Page Lawrence Form 4 December 15, 2010

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

OMB APPROVAL

burden hours per response...

subject to Section 16. Form 4 or Form 5 obligations

if no longer

Check this box

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

1(b).

(Last)

(Print or Type Responses)

may continue.

See Instruction

1. Name and Address of Reporting Person * Page Lawrence

(Middle)

(First)

C/O GOOGLE INC., 1600 AMPHITHEATRE PARKWAY

(Street)

2. Issuer Name and Ticker or Trading Symbol

Google Inc. [GOOG]

3. Date of Earliest Transaction

(Month/Day/Year) 12/13/2010

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

_X__ 10% Owner _X_ Director _X__ Officer (give title _ __ Other (specify below)

Pres, Products, Asst. Secty

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

MOUNTAIN VIEW, CA 94043

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secur	ities Acqui	red, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit or Dispos (Instr. 3,	ed of	` ′	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)
Class A Common Stock (1)	12/13/2010		C	27,778	, ,	\$ 0	67,778	D	
Class A Common Stock (1)	12/13/2010		S	1,400	D	\$ 601.2	66,378	D	
Class A Common Stock (1)	12/13/2010		S	4,500	D	\$ 601	61,878	D	
Class A Common	12/13/2010		S	400	D	\$ 600.55	61,478	D	

Edgar Filing: Page Lawrence - Form 4

12/13/2010	S	100	D	\$ 600.54	61,378	D
12/13/2010	S	200	D	\$ 600.53	61,178	D
12/13/2010	S	90	D	\$ 600.47	61,088	D
12/13/2010	S	100	D	\$ 600.46	60,988	D
12/13/2010	S	200	D	\$ 600.45	60,788	D
12/13/2010	S	100	D	\$ 600.41	60,688	D
12/13/2010	S	110	D	\$ 600.4	60,578	D
12/13/2010	S	100	D	\$ 600.37	60,478	D
12/13/2010	S	200	D	\$ 600.11	60,278	D
12/13/2010	S	3,810	D	\$ 600.1	56,468	D
12/13/2010	S	1,800	D	\$ 600	54,668	D
12/13/2010	S	1,800	D	\$ 597.6	52,868	D
12/13/2010	S	1,700	D	\$ 597.2	51,168	D
12/13/2010	S	1,700	D	\$ 597	49,468	D
	12/13/2010 12/13/2010 12/13/2010 12/13/2010 12/13/2010 12/13/2010 12/13/2010 12/13/2010 12/13/2010 12/13/2010 12/13/2010	12/13/2010 S 12/13/2010 S	12/13/2010 S 200 12/13/2010 S 90 12/13/2010 S 100 12/13/2010 S 200 12/13/2010 S 100 12/13/2010 S 100 12/13/2010 S 200 12/13/2010 S 3,810 12/13/2010 S 1,800 12/13/2010 S 1,800 12/13/2010 S 1,700	12/13/2010 S 200 D 12/13/2010 S 90 D 12/13/2010 S 100 D 12/13/2010 S 200 D 12/13/2010 S 100 D 12/13/2010 S 100 D 12/13/2010 S 200 D 12/13/2010 S 3,810 D 12/13/2010 S 1,800 D 12/13/2010 S 1,800 D 12/13/2010 S 1,800 D 12/13/2010 S 1,700 D	12/13/2010 S 200 D \$\frac{8}{600.53}\$ 12/13/2010 S 90 D \$\frac{8}{600.47}\$ 12/13/2010 S 100 D \$\frac{8}{600.46}\$ 12/13/2010 S 100 D \$\frac{8}{600.45}\$ 12/13/2010 S 100 D \$\frac{8}{600.41}\$ 12/13/2010 S 110 D \$\frac{8}{600.41}\$ 12/13/2010 S 100 D \$\frac{8}{600.37}\$ 12/13/2010 S 3,810 D \$\frac{8}{600.11}\$ 12/13/2010 S 1,800 D \$\frac{8}{600}\$ 12/13/2010 S 1,800 D \$\frac{8}{600}\$ 12/13/2010 S 1,800 D \$\frac{8}{5}\$ 12/13/2010 S 1,700 D \$\frac{8}{5}\$	12/13/2010 S 200 D \$ 600.53 61,178 12/13/2010 S 90 D \$ 600.47 61,088 12/13/2010 S 100 D \$ 600.46 60,988 12/13/2010 S 200 D \$ 600.45 60,788 12/13/2010 S 110 D \$ 600.4 60,688 12/13/2010 S 100 D \$ 600.4 60,578 12/13/2010 S 100 D \$ 600.47 60,478 12/13/2010 S 200 D \$ 600.1 60,278 12/13/2010 S 3,810 D \$ 600.1 56,468 12/13/2010 S 1,800 D \$ 597.6 52,868 12/13/2010 S 1,800 D \$ 597.2 51,168

Edgar Filing: Page Lawrence - Form 4

Class A Common Stock (1)	12/13/2010	S	1,700	D	\$ 596.5	47,768	D
Class A Common Stock (1)	12/13/2010	S	4,362	D	\$ 596	43,406	D
Class A Common Stock (1)	12/13/2010	S	1,800	D	\$ 595.5	41,606	D
Class A Common Stock (1)	12/13/2010	S	600	D	\$ 595.35	41,006	D
Class A Common Stock (1)	12/13/2010	S	100	D	\$ 595.33	40,906	D
Class A Common Stock (1)	12/13/2010	S	200	D	\$ 595.3	40,706	D
Class A Common Stock (1)	12/13/2010	S	8	D	\$ 595.29	40,698	D
Class A Common Stock (1)	12/13/2010	S	300	D	\$ 595.28	40,398	D
Class A Common Stock (1)	12/13/2010	S	100	D	\$ 595.26	40,298	D
Class A Common Stock (1)	12/13/2010	S	298	D	\$ 595.25	40,000	D

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.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8. P
Derivative	Conversion		Execution Date, if			Expiration Date	Underlying Securities	Deri
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Seci
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)			(Ins
	Derivative				or Disposed of			
	Security				(D)			
					(Instr. 3, 4,			

Edgar Filing: Page Lawrence - Form 4

and 5)

					una 3)	'				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	\$ 0	12/13/2010	C		:	27,778	(2)	(3)	Class A Common Stock	27,778

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Page Lawrence C/O GOOGLE INC. 1600 AMPHITHEATRE PARKWAY MOUNTAIN VIEW, CA 94043	X	X	Pres, Products, Asst. Secty					

Signatures

/s/ Jonathan Frankel as attorney-in-fact for Lawrence
Page 12/15/2010

**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 was issued upon the conversion of one share of Class B Common Stock at the 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:

***All of the sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Personate: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 4