

Google Inc.  
Form 4  
February 05, 2014

**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 \*  
Brin Sergey

(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)  
02/04/2014

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)  
Co-Founder

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 (D)	Price	
Class A Common Stock <sup>(1)</sup>	02/04/2014		C		83,334	A \$ 0	158,334 D
Class A Common Stock <sup>(1)</sup>	02/04/2014		S		1,300	D \$ 1,137.1715	157,034 D
Class A Common Stock <sup>(1)</sup>	02/04/2014		S		3,572	D \$ 1,138.5191	153,462 D
Class A Common	02/04/2014		S		5,004	D \$ 1,139.3806	148,458 D

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Stock <sup>(1)</sup>					<sup>(4)</sup>		
Class A					\$		
Common Stock <sup>(1)</sup>	02/04/2014	S	13,823	D	<u>1,140.4554</u>	134,635	D
Class A					\$		
Common Stock <sup>(1)</sup>	02/04/2014	S	5,222	D	<u>1,141.3314</u>	129,413	D
Class A					\$		
Common Stock <sup>(1)</sup>	02/04/2014	S	3,350	D	<u>\$ 1,142.494</u>	126,063	D
Class A					\$		
Common Stock <sup>(1)</sup>	02/04/2014	S	3,585	D	<u>\$ 1,143.45</u>	122,478	D
Class A					\$		
Common Stock <sup>(1)</sup>	02/04/2014	S	7,268	D	<u>1,144.5255</u>	115,210	D
Class A					\$		
Common Stock <sup>(1)</sup>	02/04/2014	S	4,426	D	<u>1,145.3994</u>	110,784	D
Class A					\$		
Common Stock <sup>(1)</sup>	02/04/2014	S	4,632	D	<u>\$ 1,146.488</u>	106,152	D
Class A					\$		
Common Stock <sup>(1)</sup>	02/04/2014	S	7,393	D	<u>1,147.3683</u>	98,759	D
Class A					\$		
Common Stock <sup>(1)</sup>	02/04/2014	S	4,415	D	<u>1,148.4894</u>	94,344	D
Class A					\$		
Common Stock <sup>(1)</sup>	02/04/2014	S	9,343	D	<u>1,149.3705</u>	85,001	D
Class A					\$		
Common Stock <sup>(1)</sup>	02/04/2014	S	5,500	D	<u>1,150.3294</u>	79,501	D
Class A					\$		
Common Stock <sup>(1)</sup>	02/04/2014	S	1,212	D	<u>1,151.5936</u>	78,289	D
Class A					\$		
Common Stock <sup>(1)</sup>	02/04/2014	S	1,356	D	<u>1,152.4393</u>	76,933	D
Class A					\$		
Common Stock <sup>(1)</sup>	02/04/2014	S	133	D	<u>1,153.7537</u>	76,800	D



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- (2) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$1,137.11 to \$1,137.91, 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 (19) to this Form 4.
- (3) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,138.17 to \$1,138.85.
- (4) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,139.00 to \$1,139.99.
- (5) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,140.02 to \$1,140.99.
- (6) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,141.00 to \$1,141.95.
- (7) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,142.00 to \$1,142.99.
- (8) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,143.00 to \$1,143.97.
- (9) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,144.03 to \$1,144.99.
- (10) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,145.00 to \$1,145.89.
- (11) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,146.01 to \$1,146.96.
- (12) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,147.00 to \$1,147.99.
- (13) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,148.02 to \$1,148.99.
- (14) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,149.00 to \$1,149.96.
- (15) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,150.07 to \$1,150.78.
- (16) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,151.25 to \$1,151.87.
- (17) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,152.00 to \$1,152.94.
- (18) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,153.00 to \$1,153.88.
- (19) The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$1,154.00 to \$1,154.26.
- (20) All shares are exercisable as of the transaction date.
- (21) There is no expiration date for the Issuer's Class B Common Stock.

### Remarks:

All transactions reported in this Form 4 were effected pursuant to a 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.

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