

Google Inc.  
Form 4  
February 05, 2007

**FORM 4**

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

OMB APPROVAL

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**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 \*  
**DOERR L JOHN**

(Last) (First) (Middle)

**C/O KLEINER PERKINS  
CAUFIELD & BYERS, 2750 SAND  
HILL ROAD**

(Street)

**MENLO PARK, CA 94025**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**Google Inc. [GOOG]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/01/2007**

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 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)
			Code	V Amount (D) Price			
Class A Common Stock					18,656	I	Blake H. Byers Trust
Class A Common Stock					1,172	I	Byers Trust dtd 7/25/86
Class A Common Stock					18,656	I	Chad Byers Trust
Class A	02/01/2007		C	61,200 A \$ 0	61,200	D	

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Common Stock <sup>(2)</sup>							
Class A Common Stock	02/01/2007	S	3,500	D	\$ 500	57,700	D
Class A Common Stock	02/01/2007	S	3,500	D	\$ 498.5	54,200	D
Class A Common Stock	02/01/2007	S	3,500	D	\$ 493.75	50,700	D
Class A Common Stock	02/01/2007	S	3,500	D	\$ 493.25	47,200	D
Class A Common Stock	02/01/2007	S	772	D	\$ 493	46,428	D
Class A Common Stock	02/01/2007	S	3,500	D	\$ 492.25	42,928	D
Class A Common Stock	02/01/2007	S	3,500	D	\$ 490.5	39,428	D
Class A Common Stock	02/01/2007	S	2,184	D	\$ 490.25	37,244	D
Class A Common Stock	02/01/2007	S	487	D	\$ 490	36,757	D
Class A Common Stock	02/01/2007	S	3,500	D	\$ 489.75	33,257	D
Class A Common Stock	02/01/2007	S	7,000	D	\$ 489.5	26,257	D
Class A Common Stock	02/01/2007	S	178	D	\$ 489.01	26,079	D
Class A Common Stock	02/01/2007	S	6,822	D	\$ 489	19,257	D
Class A Common Stock	02/01/2007	S	3,241	D	\$ 488.75	16,016	D

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Class A Common Stock	02/01/2007	S	7,000	D	\$ 487.75	9,016	D
Class A Common Stock	02/01/2007	S	3,500	D	\$ 487	5,516	D
Class A Common Stock	02/01/2007	S	2,000	D	\$ 486.5	3,516	D
Class A Common Stock	02/01/2007	S	3,316	D	\$ 485.5	200	D
Class A Common Stock	02/01/2007	S	100	D	\$ 484.05	100	D
Class A Common Stock	02/01/2007	S	100	D	\$ 484.04	0	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.**

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	\$ 0					02/01/2007	(1)	Class A Common Stock	1,775,751
Class B Common Stock	\$ 0					02/01/2007	(1)	Class A Common Stock	202,566
Class B Common Stock	\$ 0	02/01/2007		C	61,200	02/01/2007	(1)	Class A Common Stock	61,200

