

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 2.02. Results of Operations and Financial Condition.

On April 25, 2024, Alphabet Inc. (“Alphabet” or the “Company”) is issuing a press release and holding a conference call regarding its financial results for the quarter ended March 31, 2024. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

This information shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Alphabet is making reference to non-GAAP financial information in both the press release and the conference call. A reconciliation of these non-GAAP financial measures to the comparable GAAP financial measures is contained in the attached press release.

Item 8.01. Other Events.

On April 25, 2024, Alphabet’s Board of Directors approved the initiation of a cash dividend program, and declared a cash dividend of \$0.20 per share that will be paid on June 17, 2024, to stockholders of record as of June 10, 2024, on each of the Company’s Class A, Class B, and Class C shares. The Company intends to pay quarterly cash dividends in the future, subject to review and approval by the Company’s Board of Directors in its sole discretion.

On April 25, 2024, Alphabet’s Board of Directors also authorized the Company to repurchase up to an additional \$70.0 billion of the Company’s Class A and Class C shares.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release of Alphabet Inc. dated April 25, 2024
104	Cover Page Interactive Data File (formatted as inline XBRL)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: April 25, 2024

ALPHABET INC.

/s/ RUTH M. PORAT

Ruth M. Porat

President and Chief Investment Officer; Chief Financial Officer