

Shriram Kavitar Ram  
 Form 4  
 November 03, 2010

**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 \*  
 Shriram Kavitar Ram

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/01/2010

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

C/O GOOGLE INC., 1600 AMPHITHEATRE PARKWAY

(Street)

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

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

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

**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 Ownership (Instr. 4)
				(A) or (D)	Price		
Class A Common Stock <sup>(1)</sup>	11/01/2010		S	150	D \$ 615.07	40,905	D
Class A Common Stock <sup>(1)</sup>	11/01/2010		S	11,253	D \$ 615	29,652	D
Class A Common Stock <sup>(1)</sup>	11/01/2010		S	22	D \$ 614.62	29,630	D
Class A Common	11/01/2010		S	9,957	D \$ 614.5	19,673	D

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Stock <sup>(1)</sup>							
Class A Common Stock <sup>(1)</sup>	11/01/2010	S	5,779	D	\$ 614	13,894	D
Class A Common Stock <sup>(1)</sup>	11/01/2010	S	76	D	\$ 613.86	13,818	D
Class A Common Stock <sup>(1)</sup>	11/01/2010	S	63	D	\$ 613.85	13,755	D
Class A Common Stock <sup>(1)</sup>	11/01/2010	S	114	D	\$ 613.84	13,641	D
Class A Common Stock <sup>(1)</sup>	11/01/2010	S	50	D	\$ 613.83	13,591	D
Class A Common Stock <sup>(1)</sup>	11/01/2010	S	250	D	\$ 613.82	13,341	D
Class A Common Stock <sup>(1)</sup>	11/01/2010	S	750	D	\$ 613.81	12,591	D
Class A Common Stock <sup>(1)</sup>	11/01/2010	S	50	D	\$ 613.8	12,541	D
Class A Common Stock <sup>(1)</sup>	11/01/2010	S	184	D	\$ 613.78	12,357	D
Class A Common Stock <sup>(1)</sup>	11/01/2010	S	50	D	\$ 613.73	12,307	D
Class A Common Stock <sup>(1)</sup>	11/01/2010	S	250	D	\$ 613.72	12,057	D
Class A Common Stock <sup>(1)</sup>	11/01/2010	S	826	D	\$ 613.71	11,231	D
Class A Common Stock <sup>(1)</sup>	11/01/2010	S	2,837	D	\$ 613.7	8,394	D
Class A Common Stock <sup>(1)</sup>	11/01/2010	S	1,000	D	\$ 613.5	7,394	D

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Class A Common Stock <sup>(1)</sup>	11/01/2010	S	2,500	D	\$ 613	4,894	D
Class A Common Stock <sup>(1)</sup>	11/01/2010	S	2,500	D	\$ 612.5	2,394	D
Class A Common Stock <sup>(1)</sup>	11/01/2010	S	2,000	D	\$ 612	394	D

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

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**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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

Shriram Kavitar Ram  
C/O GOOGLE INC.  
1600 AMPHITHEATRE PARKWAY  
MOUNTAIN VIEW, CA 94043

X

## Signatures

/s/ Patty Chang, attorney-in-fact for Kavitar Ram  
Shriram

11/03/2010

\_\_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) Each share of Class A Common Stock issued upon conversion of one share of Class B Common Stock at election of reporting person.

### Remarks:

This form is two of four Form 4s filed on November 3, 2010 for transactions effected by the Reporting Person on November 1

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.