

Google Inc.  
Form SC 13G  
February 09, 2005

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

**SCHEDULE 13G**  
**(Rule 13d-102)**

**Information Statement Pursuant to Rules 13d-1 and 13d-2**  
**Under the Securities Exchange Act of 1934**  
**(Amendment No. 1)\***

Google Inc.  
(Name of Issuer)

Class A Common Stock  
(Title of Class of Securities)

38259P508  
(CUSIP Number)

December 31, 2004  
Date of Event Which Requires Filing of the Statement

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

## Edgar Filing: Google Inc. - Form SC 13G

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2. **Citadel Limited Partnership**  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)    
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

**Illinois limited partnership**

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

5. SOLE VOTING POWER  
**0**

6. SHARED VOTING POWER

**34 shares of Class A Common Stock**

**26,508 Call Options (exercisable for 2,650,800 shares of Class A Common Stock)**

7. SOLE DISPOSITIVE POWER  
**0**

8. SHARED DISPOSITIVE POWER  
**See Row 6 above.**

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
**See Row 6 above.**

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

**Approximately 4.6% as of December 31, 2004 (based on 57,857,182 shares of Class A Common Stock issued and outstanding as of October 31, 2004).**

12. TYPE OF REPORTING PERSON  
**PN; HC**

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1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

**GLB Partners, L.P.**

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) (b) 

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

**Delaware limited partnership**

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5. SOLE VOTING POWER <b>0</b>
	6. SHARED VOTING POWER <b>34 shares of Class A Common Stock</b>
	<b>26,508 Call Options (exercisable for 2,650,800 shares of Class A Common Stock)</b>

7. SOLE DISPOSITIVE POWER

**0**

8. SHARED DISPOSITIVE POWER

**See Row 6 above.**

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**See Row 6 above.**

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

**Approximately 4.6% as of December 31, 2004 (based on 57,857,182 shares of Class A Common Stock issued and outstanding as of October 31, 2004).**

12. TYPE OF REPORTING PERSON  
PN; HC

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1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

**Citadel Investment Group, L.L.C.**

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

**Delaware limited liability company**

NUMBER OF SHARES 5. SOLE VOTING POWER

**0**

BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 6. SHARED VOTING POWER

**34 shares of Class A Common Stock**

**26,508 Call Options (exercisable for 2,650,800 shares of Class A Common Stock)**

7. SOLE DISPOSITIVE POWER

**0**

8. SHARED DISPOSITIVE POWER

**See Row 6 above.**

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**See Row 6 above.**

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

**Approximately 4.6% as of December 31, 2004 (based on 57,857,182 shares of Class A Common Stock issued and outstanding as of October 31, 2004).**

12. TYPE OF REPORTING PERSON

**OO; HC**

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1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

**Kenneth Griffin**

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

**U.S. Citizen**

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

5. SOLE VOTING POWER

**0**

6. SHARED VOTING POWER

**34 shares of Class A Common Stock**

**26,508 Call Options (exercisable for 2,650,800 shares of Class A Common Stock)**

7. SOLE DISPOSITIVE POWER

**0**

8. SHARED DISPOSITIVE POWER

**See Row 6 above.**

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**See Row 6 above.**

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

**Approximately 4.6% as of December 31, 2004 (based on 57,857,182 shares of Class A Common Stock issued and outstanding as of October 31, 2004).**

12. TYPE OF REPORTING PERSON

**IN; HC**

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1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

**Citadel Wellington Partners L.P.**

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

**Illinois limited partnership**

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

5. SOLE VOTING POWER

**0**

6. SHARED VOTING POWER

**34 shares of Class A Common Stock**

**26,508 Call Options (exercisable for 2,650,800 shares of Class A Common Stock)**

7. SOLE DISPOSITIVE POWER

**0**

8. SHARED DISPOSITIVE POWER

**See Row 6 above.**

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

**See Row 6 above.**

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

**Approximately 4.6% as of December 31, 2004 (based on 57,857,182 shares of Class A Common Stock issued and outstanding as of October 31, 2004).**

12. TYPE OF REPORTING PERSON

**PN; HC**

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1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2. **Citadel Kensington Global Strategies Fund Ltd.**  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)    
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

**Bermuda company**

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

5. SOLE VOTING POWER  
**0**

6. SHARED VOTING POWER

**34 shares of Class A Common Stock**

**26,508 Call Options (exercisable for 2,650,800 shares of Class A Common Stock)**

7. SOLE DISPOSITIVE POWER  
**0**

8. SHARED DISPOSITIVE POWER  
**See Row 6 above.**

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
**See Row 6 above.**

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

**Approximately 4.6% as of December 31, 2004 (based on 57,857,182 shares of Class A Common Stock issued and outstanding as of October 31, 2004).**

12. TYPE OF REPORTING PERSON  
**CO; HC**



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1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2. **Citadel Equity Fund Ltd.**  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)	y
(b)	o

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
**Cayman Islands company**

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5.	SOLE VOTING POWER <b>0</b>
	6.	SHARED VOTING POWER  <b>34 shares of Class A Common Stock</b>  <b>26,508 Call Options (exercisable for 2,650,800 shares of Class A Common Stock)</b>
	7.	SOLE DISPOSITIVE POWER <b>0</b>
	8.	SHARED DISPOSITIVE POWER <b>See Row 6 above.</b>