

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

<b>1</b> Issuer's name  Google Inc.		<b>2</b> Issuer's employer identification number (EIN)  77-0493581	
<b>3</b> Name of contact for additional information  Jennifer Kirk	<b>4</b> Telephone No. of contact  650-214-5674	<b>5</b> Email address of contact  jenkirk@google.com	
<b>6</b> Number and street (or P.O. box if mail is not delivered to street address) of contact  1945 Charleston Rd.		<b>7</b> City, town, or post office, state, and Zip code of contact  Mountain View, CA 94043	
<b>8</b> Date of action  April 2, 2014		<b>9</b> Classification and description  Stock Dividend of New Class C Capital Stock	
<b>10</b> CUSIP number  38259P706 & 38259P508	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol  GOOG & GOOGL	<b>13</b> 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 ▶ Completion of a stock dividend of our new Class C Capital stock on a one-for-one basis for our outstanding common stock, with a record date of March 27, 2014 and a payment date of April 2, 2014. On April 3, 2014, the new Class C capital stock began trading on the NASDAQ Global Select Market under the original symbol GOOG and the Class A common stock began trading on the NASDAQ Global Select Market under the symbol GOOGL.

**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 original cost basis of a share of Class A common stock will be divided between the Class A share and the new Class C share on a pro-rated basis based on their respective fair market values on the first date of trading. As described below, 49.92% of the shareholders's original Class A cost basis would be allocated to GOOG and 50.08% would be allocated to GOOGL.

**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 ▶ The allocation of basis between GOOG and GOOGL reasonably can be based on the closing prices of GOOG and GOOGL on the NASDAQ Global Select Market. On April 3, 2014, the official closing trading prices of a share of GOOGL was \$571.50 and of a share of GOOG was \$569.74. Thus, the calculation representing the percentage of tax basis allocated to a share of GOOGL is :  $\$571.50/(\$571.50+\$569.74) = 50.08\%$ . The calculation representing the percentage of tax basis allocated to a shares of GOOG is :  $\$569.74/(\$571.50+\$569.74) = 49.92\%$ .

**Part II Organizational Action** (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶  
IRC Sections 305 (a) and 307 (a)

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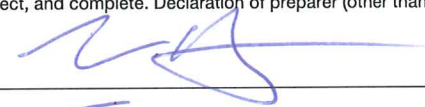
18 Can any resulting loss be recognized? ▶  
NO

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19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶  
The reportable tax year is 2014 for shareholders reporting taxable income on a calendar year basis.

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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.

**Sign Here**  
Signature ▶  Date ▶ 4/4/14  
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.