

Google Inc.
Form 4
September 12, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
Page Lawrence

(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)
09/11/2014

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)

Chief Executive Officer

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 C Capital Stock ⁽¹⁾	09/11/2014		S		\$ 577.1172 (2)	D	
Class C Capital Stock ⁽¹⁾	09/11/2014		S		\$ 578.2501 (3)	D	
Class C Capital Stock ⁽¹⁾	09/11/2014		S		\$ 579.3359 (4)	D	
Class C Capital	09/11/2014		S		\$ 23,107,824 580.4524	D	

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Stock ⁽¹⁾					⁽⁵⁾		
Class C Capital Stock ⁽¹⁾	09/11/2014	S	4,244	D	\$ 581.1576	23,103,580	D
Class A Common Stock ⁽⁷⁾	09/11/2014	C	16,666	A	\$ 0	16,666	D
Class A Common Stock	09/11/2014	S	1,027	D	\$ 586.8187	15,639	D
Class A Common Stock	09/11/2014	S	2,405	D	\$ 587.8376	13,234	D
Class A Common Stock	09/11/2014	S	1,623	D	\$ 589.0227	11,611	D
Class A Common Stock	09/11/2014	S	4,885	D	\$ 590.1238	6,726	D
Class A Common Stock	09/11/2014	S	6,726	D	\$ 590.9899	0	D
Class C Capital Stock ⁽¹⁾	09/12/2014	S	3,975	D	\$ 575.3296	23,099,605	D
Class C Capital Stock ⁽¹⁾	09/12/2014	S	3,941	D	\$ 576.0379	23,095,664	D
Class C Capital Stock ⁽¹⁾	09/12/2014	S	2,340	D	\$ 577.2303	23,093,324	D
Class C Capital Stock ⁽¹⁾	09/12/2014	S	4,869	D	\$ 578.2462	23,088,455	D
Class C Capital Stock ⁽¹⁾	09/12/2014	S	900	D	\$ 579.3487	23,087,555	D
Class C Capital Stock ⁽¹⁾	09/12/2014	S	445	D	\$ 580.3088	23,087,110	D
Class C Capital Stock ⁽¹⁾	09/12/2014	S	200	D	\$ 581.04	23,086,910	D

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Class A Common Stock <u>(7)</u>	09/12/2014	C	16,670	A	\$ 0	16,670	D
Class A Common Stock	09/12/2014	S	2,960	D	\$ 584.055 <u>(20)</u>	13,710	D
Class A Common Stock	09/12/2014	S	4,688	D	\$ 584.9719 <u>(21)</u>	9,022	D
Class A Common Stock	09/12/2014	S	1,341	D	\$ 586.154 <u>(22)</u>	7,681	D
Class A Common Stock	09/12/2014	S	1,997	D	\$ 587.096 <u>(23)</u>	5,684	D
Class A Common Stock	09/12/2014	S	4,853	D	\$ 588.0792 <u>(24)</u>	831	D
Class A Common Stock	09/12/2014	S	500	D	\$ 589.7749 <u>(25)</u>	331	D
Class A Common Stock	09/12/2014	S	331	D	\$ 590.898 <u>(26)</u>	0	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. P... Der... Sec... (Ins...	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common	\$ 0	09/11/2014		C	16,666	<u>(27)</u>	<u>(28)</u>	Class A Common	16,666

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- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$589.54 to \$590.53, inclusive.
- (12) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$590.61 to \$591.60, inclusive.
 - (13) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$574.73 to \$575.72, inclusive.
 - (14) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$575.73 to \$576.72, inclusive.
 - (15) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$576.74 to \$577.73, inclusive.
 - (16) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$577.79 to \$580.78, inclusive.
 - (17) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$578.90 to \$580.89, inclusive.
 - (18) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$580.02 to \$581.01, inclusive.
 - (19) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$581.04 to \$582.03, inclusive.
 - (20) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$583.59 to \$584.58, inclusive.
 - (21) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$584.60 to \$585.59, inclusive.
 - (22) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$585.60 to \$586.59, inclusive.
 - (23) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$586.67 to \$587.66, inclusive.
 - (24) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$587.67 to \$588.66, inclusive.
 - (25) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$589.54 to \$590.53, inclusive.
 - (26) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$590.57 to \$591.56, inclusive.
 - (27) All shares are exercisable as of the transaction date.
 - (28) There is no expiration date for the Issuer's Class B Common Stock.

Remarks:

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

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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