

Page Lawrence
Form 4
February 15, 2012

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 *
Page Lawrence

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)
C/O GOOGLE INC., 1600
AMPHITHEATRE PARKWAY

3. Date of Earliest Transaction
(Month/Day/Year)
02/15/2012

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

Chief Executive Officer

(Street)
MOUNTAIN VIEW, CA 94043

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

(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 or Price		
Class A Common Stock ⁽¹⁾	02/15/2012		C		27,778 A \$ 0	32,778	D
Class A Common Stock ⁽¹⁾	02/15/2012		S		3,070 D \$ 603.5	29,708	D
Class A Common Stock ⁽¹⁾	02/15/2012		S		1,976 D \$ 604	27,732	D
Class A Common	02/15/2012		S		24 D \$	27,708	D
					604.01		

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Stock ⁽¹⁾							
Class A Common Stock ⁽¹⁾	02/15/2012	S	2,000	D	\$ 604.5	25,708	D
Class A Common Stock ⁽¹⁾	02/15/2012	S	400	D	\$ 604.6	25,308	D
Class A Common Stock ⁽¹⁾	02/15/2012	S	200	D	\$ 604.61	25,108	D
Class A Common Stock ⁽¹⁾	02/15/2012	S	900	D	\$ 604.63	24,208	D
Class A Common Stock ⁽¹⁾	02/15/2012	S	1,400	D	\$ 605.8	22,808	D
Class A Common Stock ⁽¹⁾	02/15/2012	S	2,800	D	\$ 607	20,008	D
Class A Common Stock ⁽¹⁾	02/15/2012	S	1,800	D	\$ 609.5	18,208	D
Class A Common Stock ⁽¹⁾	02/15/2012	S	4,800	D	\$ 610	13,408	D
Class A Common Stock ⁽¹⁾	02/15/2012	S	1,400	D	\$ 610.25	12,008	D
Class A Common Stock ⁽¹⁾	02/15/2012	S	3,408	D	\$ 610.75	8,600	D
Class A Common Stock ⁽¹⁾	02/15/2012	S	1,800	D	\$ 611	6,800	D
Class A Common Stock ⁽¹⁾	02/15/2012	S	1,800	D	\$ 611.5	5,000	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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