

Google Inc.  
Form 4  
March 28, 2007

**FORM 4**

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

OMB APPROVAL

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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SCHMIDT ERIC E

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/27/2007

Director  10% Owner  
 Officer (give title below)  Other (specify  
below)  
CEO, Chairman of Exec. Comm.

(Street)

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**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 (1) (2)					15,245	I	By Limited Partnership II
Class A Common Stock (1) (2)					10,424	I	By Limited Partnership I
Class A Common Stock (1)	03/27/2007		S	53	D	\$ 461.33	8,242 By Trust

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Class A Common Stock <u>(1)</u>	03/27/2007	S	264	D	\$ 461.32	7,978	I	By Trust
Class A Common Stock <u>(1)</u>	03/27/2007	S	53	D	\$ 461.31	7,925	I	By Trust
Class A Common Stock <u>(1)</u>	03/27/2007	S	51	D	\$ 461.3	7,874	I	By Trust
Class A Common Stock <u>(1)</u>	03/27/2007	S	106	D	\$ 461.28	7,768	I	By Trust
Class A Common Stock <u>(1)</u>	03/27/2007	S	212	D	\$ 461.27	7,556	I	By Trust
Class A Common Stock <u>(1)</u>	03/27/2007	S	53	D	\$ 461.26	7,503	I	By Trust
Class A Common Stock <u>(1)</u>	03/27/2007	S	106	D	\$ 461.24	7,397	I	By Trust
Class A Common Stock <u>(1)</u>	03/27/2007	S	53	D	\$ 461.22	7,344	I	By Trust
Class A Common Stock <u>(1)</u>	03/27/2007	S	27	D	\$ 461.21	7,317	I	By Trust
Class A Common Stock <u>(1)</u>	03/27/2007	S	106	D	\$ 461.2	7,211	I	By Trust
Class A Common Stock <u>(1)</u>	03/27/2007	S	212	D	\$ 461.19	6,999	I	By Trust
Class A Common Stock <u>(1)</u>	03/27/2007	S	159	D	\$ 461.18	6,840	I	By Trust
Class A Common Stock <u>(1)</u>	03/27/2007	S	53	D	\$ 461.17	6,787	I	By Trust
Class A Common Stock <u>(1)</u>	03/27/2007	S	2	D	\$ 461.16	6,785	I	By Trust
Class A Common	03/27/2007	S	317	D	\$ 461.15	6,468	I	By Trust

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Stock <sup>(1)</sup>								
Class A Common Stock <sup>(1)</sup>	03/27/2007	S	423	D	\$ 461.14	6,045	I	By Trust
Class A Common Stock <sup>(1)</sup>	03/27/2007	S	212	D	\$ 461.13	5,833	I	By Trust
Class A Common Stock <sup>(1)</sup>	03/27/2007	S	317	D	\$ 461.12	5,516	I	By Trust
Class A Common Stock <sup>(1)</sup>	03/27/2007	S	106	D	\$ 461.1	5,410	I	By Trust
Class A Common Stock <sup>(1)</sup>	03/27/2007	S	210	D	\$ 461.09	5,200	I	By Trust
Class A Common Stock <sup>(1)</sup>	03/27/2007	S	370	D	\$ 461.05	4,830	I	By Trust
Class A Common Stock <sup>(1)</sup>	03/27/2007	S	79	D	\$ 461.07	4,751	I	By Trust
Class A Common Stock <sup>(1)</sup>	03/27/2007	S	264	D	\$ 461.08	4,487	I	By Trust
Class A Common Stock <sup>(1)</sup>	03/27/2007	S	212	D	\$ 461.04	4,275	I	By Trust
Class A Common Stock <sup>(1)</sup>	03/27/2007	S	53	D	\$ 461.01	4,222	I	By Trust
Class A Common Stock <sup>(1)</sup>	03/27/2007	S	159	D	\$ 461	4,063	I	By Trust
Class A Common Stock <sup>(1)</sup>	03/27/2007	S	13	D	\$ 460.99	4,050	I	By Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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