

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

[ ] 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 OF SECURITIES

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 *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
NAIR HARI N (Last) (First) (Middle)		Delphi Technologies PLC [ DLPH ]		<input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below)	
C/O DELPHI TECHNOLOGIES PLC, 1 ANGEL COURT, 10TH FLOOR (Street)		3. Date of Earliest Transaction (MM/DD/YYYY) 4/24/2019		<input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)	
LONDON, X0 EC2R 7HJ (City) (State) (Zip)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
				<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Ordinary Shares	4/24/2019		F		197 (1)	D	\$24.61	22215	D	
Ordinary Shares	4/24/2019		X		57 (2)	A	\$0.00	22272	D	
Ordinary Shares	4/25/2019		A		6310 (3)	A	\$0.00	28582	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (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				
Dividend Equivalent Rights	(4)	4/24/2019		X		57		(4)	(4)	Ordinary Shares	57	\$0.00	0	D	

### Explanation of Responses:

- Represents ordinary shares being withheld to pay tax liability incident to the vesting of time-based restricted share units and settlement of dividend equivalent rights previously granted pursuant to Rule 16b-3.
- Represents the acquisition of ordinary shares upon the disposition of dividend equivalent rights reported in Table II.
- Reflects grant of time based restricted share units to the reporting person pursuant to Rule 16b-3, each of which represents the right to receive one ordinary share of the Issuer. The award vests in April 2020.
- Reflects settlement of dividend equivalent rights in connection with the vesting of restricted share units. The rights accrued when and as dividends were paid on the Issuer's ordinary shares and vested proportionately with the restricted share unit to which they related. Each dividend equivalent right is the economic equivalent of one ordinary share.

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NAIR HARI N C/O DELPHI TECHNOLOGIES PLC 1 ANGEL COURT, 10TH FLOOR LONDON, X0 EC2R 7HJ	X			

### Signatures

/s/ James D. Harrington, Attorney-in-Fact for Hari N. Nair

4/26/2019

\*\*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 control number.