

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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>Temasek Holdings (Private) Ltd</u> (Last) (First) (Middle) <u>60B ORCHARD ROAD #06-18 TOWER 2</u> <u>THE ATRIUM@ORCHARD</u> (Street) <u>SINGAPORE U0 238891</u> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>Dell Technologies Inc [DELL]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>Former 10% Owner</u>		
			3. Date of Earliest Transaction (Month/Day/Year) <u>08/30/2019</u>					
			4. If Amendment, Date of Original Filed (Month/Day/Year)			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		

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			
Class C Common Stock	08/30/2019		s ⁽¹⁾		602,754	D	\$50.4952 ⁽²⁾	17,579,064	I	See footnotes ⁽¹⁾⁽⁸⁾
Class C Common Stock	08/30/2019		s ⁽¹⁾		887,624	D	\$51.4098 ⁽³⁾	16,691,440	I	See footnotes ⁽¹⁾⁽⁸⁾
Class C Common Stock	08/30/2019		s ⁽¹⁾		710,573	D	\$52.1995 ⁽⁴⁾	15,980,867	I	See footnotes ⁽¹⁾⁽⁸⁾
Class C Common Stock	08/30/2019		s ⁽¹⁾		24,599	D	\$53.0202 ⁽⁵⁾	15,956,268	I	See footnotes ⁽¹⁾⁽⁸⁾
Class C Common Stock	09/03/2019		s ⁽⁶⁾		442,752	D	\$51.2189 ⁽⁷⁾	15,513,516	I	See footnotes ⁽⁶⁾⁽⁸⁾

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		Date Exercisable	Expiration Date					
						(A) (D)			Title Amount or Number of Shares				

Explanation of Responses:

- On August 30, 2019, Venezia Investments Pte. Ltd. sold an aggregate of 2,225,550 shares of Class C common stock, par value \$0.01 per share (the "Common Stock"), of Dell Technologies Inc. (the "Issuer") in multiple transactions at prices ranging from \$50.00 to \$53.16.
- The price reported in Column 4 is a weighted average price. These shares of Common Stock were sold in multiple transactions at prices ranging from \$50.00 to \$50.9975, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (2) through (5) and (7) to this Form 4.
- The price reported in Column 4 is a weighted average price. These shares of Common Stock were sold in multiple transactions at prices ranging from \$51.00 to \$51.98, inclusive.
- The price reported in Column 4 is a weighted average price. These shares of Common Stock were sold in multiple transactions at prices ranging from \$52.03 to \$52.90, inclusive.
- The price reported in Column 4 is a weighted average price. These shares of Common Stock were sold in multiple transactions at prices ranging from \$53.00 to \$53.16, inclusive.
- On September 3, 2019, Venezia Investments Pte. Ltd. sold 442,752 shares of Common Stock.
- The price reported in Column 4 is a weighted average price. These shares of Common Stock were sold in multiple transactions at prices ranging from \$51.00 to \$51.87, inclusive.
- The Common Stock is directly held by Venezia Investments Pte. Ltd., which is a direct wholly-owned subsidiary of Napier Investments Pte. Ltd. Napier Investments Pte. Ltd. is a direct wholly-owned subsidiary of Tembusu Capital Pte. Ltd., which in turn is a direct wholly-owned subsidiary of Temasek Holdings (Private) Limited. Napier Investments Pte. Ltd., Tembusu Capital Pte. Ltd. and Temasek Holdings (Private) Limited may therefore be deemed to have or share beneficial ownership of the securities held by Venezia Investments Pte. Ltd. Each such person disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

/s/ Gregory Tan, Authorised
Signatory, Temasek Holdings 09/04/2019
(Private) Limited

** 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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