**Form 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

   CLARKE JEFFREY W

   ONE DELL WAY

2. Issuer Name and Ticker or Trading Symbol

   Dell Technologies Inc. [ DELL ]

3. Date of Earliest Transaction (Month/Day/Year)

   11/09/2020

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

   Director
   X
   10% Owner
   Officer (give title below)
   Other (specify below)
   COO & Vice Chairman

6. Individual or Joint/Group Filing (Check Applicable Line)

   X Form filed by One Reporting Person

   Form filed by More than One Reporting Person

7. Nature of Indirect Beneficial Ownership

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class C Common Stock</td>
<td>11/09/2020</td>
<td></td>
<td>M(1)</td>
<td>A</td>
<td>$13.75</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class C Common Stock</td>
<td>11/09/2020</td>
<td></td>
<td>s(1)</td>
<td>D</td>
<td>$65,36(2)</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class C Common Stock</td>
<td>11/09/2020</td>
<td></td>
<td>s(1)</td>
<td>D</td>
<td>$66,01(3)</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class C Common Stock</td>
<td>11/10/2020</td>
<td></td>
<td>M(1)</td>
<td>A</td>
<td>$13.75</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Class C Common Stock</td>
<td>11/10/2020</td>
<td></td>
<td>s(1)</td>
<td>D</td>
<td>$65,01(4)</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Options to Acquire Class C Common Stock</td>
<td>$13.75</td>
<td>11/09/2020</td>
<td></td>
<td>M</td>
<td>76,761</td>
<td>11/25/2023</td>
<td>Class C Common Stock 76,761 (0)</td>
<td>0 $1,880,764(5)</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Options to Acquire Class C Common Stock</td>
<td>$13.75</td>
<td>11/10/2020</td>
<td></td>
<td>M</td>
<td>66,135</td>
<td>11/25/2023</td>
<td>Class C Common Stock 66,135 (0)</td>
<td>0 $1,814,625(7)</td>
<td>D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
2. The price reported in Column 4 represents a weighted average sales price of $65.361. These shares were sold in multiple transactions at prices ranging from $65.00 to $65.59, inclusive. The reporting person undertakes to provide to 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 ranges set forth in footnotes 2, 3 and 4.
3. The price reported in Column 4 represents a weighted average sales price of $66.013. These shares were sold in multiple transactions at prices ranging from $66.00 to $66.03, inclusive.
4. The price reported in Column 4 represents a weighted average sales price of $65.008. These shares were sold in multiple transactions at prices ranging from $65.00 to $65.16, inclusive.
5. The options are fully vested.
6. Consists of 729,720 time-based options and 1,084,909 performance-based options.
7. Consists of 729,720 time-based options and 1,084,909 performance-based options.

**Remarks:**

/s/ Robert Potts, Attorney-in-Fact 11/12/2020

**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).


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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