

Google Inc.
Form 4
November 14, 2014

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
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)
11/13/2014

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⁾	11/13/2014		S		\$ 544.3718 ⁽²⁾	D	
Class C Capital Stock ⁽¹⁾	11/13/2014		S		\$ 545.4063 ⁽³⁾	D	
Class C Capital Stock ⁽¹⁾	11/13/2014		S		\$ 546.343 ⁽⁴⁾	D	
Class C Capital	11/13/2014		S		\$ 547.8298	D	

Edgar Filing: Google Inc. - Form 4

Stock ⁽¹⁾					⁽⁵⁾		
Class C Capital Stock ⁽¹⁾	11/13/2014	S	1,983	D	\$ 548.4597	22,936,912	D
Class A Common Stock ⁽⁷⁾	11/13/2014	C	16,666	A	\$ 0	206,666	D
Class A Common Stock ⁽⁷⁾	11/13/2014	S	2,731	D	\$ 554.9519	203,935	D
Class A Common Stock ⁽⁷⁾	11/13/2014	S	4,707	D	\$ 555.7802	199,228	D
Class A Common Stock ⁽⁷⁾	11/13/2014	S	3,304	D	\$ 556.7763	195,924	D
Class A Common Stock ⁽⁷⁾	11/13/2014	S	4,323	D	\$ 559.0788	191,601	D
Class A Common Stock ⁽⁷⁾	11/13/2014	S	1,601	D	\$ 559.655	190,000	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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)	8. P... Der... Sec... (Ins...)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	\$ 0	11/13/2014		C	16,666	⁽¹³⁾	⁽¹⁴⁾	Class A Common Stock	16,666

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Page Lawrence C/O GOOGLE INC. 1600 AMPHITHEATRE PARKWAY MOUNTAIN VIEW, CA 94043	X	X	Chief Executive Officer	

Signatures

/s/ Valentina Margulis as attorney-in-fact for Lawrence

11/14/2014

Page

**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) This stock was received by the Reporting Person pursuant to a stock dividend declared by Google Inc. on January 29, 2014. As a result of the dividend, all holders of record of Class A Common Stock and Class B Common Stock on March 27, 2014 received on April 2, 2014 one share of Class C Capital Stock for each share of Class A Common Stock outstanding and one share of Class C Capital Stock for each share of Class B Common Stock outstanding.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$543.93 to \$544.92, inclusive. The reporting person undertakes to provide to any security holder of Google Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (2) through (6) and (8) through (12) to this Form 4.

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$544.94 to \$545.93, inclusive.

(4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$545.94 to \$546.93, inclusive.

(5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$547.21 to \$548.20, inclusive.

(6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$548.23 to \$549.22, inclusive.

(7) Each share of Class A Common Stock was issued upon the conversion of one share of Class B Common Stock at the election of Reporting Person.

(8) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$554.34 to \$555.33, inclusive.

(9) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$555.34 to \$556.33, inclusive.

(10) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$556.37 to \$557.36, inclusive.

(11) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$558.41 to \$559.40, inclusive.

(12) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$559.41 to \$560.40, inclusive.

(13) All shares are exercisable as of the transaction date.

(14) There is no expiration date for the Issuer's Class B Common Stock.

Edgar Filing: Google Inc. - Form 4

Remarks:

All of the 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.

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. one;border-bottom:solid windowtext .5pt;padding:3.0pt 3.0pt 3.0pt 3.0pt;width:81.22%;">

Sole Voting Power
127,272.64

6.

Shared Voting Power
0

7.

Sole Dispositive Power
127,272.64

8.

Shared Dispositive Power
0

9.

Aggregate Amount Beneficially Owned by Each Reporting Person
127,272.64

10.

Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11.

Explanation of Responses:

Edgar Filing: Google Inc. - Form 4

Percent of Class Represented by Amount in Row (9)
0.2%*

12.

Type of Reporting Person (See Instructions)
CO

*Based upon 65,990,109 shares outstanding as of April 8, 2004.

Edgar Filing: Google Inc. - Form 4

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)
Inland Real Estate Investment Corporation (FEIN: 36-3337999)

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization
Delaware corporation

5. Sole Voting Power
6,065,454.36

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6. Shared Voting Power
0

7. Sole Dispositive Power
6,065,454.36

8. Shared Dispositive Power
0

9. Aggregate Amount Beneficially Owned by Each Reporting Person
6,065,454.36

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
9.2%*

12. Type of Reporting Person (See Instructions)
CO

*Based upon 65,990,109 shares outstanding as of April 8, 2004.

Edgar Filing: Google Inc. - Form 4

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)
Partnership Ownership Corporation (FEIN: 36-4043779)

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization
Delaware corporation

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

5. Sole Voting Power
109,676.88

6. Shared Voting Power
0

7. Sole Dispositive Power
109,676.88

8. Shared Dispositive Power
0

9. Aggregate Amount Beneficially Owned by Each Reporting Person
109,676.88

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)
0.2%*

12. Type of Reporting Person (See Instructions)
CO

*Based upon 65,990,109 shares outstanding as of April 8, 2004.

Edgar Filing: Google Inc. - Form 4

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)
Daniel L. Goodwin
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a)
(b)
3. SEC Use Only
4. Citizenship or Place of Organization
U.S. Citizen
- | | | |
|---|----|--|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 5. | Sole Voting Power
45,754.97 |
| | 6. | Shared Voting Power
6,311,493.88 |
| | 7. | Sole Dispositive Power
45,754.97 |
| | 8. | Shared Dispositive Power
6,311,493.88 |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
6,357,248.88
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
9.6%*
12. Type of Reporting Person (See Instructions)
IN

*Based upon 65,990,109 shares outstanding as of April 8, 2004.

Edgar Filing: Google Inc. - Form 4

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)
The Inland Property Management Group, Inc. (FEIN: 36-3441599)
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a)
(b)
3. SEC Use Only
4. Citizenship or Place of Organization
Delaware corporation
- | | | |
|---|----|-------------------------------|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 5. | Sole Voting Power
0 |
| | 6. | Shared Voting Power
0 |
| | 7. | Sole Dispositive Power
0 |
| | 8. | Shared Dispositive Power
0 |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
0
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
0.0%
12. Type of Reporting Person (See Instructions)
CO

Edgar Filing: Google Inc. - Form 4

Item 1.

- (a) Name of Issuer
Inland Real Estate Corporation
- (b) Address of Issuer's Principal Executive Offices
2901 Butterfield Road
Oak Brook, Illinois 60523

Item 2.

- (a) Name of Person Filing
See Item 2(c) below.
- (b) Address of Principal Business Office or, if none, Residence
See Item 2(c) below.
- (c) Citizenship
The Inland Group, Inc.
2901 Butterfield Road
Oak Brook, Illinois 60523
Delaware corporation
Inland Mortgage Investment Corporation
2901 Butterfield Road
Oak Brook, Illinois 60523
Illinois corporation
Inland Real Estate Investment Corporation
2901 Butterfield Road
Oak Brook, Illinois 60523
Delaware corporation
Partnership Ownership Corporation
2901 Butterfield Road
Oak Brook, Illinois 60523
Delaware corporation
Daniel L. Goodwin
2901 Butterfield Road
Oak Brook, Illinois 60523
U.S. Citizen
The Inland Property Management Group, Inc.
2901 Butterfield Road
Oak Brook, Illinois 60523
Delaware corporation
- (d) Title of Class of Securities
Common Stock, par value \$0.01 per share
- (e) CUSIP Number
457461 10 1

Item 3.

- If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**
- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
 - (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
 - (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
 - (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).
 - (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
 - (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
 - (g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
 - (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
 - (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of

Edgar Filing: Google Inc. - Form 4

(j) o 1940 (15 U.S.C. 80a-3);
Group, in accordance with §240.13d-1(b)(1)(ii)(J).
8

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

The Inland Group, Inc.	9,090.00
Inland Mortgage Investment Corporation	127,272.64
Inland Real Estate Investment Corporation	6,065,454.36
Partnership Ownership Corporation	109,676.88
Daniel L. Goodwin	6,357,248.85*
The Inland Property Management Group, Inc.	0.00

*Includes 9,090.00 shares, 127,272.64 shares, 6,065,454.36, and 109,676.88 shares of our common stock owned by The Inland Group, Inc., Inland Mortgage Investment Corporation, Inland Real Estate Investment Corporation and Partnership Ownership Corporation, respectively. The latter three entities are indirect wholly-owned subsidiaries of The Inland Group, Inc. Daniel L. Goodwin is the controlling shareholder of The Inland Group, Inc.

(b) Percent of class:

The Inland Group, Inc.	0.01%*
Inland Mortgage Investment Corporation	0.2%*
Inland Real Estate Investment Corporation	9.2%*
Partnership Ownership Corporation	0.2%*
Daniel L. Goodwin	9.6%*
The Inland Property Management Group, Inc.	0.0%

*In each case, the percentage of class is based on 65,990,109 shares outstanding as of April 8, 2004.

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote

The Inland Group, Inc.	9,090.00
Inland Mortgage Investment Corporation	127,272.64
Inland Real Estate Investment Corporation	6,065,454.36
Partnership Ownership Corporation	109,676.88
Daniel L. Goodwin	45,754.97
The Inland Property Management Group, Inc.	0.00

(ii) Shared power to vote or to direct the vote

Edgar Filing: Google Inc. - Form 4

Daniel L. Goodwin

6,311,493.88*

*Comprised of 9,090.00 shares, 127,272.64 shares, 6,065,454.36, and 109,676.88 shares of our common stock owned by The Inland Group, Inc., Inland Mortgage Investment Corporation, Inland Real Estate Investment Corporation and Partnership Ownership Corporation, respectively. The latter three entities are indirect wholly-owned subsidiaries of The Inland Group, Inc. Daniel L. Goodwin is the controlling shareholder of The Inland Group, Inc.

(iii) Sole power to dispose or to direct the disposition of

The Inland Group, Inc.	9,090.00
Inland Mortgage Investment Corporation	127,272.64
Inland Real Estate Investment Corporation	6,065,454.36
Partnership Ownership Corporation	109,676.88
Daniel L. Goodwin	45,754.97
The Inland Property Management Group, Inc.	0.00

(iv) Shared power to dispose or to direct the disposition of

Daniel L. Goodwin

6,311,493.88*

*Comprised of 9,090.00 shares, 127,272.64 shares, 6,065,454.36, and 109,676.88 shares of our common stock owned by The Inland Group, Inc., Inland Mortgage Investment Corporation, Inland Real Estate Investment Corporation and Partnership Ownership Corporation, respectively. The latter three entities are indirect wholly-owned subsidiaries of The Inland Group, Inc. Daniel L. Goodwin is the controlling shareholder of The Inland Group, Inc.

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

As of the date hereof, The Inland Property Management Group, Inc. no longer owns shares of Inland Real Estate Corporation. Inland Property Management Group, Inc. previously reported percentage ownership of 5.5%. In addition, the percentage ownership previously reported by The Inland Group, Inc. (9.7%) has been reduced to 0.01%.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

See Exhibit 1.

Item 8. Identification and Classification of Members of the Group

See Exhibit 2.

Item 9. Notice of Dissolution of Group

See Exhibit 3.

Item 10. Certification

The following certification shall be included if the statement is filed pursuant to §240.13d-1(c):

Edgar Filing: Google Inc. - Form 4

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participation in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

THE INLAND GROUP, INC.

By: /s/ Alan Kremin
Name: Alan Kremin
Title: Treasurer
Date: April 26, 2004

INLAND MORTGAGE INVESTMENT CORPORATION

By: /s/ Raymond Petersen
Name: Raymond Petersen
Title: President
Date: April 26, 2004

INLAND REAL ESTATE INVESTMENT CORPORATION

By: /s/ Brenda Gujral
Name: Brenda Gujral
Title: President
Date: April 26, 2004

PARTNERSHIP OWNERSHIP CORPORATION

By: /s/ Ulana Horalewskyj
Name: Ulana Horalewskyj
Title: President
Date: April 26, 2004

DANIEL L. GOODWIN

By: /s/ Daniel L. Goodwin
Name: Daniel L. Goodwin
Title: Self
Date: April 26, 2004

THE INLAND PROPERTY MANAGEMENT GROUP, INC.

By: /s/ Alan Kremin
Name: Alan Kremin
Title: Treasurer
Date: April 26, 2004

EXHIBITS

Exhibit 1

Each of Inland Mortgage Investment Corporation, Inland Real Estate Investment Corporation and Partnership Ownership Corporation is an indirect wholly-owned subsidiary of The Inland Group, Inc. Daniel L. Goodwin is the controlling shareholder of The Inland Group, Inc.

Exhibit 2

Each of Inland Mortgage Investment Corporation, Inland Real Estate Investment Corporation and Partnership Ownership Corporation is an indirect wholly-owned subsidiary of The Inland Group, Inc. and are members of a group for purposes of filing this Schedule 13G/A. Daniel L. Goodwin is the controlling shareholder of The Inland Group, Inc.

Exhibit 3

As of the date hereof, The Inland Property Management Group, Inc. no longer owns shares of Inland Real Estate Corporation. Inland Property Management Group, Inc. previously reported percentage ownership of 5.5%. As such, The Inland Property Management Group, Inc. is not considered part of a group for purposes of filing this Schedule 13G/A.