title: Justin G. Hamill, Chief Legal Officer of Silver Lake Group, L.L.C., See Exhibit 99.1

Date: 09/11/2026

SLTA SPV-2 (GP), L.L.C.

Signature: /s/ Justin G. Hamill

Name/Title: Justin G. Hamill, Chief Legal Officer of Silver Lake Group, L.L.C., See Exhibit 99.1

Date: 09/11/2026

Silver Lake Partners IV, L.P.

Signature: /s/ Justin G. Hamill

Name/Title: Justin G. Hamill, Chief Legal Officer of Silver Lake Group, L.L.C., See Exhibit 99.1

Date: 09/11/2026

Silver Lake Technology Investors IV, L.P.

Signature: /s/ Justin G. Hamill

Name/Title: Justin G. Hamill, Chief Legal Officer of Silver Lake Group, L.L.C., See Exhibit 99.1

Date: 09/11/2026

Silver Lake Technology Associates IV, L.P.

Signature: /s/ Justin G. Hamill

Name/Title: Justin G. Hamill, Chief Legal Officer of Silver Lake Group, L.L.C., See Exhibit 99.1

Date: 09/11/2026

SLTA IV (GP), L.L.C.

Signature: /s/ Justin G. Hamill

Name/Title: Justin G. Hamill, Chief Legal Officer of Silver Lake Group, L.L.C., See Exhibit 99.1

Date: 09/11/2026

Silver Lake Partners V DE (AIV), L.P.

Signature: /s/ Justin G. Hamill

Name/Title: Justin G. Hamill, Chief Legal Officer of Silver Lake Group, L.L.C., See Exhibit 99.1

Date: 09/11/2026

Silver Lake Technology Investors V, L.P.

Signature: /s/ Justin G. Hamill

Name/Title: Justin G. Hamill, Chief Legal Officer of Silver Lake Group, L.L.C., See Exhibit 99.1

Date: 09/11/2026

Silver Lake Technology Associates V, L.P.

Signature: /s/ Justin G. Hamill

Name/Title: Justin G. Hamill, Chief Legal Officer of Silver Lake Group, L.L.C., See Exhibit 99.1

Date: 09/11/2026

SLTA V (GP), L.L.C.

Signature: /s/ Justin G. Hamill

Name/Title: Justin G. Hamill, Chief Legal Officer of Silver Lake Group, L.L.C., See Exhibit 99.1

Date: 09/11/2026

Silver Lake Group, L.L.C.

Signature: /s/ Justin G. Hamill

Name/Title: Justin G. Hamill, Chief Legal Officer of Silver Lake Group, L.L.C., See Exhibit 99.1

Date: 09/11/2026