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Brown Sho Form 4 February 03											
FORM	ЛЛ								OMB AF	PROVAL	
	UNITED	STATES		RITIES ashingtor				OMMISSION	OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 Filed pursuant to			F CHAI	NGES IN SECU	Expires: Estimated a burden hour response	•					
obligati may con <i>See</i> Inst 1(b). (Print or Type	ntinue. Section 17(ruction			•	•	-	ny Act of .ct of 1940	1935 or Section			
1. Name and Brown Sho	Address of Reporting	Person <u>*</u>	Symbol	er Name ar e Inc. [G(or Trac		5. Relationship of I Issuer			
-				of Earliest '	Transaction	n		(Check all applicable)			
	GLE INC., 1600 IEATRE PARKW	'AY	(Month/ 02/01/2	Day/Year) 2010				Director X Officer (give t below) SVP E		Owner r (specify	
MOUNTA	^(Street) IN VIEW, CA 94	043		endment, I onth/Day/Ye	-	nal		6. Individual or Join Applicable Line) _X_ Form filed by Or Form filed by Mo Person	ne Reporting Per	rson	
(City)	(State)	(Zip)	Tał	ole I - Non-	-Derivativ	e Seci		iired, Disposed of,	or Beneficiall	v Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	on Date 2A. Deemed 3. 4. Securitie //Year) Execution Date, if Transaction Dispose any Code (Instr. 3, 4 (Month/Day/Year) (Instr. 8)				ties A sed of 4 and (A) or	cquired (A) (D) 5)	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	02/01/2010			M	Amount	(D) A	Price \$ 26	583	D		
Class A Common Stock	02/01/2010			S	71	D	\$ 534.612	5 512	D		
Class A Common Stock	02/01/2010			S	200	D	\$ 534.417	5 312	D		
Class A Common	02/01/2010			S	200	D	\$ 534.34	112	D		

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Stock							
Class A Common Stock	02/01/2010	S	100	D	\$ 534.195	12	D
Class A Common Stock	02/01/2010	S	12	D	\$ 534.16	0	D
Google Stock Unit						4,688	D

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

Persons who respond to the collection of	SEC 1474
information contained in this form are not	(9-02)
required to respond unless the form	
displays a currently valid OMB control	
number.	

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

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. Transactio Code (Instr. 8)	Deri Deri Secu Acqu (A) o Disp of (I	vative rities uired or osed D) r. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deri Secu (Inst
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option To Purchase Class A Common Stock	\$ 26	02/01/2010		М		583	<u>(2)</u>	04/01/2014	Class A Common Stock	583	
Option To Purchase Class A Common Stock	\$ 308.57						<u>(3)</u>	03/01/2017	Class A Common Stock	30,000	

Reporting Owners

Reporting Owner Name / Address	Relationships							
r of the term	Director	10% Owner	Officer	Other				
Brown Shona L C/O GOOGLE INC. 1600 AMPHITHEATRE PARKWAY MOUNTAIN VIEW, CA 94043			SVP Business Oper.					
Signatures								
/s/ Jonathan Frankel, attorney-in-fact fo Brown	or Shona l		02/03/2010					
**Signature of Reporting Person			Date					
Explanation of Doopou								

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).

The Google Stock Units ("GSUs") entitle the reporting person to receive one share of Google Inc.'s Class A Common Stock for each share underlying the GSU as the GSU vests. The GSUs vest as follows: 1/4th of the GSUs shall vest on the one-year grant date

- (1) share underlying the GSO as the GSO vests. The GSOs vest as follows. 1/4th of the GSOs share vest on the one-year grant date anniversary and 1/16th each quarter thereafter until the units are fully vested, subject to continued employment with Google on the applicable vesting dates.
- (2) The option vests and becomes exercisable as to 1/5th of the shares on April 1, 2006 and 1/60th of shares each month thereafter.
- (3) The option vests and becomes exercisable as described in the Form 4 filed by the Reporting Person on May 11, 2009.

Remarks:

***All of the sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Pers

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.