

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

1 Issuer's name <b>Google Inc.</b>		2 Issuer's employer identification number (EIN) <b>46-1965727</b>	
3 Name of contact for additional information <b>Jennifer Kirk</b>	4 Telephone No. of contact <b>650-214-5674</b>	5 Email address of contact <b>jenkirk@google.com</b>	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <b>1600 Ampitheatre Parkway</b>		7 City, town, or post office, state, and Zip code of contact <b>Mountain View, CA 94043</b>	
8 Date of action <b>October 1, 2015</b>		9 Classification and description <b>Holding Company Reorganization</b>	
10 CUSIP number <b>38259P706 &amp; 38259P508</b>	11 Serial number(s)	12 Ticker symbol <b>GOOG; GOOGL</b>	13 Account number(s)

**Part II Organizational Action** Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **Holding Company Reorganization: Creation of holding company. On October 1, 2015, Google Inc. implemented a holding company Reorganization pursuant to which Alphabet Inc. became the new public holding company. Immediately prior to the Reorganization, Alphabet Inc. was a wholly owned subsidiary of Google Inc. Pursuant to the Reorganization, a newly-formed direct wholly owned subsidiary of Alphabet Inc. merged into Google Inc., with Google Inc. surviving as a direct wholly owned subsidiary of Alphabet Inc. Each share of each class of Google Inc. stock issued and outstanding immediately prior to the Reorganization automatically converted into an equivalent corresponding share of Alphabet Inc. stock having the same designations, rights, powers and preferences and the qualifications, limitations and restrictions as the corresponding share of Google Inc. stock being converted.**

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **The basis of the Class A, Class B and Class C shares of Alphabet Inc. stock received by each former Google shareholder will be the same as the shareholder's basis in the Class A, Class B and Class C shares of Google Inc. stock exchanged therefor.**

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **No change in basis occurred.**

**Part II Organizational Action** (continued)

**17** List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ Section 351 and 358(a)(1) of the Code.

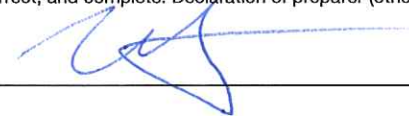
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**18** Can any resulting loss be recognized? ▶ Google Inc. stockholders will not recognize gain or loss for U.S. federal income tax purposes.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**19** Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The reportable year is the tax year ending December 31, 2015.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**Sign Here**  
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.  
Signature ▶  Date ▶ \_\_\_\_\_  
Print your name ▶ **Tom Hutchinson** Title ▶ **VP, Finance**

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.