FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** 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).

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	Rule 10b5- 0.																	
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)							
<u>ssy John I</u>	<u>J.</u>			<u> </u>	mauc	<i>t</i> 1110	<u></u> [ U	OOGL	, ]				1				10% O	wner
,	,	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 07/02/2025											Other ( below)		specify	
				4. If A	Amend	ment,	Date o	f Origina	l Filed	l (Month/Da	y/Year	)		ividual o	Joint/Grou	ıp Filing	g (Check A	pplicable
TAIN CA	<b>A</b> 9	94043											- /	Form	filed by Mo		•	
(St	ate) (2	Zip)																
	Table	l - Noi	n-Deriva	tive S	Secu	rities	Acq	uired,	Dis	osed of	, or E	Benef	iciall	y Own	ed			
1. Title of Security (Instr. 3)		Date	ate   E lonth/Day/Year)   i		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)					4 and Securiti Benefic Owned		ies cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount			rice	Transa	ction(s)			(Instr. 4)
Google Stoc	k Units <sup>(1)</sup>		07/02/	2025				<b>A</b> <sup>(2)</sup>		2,879	I	A	\$ <mark>0</mark>	2	,879		D	
Google Stoc	k Units <sup>(3)</sup>													1	,127		D	
Google Stoc	k Units <sup>(4)</sup>													2	,041		D	
Google Stoc	k Units <sup>(5)</sup>												2,103		D			
Capital Stoc	k													1,601			D	
	Та													Owne	d			
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Dee Executi if any	med on Date,	4. Transa	ction	5. Nu of Deriv Secu Acqu (A) of Dispo of (D)	mber rative rities ired r osed )	6. Date Expirati	Exerci	sable and te ear)	7. Titl Amou Secul Unde Deriv Secul	e and unt of rities rlying ative rity (Ins 4)	8. De Se (In	rivative curity	derivative Securities Beneficiall Owned Following Reported	ly [	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	(Fire PHABET IN APPHITHEA  FAIN CA  Security (Institute of Coordinate of Capital Stoce of Coordinate	(First) (PHABET INC.  MPHITHEATRE PKWY  CAIN CA (State) (Capital Stock Units(4))  Google Stock Units(4)  Google Stock Units(5)  Capital Stock  Table  2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle)  PHABET INC.  MPHITHEATRE PKWY  CAIN CA 94043  (State) (Zip)  Table I - Not  Security (Instr. 3)  Google Stock Units(1)  Google Stock Units(4)  Google Stock Units(5)  Capital Stock  Table II -  2. Conversion or Exercise Price of Derivative  [Month/Day/Year) 3. A. Dee Executii ff any (Month/Day/Year) [If any (Month/Day/Year)]	(First) (Middle)  PHABET INC.  MPHITHEATRE PKWY  CAIN CA 94043  (State) (Zip)  Table I - Non-Derivative (Month/Day/Year)  Google Stock Units(1) 07/02/  Conversion or Exercise Price of Derivative (Month/Day/Year)  Ssy John L.  (Middle)  (Middle)  (Middle)  (Aid 94043  (Zip)  Table I - Non-Derivative (Middle)  (Zip)  Table I - Non-Derivative (Middle)  (Aid 94043  (Zip)  (Zip)  (Zip)  (Zip)  (Aid 94043  (Zip)  (Zip)  (Zip)  (Aid 94043  (Zip)  (Zip)  (Aid 94043  (Zip)  (Aid 94043  (Zip)  (Aid 94043  (Aid 9404	Conversion or Exercise Price of Derivative Sesponder Ses	Alphabe  CAIN CA  Security (Instr. 3)  Capel Stock Units (1)  Coogle Stock Units (3)  Coogle Stock Units (4)  Capel Stock  Table II - Derivative Security (e.g., puts, calls, v. Conversion or Exercise Price of Derivative Security (Month/Day/Year)  Capel Say John L.  (Middle)  3. Date of E 07/02/202  4. If Amend Address of Reporting Person*  Alphabe  3. Date of E 07/02/202  4. If Amend Park (Month/Day/Year)  Capel Stock Units (1)  Capel Stock Units (3)  Capel Stock Units (4)  Conversion or Exercise Price of Date (Month/Day/Year)  Conversion Or Exercise Price of Derivative Security (Month/Day/Year)  Capel Stock (Month/Day/Year)	Alphabet Inc.  (First) (Middle)  PHABET INC.  MPHITHEATRE PKWY  Table I - Non-Derivative Securities  Security (Instr. 3)  Table I - Non-Derivative Securities  Month/Day/Year)  Google Stock Units(1)  Google Stock Units(4)  Google Stock Units(5)  Capital Stock  Table II - Derivative Securities (e.g., puts, calls, warration pate (p.g., puts, calls, puts) pate (p.g., puts) pate (p.g., puts, calls, puts) pate (p.g., puts) pa	Alphabet Inc. [Government and Tick Alphabet Inc. ]  (First) (Middle)  (First) (Middle)  (PHABET INC.  APHITHEATRE PKWY  Table I - Non-Derivative Securities Acquester (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquester (Month/Day/Year)  (Google Stock Units(1) 07/02/2025  Google Stock Units(4) Google Stock Units(5)  Capital Stock  Table II - Derivative Securities Acquester (e.g., puts, calls, warrants, fir any (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Google Stock Units(8) 3. Transaction Date (e.g., puts, calls, warrants, fir any (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Google Stock Units(8) 3. Transaction Date (if any (Month/Day/Year) Price of Derivative Securities Acquester (A) or Disposed of (D) (Instr. 3, 4 and 5) and 5)	Alphabet Inc. [GOOGL    Cook   Cook	2. Issuer Name and Ticker or Trading Say John L.  (First) (Middle) PHABET INC.  APHITHEATRE PKWY  Table 1 - Non-Derivative Securities Acquired, Disposed Stock Units(1) Google Stock Units(3) Google Stock Units(4) Google Stock Units(5) Capital Stock  Table II - Derivative Securities Acquired, Disposed Stock Units(5) Capital Stock  Table II - Derivative Securities Acquired, Disposed Stock Units(6) Capital Stock  Table II - Derivative Securities Acquired, Disposed Stock Units(6) Capital Stock  Table II - Derivative Securities Acquired, Disposed Stock Units(7) Capital Stock  Table II - Derivative Securities Acquired, Disposed Stock Units(7) Capital Stock  Table II - Derivative Securities Acquired, Disposed Stock Units(7) Capital Stock  Table II - Derivative Securities Acquired, Disposed of (D) Conversion of Exercise Price of Derivative Securities Acquired (A) or Disposed of (D) Disposed Stock Units(7) (Instr. 3, 4 and 5)  Date  Date	Alphabet Inc.  (First) (Middle) PHABET INC.  MPHITHEATRE PKWY  AIN CA 94043  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of Date (Month/Day/Year)  (Month/Day/Year)  Google Stock Units(1)  Google Stock Units(4)  Google Stock Units(5)  Capital Stock  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertib  2. Iransaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  A(2)  A(3)  A(3)  A(4)  A(2)  A(2)  A(3)  A(3)  A(4)  A(4)  A(5)  Code V Amount  A(6)  Comparison of Exercise Price of Date (Month/Day/Year)  A(6)  Conversion of Exercise Date (Month/Day/Year)  A(6)  Conversion of Exercise Date (Month/Day/Year)  A(7)  A(8)  A(1)  A(1)  A(2)  A(2)  A(3)  A(3)  A(3)  A(4)  A(4)  Transaction Date of Original Filed (Month/Day/Year)  A(6)  A(1)  Amount  A(1)  Amount  A(2)  A(3)  A(3)  A(3)  A(4)  A(4)  Transaction Date of Original Filed (Month/Day/Year)  A(3)  Amount  A(4)  A(4)  Transaction Date of Amount  A(4)  Transaction Date of Original Filed (Month/Day/Year)  A(3)  Amount  A(4)  A(4)  Transaction Date of Amount  A(4)  Transaction D	2. Issuer Name and Ticker or Trading Symbol Alphabet Inc. [GOOGL]	Canonic   Cano	Address of Reporting Person*  SSY_John L.    2. Issuer Name and Ticker or Trading Symbol	Address of Reporting Person'  SSY John L.    Company   C	Address of Reporting Person Say, John L.  (First) (Middle) (First) (Middle) (Triest) (Middle)	Address of Reporting Person's Say John L.    Circle   Control   C	Address of Reporting Person's Say John L.  2. Issuer Name and Ticker or Trading Symbol Alphabet Inc. [GOOGL]  (First) (Middle) (Slate) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Following (Month/Day/Year)  2. Transaction (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  2. Transaction (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  2. Transaction (Month/Day/Year) (Month/Day/Year)  2. Transaction (Month/Day/Year) (Month/Day/Year)  2. Transaction (Month/Day/Year)  2. Transaction (Month/Day/Year) (Month/Day/Year)  2. Transaction (Month/Day/Year)  3. Transaction (Month/Day/Year)  4. Securities Acquired (A) or (A) or (Price (Instr. 4))  3. Transaction (Month/Day/Year)  4. Securities Acquired (A) or (Month/Day/Year)  3. Transaction (Month/Day/Year)  4. Securities Acquired (Month/Day/Year)  3. Transaction (Month/Day/Year)  4. Securities (Month/Day/Year)  3. Transaction (Month/Day/Year)  4. Securities (Month/Day/Year)  5. Relationship of Reporting Person(S) to (Check all application (Month/Day/Year)  5. Amount of Securities (Month/Day/Year)  5. Amount of Securities (Month/Day/Year)  5. Amount of Month/Day/Year)  6. Amount (Month/Day/Year)  6. Amount (Month/Day/Year

## **Explanation of Responses:**

- 1. The Google Stock Units (GSUs) entitle the Reporting Person to receive one share of Alphabet Inc. Class C Capital Stock for each share underlying the GSU as GSU vests. 1/48 of GSUs will vest on the 25th day of each month following the grant date for 19 months and on the 1st day of each month for the following 29 months, subject to continued service on the Board on the applicable vesting dates.
- 3. 1/48th of GSUs vested on July 25, 2022 and an additional 1/48th of GSUs vests on the 25th day of each month thereafter, subject to continued service on the Board on the applicable vesting dates.
- 4. 1/48th of GSUs vested on July 25, 2023 and an additional 1/48th of GSUs vests on the 25th day of each month thereafter, subject to continued service on the Board on the applicable vesting dates.
- 5. 1/48 of GSUs will vest on the 25th day of each month following the grant date for 31 months and on the 1st day of each month for the following 17 months, subject to continued service on the Board on the applicable vesting dates.

/s/ Valentina Margulis, as Attorney-in-Fact for John L. **Hennessy** 

\*\* Signature of Reporting Person

07/11/2025

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.