Google Inc. Form 4 August 27, 2 FORN Check th if no lon subject to Section Form 4 Form 5 obligation may con <i>See</i> Instu 1(b).	<b>A 4</b> UNITED S his box loger to 16. or Data box Section 17(a	ENT OF C uant to Sect ) of the Pub	Washington HANGES IN SECU	n, D.C. 20 N BENEH RITIES the Securi	0 <b>549</b> FICIA ities H mpan	AL OWI Exchange y Act of	COMMISSION NERSHIP OF e Act of 1934, 1935 or Sectior 0	OMB Number: Expires: Estimated a burden hou response	0
(Print or Type	Responses)								
1. Name and A HENNESS	Address of Reporting P Y JOHN L	Syı	. Issuer Name <b>a</b> mbol pogle Inc. [G		r Tradi	ing	5. Relationship of Issuer (Check	Reporting Pers	
(Month/E			8/23/2007 -				X Director		Owner
			If Amendment, I ed(Month/Day/Ye	-	al		<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> <li>Person</li> </ul>		
(City)	(State) (2	Zip)	Table I - Non	-Derivative	Secu	rities Acq	uired, Disposed of,	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)		Execution Da any	3. te, if Transact Code Year) (Instr. 8)	4. Secur ior(A) or D (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A			Code	Amount		Price	(Instr. 3 and 4)		
Class A Common Stock (4)	08/23/2007		С	200	А	\$0	200	D	
Class A Common Stock (4)	08/23/2007		S	20	D	\$ 507.19	180	D	
Class A Common Stock (4)	08/23/2007		S	20	D	\$ 507.85	160	D	
Class A Common	08/23/2007		S	20	D	\$ 507.95	140	D	

Stock (4)

Class A Common Stock (4)	08/23/2007	S	20	D	\$ 508.01	120	D	
Class A Common Stock (4)	08/23/2007	S	20	D	\$ 507.4	100	D	
Class A Common Stock (4)	08/23/2007	S	20	D	\$ 509.04	80	D	
Class A Common Stock (4)	08/23/2007	S	20	D	\$ 510.54	60	D	
Class A Common Stock (4)	08/23/2007	S	20	D	\$ 511	40	D	
Class A Common Stock (4)	08/23/2007	S	3	D	\$ 513.6	37	D	
Class A Common Stock (4)	08/23/2007	S	17	D	\$ 513.66	20	D	
Class A Common Stock (4)	08/23/2007	S	20	D	\$ 516.13	0	D	
Class A Common Stock						4,908	I	By Trust

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	De
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Se
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities			(In
	Derivative				Acquired			
	Security				(A) or			
					Disposed of			
					(D)			
					(Instr. 3, 4,			

and	5)

			Code	V (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option To Purchase Class B Common Stock	\$ 20	08/23/2007	М		200	<u>(1)</u>	04/28/2014	Class B Common Stock	200
Class B Common Stock	\$ 0	08/23/2007	М	200		(3)	(2)	Class A Common Stock	200
Class B Common Stock	\$ 0	08/23/2007	C		200	(3)	(2)	Class A Common Stock	200

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>				
	Director	10% Owner	Officer	Other
HENNESSY JOHN L C/O GOOGLE INC. 1600 AMPHITHEATRE PARKWAY MOUNTAIN VIEW, CA 94043	Х			
Signatures				
/s/ Rumit Kanakia, attorney-in-fact for	John L.		08/27/	2007

Hennessy

\*\*Signature of Reporting Person

# **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).

Date

- (1) The option vests and becomes exercisable as to 1/5th of the shares on March 18, 2005 and 1/60th of shares each month thereafter.
- (2) There is no expiration date for the Issuer's Class B Common Stock.
- (3) All shares are exercisable as of the transaction date.
- (4) 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.

#### **Remarks:**

\*\*\*All of the sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.\*\*\* 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.