

Shriram Kavitar Ram
 Form 4
 November 03, 2010

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

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

(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)
 11/01/2010

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 Ownership (Instr. 4) |
|-------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V Amount (A) or (D) Price | | | |
| Class A Common Stock | 11/01/2010 | | G | V 75,000 D \$ 0 75,000 | | I | By Trust 3 |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | | G | V 75,000 A \$ 0 75,394 | | D | |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | | S | 2,850 D \$ 620.5 72,544 | | D | |
| Class A Common | 11/01/2010 | | S | 1,600 D \$ 70,944 619.95 | | D | |

Edgar Filing: Shriram Kavitarak Ram - Form 4

| | | | | | | | |
|---|------------|---|-------|---|--------------|--------|---|
| Stock ⁽¹⁾ | | | | | | | |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 5,440 | D | \$ 619.06 | 65,504 | D |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 1,273 | D | \$ 619.04 | 64,231 | D |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 1,006 | D | \$ 619 | 63,225 | D |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 2,001 | D | \$ 617.75 | 61,224 | D |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 1,850 | D | \$ 617 | 59,374 | D |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 50 | D | \$ 616.66 | 59,324 | D |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 50 | D | \$ 616.65 | 59,274 | D |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 50 | D | \$ 616.62 | 59,224 | D |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 1,700 | D | \$ 616.61 | 57,524 | D |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 52 | D | \$ 616.59 | 57,472 | D |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 186 | D | \$ 616.57 | 57,286 | D |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 100 | D | \$ 616.52 | 57,186 | D |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 49 | D | \$ 616.51 | 57,137 | D |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 2,764 | D | \$ 616.5 | 54,373 | D |

Edgar Filing: Shriram Kavitar Ram - Form 4

| | | | | | | | | |
|---|------------|---|-------|---|-----------|---------|---|------------------------|
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 1,600 | D | \$ 616 | 52,773 | D | |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 2,048 | D | \$ 615.75 | 50,725 | D | |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 100 | D | \$ 615.48 | 50,625 | D | |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 338 | D | \$ 615.44 | 50,287 | D | |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 100 | D | \$ 615.42 | 50,187 | D | |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 7,482 | D | \$ 615.4 | 42,705 | D | |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 1,600 | D | \$ 615.25 | 41,105 | D | |
| Class A Common Stock ⁽¹⁾ | 11/01/2010 | S | 50 | D | \$ 615.09 | 41,055 | D | |
| Class A Common Stock | | | | | | 16,884 | I | By Limited Partnership |
| Class A Common Stock | | | | | | 250,000 | I | By Trust 5 |
| Class A Common Stock | | | | | | 250,000 | I | By Trust 6 |

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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying | 8. Price of Derivative Security | 9. Number of Derivative Securities |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|------------------------------------|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|------------------------------------|

Edgar Filing: Shriram Kavitar Ram - Form 4

| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Securities (Instr. 3 and 4) | (Instr. 5) | Beneficial Ownership Following Reported Transaction (Instr. 5) |
|------------|------------------------------------|------------------|------------|---|--------------------------------|------------|---|
| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

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 one of four Form 4s filed on November 3, 2010 for transactions effected by the Reporting Person on November 1 2010.
 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.