

Shriram Kavitar Ram  
 Form 4  
 April 22, 2008

**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 \*  
 Shriram Kavitar Ram

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)  
 04/22/2008

Director  10% Owner  
 Officer (give title below)  Other (specify below)

C/O GOOGLE INC., 1600 AMPHITHEATRE PARKWAY

(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

MOUNTAIN VIEW, CA 94043

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock <sup>(1)</sup>	04/22/2008		C		50,000	A	\$ 0
					60,693	D	
Class A Common Stock <sup>(1)</sup>	04/22/2008		S		1,500	D	\$ 560
					59,193	D	
Class A Common Stock <sup>(1)</sup>	04/22/2008		S		4,500	D	\$ 558
					54,693	D	
Class A Common	04/22/2008		S		3,000	D	\$ 556
					51,693	D	

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Stock <sup>(1)</sup>								
Class A Common Stock <sup>(1)</sup>	04/22/2008	S	4,000	D	\$ 555	47,693	D	
Class A Common Stock <sup>(1)</sup>	04/22/2008	S	3,000	D	\$ 554	44,693	D	
Class A Common Stock <sup>(1)</sup>	04/22/2008	S	6,000	D	\$ 552	38,693	D	
Class A Common Stock <sup>(1)</sup>	04/22/2008	S	200	D	\$ 551.55	38,493	D	
Class A Common Stock <sup>(1)</sup>	04/22/2008	S	2,800	D	\$ 551.5	35,693	D	
Class A Common Stock <sup>(1)</sup>	04/22/2008	S	100	D	\$ 550.01	35,593	D	
Class A Common Stock <sup>(1)</sup>	04/22/2008	S	24,900	D	\$ 550	10,693	D	
Class A Common Stock						0	I	By Limited Partnership
Class A Common Stock						500,000	I	By Trust 2
Class A Common Stock						500,000	I	By Trust 1

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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(9-02)

**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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. P Der Sec (Ins
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Security				(D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	\$ 0	04/22/2008			C			50,000	(2)	(3)	Class A Common Stock	50,000
Class B Common Stock	\$ 0								(2)	(3)	Class A Common Stock	33,767

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shriram Kavitar Ram C/O GOOGLE INC. 1600 AMPHITHEATRE PARKWAY MOUNTAIN VIEW, CA 94043		X		

## Signatures

/s/ Runit Kanakia, attorney-in-fact for Kavitar Ram  
Shriram

04/22/2008

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Each share of Class A Common Stock issued upon conversion of one share of Class B Common Stock at election of reporting person.
- (2) All shares are exercisable as of the transaction date.
- (3) There is no expiration date for the Issuer's Class B Common Stock.

### Remarks:

Filing 3 of 3.

\*\*\*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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