SEC Form 4

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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	ess of Reporting Pers hony Charles	on*	2. Issuer Name and Ticker or Trading Symbol <u>Dell Technologies Inc.</u> [DELL]		ationship of Reporting Pers k all applicable) Director	10% Owner
(Last) ONE DELL WA	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/16/2023	X	Officer (give title below) Co-Chief Operating	Other (specify below) g Officer
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	vidual or Joint/Group Filing	
ROUND ROCK	стv	78682		X	Form filed by One Repo	rting Person
		/ 0002			Form filed by More than Person	One Reporting
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication			
			Check this box to indicate that a transaction was made pursuant satisfy the affirmative defense conditions of Rule 10b5-1(c). See	to a cont Instructio	ract, instruction or written plar on 10.	n that is intended to

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. Transa Code (8)		4. Securities Disposed Of			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)		(11150. 4)
Class C Common Stock	08/16/2023		F ⁽¹⁾		83,206	D	\$55.73	758,001	D	
Class C Common Stock	08/17/2023		S ⁽²⁾		100,203	D	\$55.09 ⁽³⁾	657,798	D	
Class C Common Stock	08/17/2023		S ⁽²⁾		7,600	D	\$55.73 ⁽⁴⁾	650,198	D	

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

			(5-,	,			,					,			
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. Transa Code (8)		of Deriv Secu Acqu (A) o Dispe of (D	r osed) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	Deriv	unt of rities rlying ative rity (Instr.	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				

Explanation of Responses:

1. Represents shares withheld by the Issuer for payment of the tax liability incurred with respect to restricted stock units ("RSUs") granted on August 16, 2021 as follows: (a) 69,944 shares with respect to RSUs that vested on August 16, 2023, (b) 6,631 shares with respect to RSUs that will vest on August 16, 2024 and (c) 6,631 shares with respect to RSUs that will vest on August 16, 2024 and (c) 6,631 shares with respect to RSUs that will vest on August 16, 2025.

2. These transactions were effected pursuant to a Rule 10b5-1 trading plan.

3. The price reported in Column 4 represents a weighted average sales price of \$55.09. These shares were sold in multiple transactions at prices ranging from \$54.65 to \$55.64, inclusive. The reporting person undertakes to provide to Dell Technologies Inc., any security holder of Dell Technologies Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each price within the range set forth in this footnote.

4. The price reported in Column 4 represents a weighted average sales price of \$55.73. These shares were sold in multiple transactions at prices ranging from \$55.65 to \$55.80, inclusive. The reporting person undertakes to provide to Dell Technologies Inc., any security holder of Dell Technologies Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each price within the range set forth in this footnote.

	amson,	/s/ Jame
Attorney-in-Fact	ct	Attorney

08/18/2023

** 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.

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.