SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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 Ac Dew Allise	reison	2. Date of Ever Requiring State (Month/Day/Ye 03/29/2018	ement	3. Issuer Name and Ticker or Trading Symbol <u>Dell Technologies Inc</u> [ DVMT ]						
(Last) ONE DELL	(First) WAY	(Middle)			4. Relationship of Reporting Pers (Check all applicable) Director X Officer (give title	on(s) to Issuer 10% Owne Other (spec	(Mon	<ul> <li>5. If Amendment, Date of Original Filed (Month/Day/Year)</li> <li>6. Individual or Joint/Group Filing (Check</li> </ul>		
(Street) ROUND ROCK	ТХ	78682			Chief Marketing	below)	Appli	Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)								
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		ature of Indirect Beneficial Ownership rr. 5)		
Class C Common Stock				22,590	D					
Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
		Date Exercisable		Title	Amount or Number of Shares	Derivative Security	or Indirect (I) (Instr. 5)			
Class A Com	mon Stock		(1)	(1)	Class C Common Stock	4,926	(1)	D		
Options to Ac	cquire Class C Co	ommon Stock	(2)	11/25/2023	Class C Common Stock	220,411 <sup>(2)</sup>	13.75	D		

**Explanation of Responses:** 

1. 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.

2. Represents 67,683 time-based options and 152,728 performance-based options. Of the time-based options, 42,954 options are fully vested and the remaining 24,729 options vest in full on November 29, 2018. The performance-based options vest only if a specified performance measure relating to Dell Technologies Inc. is achieved.

## **Remarks:**

Exhibit 24 - Power of Attorney

/s/ Janet Bawcom, Attorney-in-04/09/2018

Fact

\*\* 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 5 (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.

## Limited Power of Attorney for Section 16 Reporting Obligations

The undersigned hereby constitutes and appoints **Janet Bawcom, Robert Potts** and **James Williamson** as the undersigned's true and lawful attorneys-in-fact to:

- (1) execute for and on behalf of the undersigned reports on Forms 3, 4 and 5 relating to Dell Technologies Inc. in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such report on Form 3, 4, or 5 and the timely filing of such form with the Securities and Exchange Commission and any other authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that none of the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, is assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934. This Power of Attorney may be revoked only by delivering a signed, original "Revocation of Power of Attorney" to the attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 5th day of April, 2018.

/s/ Allison Dew Name: Allison Dew