

Google Inc.  
Form 4  
April 05, 2007

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
Brown Shona L

(Last) (First) (Middle)

C/O GOOGLE INC., 1600  
AMPHITHEATRE PARKWAY

(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/02/2007

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)  
VP Business Oper.

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  | (A) or (D)   | Price   |
| Class A Common Stock            | 04/02/2007                           |  | M                              |   | 583   | A  | \$ 26   |
| Class A Common Stock            | 04/02/2007                           |  | S                              |   | 83  | D  | \$ 468.84   |
| Class A Common Stock            | 04/02/2007                           |  | S                              |   | 100   | D  | \$ 468.85   |
| Class A Common                  | 04/02/2007                           |  | S                              |   | 100   | D  | \$ 300 468.88   |

Stock

Class A  
Common Stock 04/02/2007 S 200 D \$ 468.89 100 D

Class A  
Common Stock 04/02/2007 S 100 D \$ 468.9 0 D

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

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(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) |                |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title          | Amount or Number of Shares |
|  |  |                                      |  |                                |   | Code   | V (A) (D)   |                |                            |
| Option to Purchase Class A Common Stock    | \$ 9   |                                      |  |                                |   | 04/02/2007 <sup>(1)</sup>                                | 10/14/2013  | Class A Common | 15,267                     |
| Option to Purchase Class A Common Stock    | \$ 26  | 04/02/2007                           |  | M                              | 583   | 04/02/2007 <sup>(2)</sup>                                | 04/01/2014  | Class A Common | 583                        |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                   |       |
|----------------------------------|---------------|-----------|-------------------|-------|
|                                  | Director      | 10% Owner | Officer           | Other |
| Brown Shona L<br>C/O GOOGLE INC. |               |           | VP Business Oper. |       |

1600 AMPHITHEATRE PARKWAY  
MOUNTAIN VIEW, CA 94043

## Signatures

Alan Ku as Attorney-in-Fact for Shona  
Brown

04/04/2007

\_\_Signature of Reporting Person

Date

## 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).

(1) The option vests and becomes exercisable as to 1/4th of the shares on September 29, 2004 and 1/48th of shares each month thereafter.

(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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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