FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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>SLTA V (GP), L.L.C.</u>		2. Issuer Name <b>and</b> Dell Technolo	Ticker or gies In	Tradir 1C.	ng Symbol DELL ]		(Ch	telationship of Report eck all applicable)  Director	_	Issuer % Owner
(Last) (First) (Middle C/O SILVER LAKE	·)	3. Date of Earliest Tr 06/03/2024 4. If Amendment, Da				y/Year)	6. Ir	Officer (give titl below)	bel	ner (specify ow)
2775 SAND HILL ROAD, SUITE 100  (Street)								Form filed by C	ne Reporting Pe lore than One R	
MENLO PARK CA 94025		Rule 10b5-1(	c) Tra	nsa	ction Indi	catio	n			
(City) (State) (Zip)		Check this box to the affirmative def	indicate the	at a tra	ansaction was m of Rule 10b5-1(d	ade purs ). See Ins	uant to a contra struction 10.	ct, instruction or written	plan that is intend	ded to satisfy
Table I -	Non-Deriva	tive Securities	Acquir	ed, l	Disposed o	f, or E	Beneficially	y Owned		
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Yea	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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class C Common Stock	06/03/2024		M <sup>(1)(2)</sup>		202,515	A	(1)(2)	202,515	I	Held through SL SPV-2, L.P.
Class C Common Stock	06/03/2024		M <sup>(1)(2)</sup>		207,892	A	(1)(2)	207,892	I	Held through Silver Lake Partners IV, L.P. <sup>(4)(13)</sup>
Class C Common Stock	06/03/2024		M <sup>(1)(2)</sup>		112,531	A	(1)(2)	112,531	I	Held through Silver Lake Partners V DE (AIV), L.P. <sup>(5)(13)</sup>
Class C Common Stock	06/03/2024		M <sup>(1)(2)</sup>		3,059	A	(1)(2)	3,059	I	Held through Silver Lake Technology Investors IV, L.P. <sup>(6)</sup>
Class C Common Stock	06/03/2024		M <sup>(1)(2)</sup>		1,379	A	(1)(2)	1,379	I	Held through Silver Lake Technology Investors V, L.P. <sup>(7)(13)</sup>
Class C Common Stock	06/03/2024		S		107,303	D	\$132.04(16	95,212	I	Held through SL SPV-2, L.P.
Class C Common Stock	06/03/2024		S		131,763	D	\$132.04 <sup>(16</sup>	76,129	I	Held through Silver Lake Partners IV, L.P. <sup>(4)(13)</sup>
Class C Common Stock	06/03/2024		S		63,575	D	\$132.04 <sup>(16</sup>	48,956	I	Held through Silver Lake Partners V DE (AIV), L.P.(5)(13)

Table I	- Non-Derivati	ve Securities	Acquir	ed,	Disposed o	of, or E	Beneficially	Owned		
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	<del></del>		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(,
Class C Common Stock	06/03/2024		S		2,354	D	\$132.04(16)	705	I	Held through Silver Lake Technology Investors IV, L.P. <sup>(6)</sup>
Class C Common Stock	06/03/2024		S		1,061	D	\$132.04 <sup>(16)</sup>	318	I	Held through Silver Lake Technology Investors V, L.P. <sup>(7)(13)</sup>
Class C Common Stock	06/03/2024		S		553	D	\$133.47(17)	94,659	I	Held through SL SPV-2, L.P.
Class C Common Stock	06/03/2024		S		678	D	\$133.47(17)	75,451	I	Held through Silver Lake Partners IV, L.P. <sup>(4)(13)</sup>
Class C Common Stock	06/03/2024		S		328	D	\$133.47(17)	48,628	I	Held through Silver Lake Partners V DE (AIV), L.P. <sup>(5)(13)</sup>
Class C Common Stock	06/03/2024		S		11	D	\$133.47(17)	694	I	Held through Silver Lake Technology Investors IV, L.P. <sup>(6)</sup>
Class C Common Stock	06/03/2024		S		6	D	\$133.47 <sup>(17)</sup>	312	I	Held through Silver Lake Technology Investors V, L.P. <sup>(7)(13)</sup>
Class C Common Stock	06/03/2024		S		25,840	D	\$134.22(18)	68,819	I	Held through SL SPV-2, L.P.
Class C Common Stock	06/03/2024		S		31,731	D	\$134.22(18)	43,720	I	Held through Silver Lake Partners IV, L.P. <sup>(4)(13)</sup>
Class C Common Stock	06/03/2024		S		15,310	D	\$134.22(18)	33,318	I	Held through Silver Lake Partners V DE (AIV), L.P. <sup>(5)(13)</sup>
Class C Common Stock	06/03/2024		S		567	D	\$134.22(18)	127	I	Held through Silver Lake Technology Investors IV, L.P. <sup>(6)</sup>
Class C Common Stock	06/03/2024		S		256	D	\$134.22(18)	56	I	Held through Silver Lake Technology Investors V, L.P. <sup>(7)(13)</sup>

1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Co	ansaction de (Instr.	4. Securities A Disposed Of (	Acquired ( D) (Instr. :	A) or 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
								Co	de V	Amount	(A) or (D)	Price	Reported Transaction (Instr. 3 and				(Instr. 4)
Class C Common Stock		06/04/2	2024			J	(11)	308,248	D	(11)	105,10	1 <sup>(11)</sup>	I		Held through Silver Lake Group, L.L.C.(11)(13)		
Class C (	Common Ste	ock											103,19	00(8)	I		Held through SLTA SPV 2, L.P. <sup>(8)(13)</sup>
Class C (	Common Sto	ock											60,97	5 <sup>(9)</sup>	I		Held through Silver Lake Technology Associates V, L.P. <sup>(9)(13)</sup>
Class C (	Common Sto	ock											3,595	(10)	I		Held through Silver Lake Technology Associates IV, L.P. <sup>(10)</sup>
Class C (	Common Sto	ock											8790	12)	I		See footnote <sup>(12)</sup>
Class C (	Common Sto	ock											806,35	2(14)	D <sup>(1</sup>	14)	
Class C Common Stock											24,736(15)		I		See footnote <sup>(15)</sup>		
			Table	e II - Der	ivative	Sec	urities	s Acq	uired, Di	sposed of	, or Be	neficially (	Owned				
					nute	rall	e wai	rrante	ontions	: converti	hla ear	·uritiae)					
Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any		4. Transac Code (li 8)	tion	5. Nun Deriva Securi	nber of ative ities red (A) posed (Instr.			7. Title a of Secu Underly	and Amount rities ring ve Security	8. Price of Derivative Security (Instr. 5)	9. Num derivati Securit Benefic Owned Followi Reporte	ive ies cially ing ed	10. Owners Form: Direct ( or Indir (I) (Instr	hip of Indire Benefici D) Owners ect (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	Date	Execut if any	emed ion Date,	4. Transac Code (li	tion	5. Nun Deriva Securi Acquii or Dis of (D) 3, 4 an	nber of ative ities red (A) posed (Instr.	6. Date Exe	ercisable and Date y/Year)	7. Title a of Secu Underly Derivati	and Amount rities ring ve Security	Derivative Security	derivati Securit Benefic Owned Followi	ive ies cially ing ed ction(s)	Owners Form: Direct ( or Indire	Benefici  D) Ownersi  ect (Instr. 4)
1. Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative	Date	Execut if any	emed ion Date,	4. Transac Code (li 8)	etion nstr.	5. Nun Deriva Securi Acquii or Dis of (D) 3, 4 an	nber of ative ities red (A) posed (Instr.	6. Date Exe Expiration (Month/Day	ercisable and Date y/Year)	7. Title a of Secu Underly Derivati (Instr. 3	and Amount rities ing ve Security and 4)  Amount or Number	Derivative Security	derivati Securit Benefic Owned Followi Reporte Transae	ive ies cially ing ed ction(s)	Owners Form: Direct ( or Indire	hip of Indire Benefici D) Owners ect (Instr. 4)
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative	Date	Execut if any	emed ion Date,	4. Transac Code (li 8)	etion nstr.	5. Nun Deriva Securi Acquir or Disj of (D) 3, 4 an	nber of ative ities red (A) posed (Instr.	6. Date Exe Expiration (Month/Day	ercisable and Date y/Year)	7. Title a of Secu Underly Derivati (Instr. 3	and Amount rities ing ve Security and 4)  Amount or Number of Shares	Derivative Security	derivati Securit Benefic Owned Followi Reporte Transae	ive lies icially ling lied ction(s)	Owners Form: Direct ( or Indire	chip of Indire Benefici D) Owners ect (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execut if any	emed ion Date,	4. Transac Code (II 8)	etion nstr.	5. Num Deriva Securi Acqui or Dis of (D) 3, 4 an	nber of ative ities red (A) posed (Instr. nd 5)	6. Date Exc Expiration (Month/Date Date Exercisable	ercisable and Date y/Year) Expiration Date	7. Title of Secu Underly Derivati (Instr. 3	Amount rities ing ve Security and 4)  Amount or Number of Shares	Derivative Security (Instr. 5)	derivati Securit Benefic Owned Followi Report Transa (Instr. 4	ive ides ides ides ides ides ides ides ide	Owners Form: Direct ( or Indir (I) (Insti	hip of Indire Benefici Owners! ect (Instr. 4)
Class B Common Stock  Class B Common	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)  06/03/2024	Execut if any	emed ion Date,	4. Transac Code (li 8)  Code	etion nstr.	5. Num Deriva Securi Acquir or Disp of (D) 3, 4 an	mber of attive fitting red (A) posed (Instr. nd 5)	6. Date Exe Expiration (Month/Day	ercisable and Date y/Year)  Expiration Date	7. Title of Secu Underly Derivati (Instr. 3  Title  Class C Commo Stock  Class C Commo	Amount rities ing ve Security and 4)  Amount or Number of Shares  202,515	Derivative Security (Instr. 5)	derivati Securit Benefic Owned Followi Reporte Transa (Instr. 4	ive ides ides ides ides ides ides ides ide	Owners Form: Direct ( or Indir (i) (Instr	Held through SPV-2, (3)(13)  Held through Silver L. Partners
Derivative Security (Instr. 3)  Class B Common Stock  Class B Common	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)  06/03/2024  06/03/2024	Execut if any	emed ion Date,	4. Transac Code (It 8)  Code  M(1)(2)	etion nstr.	5. Num Deriva Securi Acquir or Disp of (D) 3, 4 an	nber of attive fittive itties red (A) posed (Instr. nd 5)	6. Date Exc Expiration (Month/Date Date Exercisable	e Expiration Date  (2)	7. Title of Secu Underly Derivati (Instr. 3  Title  Class C Commo Stock  Class C Commo Stock	Amount rities ing we Security and 4)  Amount or Number of Shares  202,515  207,892  112,531	Solutive Security (Instr. 5)	derivati Securit Benefic Owned Followi Reporte Transa (Instr. 4	ive ides cially ides cially ing ed ction(s) in ides ction(s) in ides ction(s) in idea ction	Owners Form: Direct (or Indir (I) (Insti	Held through Silver L. Partners L. P.(4)(1): Partners L. P. (4)(1): Partners L. Partners DE (AIV)

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

C/O SILVER LAKE

(First)

(Middle)

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

2775 SAND HILL	ROAD, SUITE 100	
(Street) MENLO PARK	CA	94025
(City)	(State)	(Zip)
1. Name and Address of Silver Lake Tec	f Reporting Person <sup>*</sup> hnology Associat	es V, L.P.
(Last)	(First)	(Middle)
C/O SILVER LAK		
2775 SAND HILL	ROAD, SUITE 100	
(Street) MENLO PARK	CA	94025
(City)	(State)	(Zip)
Name and Address of Silver Lake Part	tners V DE (AIV)	<u>, L.P.</u>
(Last)	(First)	(Middle)
C/O SILVER LAKE	E ROAD, SUITE 100	
(Street) MENLO PARK	CA	94025
(City)	(State)	(Zip)
1. Name and Address of Silver Lake Tec	f Reporting Person* hnology Investors	s V, L.P.
(Last)	(First)	(Middle)
C/O SILVER LAK		
2775 SAND HILL	ROAD, SUITE 100	
(Street)		
MENII O DADIZ	CA	04025
MENLO PARK	CA	94025

## **Explanation of Responses:**

- 1. SL SPV-2, L.P. ("SPV-2"), Silver Lake Partners IV, L.P. ("SLP IV") and Silver Lake Partners V DE (AIV), L.P. ("SLP V") and certain of their respective affiliates sold certain shares of Class C Common Stock, par value \$0.01 per share ("Class C Common Stock") of Dell Technologies Inc. (the "Issuer") on June 3, 2024 and initiated in-kind distributions of shares of Class C Common Stock on June 4, 2024. The receipt of shares of Class C Common Stock by each of the Reporting Persons was exempt from reporting pursuant to Rule 16a-13 of the Exchange Act.
- 2. Each share of Class B Common Stock, par value \$0.01 per share of the Issuer (the "Class B Common Stock") is convertible into one share of Class C Common Stock at any time, at the election of the holder or automatically upon certain transfers, and has no expiration date. On June 3, 2024 and June 4, 2024, certain of the Reporting Persons converted shares of Class B Common Stock into an equal number of shares of Class C Common Stock in connection with the distributions and sales described in footnote (1) above.
- 3. These securities are directly held by SPV-2. The general partner of SPV-2 is SLTA SPV-2, L.P. ("SLTA SPV") and the general partner of SLTA SPV is SLTA SPV-2 (GP), L.L.C. ("SLTA SPV GP").
- 4. These securities are directly held by SLP IV. The general partner of SLP IV is Silver Lake Technology Associates IV, L.P. ("SLTA IV") and the general partner of SLTA IV is SLTA IV (GP), L.L.C. ("SLTA IV GP").
- 5. These securities are directly held by SLP V. The general partner of SLP V is Silver Lake Technology Associates V, L.P. ("SLTA V") and the general partner of SLTA V (GP), L.L.C. ("SLTA V GP").
- 6. These securities are directly held by Silver Lake Technology Investors IV, L.P. The general partner of Silver Lake Technology Investors IV, L.P. is SLTA IV and the general partner of SLTA IV is SLTA IV GP.

  7. These securities are directly held by Silver Lake Technology Investors V, L.P. the general partner of SlTA V is SLTA V GP.
- 7. These securities are directly field by Silver Lake Technology Investors V, L.P. Is SLIA V and the general partner of SLIA V is SLIA V of P.
- 8. These shares of Class C Common Stock are held by SLTA SPV, including shares received in connection with pro rata distributions made by SPV-2 on June 4, 2024, which are being reported on a separate Form 4 filed on the date hereof. The receipt of such shares of Class C Common Stock was exempt from reporting pursuant to Rule 16a-13 of the Exchange Act.
- 9. These shares of Class C Common Stock are held by SLTA IV, including shares received in connection with pro rata distributions made by SLP IV on June 4, 2024, which are being reported on a separate Form 4 filed on the date hereof. The receipt of such shares of Class C Common Stock was exempt from reporting pursuant to Rule 16a-13 of the Exchange Act.
- 10. Reflects shares of Class C Common Stock received in connection with pro rata distributions made by SLP IV on June 4, 2024, which are being reported on a separate Form 4 filed on the date hereof. The receipt of such shares of Class C Common Stock was exempt from reporting pursuant to Rule 16a-13 of the Exchange Act.
- 11. Represents a distribution by Silver Lake Group, L.L.C. ("SLG") of shares of Class C Common Stock to certain of its partners as an in-kind distribution. These securities were received in prior in-kind distributions from certain affiliates of SLG. Balance of shares held also includes additional shares of Class C Common Stock received in connection with pro rata distributions made by SPV-2, SLP IV and SLP V on June 4, 2024, which are being reported on a separate Form 4 filed on the date hereof. The receipt of such shares of Class C Common Stock was exempt from reporting pursuant to Rule 16a-13 of the Exchange Act.
- 12. These shares of Common Stock are held by entities in which Mr. Egon Durban may be deemed to have an indirect pecuniary interest, including shares received in connection with the pro rata distributions made by SPV-2, SLP IV and SLP V and their respective affiliates on June 4, 2024, which are being reported on a separate Form 4 filed on the date hereof. The receipt of such shares of Common Stock indirectly by Mr. Durban was exempt from reporting pursuant to Rule 16a-13 of the Exchange Act.
- 13. SLG is the managing member of SLTA SPV GP, SLTA IV GP and SLTA V GP. Egon Durban, who serves as a director of the Issuer, also serves as a Co-CEO and Managing Member of SLG. Each of the reporting persons may be deemed a director by deputization of the Issuer.
- 14. Represents shares of Class C Common Stock held by Mr. Egon Durban immediately following the receipt of shares in connection with the distributions of shares of Class C Common Stock on June 4, 2024, which are being reported on a separate Form 4 filed on the date hereof. The receipt of such shares of Class C Common Stock was exempt from reporting pursuant to Rule 16a-13 of the Exchange Act.
- 15. Represents shares of Class C Common Stock beneficially owned indirectly by Mr. Durban through a trust for the benefit of certain family members, including shares received in connection with the distributions of shares of Class C Common Stock on June 4, 2024, which are being reported on a separate Form 4 filed on the date hereof. The receipt of such shares of Class C Common Stock indirectly by Mr. Durban was exempt from reporting pursuant to Rule 16a-13 of the Exchange Act.
- 16. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$131.69 to \$132.68, inclusive. The reporting persons undertake 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 range set forth in this footnote.
- 17. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$132.69 to \$133.67, inclusive. The reporting persons undertake 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 range set forth in this footnote.
- 18. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$133.70 to \$134.69, inclusive. The reporting persons undertake 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 range set forth in this footnote

## Remarks:

By: /s/ Andrew J. Schader, Managing Director and General Counsel of Silver Lake Group, 06/05/2024 L.L.C., managing member of SLTA V (GP), L.L.C. By: /s/ Andrew J. Schader, Managing Director and General Counsel of Silver Lake Group, 06/05/2024 L.L.C., managing member of SLTA V (GP), L.L.C., general partner of Silver Lake Technology Associates V, L.P. By: /s/ Andrew J. Schader, Managing Director and General Counsel of Silver Lake Group, L.L.C., managing member of 06/05/2024 SLTA V (GP), L.L.C., general partner of Silver Lake Technology Associates V, L.P., general partner of Silver Lake Partners V DE (AIV), LP By: /s/ Andrew J. Schader, Managing Director and General Counsel of Silver Lake Group, L.L.C., managing member of 06/05/2024 SLTA V (GP), L.L.C., gen. partner of Silver Lake Technology Associates V, L.P., gen. partner of Silver Lake Technology Investors V, L.P.

\*\* Signature of Reporting Person

Date

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

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.

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

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