## FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	DC	20549
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obligations may continue. See
Instruction 1(b).

Instruction 1(b).	onunde. See		Filed	d pursuant to Section or Section 30(h) of	16(a) of t	he Se	curities Exchar	nge Act o	of 1934	_ not	irs per response:	0.5
1. Name and Address SLTA V (GP),	s of Reporting Person	*		2. Issuer Name and Dell Technolo	Ticker or	Tradir	ng Symbol	01 1940	(Che	elationship of Report eck all applicable)	. , ,	Issuer 6 Owner
(Last) C/O SILVER LA 2775 SAND HIL	ə)	3. Date of Earliest Tr 03/15/2024 4. If Amendment, Da				6. In	Officer (give title Other (specify below)  6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) MENLO PARK		94025								-	ne Reporting Pe lore than One Re	
(City)	(State)	(Zip)		Rule 10b5-1(  Check this box to the affirmative def	indicate th	nat a tra	ansaction was m	ade purs	uant to a contrac	ct, instruction or written	plan that is intend	ed to satisfy
	Т	able I	- Non-Deriva	ative Securities	Acquir	ed. I	Disposed o	of. or E	Beneficially	/ Owned		
1. Title of Security (I			2. Transaction Date (Month/Day/Yea	2A. Deemed Execution Date,	3. Transac Code (II 8)	tion	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and			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)		(1130.4)
Class C Common	Stock		03/15/2024		M <sup>(1)(2)</sup>		375,412	A	(1)(2)	389,676	I	Held through SL SPV-2, L.P.
Class C Common	Stock		03/15/2024		M <sup>(1)(2)</sup>		385,380	A	(1)(2)	395,979	I	Held through Silver Lake Partners IV, L.P. <sup>(4)(13)</sup>
Class C Common	Stock		03/15/2024		M <sup>(1)(2)</sup>		208,605	A	(1)(2)	215,173	I	Held through Silver Lake Partners V DE (AIV), L.P. <sup>(5)(13)</sup>
Class C Common	Stock		03/15/2024		M <sup>(2)</sup>		5,670	A	(2)	5,670	I	Held through Silver Lake Technology Investors IV, L.P. <sup>(6)</sup>
Class C Common	Stock		03/15/2024		M <sup>(2)</sup>		2,557	A	(2)	2,557	I	Held through Silver Lake Technology Investors V, L.P. <sup>(7)(13)</sup>
Class C Common	Stock		03/15/2024		S		167,859	D	\$107.17(16)	221,817	I	Held through SL SPV-2, L.P.
Class C Common	Stock		03/15/2024		S		193,694	D	\$107.17 <sup>(16)</sup>	202,285	I	Held through Silver Lake Partners IV, L.P. <sup>(4)(13)</sup>
Class C Common	Stock		03/15/2024		S		100,589	D	\$107.17(16)	114,584	I	Held through Silver Lake Partners V DE (AIV), L.P. <sup>(5)(13)</sup>

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. Transac Code (Ir 8)		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 (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(
Class C Common Stock	03/15/2024		S		3,681	D	\$107.17 <sup>(16)</sup>	1,989	I	Held through Silver Lake Technology Investors IV, L.P. <sup>(6)</sup>
Class C Common Stock	03/15/2024		S		1,660	D	\$107.17 <sup>(16)</sup>	897	I	Held through Silver Lake Technology Investors V, L.P. <sup>(7)(13)</sup>
Class C Common Stock	03/15/2024		S		90,640	D	\$108.22(17)	131,177	I	Held through SL SPV-2, L.P.
Class C Common Stock	03/15/2024		s		104,589	D	\$108.22(17)	97,696	I	Held through Silver Lake Partners IV, L.P. <sup>(4)(13)</sup>
Class C Common Stock	03/15/2024		S		54,316	D	\$108.22(17)	60,268	I	Held through Silver Lake Partners V DE (AIV), L.P. <sup>(5)(13)</sup>
Class C Common Stock	03/15/2024		S		1,988	D	\$108.22(17)	1	I	Held through Silver Lake Technology Investors IV, L.P. <sup>(6)</sup>
Class C Common Stock	03/15/2024		S		896	D	\$108.22(17)	1	I	Held through Silver Lake Technology Investors V, L.P. <sup>(7)(13)</sup>
Class C Common Stock	03/15/2024		S		72	D	\$108.97(18)	131,105	I	Held through SL SPV-2, L.P.
Class C Common Stock	03/15/2024		S		83	D	\$108.97(18)	97,613	I	Held through Silver Lake Partners IV, L.P.(4)(13)
Class C Common Stock	03/15/2024		S		43	D	\$108.97(18)	60,225	I	Held through Silver Lake Partners V DE (AIV), L.P. <sup>(5)(13)</sup>
Class C Common Stock	03/15/2024		S		1	D	\$108.97(18)	0	I	Held through Silver Lake Technology Investors IV, L.P. <sup>(6)</sup>
Class C Common Stock	03/15/2024		S		1	D	\$108.97(18)	0	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)	3. Transaction Code (Instr. 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
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class C Common Stock	03/18/2024		J(1)(2)		131,105	D	(1)	0	I	Held through SL SPV-2, L.P
Class C Common Stock	03/18/2024		J(1)(2)		97,613	D	(1)	0	I	Held through Silver Lake Partners IV L.P. <sup>(4)(13)</sup>
Class C Common Stock	03/18/2024		J <sup>(1)</sup> (2)		60,225	D	(1)	0	I	Held through Silver Lake Partners V DE (AIV), L.P. <sup>(5)(13)</sup>
Class C Common Stock								54,922	I	Held through SLTA SPV- 2, L.P. <sup>(8)(13)</sup>
Class C Common Stock								32,443	I	Held through Silver Lake Technology Associates V, L.P. <sup>(9)(13)</sup>
Class C Common Stock								1,464	I	Held through Silver Lake Technology Associates IV, L.P. <sup>(10)</sup>
Class C Common Stock								238,065	I	Held through Silver Lake Group, L.L.C. <sup>(11)(13</sup>
Class C Common Stock								1,584	I	See footnote <sup>(12)</sup>
Class C Common Stock								435,849	D <sup>(14)</sup>	
Class C Common Stock								12,376	I	See footnote <sup>(15)</sup>

	(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. Transac Code (li 8)		Derivative		ive Expiration Date (Month/Day/Year) ed (A) oosed Instr.		ate of Securities (ear) Underlying		rities Derivative Security Ve Security (Instr. 5)		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		Transaction(s) (Instr. 4)		
Class B Common Stock	(2)	03/15/2024		M <sup>(1)(2)</sup>			375,412	(2)	(2)	Class C Common Stock	375,412	\$0.00	30,849,605	I	Held through SL SPV-2, L.P. (3)(13)
Class B Common Stock	(2)	03/15/2024		M <sup>(1)(2)</sup>			385,380	(2)	(2)	Class C Common Stock	385,380	\$0.00	31,668,668	I	Held through Silver Lake Partners IV, L.P. <sup>(4)(13)</sup>
Class B Common Stock	(2)	03/15/2024		M <sup>(1)(2)</sup>			208,605	(2)	(2)	Class C Common Stock	208,605	\$0.00	17,142,208	I	Held through Silver Lake Partners V DE (AIV), L p(5)(13)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Table II - Der (e.g 3A. Deemed Execution Date, if any (Month/Day/Year)		tion	5. Number of Derivative			convertible securities)  cisable and 7. Title and Amount of Securities		d Amount ies	8. Price of Derivative Security (Instr. 5)	Price of sivative derivative Securities Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)		
Class B Common Stock	(2)	03/15/2024		M <sup>(2)</sup>			5,670	(2)	(2)	Class C Common Stock	5,670	\$0.00	465,952	I	Held through Silver Lake Technology Investors IV, L.P. <sup>(6)</sup>
Class B Common Stock	(2)	03/15/2024		M <sup>(2)</sup>			2,557	(2)	(2)	Class C Common Stock	2,557	\$0.00	210,118	I	Held through Silver Lake Technolog Investors V L.P. <sup>(7)(13)</sup>
	nd Address of V (GP), L	Reporting Person*													•
	VER LAKE	(First)	(Middle)												
(Street) MENLO	) PARK	CA	94025												
(City)		(State)	(Zip)		_										

1. Name and Address SLTA V (GP),		nc*
(Last)	(First)	(Middle)
C/O SILVER LAK	Œ	
2775 SAND HILL	ROAD, SUITI	E 100
(Street) MENLO PARK	CA	94025
(City)	(State)	(Zip)
1. Name and Address Silver Lake Te		on* sociates V, L.P.
(Last)	(First)	(Middle)
C/O SILVER LAK 2775 SAND HILL		E 100
(Street) MENLO PARK	CA	94025
(City)	(State)	(Zip)
1. Name and Address Silver Lake Par		
(Last)	(First)	(Middle)
C/O SILVER LAK 2775 SAND HILL		E 100
(Street) MENLO PARK	CA	94025
(City)	(State)	(Zip)
1. Name and Address Silver Lake Te		
(Last)	(First)	(Middle)
C/O SILVER LAK 2775 SAND HILL		E 100
(Street)		
MENLO PARK	CA	94025
(City)	(State)	(Zip)

## Explanation of Responses:

<sup>1.</sup> 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 on March 15, 2024 and initiated in-kind distributions on March 18, 2024 of shares of Class C Common Stock, par value \$0.01 per share ("Class C Common Stock") of Dell Technologies Inc. (the "Issuer") to their respective partners and members. 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.

<sup>2.</sup> 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 March 15, 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.

<sup>3.</sup> 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").

<sup>4.</sup> 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")

- 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 is 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 Silver Lake Technology Investors V, L.P. is SLTA V and the general partner of SLTA V is SLTA V GP.
- 8. These shares of Class C Common Stock are held by SLTA SPV, including shares received in connection with the pro rata distribution made by SPV-2 described above. 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 the pro rata distribution made by SLP IV described above. The receipt of such shares of Class C Common Stock was exempt from reporting pursuant to Rule 16a-13 of the Exchange Act.
- 10. These shares of Class C Common Stock are held by SLTA V, including shares received in connection with the pro rata distribution made by SLP V described above. The receipt of such shares of Class C Common Stock was exempt from reporting pursuant to Rule 16a-13 of the Exchange Act.
- 11. Reflects shares held by Silver Lake Group, L.L.C. ("SLG"), including shares of Class C Common Stock received in connection with the pro rata distributions made by SPV-2, SLP IV and SLP V and their respective affiliates described above. 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 described above. 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 including shares received in connection with the distributions of shares of Class C Common Stock reported above. 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 reported above. 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 \$106.94 to \$107.9396, 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 \$107.94 to \$108.93, 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 \$108.95 to \$108.98 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:

The Reporting Persons are jointly filing this Form 4 pursuant to Rule 16a-3(j) under the Exchange Act. This filing shall not be deemed an admission that the Reporting Persons are beneficial owners of all securities covered by this filing for purposes of Section 16 of the Exchange Act or otherwise, and each Reporting Person disclaims beneficial ownership of these securities, except to the extent of such Reporting Person's pecuniary interest therein, if any. Because no more than 10 reporting persons can file any one Form 4 through the Securities and Exchange Commission's EDGAR system, certain affiliates of the Reporting Persons have filed a separate Form 4.

By: /s/ Andrew J. Schader,

Managing Director and General
Counsel of Silver Lake Group,
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,
L.L.C., managing member of
SLTA V (GP), L.L.C., general
03/18/2024

<u>partner of Silver Lake</u> <u>Technology Associates V, L.P.</u>

By: /s/ Andrew J. Schader, Managing Director and General Counsel of Silver Lake Group, L.L.C., managing member of

<u>SLTA V (GP), L.L.C., general</u> <u>03/18/2024</u>

03/18/2024

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

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.

- $^{\star}$  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.