

**PROSPECTUS SUPPLEMENT NO. 8  
TO THE BASE PROSPECTUS DATED 14 NOVEMBER 2018**



**GOLDMAN SACHS INTERNATIONAL**  
*(Incorporated with unlimited liability in England)*

**as Issuer and as Guarantor in respect of Securities issued by  
Goldman, Sachs & Co. Wertpapier GmbH**

**GOLDMAN, SACHS & CO. WERTPAPIER GMBH**  
*(Incorporated with limited liability in Germany)*

**as Issuer**

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

**This Prospectus Supplement**

This prospectus supplement (the "**Prospectus Supplement**") to the base prospectus dated 14 November 2018 prepared by Goldman, Sachs & Co. Wertpapier GmbH ("**GSW**") as issuer and Goldman Sachs International ("**GSI**") as issuer and as guarantor in respect of Securities issued by GSW (the "**Original Base Prospectus**") under their Series K programme for the issuance of warrants, notes and certificates with respect to the securities (the "**Programme**"), constitutes a supplement to the base prospectus for the purposes of Article 13 of Chapter 1 of Part II of the Luxembourg Law on Prospectuses for Securities dated 10 July 2005, as amended on 3 July 2012, 21 December 2012 and 10 May 2016 (the "**Luxembourg Law**"), which remains applicable pursuant to Article 64 of the Luxembourg Law dated 16 July 2019, and should be read in conjunction therewith and with Prospectus Supplement No. 1 to the Original Base Prospectus dated 28 January 2019, Prospectus Supplement No. 2 to the Original Base Prospectus dated 28 March 2019, Prospectus Supplement No. 3 to the Original Base Prospectus dated 17 May 2019, Prospectus Supplement No. 4 to the Original Base Prospectus dated 3 July 2019, Prospectus Supplement No. 5 to the Original Base Prospectus dated 19 July 2019, Prospectus Supplement No. 6 to the Original Base Prospectus dated 14 August 2019 and Prospectus Supplement No. 7 to the Original Base Prospectus dated 3 October 2019 (the Original Base Prospectus as so supplemented, the "**Base Prospectus**"). On 14 November 2018, the Commission de Surveillance du Secteur Financier (the "**CSSF**") approved the Original Base Prospectus for the purposes of Article 7 of the Luxembourg Law.

Terms defined in the Base Prospectus have the same meaning when used in this Prospectus Supplement unless otherwise defined herein. This Prospectus Supplement shall form part of and be read in conjunction with the Base Prospectus.

**Right 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 24 October 2019, which is two working days after the publication of this Prospectus Supplement, to withdraw their acceptances.

**Purpose of this Prospectus Supplement**

The purpose of this Prospectus Supplement is to (a) incorporate by reference GSW's 2019 Interim Financial Statements (as defined below), and (b) make certain changes to the information in the "Summary", "Documents Incorporated by Reference", "Goldman, Sachs & Co. Wertpapier GmbH" and "General Information" sections of the

Base Prospectus.

This Prospectus Supplement and the documents incorporated by reference into this Prospectus Supplement will be available on the website of the Luxembourg Stock Exchange at [www.bourse.lu](http://www.bourse.lu).

### Information being supplemented

#### *Incorporation by reference*

This Prospectus Supplement supplements the Base Prospectus by incorporating by reference the German language version of the unaudited half yearly financial statements and interim management report for the period ended 30 June 2019 together with an unofficial English translation thereof, for which GSW accepts responsibility, ("GSW's 2019 Interim Financial Statements").

A copy of GSW's 2019 Interim Financial Statements has been filed with the CSSF in its capacity as competent authority under the Luxembourg Law.

GSW's 2019 Interim Financial Statements are incorporated by reference into, and form part of, this Prospectus Supplement, and the information contained in this Prospectus Supplement and GSW's 2019 Interim Financial Statements shall be deemed to update and, where applicable, supersede any information contained in the Base Prospectus, or any documents incorporated by reference therein.

### Amendments to the Summary

The Summary, as supplemented prior to this Prospectus Supplement, is amended and supplemented as follows:

- (a) The paragraphs relating to GSW in Element B.12 (*Selected historical key financial information of the Issuer*), on page 4 of the Original Base Prospectus shall be deleted and replaced with the following:

"B.12	<b>Selected historical key financial information of the Issuer</b>	[The following table shows selected key historical financial information in relation to GSW:																																								
		<table border="1"> <thead> <tr> <th></th> <th colspan="2">As at and for the six months ended (unaudited)</th> <th colspan="2">As at and for the year ended (audited)</th> </tr> <tr> <th><i>(in EUR)</i></th> <th>30 June 2019</th> <th>30 June 2018</th> <th>31 December 2018</th> <th>31 December 2017</th> </tr> </thead> <tbody> <tr> <td>Income taxes</td> <td>-270,744.01</td> <td>-150,377.35</td> <td>-389,205.93</td> <td>-278,361.25</td> </tr> <tr> <td>Income after taxes / Net income</td> <td>580,901.80</td> <td>320,688.59</td> <td>829,930.59</td> <td>652,821.73</td> </tr> <tr> <td></td> <td colspan="2" style="text-align: center;">As at six months ended (unaudited)</td> <td colspan="2" style="text-align: center;">As at (audited)</td> </tr> <tr> <td><i>(in EUR)</i></td> <td>30 June 2019</td> <td></td> <td>31 December 2018</td> <td>31 December 2017</td> </tr> <tr> <td>Current Assets</td> <td>7,664,850,221.33</td> <td></td> <td>7,397,795,665.36</td> <td>6,466,271,258.32</td> </tr> <tr> <td>Capital and reserves</td> <td>5,915,617.28</td> <td></td> <td>5,334,715.48</td> <td>4,504,784.89]</td> </tr> </tbody> </table>		As at and for the six months ended (unaudited)		As at and for the year ended (audited)		<i>(in EUR)</i>	30 June 2019	30 June 2018	31 December 2018	31 December 2017	Income taxes	-270,744.01	-150,377.35	-389,205.93	-278,361.25	Income after taxes / Net income	580,901.80	320,688.59	829,930.59	652,821.73		As at six months ended (unaudited)		As at (audited)		<i>(in EUR)</i>	30 June 2019		31 December 2018	31 December 2017	Current Assets	7,664,850,221.33		7,397,795,665.36	6,466,271,258.32	Capital and reserves	5,915,617.28		5,334,715.48	4,504,784.89]
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[Not applicable: there has been no significant change in the financial or trading position of GSW since 30 June 2019.]"																																										

## **Amendments to the Base Prospectus**

The Base Prospectus, as supplemented prior to this Prospectus Supplement, is amended and supplemented as follows:

### **1. Amendments to the section entitled "Documents Incorporated by Reference"**

The information in the section entitled "Documents Incorporated by Reference" is amended and supplemented by deleting sub-section 2 entitled "Goldman Sachs & Co Wertpapier GmbH" on pages 110 to 111 of the Original Base Prospectus and replacing it with the following:

#### **"2. Goldman Sachs & Co Wertpapier GmbH**

The following documents, which have previously been published and have been filed with the CSSF shall be deemed to be incorporated in, and to form part of, this Base Prospectus:

- (a) The German language version of the unaudited half yearly financial statements and interim management report for the period ended 30 June 2019 (together with, an unofficial English translation thereof, for which GSW accepts responsibility ("**GSW's 2019 Interim Financial Statements**"));
- (b) The German language version of the (i) Financial Statements for the period ending 31 December 2018 and the Management Report for the Financial Year 2018 and (ii) Auditors' Report thereon (together with, in each case, an unofficial English translation thereof, for which GSW accepts responsibility) ("**GSW's 2018 Financial Statements**");
- (c) The German language version of the unaudited half yearly financial statements and interim management report for the period ended 30 June 2018 (together with, an unofficial English translation thereof, for which GSW accepts responsibility ("**GSW's 2018 Interim Financial Statements**"));
- (d) The German language version of the (i) Financial Statements for the period ending 31 December 2017 and the Management Report for the Financial Year 2017 and (ii) Auditors' Report thereon (together with, in each case, an unofficial English translation thereof, for which GSW accepts responsibility) ("**GSW's 2017 Financial Statements**"); and
- (e) The German language version of the (i) Financial Statements for the period ending 31 December 2016 and the Management Report for the Financial Year 2016 and (ii) Auditors' Report thereon (together with, in each case, an unofficial English translation thereof, for which GSW accepts responsibility) ("**GSW's 2016 Financial Statements**").

#### **Cross-Reference List**

<b>GSW Information in the Financial Statements</b>	<b>GSW's 2019 Interim Financial Statements*</b>	<b>GSW's 2018 Financial Statements*</b>	<b>GSW's 2017 Financial Statements*</b>
Balance Sheet	p. 5	p. 11	p. 11
Profit and Loss Account/Income Statement	p. 6	p. 13	p. 13
Cash Flow Statement	p. 15	p. 25	p. 25
Notes to the Financial Statements	pp. 7-13	pp. 15-21	pp. 15-21
Independent Auditors' Report	N/A	pp. 27-32	pp. 27-29
Statement of Changes in Equity	p. 14	p. 23	p. 23

\* The page numbers referenced above in relation to GSW's 2019 Interim Financial Statements, GSW's 2018 Financial Statements and GSW's 2017 Financial Statements relate to the order in which the pages appear in the PDF version of such document.

Only the German language versions of GSW's 2019 Interim Financial Statements, GSW's 2018 Financial Statements and GSW's 2017 Financial Statements relating to GSW are legally binding. The page references above refer to the English language versions of GSW's 2019 Interim Financial Statements, GSW's 2018 Financial Statements and GSW's 2017 Financial Statements.

Any information included in the documents incorporated by reference that is not included in the cross-reference list is considered to be additional information and is not required by the relevant schedules of the Prospectus Regulation."

## 2. **Amendments to the section entitled "Goldman, Sachs & Co. Wertpapier GmbH"**

The information in the section entitled "Goldman, Sachs & Co. Wertpapier GmbH" is amended and supplemented by deleting the information under the sub-heading entitled "Selected Financial Information" on pages 663 to 664 of the Original Base Prospectus and replacing it with the following:

### **"Selected Financial Information"**

The selected financial information set out below has been extracted from (as applicable) (i) GSW's 2018 Financial Statements and GSW's 2017 Financial Statements, which have been audited by PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft ("**PwC GmbH**") and on which PwC GmbH issued an unqualified audit report, and (ii) GSW's 2019 Interim Financial Statements, which have not been audited.

GSW's 2017 Financial Statements, GSW's 2018 Financial Statements and GSW's 2019 Interim Financial Statements are incorporated by reference into this Base Prospectus. The financial information presented below should be read in conjunction with the financial statements included in such documents, the notes thereto and report thereon.

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

<i>(in EUR)</i>	<b>As at and for the six months ended (unaudited)</b>		<b>As at and for the year ended (audited)</b>	
	<b>30 June 2019</b>	<b>30 June 2018</b>	<b>31 December 2018</b>	<b>31 December 2017</b>
Income taxes	-270,744.01	-150,377.35	-389,205.93	-278,361.25
Income after taxes / Net income	580,901.80	320,688.59	829,930.59	652,821.73

<i>(in EUR)</i>	As at six months ended (unaudited)	As at (audited)	
	30 June 2019	31 December 2018	31 December 2017
Current Assets	7,664,850,221.33	7,397,795,665.36	6,466,271,258.32
Capital and reserves	5,915,617.28	5,334,715.48	4,504,784.89"

### 3. Amendments to the section entitled "General Information"

The information in the section entitled "General Information" is amended and supplemented by:

- (a) deleting the no significant change and no material adverse change statements relating to GSW in sub-section 3 (*No significant change and no material adverse change*) on page 748 of the Original Base Prospectus and replacing it with the following:

"There has been no significant change in the financial or trading position of GSW since 30 June 2019. There has been no material adverse change in the prospects of GSW since 31 December 2018.";

- (b) deleting sub-section 5 entitled "Availability of Documents" on pages 748 to 749 of the Original Base Prospectus and replacing it with the following:

#### "5. Availability of Documents

For so long as any Securities shall be outstanding or may be issued under the Programme, copies of the following documents may be obtained free of charge upon request during normal business hours from the specified office of the Issuers and the office of the Paying Agent in Luxembourg and each of the Paying Agents:

- (i) the constitutional documents of GSI;
- (ii) the constitutional documents of GSW;
- (iii) GSI's 2019 Second Quarter Financial Report;
- (iv) GSI's 2019 First Quarter Financial Report;
- (v) GSI's Regulatory Ratios, 31 August 2019
- (vi) GSI's Regulatory Ratios, 31 May 2019;
- (vi) GSI's Regulatory Ratios, 28 February 2019;
- (vii) GSI's 2018 Annual Report;
- (viii) GSI's 2018 Third Quarter Financial Report;
- (ix) GSI's 2017 Annual Report;
- (x) GSI's 2016 Annual Report;
- (xi) GSI's Notice of Recent Events, 18 January 2019;
- (xii) GSI's Regulatory Ratios, 31 December 2018;
- (xiii) GSI's Regulatory Ratios, 30 September 2018;
- (xiv) GSW's 2018 Financial Statements;
- (xv) GSW's 2017 Financial Statements;

- (xvi) GSW's 2016 Financial Statements;
- (xvii) GSW's 2019 Interim Financial Statements;
- (xviii) GSW's 2018 Interim Financial Statements;
- (xix) the Guarantees;
- (xx) the Programme Agency Agreement;
- (xxi) the Deed of Covenant or Cayman Deed of Covenant, as applicable;
- (xxii) the Final Terms for each Tranche or Series of Securities that are listed on the Official List of the Luxembourg Stock Exchange or any other stock exchange;
- (xxiii) a copy of the Base Prospectus;
- (xxiv) a copy of any supplement to the Base Prospectus and Final Terms; and
- (xxv) all reports, letters and other documents, balance sheets, valuations and statements by any expert any part of which is extracted or referred to in this Base Prospectus."

### **Responsibility**

Each of GSI and GSW 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 their 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 Base Prospectus, the statements in (a) above will prevail.

References to the Base Prospectus shall hereafter mean the Base 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.

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The date of this Prospectus Supplement is 22 October 2019

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