

Google Inc.
Form 4
December 04, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DOERR L JOHN

(Last) (First) (Middle)

C/O KLEINER PERKINS
CAUFIELD & BYERS, 2750 SAND
HILL ROAD

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Google Inc. [GOOG]

3. Date of Earliest Transaction
(Month/Day/Year)
12/03/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table 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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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)
			Code	V	Amount or Price		
Class A Common Stock ⁽¹⁾	12/03/2007		C		43,475 A \$ 0	43,475	D
Class A Common Stock ⁽¹⁾	12/03/2007		S		7,997 D \$ 694	35,478	D
Class A Common Stock ⁽¹⁾	12/03/2007		S		178 D \$ 692.51	35,300	D
Class A Common Stock ⁽¹⁾	12/03/2007		S		9,597 D \$ 692.5	25,703	D

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Common Stock ⁽¹⁾							
Class A Common Stock ⁽¹⁾	12/03/2007	S	2,844	D	\$ 691	22,859	D
Class A Common Stock ⁽¹⁾	12/03/2007	S	2,666	D	\$ 690	20,193	D
Class A Common Stock ⁽¹⁾	12/03/2007	S	2,666	D	\$ 689	17,527	D
Class A Common Stock ⁽¹⁾	12/03/2007	S	906	D	\$ 688.5	16,621	D
Class A Common Stock ⁽¹⁾	12/03/2007	S	178	D	\$ 688.2	16,443	D
Class A Common Stock ⁽¹⁾	12/03/2007	S	443	D	\$ 688.19	16,000	D
Class A Common Stock ⁽¹⁾	12/03/2007	S	90	D	\$ 688.16	15,910	D
Class A Common Stock ⁽¹⁾	12/03/2007	S	89	D	\$ 688.02	15,821	D
Class A Common Stock ⁽¹⁾	12/03/2007	S	89	D	\$ 688.01	15,732	D
Class A Common Stock ⁽¹⁾	12/03/2007	S	7,641	D	\$ 688	8,091	D
Class A Common Stock ⁽¹⁾	12/03/2007	S	89	D	\$ 687.05	8,002	D
Class A Common Stock ⁽¹⁾	12/03/2007	S	6,735	D	\$ 687	1,267	D
Class A Common Stock ⁽¹⁾	12/03/2007	S	89	D	\$ 686.51	1,178	D
Class A Common Stock ⁽¹⁾	12/03/2007	S	178	D	\$ 686.49	1,000	D

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Class A Common Stock <u>(1)</u>	12/03/2007	S	178	D	\$ 686.48	822	D	
Class A Common Stock <u>(1)</u>	12/03/2007	S	222	D	\$ 686.36	600	D	
Class A Common Stock <u>(1)</u>	12/03/2007	S	178	D	\$ 686.35	422	D	
Class A Common Stock <u>(1)</u>	12/03/2007	S	422	D	\$ 686.25	0	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)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	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	12/03/2007		C	43,475	<u>(2)</u>	<u>(3)</u>	Class A Common Stock	43,475
Class B Common Stock	\$ 0					<u>(2)</u>	<u>(3)</u>	Class A Common Stock	1,775,751

