

Google Inc.  
Form 4  
November 20, 2007

# FORM 4

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

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

### OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
OTELLINI PAUL S

(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)  
11/16/2007

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<br>Security<br>(Instr. 3)     | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|-------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------|
|                                           |                                         |                                                             | Code                                    | V                                                                       | Amount<br>or<br>(D)<br>Price                                                                                       |                                                                         |                                                                                |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007                              |                                                             | C                                       |                                                                         | 10,000 A \$ 0                                                                                                      | 10,000                                                                  | D                                                                              |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007                              |                                                             | S                                       |                                                                         | 500 D \$ 630.62                                                                                                    | 9,500                                                                   | D                                                                              |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007                              |                                                             | S                                       |                                                                         | 200 D \$ 630.46                                                                                                    | 9,300                                                                   | D                                                                              |
| Class A<br>Common                         | 11/16/2007                              |                                                             | S                                       |                                                                         | 400 D \$ 630.45                                                                                                    | 8,900                                                                   | D                                                                              |

Edgar Filing: Google Inc. - Form 4

Stock <sup>(4)</sup>

|                                           |            |   |       |   |              |       |   |
|-------------------------------------------|------------|---|-------|---|--------------|-------|---|
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 500   | D | \$<br>629.67 | 8,400 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 200   | D | \$<br>629.66 | 8,200 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 118   | D | \$ 629.6     | 8,082 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 82    | D | \$<br>629.59 | 8,000 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 200   | D | \$<br>629.41 | 7,800 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 300   | D | \$<br>629.35 | 7,500 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 100   | D | \$<br>629.27 | 7,400 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 100   | D | \$<br>629.01 | 7,300 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 300   | D | \$ 629       | 7,000 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 500   | D | \$<br>628.98 | 6,500 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 1,400 | D | \$<br>628.92 | 5,100 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 400   | D | \$<br>628.91 | 4,700 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 200   | D | \$<br>628.87 | 4,500 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 200   | D | \$<br>628.86 | 4,300 | D |

Edgar Filing: Google Inc. - Form 4

|                                           |            |   |     |   |              |       |   |
|-------------------------------------------|------------|---|-----|---|--------------|-------|---|
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 100 | D | \$<br>628.81 | 4,200 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 100 | D | \$ 628.8     | 4,100 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 52  | D | \$ 628.6     | 4,048 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 248 | D | \$<br>628.46 | 3,800 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 200 | D | \$<br>628.45 | 3,600 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 100 | D | \$<br>628.44 | 3,500 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 152 | D | \$<br>628.41 | 3,348 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 10  | D | \$<br>628.37 | 3,338 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 48  | D | \$<br>628.35 | 3,290 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 100 | D | \$<br>628.32 | 3,190 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 200 | D | \$<br>628.31 | 2,990 | D |
| Class A<br>Common<br>Stock <sup>(4)</sup> | 11/16/2007 | S | 300 | D | \$<br>628.29 | 2,690 | 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)

# Edgar Filing: Google Inc. - Form 4

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)    | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |
|--------------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------|
|                                                        |                                                                       |                                         |                                                             | Code V (A) (D)                          |                                                                                                        | Date<br>Exercisable Expiration<br>Date                         | Title Amount<br>or<br>Number<br>of Shares                      |
| Class B<br>Common<br>Stock                             | \$ 0                                                                  | 11/16/2007                              |                                                             | M                                       | 10,000                                                                                                 | (2) (1)                                                        | Class A<br>Common<br>Stock 10,0                                |
| Option<br>To<br>Purchase<br>Class B<br>Common<br>Stock | \$ 35                                                                 | 11/16/2007                              |                                                             | M                                       | 10,000                                                                                                 | (3) 04/28/2014                                                 | Class B<br>Common<br>Stock 10,0                                |
| Class B<br>Common<br>Stock                             | \$ 0                                                                  | 11/16/2007                              |                                                             | C                                       | 10,000                                                                                                 | (2) (1)                                                        | Class A<br>Common<br>Stock 10,0                                |

## Reporting Owners

| Reporting Owner Name / Address                                                             | Relationships                    |
|--------------------------------------------------------------------------------------------|----------------------------------|
|                                                                                            | Director 10% Owner Officer Other |
| OTELLINI PAUL S<br>C/O GOOGLE INC.<br>1600 AMPHITHEATRE PARKWAY<br>MOUNTAIN VIEW, CA 94043 | X                                |

## Signatures

/s/ Rumit Kanakia as attorney-in-fact for Paul S  
Otellini 11/20/2007

\_\_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) There is no expiration date for the Issuer's Class B Common Stock.
- (2) There is no exercisable date for the Issuer's Class B Common Stock.
- (3) Option vests at a rate of 1/5th per year, 1/60th per month until the option fully vests, with a vesting start date of April 28, 2004.
- (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.

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.