

GOOGLE INC.
Form 4
August 26, 2015

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 *
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)
08/24/2015

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)
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 Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			
Class A Common Stock ⁽¹⁾	08/06/2015		G	V 20,000 D \$ 0	100,000	D	
Class C Capital Stock	08/06/2015		G	V 20,000 D \$ 0	21,436,047	D	
Class A Common Stock ⁽¹⁾	08/07/2015		G	V 20,000 D \$ 0	80,000	D	
Class C Capital	08/07/2015		G	V 20,000 D \$ 0	21,416,047	D	

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Stock								
Class A Common Stock <u>(1)</u>	08/10/2015	G	V	20,000	D	\$ 0	60,000	D
Class C Capital Stock	08/10/2015	G	V	20,000	D	\$ 0	21,396,047	D
Class C Capital Stock	08/11/2015	G	V	20,000	D	\$ 0	21,376,047	D
Class A Common Stock <u>(1)</u>	08/11/2015	G	V	20,000	D	\$ 0	40,000	D
Class A Common Stock <u>(1)</u>	08/17/2015	G	V	10,000	D	\$ 0	30,000	D
Class C Capital Stock	08/17/2015	G	V	10,000	D	\$ 0	21,366,047	D
Class A Common Stock <u>(1)</u>	08/18/2015	G	V	10,000	D	\$ 0	20,000	D
Class C Capital Stock	08/18/2015	G	V	10,000	D	\$ 0	21,356,047	D
Class A Common Stock <u>(1)</u>	08/19/2015	G	V	10,000	D	\$ 0	10,000	D
Class C Capital Stock	08/19/2015	G	V	10,000	D	\$ 0	21,346,047	D
Class A Common Stock <u>(1)</u>	08/20/2015	G	V	10,000	D	\$ 0	0	D
Class C Capital Stock	08/20/2015	G	V	10,000	D	\$ 0	21,336,047	D
Class A Common Stock <u>(1)</u>	08/24/2015	C		16,666	A	\$ 0	16,666	D
Class A Common Stock <u>(1)</u>	08/24/2015	S		100	D	\$ 593.95 <u>(2)</u>	16,566	D

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Class A Common Stock ⁽¹⁾	08/24/2015	S	350	D	\$ 598.1929 ⁽³⁾	16,216	D
Class A Common Stock ⁽¹⁾	08/24/2015	S	100	D	\$ 600.18	16,116	D
Class A Common Stock ⁽¹⁾	08/24/2015	S	190	D	\$ 604.22 ⁽⁴⁾	15,926	D
Class A Common Stock ⁽¹⁾	08/24/2015	S	118	D	\$ 605.2571 ⁽⁵⁾	15,808	D
Class A Common Stock ⁽¹⁾	08/24/2015	S	303	D	\$ 607.3583 ⁽⁶⁾	15,505	D
Class A Common Stock ⁽¹⁾	08/24/2015	S	100	D	\$ 609.7	15,405	D
Class A Common Stock ⁽¹⁾	08/24/2015	S	279	D	\$ 611.5697 ⁽⁷⁾	15,126	D
Class A Common Stock ⁽¹⁾	08/24/2015	S	494	D	\$ 614.1121 ⁽⁸⁾	14,632	D
Class A Common Stock ⁽¹⁾	08/24/2015	S	433	D	\$ 615.524 ⁽⁹⁾	14,199	D
Class A Common Stock ⁽¹⁾	08/24/2015	S	300	D	\$ 616.6067 ⁽¹⁰⁾	13,899	D
Class A Common Stock ⁽¹⁾	08/24/2015	S	751	D	\$ 618.1054 ⁽¹¹⁾	13,148	D
Class A Common Stock ⁽¹⁾	08/24/2015	S	411	D	\$ 619.3917 ⁽¹²⁾	12,737	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)

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- (11) The shares were sold in multiple transactions at prices ranging from \$617.76 to \$618.75, inclusive.
- (12) The shares were sold in multiple transactions at prices ranging from \$618.96 to \$619.95, inclusive.
- (13) All shares are exercisable as of the transaction date.
- (14) There is no expiration date for the Issuer's Class B Common Stock.

Remarks:

Form 4 Filing 1 of 3 (continuation report): Related transactions effected by the Reporting Person on August 24, 2015 are reported.

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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