SEC Form 4	
FORM	4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(h)

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

OMB AF	PROVAL
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1. Name and Addree WALKER JC	ess of Reporting Perso OHN KENT	on [*]	2. Issuer Name and Ticker or Trading Symbol <u>Alphabet Inc.</u> [GOOGL]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) (First) (Middle) C/O ALPHABET INC. 1600 AMPHITHEATRE PKWY		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/25/2025	V	Officer (give title below) President, Global Aff	Other (specify below)			
(Street) MOUNTAIN VIEW (City)	CA (State)	94043 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	ridual or Joint/Group Filing Form filed by One Repor Form filed by More than Person	rting Person			

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. Transaction Code (Instr. 8)		4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class C Capital Stock	03/27/2025		S		11,764	D	\$166.8395	49,037	Ι	By Arete Trust, John Kent Walker and Diana Ruth Walsh, Trustees
Class C Capital Stock	03/25/2025		C ⁽¹⁾		17,782	A	\$0	41,283	D	
Class C Google Stock Units ⁽²⁾	03/25/2025		C ⁽¹⁾		7,045	D	\$0	49,632	D	
Class C Google Stock Units ⁽²⁾	03/25/2025		F ⁽³⁾		7,124	D	\$169.93	42,508	D	
Class C Google Stock Units ⁽⁴⁾	03/25/2025		C ⁽¹⁾		4,720	D	\$0	71,228	D	
Class C Google Stock Units ⁽⁴⁾	03/25/2025		F ⁽³⁾		4,773	D	\$0	66,455	D	
Class C Google Stock Units ⁽⁵⁾	03/25/2025		F ⁽³⁾		6,085	D	\$169.93	110,462	D	
Class C Google Stock Units ⁽⁵⁾	03/25/2025		C ⁽¹⁾		6,017	D	\$0	104,444	D	

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. Transa Code (8)		of Deriv Secu Acqu (A) o Dispe	r osed) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	Amou Secu Unde Deriv	rlying ative rity (Instr.	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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				

Explanation of Responses:

1. Vesting of Google Stock Units ("GSUs") grant of which was previously reported in Form 4.

2. Class C Google Stock Units (GSUs) entitle the Reporting Person to receive one share of Alphabet Inc. Class C capital stock for each share underlying the GSUs as each GSU vests. 1/6th of the GSUs vested on June 25, 2023 and an additional 1/12th of the GSUs vests quarterly thereafter until the GSUs are fully vested, subject to continuing employment on the applicable vesting dates.

3. Shares withheld to satisfy tax obligations arising out of vesting of GSUs.

4. 1/6th of the GSUs vested on June 25, 2024; 1/12th of the GSUs vested on September 25, 2024, and an additional 1/12th of the GSUs vests quarterly thereafter on the 25th day of the month until the GSUs are fully vested, subject to continued employment on the applicable vesting dates.

5. The GSUs vest as follows: (i) 27/260th of the grant will vest on each March 25, 2025, June 25, 2025, September 25, 2025 and December 25, 2025; and (ii) 19/260th of the grant will vest quarterly on the 25th day of the month from March 25, 2026 through December 25, 2026, and on the 1st day of the month from April 1, 2027 through January 1, 2028, subject to continued employment on the applicable vesting dates.

Remarks:

Sale transaction reported in this Form 4 was effected pursuant to a Rule 10b5-1 Trading Plan adopted by the Reporting Person on May 29, 2024.

/s/ Valentina Margulis, as Attorney-in-Fact for John Kent Walker

03/27/2025

** 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 Number.