DOERR L JOHN Form 4 July 03, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

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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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * DOERR L JOHN

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

Google Inc. [GOOG] 3. Date of Earliest Transaction

(Check all applicable)

(Month/Day/Year)

07/01/2008

_X__ Director 10% Owner Officer (give title Other (specify

C/O KLEINER PERKINS CAUFIELD & BYERS, 2750 SAND

(Street)

(First)

HILL ROAD

(Last)

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

MENLO PARK, CA 94025

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative)	Secur	rities Acqu	ired, Disposed of	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	(Instr. 3,	spose 4 and (A) or	d of (D) 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)
Class A Common Stock (1)	07/01/2008		Code V S	Amount 100	(D)	Price \$ 522.51	3,300	D	
Class A Common Stock (1)	07/01/2008		S	100	D	\$ 522.38	3,200	D	
Class A Common Stock (1)	07/01/2008		S	100	D	\$ 522.36	3,100	D	
Class A	07/01/2008		S	200	D	\$	2,900	D	

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Common Stock (1)					522.33			
Class A Common Stock (1)	07/01/2008	S	100	D	\$ 522.31	2,800	D	
Class A Common Stock (1)	07/01/2008	S	200	D	\$ 522.16	2,600	D	
Class A Common Stock (1)	07/01/2008	S	200	D	\$ 522.15	2,400	D	
Class A Common Stock (1)	07/01/2008	S	300	D	\$ 522.14	2,100	D	
Class A Common Stock (1)	07/01/2008	S	100	D	\$ 521.16	2,000	D	
Class A Common Stock (1)	07/01/2008	S	2,000	D	\$ 521	0	D	
Class A Common Stock						18,656	I	Chad A. Byers Trust
Class A Common Stock						0	I	DC 1999 Irrev. Trust
Class A Common Stock						1,172	I	Byers Trust Dtd 7/25/86
Class A Common Stock						18,656	I	Blake H. Byers 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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene

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Derivative Security			Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				(Instr	. 3 and 4)
	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Own Follo Repo Trans (Insti

Reporting Owners

Reporting Owner Name / Address		Relationsh	Relationships		
,	Director	10% Owner	Officer	Other	
DOERR L JOHN C/O KLEINER PERKINS CAUFIELD & BYERS 2750 SAND HILL ROAD MENLO PARK, CA 94025	X				
A 1 .					

Signatures

/s/ Robyn Marcello, attorney-in-fact for L. John 07/03/2008 Doerr **Signature of Reporting Person

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).

Date

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:

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.

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