

GOOGLE INC.  
Form 15-15D  
October 02, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION**  
**UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934**  
**OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934.**

**Commission File Number: 333-187892**

**GOOGLE INC.**

**(Exact name of registrant as specified in its charter)**

**1600 Amphitheatre Parkway**

**Mountain View, CA 94043**

**(650) 253-0000**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

**Stock-based Awards under the Google Inc. 2004 Stock Plan**

(Title of each class of securities covered by this Form)

**Class A Common Stock, \$0.001 par value**

**Class C Capital Stock, \$0.001 par value**

**Deferred Compensation Obligations**

**2.125% Notes due 2016**

**3.625% Notes due 2021**

**3.375% Notes due 2024**

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)	..
Rule 12g-4(a)(2)	..
Rule 12h-3(b)(1)(i)	x
Rule 12h-3(b)(1)(ii)	..
Rule 15d-6	..

Approximate number of holders of record as of the certification or notice date:

Stock-based Awards under the Google Inc. 2004 Stock Plan: 0

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Pursuant to the requirements of the Securities Exchange Act of 1934, Google Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: October 2, 2015

By: /s/ Christine Flores

Name: Christine Flores

Title: Assistant Secretary