Google Inc. Form 4 November 05, 2007

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** 

**OMB** Number:

3235-0287

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Check this box

**SECURITIES** 

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

DOERR L JOHN

2. Issuer Name and Ticker or Trading Symbol

Google Inc. [GOOG]

3. Date of Earliest Transaction

(Month/Day/Year) 11/01/2007

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

10% Owner Other (specify

C/O KLEINER PERKINS CAUFIELD & BYERS, 2750 SAND

(Street)

(First)

(Middle)

**HILL ROAD** 

(Last)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_\_ Director

Officer (give title

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

MENLO PARK, CA 94025

(City)	(State)	(Zip) Tab	le 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. Transactic Code (Instr. 8)	omr Dispos (Instr. 3,	ed of (		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Class A Common Stock (3)	11/01/2007		C	42,350	A	\$ 0	42,350	D			
Class A Common Stock (3)	11/01/2007		S	89	D	\$ 712.59	42,261	D			
Class A Common Stock (3)	11/01/2007		S	229	D	\$ 712.58	42,032	D			
Class A	11/01/2007		S	2,346	D	\$ 712.5	39,686	D			

Common Stock (3)						
Class A Common Stock (3)	11/01/2007	S	2,575	D	\$ 711.5 37,111	D
Class A Common Stock (3)	11/01/2007	S	356	D	\$ 36,755	D
Class A Common Stock (3)	11/01/2007	S	5,238	D	\$ 710.5 31,517	D
Class A Common Stock (3)	11/01/2007	S	2,396	D	\$ 710.25 29,121	D
Class A Common Stock (3)	11/01/2007	S	2,665	D	\$ 710 26,456	D
Class A Common Stock (3)	11/01/2007	S	18	D	\$ 709.97 26,438	D
Class A Common Stock (3)	11/01/2007	S	89	D	\$ 709.91 26,349	D
Class A Common Stock (3)	11/01/2007	S	44	D	\$ 709.82 26,305	D
Class A Common Stock (3)	11/01/2007	S	408	D	\$ 709.78 25,897	D
Class A Common Stock (3)	11/01/2007	S	443	D	\$ 709.77 25,454	D
Class A Common Stock (3)	11/01/2007	S	89	D	\$ 709.74 25,365	D
Class A Common Stock (3)	11/01/2007	S	178	D	\$ 25,187	D
Class A Common Stock (3)	11/01/2007	S	266	D	\$ 709.72 24,921	D
Class A Common Stock (3)	11/01/2007	S	178	D	\$ 709.71 24,743	D

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Common 1 Stock (3)	11/01/2007	S	89	D	\$ 709.7	24,654	D	
Class A Common Stock (3)	11/01/2007	S	7	D	\$ 709.69	24,647	D	
Class A Common Stock (3)	11/01/2007	S	417	D	\$ 709.65	24,230	D	
Class A Common Stock (3)	11/01/2007	S	89	D	\$ 709.62	24,141	D	
Class A Common Stock (3)	11/01/2007	S	524	D	\$ 709.57	23,617	D	
Class A Common Stock (3)	11/01/2007	S	10,565	D	\$ 709.5	13,052	D	
Class A Common Stock (3)	11/01/2007	S	2,487	D	\$ 707	10,565	D	
Class A Common Stock (3)	11/01/2007	S	266	D	\$ 706.01	10,299	D	
Class A Common Stock (3)	11/01/2007	S	5,061	D	\$ 706	5,238	D	
Class A Common Stock						18,656	I	Chad A. Byers Trust
Class A Common Stock						1,172	I	Byers Trust Dtd 7/25/86
Class A Common Stock						18,656	I	Blake H. Byers Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: Google Inc. - Form 4

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. Transacti Code (Instr. 8)			Derivative Expiration Date Securities (Month/Day/Ye Acquired (A) or Disposed of (D) (Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	\$ 0	11/01/2007		C		42,350	(2)	<u>(1)</u>	Class A Common Stock	42,350
Class B Common Stock	\$ 0						(2)	<u>(1)</u>	Class A Common Stock	1,775,751
Class B Common Stock	\$ 0						(2)	<u>(1)</u>	Class A Common Stock	146,616
Class B Common Stock	\$ 0						(2)	<u>(1)</u>	Class A Common Stock	1,348

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
DOERR L JOHN C/O KLEINER PERKINS CAUFIELD & BYERS 2750 SAND HILL ROAD MENLO PARK, CA 94025	X					
Ciaracturas						

## **Signatures**

/s/ Rumit Kanakia, attorney-in-fact for L. John
Doerr 11/05/2007

\*\*Signature of Reporting Person

# **Explanation of Responses:**

- \* 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).

Date

- (1) There is no expiration date for the Issuer's Class B Common Stock.
- (2) There is no exercisable date for the Issuer's Class B Common Stock.
- (3) Each share of Class A Common Stock was issued upon the conversion of one share of Class B Common Stock at the election of Reporting Person.

#### **Remarks:**

Reporting Owners 4

### Edgar Filing: Google Inc. - Form 4

Form 4 Filing 2 of 2 (continuation report): Related transactions effected by the Reporting Person on October 23, 2007 are repo

\*\*\*All of the sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.\*\*\*

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