

Google Inc.
Form 4
May 08, 2015

FORM 4

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

OMB APPROVAL

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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 *
PICHETTE PATRICK

(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)
05/06/2015

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)
SVP & Chief Financial 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)	
				(A) or (D)	Price			
				Code	V	Amount		
Class C Capital Stock	05/06/2015		M	610	A	\$ 0	941	D
Class A Common Stock	05/06/2015		M	610	A	\$ 0	941	D
Class A Common Stock	05/06/2015		S	610	D	\$ 543.19	331	D
Class C Capital	05/06/2015		S	610	D	\$ 531.24	331	D

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Stock								
Class C Google Stock Unit <u>(1)</u>	05/06/2015	<u>F(2)</u>	160	D	\$ 530.8	2,281	D	
Class C Google Stock Unit <u>(1)</u>	05/06/2015	<u>C(3)</u>	145	D	\$ 0	2,136	D	
Class C Capital Stock	05/06/2015	<u>C(3)</u>	145	A	\$ 0	476	D	
Class A Google Stock Unit <u>(4)</u>	05/06/2015	<u>F(2)</u>	160	D	\$ 543.05	2,281	D	
Class A Google Stock Unit <u>(4)</u>	05/06/2015	<u>C(3)</u>	145	D	\$ 0	2,136	D	
Class A Common Stock	05/06/2015	<u>C(3)</u>	145	A	\$ 0	476	D	
Class C Capital Stock						5,259 <u>(5)</u>	I	By The Bay Meadow L.P.
Class A Common Stock						5,245	I	By The Bay Meadow L.P.
Class C Google Stock Unit <u>(6)</u>						30,259	D	
Class C Google Stock Unit <u>(7)</u>						70,788	D	
Class A Google Stock Unit <u>(8)</u>						30,259	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. Amount or Number of Shares
Option to Purchase Class C Capital Stock ⁽⁹⁾	\$ 286.5159	05/06/2015		M	610	⁽¹⁰⁾ 04/06/2021	Class C Capital Stock	610
Option To Purchase Class A Common Stock ⁽⁹⁾	\$ 287.6642	05/06/2015		M	610	⁽¹⁰⁾ 04/06/2021	Class A Common Stock	610
Option to Purchase Class C Capital Stock ⁽¹¹⁾	\$ 316.9399					04/25/2016 04/04/2022	Class C Capital Stock	60,517
Option To Purchase Class A Common Stock ⁽¹¹⁾	\$ 318.2102					04/25/2016 04/04/2022	Class A Common Stock	60,517

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

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