Google Inc. Form 4 March 30, 2007

# FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

**OMB APPROVAL** 

3235-0287

January 31,

2005

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Number:

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response...

5. Relationship of Reporting Person(s) to

Estimated average

burden hours per

Form 5 obligations may continue. See Instruction 1(b).

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

2. Issuer Name and Ticker or Trading

(Print or Type Responses)

1. Name and Address of Reporting Person \*

SCHMIDT ERIC E				Symbol Google Inc. [GOOG]					Issuer  (Check all applicable)					
					of Earliest T Day/Year) 2007	ransaction	1		_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below) CEO, Chairman of Exec. Comm.					
				4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
	(City)	(State)	(Zip)	Tab	ole I - Non-	Derivativ	e Secu	rities Acq	quired, Disposed of, or Beneficially Owned					
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transaction Code (Instr. 8)	(Instr. 3,	ispose	d of (D)	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) (2)	03/28/2007			S	183	D	\$ 461.57	2,344	I	By Limited Partnership II			
	Class A Common Stock (1) (2)	03/28/2007			S	41	D	\$ 461.56	2,303	I	By Limited Partnership II			
	Class A Common Stock (1) (2)	03/28/2007			S	81	D	\$ 461.55	2,222	I	By Limited Partnership II			

Class A Common Stock (1) (2)	03/28/2007	S	41	D	\$ 461.54	2,181	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	99	D	\$ 461.5	2,082	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	41	D	\$ 461.45	2,041	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	41	D	\$ 461.44	2,000	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	81	D	\$ 461.39	1,919	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	244	D	\$ 461.48	1,675	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	41	D	\$ 461.36	1,634	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	41	D	\$ 461.29	1,593	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	81	D	\$ 461.28	1,512	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	20	D	\$ 461.26	1,492	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	20	D	\$ 461.24	1,472	I	By Limited Partnership II
	03/28/2007	S	61	D		1,411	I	

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Class A Common Stock (1) (2)					\$ 461.23			By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	41	D	\$ 461.2	1,370	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	41	D	\$ 461.19	1,329	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	41	D	\$ 461.17	1,288	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	142	D	\$ 461.15	1,146	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	81	D	\$ 461.13	1,065	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	41	D	\$ 461.07	1,024	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	142	D	\$ 461.09	882	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	61	D	\$ 461.1	821	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	61	D	\$ 461.06	760	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	61	D	\$ 461.05	699	I	By Limited Partnership II
	03/28/2007	S	41	D		658	I	

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Class A Common Stock (1) (2)					\$ 461.03			By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	41	D	\$ 461.01	617	I	By Limited Partnership II
Class A Common Stock (1) (2)	03/28/2007	S	81	D	\$ 461	536	I	By Limited Partnership II
Class A Common Stock (1) (2)						8,255	I	By Limited Partnership I
Class A Common Stock (2)						1,841	I	By Trust

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

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address

Relationships

Reporting Owners 4

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Director 10% Owner Officer Other

SCHMIDT ERIC E

X X CEO, Chairman of Exec. Comm.

## **Signatures**

/s/Alan Ku as Attorney-in-Fact for Eric E.
Schmidt
03/30/2007

\*\*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 conversion of one share of Class B Common Stock at the election of the reporting person.
- (2) 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.

#### **Remarks:**

Form 4 Filing -continuation report: Related transactions effected by the Reporting Person on March. 28, 2007 are reported on \*\*\*All of the sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.\*\*\*

Note: 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.

Signatures 5