

Brin Sergey
Form 4
July 07, 2011

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)
07/05/2011

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	(A) or (D)	Price
Class A Common Stock ⁽¹⁾	07/05/2011		C		83,334	A	\$ 0
							83,334
Class A Common Stock ⁽¹⁾	07/05/2011		S		2,174	D	\$ 525.6743
							81,160
Class A Common Stock ⁽¹⁾	07/05/2011		S		560	D	\$ 526.8314
							80,600
Class A Common	07/05/2011		S		3,700	D	\$ 76,900
							527.7024

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Stock ⁽¹⁾					⁽⁴⁾		
Class A					\$		
Common Stock ⁽¹⁾	07/05/2011	S	3,000	D	528.3546	73,900	D
Class A					⁽⁵⁾		
Class A					\$		
Common Stock ⁽¹⁾	07/05/2011	S	8,854	D	529.5269	65,046	D
Class A					⁽⁶⁾		
Class A					\$		
Common Stock ⁽¹⁾	07/05/2011	S	10,071	D	530.6188	54,975	D
Class A					⁽⁷⁾		
Class A					\$		
Common Stock ⁽¹⁾	07/05/2011	S	10,819	D	531.5375	44,156	D
Class A					⁽⁸⁾		
Class A					\$		
Common Stock ⁽¹⁾	07/05/2011	S	18,751	D	532.5147	25,405	D
Class A					⁽⁹⁾		
Class A					\$		
Common Stock ⁽¹⁾	07/05/2011	S	9,840	D	533.4762	15,565	D
Class A					⁽¹⁰⁾		
Class A					\$		
Common Stock ⁽¹⁾	07/05/2011	S	15,365	D	534.351	200	D
Class A					⁽¹¹⁾		
Class A					\$		
Common Stock ⁽¹⁾	07/05/2011	S	200	D	535.13	0	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)

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)	8. P Deriv Sec (Ins	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				

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Remarks:

***All of the sales reported in this Form 4 were effected pursuant to a Rule 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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