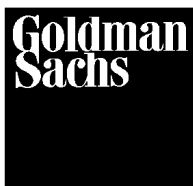


PROSPECTUS SUPPLEMENT TO THE PROSPECTUSES LISTED IN THE SCHEDULE



GOLDMAN SACHS INTERNATIONAL
(Incorporated with unlimited liability in England)

as Issuer

SERIES K PROGRAMME FOR THE ISSUANCE OF WARRANTS, NOTES AND CERTIFICATES

This Prospectus Supplement

This prospectus supplement (the "**Prospectus Supplement**") to each of the prospectuses listed in the Schedule, each of which comprises a separate prospectus in respect of Goldman Sachs International ("**GSI**") as issuer (each such prospectus, as supplemented up to the date of this Prospectus Supplement, a "**Prospectus**" and collectively, the "**Prospectuses**"), under the programme for the issuance of warrants, notes and certificates (the "**Programme**"), constitutes a supplement in respect of the Prospectus for the purposes of Article 13 of Chapter 1 of Part II of the Luxembourg Act dated 10 July 2005 on prospectuses for securities as amended by the law of 3 July 2012, the law of 21 December 2012 and the law of 10 May 2016 (the "**Luxembourg Prospectus Law**") and has been approved by the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") in its capacity as competent authority in Luxembourg. Terms defined in the Prospectus shall have the same meanings when used in this Prospectus Supplement, unless otherwise defined herein.

This Prospectus Supplement is supplemental to, and should be read in conjunction with, the relevant Prospectus, including any other supplements to the relevant Prospectus.

This Prospectus Supplement has been filed with the CSSF and will be available on the website of the Luxembourg Stock Exchange, at www.bourse.lu.

Rights of withdrawal

In accordance with Article 13 paragraph 2 of the Luxembourg Law, investors who have already agreed to purchase or subscribe for the securities before this Prospectus Supplement is published have the right exercisable until 21 November 2017, which is two working days after the publication of this Prospectus Supplement, or such later date as may be notified by Goldman Sachs International, to withdraw their acceptances.

Information being supplemented

Incorporation by reference

This Prospectus Supplement supplements each Prospectus by incorporating by reference Goldman Sachs International's unaudited quarterly financial report for the quarter ended 30 September 2017 of GSI ("**GSI's 2017 Third Quarter Financial Report**") into each Prospectus.

A copy of GSI's 2017 Third Quarter Financial Report has been filed with the CSSF in its capacity as competent authority under the Prospectus Directive.

GSI's 2017 Third Quarter Financial Report is incorporated by reference into, and forms part of, this Prospectus Supplement, and the information contained in this Prospectus Supplement and GSI's 2017 Third Quarter Financial Report shall be deemed to update and, where applicable, supersede any information contained in each Prospectus, or any documents incorporated by reference therein.

This Prospectus Supplement and the document incorporated by reference into this Prospectus Supplement will be available on the website of the Luxembourg Stock Exchange at www.bourse.lu.

Information incorporated by reference

<i>PART I</i>	<i>Management Report</i>	Pages 2-23
<i>PART II</i>	<i>Unaudited Financial Statements</i>	
	<i>Profit and Loss Account</i>	Page 24
	<i>Balance Sheet</i>	Page 25
	<i>Statements of Cash Flows</i>	Page 27
	<i>Notes to the Financial Statements</i>	Page 28-44

Amendments to each Prospectus

1. Amendments to the Summary of each Prospectus

Element B.12 (*Selected historical key financial information of the Issuer*), on page 8 of each Prospectus shall be deleted in its entirety and replaced with the following:

"B.12	Selected historical key financial information of the Issuer	The following table shows selected key historical financial information in relation to GSI:																									
		<table border="1"> <thead> <tr> <th></th> <th colspan="2">As at and for the nine months ended (unaudited)</th> <th colspan="2">As at and for the year ended (audited)</th> </tr> <tr> <th><i>(in USD millions)</i></th> <th>30 September 2017</th> <th>30 September 2016</th> <th>31 December 2016</th> <th>31 December 2015</th> </tr> </thead> <tbody> <tr> <td>Operating Profit</td> <td>1,871</td> <td>2,065</td> <td>2,280</td> <td>2,939</td> </tr> <tr> <td>Profit on ordinary activities before taxation</td> <td>1,629</td> <td>1,815</td> <td>1,943</td> <td>2,661</td> </tr> <tr> <td>Profit for the financial period</td> <td>1,216</td> <td>1,344</td> <td>1,456</td> <td>2,308</td> </tr> </tbody> </table>		As at and for the nine months ended (unaudited)		As at and for the year ended (audited)		<i>(in USD millions)</i>	30 September 2017	30 September 2016	31 December 2016	31 December 2015	Operating Profit	1,871	2,065	2,280	2,939	Profit on ordinary activities before taxation	1,629	1,815	1,943	2,661	Profit for the financial period	1,216	1,344	1,456	2,308
			As at and for the nine months ended (unaudited)		As at and for the year ended (audited)																						
		<i>(in USD millions)</i>	30 September 2017	30 September 2016	31 December 2016	31 December 2015																					
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		<table border="1"> <thead> <tr> <th></th> <th colspan="2">As of (unaudited)</th> <th colspan="2">As of (audited)</th> </tr> <tr> <th><i>(in USD millions)</i></th> <th colspan="2">30 September 2017</th> <th>31 December 2016</th> <th>31 December 2015</th> </tr> </thead> <tbody> <tr> <td>Fixed Assets</td> <td colspan="2">188</td> <td>140</td> <td>12</td> </tr> <tr> <td>Current Assets</td> <td colspan="2">955, 846</td> <td>934,129</td> <td>850,219</td> </tr> <tr> <td>Total Shareholder's funds</td> <td colspan="2">31, 379</td> <td>27,533</td> <td>26,353</td> </tr> </tbody> </table>		As of (unaudited)		As of (audited)		<i>(in USD millions)</i>	30 September 2017		31 December 2016	31 December 2015	Fixed Assets	188		140	12	Current Assets	955, 846		934,129	850,219	Total Shareholder's funds	31, 379		27,533	26,353
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Total Shareholder's funds	31, 379		27,533	26,353																							
There has been no material adverse change in the prospects of GSI since 31 December 2016.																											
Not applicable: there has been no significant change in the financial or trading position particular to GSI subsequent to 30 September 2017.																											

2. Amendments to the section entitled "Documents Incorporated by Reference" in each Prospectus

The section entitled "Documents Incorporated by Reference" shall be supplemented by:

- (a) deleting the first paragraph on page 35 of each Prospectus and replacing it with the following:
- "This Prospectus should be read and construed in conjunction with the documents incorporated by reference into this Prospectus. The information contained in the following documents (other than any documents which are incorporated by reference into such following documents) is hereby incorporated by reference into this Prospectus and deemed to form a part of this Prospectus:
- (i) the base prospectus dated November 16, 2016 relating to issues of non-equity securities under the Programme by Goldman Sachs International and Goldman Sachs & Co. Wertpapier GmbH (the "**Original Base Prospectus**");
 - (ii) Supplement No. 2 to the Original Base Prospectus dated March 22, 2017 ("**Base Prospectus Supplement No. 2**" and the Original Base Prospectus as so supplemented, the "**Base Prospectus**");
 - (iii) the Annual Report for the fiscal year ended December 31, 2016 of GSI ("**GSI's 2016 Annual Report**"), containing, in Part II, the Directors' Report and Audited Financial Statements of GSI for the period ended December 31, 2016 ("**GSI's 2016 Financial Statements**");
 - (iv) the Annual Report for the fiscal year ended December 31, 2015 of GSI ("**GSI's 2015 Annual Report**"), containing, in Part II, the Directors' Report and Audited Financial Statements of GSI for the period ended December 31, 2015 ("**GSI's 2015 Financial Statements**");
 - (v) the Current Report on Form 8-K dated November 21, 2016 of The Goldman Sachs Group, Inc. ("**GSG's November 21, 2016 Form 8-K**"), as filed with the U.S. Securities and Exchange Commission on November 21, 2016;
 - (vi) the Unaudited Quarterly Financial Report of GSI for the period ended June 30, 2017 ("**GSI's 2017 Second Quarter Financial Report**"), containing, in Part II, the Unaudited Financial Statements of GSI for the period ended June 30, 2017 ("**GSI's 2017 Second Quarter Financial Statements**");
 - (vii) the Current Report on Form 8-K dated September 12, 2017 of The Goldman Sachs Group, Inc. ("**GSG's September 12, 2017 Form 8-K**"), as filed with the U.S. Securities and Exchange Commission on September 12, 2017;
 - (viii) The Unaudited Quarterly Financial Report of GSI for the period ended September 30, 2017 ("**GSI's 2017 Third Quarter Financial Report**"), containing, in Part II, the Unaudited Financial Statements of GSI for the period ended September 30, 2017 ("**GSI's 2017 Third Quarter Financial Statements**").
- (b) by inserting the following information immediately below the paragraph entitled "From GSG's September 12, 2017 Form 8-K" on page 35 of each Prospectus:

From GSI's 2017 Third Quarter Financial Report

Management Report
Balance Sheet
Profit and Loss Account

Pages 2-23
Page 25
Page 24

3. Amendments to the section entitled "General Information" in each Prospectus

The section entitled "General Information" shall be supplemented by:

- (a) deleting the first sentence of paragraph 3 entitled "No significant change and no material adverse change", on page 61 of each Prospectus, and replacing it with the following:

"There has been no significant change in the financial or trading position of GSI since September 30, 2017."

- (b) deleting paragraph 4 entitled "Litigation", on page 61 of each Prospectus, in its entirety and replacing it with the following:

"Save as disclosed in (i) "Legal Proceedings" of Note 16 to the Financial Statements (Unaudited) (pages 34 and 35) of GSI's 2017 Third Quarter Financial Report and (ii) "Legal Proceedings" of Note 22 to GSI's 2016 Financial Statements (page 76) of GSI's 2016 Annual Report, there have been no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which GSI is aware) during the 12 months before the date of this Prospectus which may have, or have had in the recent past, significant effects on GSI."; and

- (c) deleting paragraph 11 entitled "Selected Financial Information", on pages 63 to 64 of each Prospectus, in its entirety and replacing it with the following:

"The selected financial information set out below has been extracted from (i) GSI's 2016 Financial Statements, which have been audited by PricewaterhouseCoopers LLP and on which PricewaterhouseCoopers LLP issued an unqualified audit report and (ii) GSI's 2017 Third Quarter Financial Statements, which have not been audited.

GSI's 2016 Financial Statements have been prepared in accordance with FRS 101. GSI's 2017 Third Quarter Financial Statements have been prepared in accordance with FRS 104. GSI's 2016 Financial Statements and GSI's 2017 Third Quarter Financial Statements are incorporated by reference into this Prospectus. The financial information presented below should be read in conjunction with the financial statements included in such document, the notes thereto and report thereon.

The following table shows selected key historical financial information in relation to GSI:

<i>(in USD millions)</i>	As at and for the nine months ended (unaudited)		As at and for the year ended	
	30 September 2017	30 September 2017	31 December 2016	31 December 2015
Operating Profit	1,871	2,065	2,280	2,939
Profit on ordinary activities before taxation	1,629	1,815	1,943	2,661
Profit for the financial period	1,216	1,344	1,456	2,308
	As of (unaudited)		As of	
<i>(in USD millions)</i>	30 September 2017		31 December 2016	31 December 2015

Fixed Assets	188	140	12
Current Assets	955, 846	934,129	850,219
Total Shareholders' Funds	31, 379	27,533	26,353"

Responsibility

GSI accepts responsibility for the information given in this Prospectus Supplement and confirms that, having taken all reasonable care to ensure that such is the case, the information contained in this Prospectus Supplement is, to the best of its knowledge, in accordance with the facts and does not omit anything likely to affect its import.

Interpretation

To the extent that there is any inconsistency between (a) any statement in this Prospectus Supplement and (b) any other statement in or incorporated by reference into the relevant Prospectus, the statements in (a) above will prevail.

References in each Prospectus to "the Prospectus" shall hereafter mean the Prospectus as supplemented by this Prospectus Supplement.

U.S. notice

This Prospectus Supplement is not for use in, and may not be delivered to or inside, the United States.

The date of this Prospectus Supplement is 17 November 2017

SCHEDULE

LIST OF PROSPECTUSES

1. The prospectus dated November 13, 2017 relating to the up to EUR 21,000,000 Ten-Year EUR Capped Participation Notes on the STOXX® Europe 600 Banks (Price EUR) Index, due January 14, 2028 (referred to by the Distributor as "Goldman Sachs International (UK) Banks Equities Plus Note 2028") (ISIN: XS1680742126).
2. The prospectus dated October 4, 2017 relating to the issue of up to EUR 21,000,000 Eight-Year EUR Callable Participation Notes on the STOXX® Europe 600 Banks (Price EUR) Index, due November 28, 2025 (referred to by the Distributor as "Goldman Sachs International (UK) Banks Callable 2025") (ISIN: XS1649921282).