

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: 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 | | | | |
| Restricted Stock Units (Dividend Equivalent Rights) | (1) | 01/09/2015 | | A ⁽¹⁾ | | 16.909 | | (1) | (1) | Common Stock | 16.909 | \$ 0 | 2,064.571 | I | See Footnotes (4) (5) (6) (7) |
| Restricted Stock Units (Dividend Equivalent Rights) | (2) | 01/09/2015 | | A ⁽²⁾ | | 12.253 | | (2) | (2) | Common Stock | 12.253 | \$ 0 | 1,496.003 | I | See Footnotes (4) (5) (6) (7) |
| Restricted Stock Units (Dividend Equivalent Rights) | (3) | 01/09/2015 | | A ⁽³⁾ | | 10.413 | | (3) | (3) | Common Stock | 10.413 | \$ 0 | 1,271.367 | I | See Footnotes (4) (5) (6) (7) |

1. Name and Address of Reporting Person *

MSD CAPITAL L P

(Last) (First) (Middle)

645 FIFTH AVENUE, 21ST FLOOR

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person *

MSD SBI LP

(Last) (First) (Middle)

645 FIFTH AVENUE, 21ST FLOOR

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person *

DELL MICHAEL S

(Last) (First) (Middle)

C/O DELL INC., ONE DELL WAY

(Street)

ROUND ROCK TX 78682

(City) (State) (Zip)

Explanation of Responses:

1. As previously reported, Howard M. Berk was granted restricted stock units ("RSUs") on February 28, 2012 that will vest on February 28, 2015. Dividend equivalent rights accrued on the previously reported RSUs and will vest proportionately with the RSUs to which they relate. Each dividend equivalent right is the economic equivalent of one share of common stock.

