### Edgar Filing: Shriram Kavitark Ram - Form 4

Shriram Kav Form 4 March 05, 20 <b>FORM</b> Check thi if no long subject to Section 1 Form 4 o Form 5	shington, GES IN SECUR	, D.C. 20 BENEF RITIES	)549 ICIA	L OV	COMMISSIO VNERSHIP OI	N OMB Number: Expires: Estimate burden h response	•					
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												
(Print or Type F	Responses)											
Shriram Kavitark Ram Symbol				Name <b>and</b> Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (M	(liddle)	3. Date of Earliest Transaction					(Check all applicable)				
C/O GOOGLE INC., 1600 (Month/E) AMPHITHEATRE PARKWAY				-				_X_ Director10% Owner Officer (give titleOther (specify below) below)				
Filed(Mon				ndment, Date Original th/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
(City)	(State) (	(Zip)				_		Person				
1.Title of		-		e I - Non-E 3.	<b>Derivative</b> 4. Securi		ities A	<b>cquired, Disposed</b> 5. Amount of	of, or Benefic	ially Owned 7. Nature of		
Security (Instr. 3)	(Month/Day/Year)	Transaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)			onAcquired Disposed	l (A) c l of (D	)	Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect		
Class A				Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Common Stock	03/01/2012			S	7,205	D	\$ 625	251,487	D			
Class A Common Stock	03/01/2012			S	7,204	D	\$ 625	258,041	I	By Spouse		
Class A Common Stock								129,888	I	By Limited Partnership		
Class A Common								1,132	D			

		Edga	ar Filing: Shrirar	m Kavita	rk Ram -	Form 4						
Stock												
Google Stock Uni (1)	it					563	D					
Reminder: F	Report on a sep	arate line for each cla		Persor inform require display numbe	ns who res ation con ed to resp ys a curre er.	spond to the tained in thi ond unless ntly valid Ol	is form are the form MB control	not	SEC 14 (9-(			
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)	3A. Deemed Execution Date, if any (Month/Day/Year)	TransactionNumber		Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	or Number of Shares			
Repo	rting O	wners										
Repo	rting Owner N	Name / Address	Relationships									
1.000			Director 10% O	wner Off	ficer Othe	er						

Shriram Kavitark Ram C/O GOOGLE INC. Х 1600 AMPHITHEATRE PARKWAY MOUNTAIN VIEW, CA 94043

## Signatures

/s/ Valentina Margulis, attorney-in-fact for Kavitark Ram Shriram

\*\*Signature of Reporting Person

03/05/2012

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).
- The Google Stock Units ("GSUs") entitle the Reporting Person to receive one share of Google Inc.'s Class A Common Stock for each (1) share underlying the GSU as GSU vests. 1/48th of GSUs shall vest on the 25th day of the first month after the vesting start date (July 6,

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2011) and an additional 1/48th will vest monthly thereafter until the units are fully vested, subject to continued service on such vesting dates.

#### **Remarks:**

All of the sales reported in this Form 4 were effected pursuant to Rule 10b5-1 Trading Plans 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. 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.