The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 FORM 13F

	OMB APPROVAL							
	OMB Number:	3235-0006						
Estimated average burden								
	hours per response:	23.8						

FORM 13F COVER PAGE

Report for the Calendar Year	or Quarter Ended: 03-31-2024						
Check here if Amendment This Amendment (Check only one.): adds new holdings entries							
Institutional Investment Manager Filing this Report:							
Name:	Alphabet Inc.						
Address:	1600 Amphitheatre Parkway						
	Mountain View, CA 94043						
Form 13F File Number:	028-22702						

028-22702

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Marsida Saraci

CRD Number (if applicable): SEC File Number (if

applicable):

Title: Vice President, Deputy Controller

Phone: 650-253-0000

Signature, Place, and Date of Signing:

/s/ Marsida Saraci Mountain View, CA 05-02-2024 [Signature] [City, State] [Date]

Report Type (Check only one.):

X 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 5
Form 13F Information Table Entry Total: 47
Form 13F Information Table Value Total: 2,513,750,822
(round to

(round to nearest dollar)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No.	Name	Form 13F File Number	CRD No. (if applicable)	SEC File No. (if applicable)	CIK
1	GV Management Company, L.L.C.	028-22704			0001940173
2	Google LLC	028-22705			0001824723
3	CapitalG II LP	028-22706			0001779076
4	Verily Life Sciences LLC	028-22703			0001848282

5 CapitalG III LP 028-23659 0001998562

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM 13F

OMB APPROVAL

OMB Number: 3235-0006
Estimated average burden
hours per response: 23.8

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMI	N 3	COLUMN 4	COL	UMN :	5	COLUMN 6	COLUMN 7		COLUMN 8	3
				VALUE	SHRS OR	SH/	PUT/	INVESTMENT	OTHER	VOTI	NG AUTHO	ORITY
NAME OF ISSUER	TITLE OF CLASS	CUSIP	FIGI	(to the nearest dollar)	PRN AMT	PRN	CALL	DISCRETION	MANAGER	SOLE	SHARED	NONE
ALECTOR INC	COM	014442107		1,058,713	175,866	SH		DFND	1	0	175,866	0
ARM HOLDINGS PLC	SPONSORED ADR	042068205		245,078,392	1,960,784	SH		DFND	2	0	1,960,784	0
AUTOLUS THERAPEUTICS PLC	SPON ADR	05280R100		4,454,911	698,262	SH		DFND	1	0	698,262	0
BARINTHUS BIOTHERAPEUTICS PL	ADS	91864C107		3,602,472	1,513,644	SH		DFND	1	0	1,513,644	0
BEAM THERAPEUTICS INC	COM	07373V105		10,625,796	321,604	SH		DFND	1	0	321,604	0
BENSON HILL INC	COMMON STOCK	082490103		3,070,454	15,352,271	SH		DFND	1	0	15,352,271	0
CROWDSTRIKE HLDGS INC	CL A	22788C105		274,357,396	855,789	SH		DFND	5	0	855,789	0
CUE HEALTH INC	COM	229790100		5,130	27,000	SH		DFND	4	0	27,000	0
DESKTOP METAL INC	COM CL A	25058X105		9,722,882	11,048,730	SH		DFND	1	0	11,048,730	0
DEXCOM INC	COM	252131107		248,380,215	1,790,773	SH		DFND	4	0	1,790,773	C
DIANTHUS THERAPEUTICS INC	COM	252828108		6,260,910	208,697	SH		DFND	1	0	208,697	0
EXACT SCIENCES CORP	COM	30063P105		1,602,537	23,205	SH		DFND	4	0	23,205	0
FOGHORN THERAPEUTICS INC	COM	344174107		3,361,045	500,901	SH		DFND	1	0	500,901	0
FRACTYL HEALTH INC	COM	35168W103		4,903,121	662,584	SH		DFND	1	0	662,584	0
FRESHWORKS INC	CLASS A COM	358054104		34,223,328	1,879,370	SH		DFND	3	0	1,879,370	0
FRESHWORKS INC	CLASS A COM	358054104		190,426,941	10,457,273	SH		DFND		0	10,457,273	C
FULCRUM THERAPEUTICS INC	COM	359616109		134,633	14,262	SH		DFND	4	0	14,262	0
GITLAB INC	CLASS A COM	37637K108		569,105,980	9,758,333	SH		DFND	1	0	9,758,333	0
HYPERFINE INC	COM CL A	44916K106		898,720	898,720	SH		DFND	1	0	898,720	0
ILLUMINA INC	COM	452327109		7,342,500	53,470	SH		DFND	1	0	53,470	0
INVITAE CORP	COM	46185L103		0	235,606	SH		DFND	4	0	235,606	0
INVIVYD INC	COM	00534A102		20,100,421	4,527,122	SH		DFND	1	0	4,527,122	0
KRONOS BIO INC	COM	50107A104		1,869,701	1,438,232	SH		DFND	1	0	1,438,232	0
LYELL IMMUNOPHARMA INC	COM	55083R104		13,079,228	5,865,125	SH		DFND	1	0	5,865,125	0
MONDEE HOLDINGS INC	CLASS A COM	465712107		42,550	18,420	SH		DFND	1	0	18,420	C
MONTE ROSA THERAPEUTICS INC	COM	61225M102		10,321,305	1,464,015	SH		DFND	1	0	1,464,015	0
OSCAR HEALTH	CL A	687793109		7,167,161	481,988	SH		DFND	1	0	481,988	0

INC										
PLANET LABS PBC	COM CL A	72703X106	81,453,734	31,942,641	SH	DFND	2	0	31,942,641	0
PRIME MEDICINE INC	COM	74168J101	105,437,486	15,062,498	SH	DFND	1	0	15,062,498	0
QUINCE THERAPEUTICS INC	COM	22053A107	200,469	189,122	SH	DFND	4	0	189,122	0
RANI THERAPEUTICS HLDGS INC	COM CL A	753018100	1,394,810	448,492	SH	DFND	1	0	448,492	0
RAPT THERAPEUTICS INC	COM	75382E109	4,851,624	540,270	SH	DFND	1	0	540,270	0
RELAY THERAPEUTICS INC	COM	75943R102	38,014	4,580	SH	DFND	4	0	4,580	0
RELAY THERAPEUTICS INC	COM	75943R102	12,982,635	1,564,173	SH	DFND	1	0	1,564,173	0
REPLIGEN CORP	COM	759916109	70,441	383	SH	DFND	4	0	383	0
REVOLUTION MEDICINES INC	COM	76155X100	1,515,261	47,014	SH	DFND	4	0	47,014	0
REVOLUTION MEDICINES INC	COM	76155X100	169,352,470	5,254,498	SH	DFND	1	0	5,254,498	0
SANA BIOTECHNOLOGY INC	COM	799566104	28,125,000	2,812,500	SH	DFND	1	0	2,812,500	0
SNOWFLAKE INC	CL A	833445109	86,553,606	535,604	SH	DFND	2	0	535,604	0
SPERO THERAPEUTICS INC	COM	84833T103	1,530,763	889,979	SH	DFND	1	0	889,979	0
TAYSHA GENE THERAPIES INC	COM SHS	877619106	1,839,331	640,882	SH	DFND	1	0	640,882	0
TENAYA THERAPEUTICS INC	COM	87990A106	4,789,137	915,705	SH	DFND	1	0	915,705	0
TSCAN THERAPEUTICS INC	COM	89854M101	8,552,015	1,077,080	SH	DFND	1	0	1,077,080	0
UIPATH INC	CL A	90364P105	159,468,420	7,034,337	SH	DFND	3	0	7,034,337	0
VERA THERAPEUTICS INC	CL A	92337R101	10,403,303	241,264	SH	DFND	1	0	241,264	0
VERVE THERAPEUTICS INC	COM	92539P101	2,398,328	180,597	SH	DFND	4	0	180,597	0
VERVE THERAPEUTICS INC	COM	92539P101	161,597,533	12,168,489	SH	DFND	1	0	12,168,489	0