

Supplement

pursuant to Section 16 para. 1 of the German Securities Prospectus Act
(*Wertpapierprospektgesetz*)

dated 4 November 2016

to base prospectuses of

Goldman, Sachs & Co. Wertpapier GmbH
Frankfurt am Main

(the "Issuer")

unconditionally guaranteed by

The Goldman Sachs Group, Inc.
New York, United States of America

(the "Guarantor")

This supplement of Goldman, Sachs & Co. Wertpapier GmbH is related to the base prospectuses as indicated in the table (page 5).

Subject of this supplement (the "**Supplement**") is the publication of the Quarterly Report on Form 10-Q dated 2 November 2016 for the fiscal quarter ended 30 September 2016 (the "**Report**"). The Report has been filed with the US Securities and Exchange Commission (the "**SEC**") by the Guarantor on 3 November 2016 and is incorporated by reference into the base prospectuses (the "**Prospectuses**") as indicated in the table on page 5 (the "**Table**"). The Report has been published on 3 November 2016 and is available free of charge at Goldman Sachs International, Frankfurt Branch, MesseTurm, Friedrich-Ebert-Anlage 49, 60308 Frankfurt am Main.

The information contained in the Prospectuses (in the form as lastly supplemented) shall be supplemented as follows:

In the Prospectuses all references to the "Registration Document of Goldman, Sachs & Co. Wertpapier GmbH and The Goldman Sachs Group, Inc. dated 29 February 2016 (as supplemented by the supplements dated 20 April 2016, 17 May 2016, 6 July 2016, 19 July 2016, 4 August 2016, 21 September 2016 and 19 October 2016)" shall be read as reference to the "Registration Document of Goldman, Sachs & Co. Wertpapier GmbH and The Goldman Sachs Group, Inc. dated 29 February 2016 (as supplemented by the supplements dated 20 April 2016, 17 May 2016, 6 July 2016, 19 July 2016, 4 August 2016, 21 September 2016, 19 October 2016 and 4 November 2016)".

1. In the Prospectuses in the section "I. Summary" under "Element B.12" in subsection "2. Information relating to The Goldman Sachs Group, Inc. as Guarantor" on the page indicated in Item 1 of the Table (page 5) the whole text shall be replaced as follows:

"The following table shows selected key historical financial information in relation to the Guarantor which is derived from the unaudited condensed consolidated financial statements as of 30 September 2016 for the nine months ended 30 September 2016 and 30 September 2015 and from the audited consolidated financial statements as of 31 December 2015 and 2014 for each of the two years in the period ended 31 December 2015 and 2014:

Earnings information				
	Nine months ended		As of and for the Year ended	
	30 September 2016	30 September 2015	31 December 2015	31 December 2014
	<i>(in USD millions)</i>			
Total non-interest revenues	20,187	24,183	30,756	30,481
Net revenues, including net interest income	22,438	26,547	33,820	34,528
Pre-tax earnings	6,907	7,706	8,778	12,357

Balance sheet information			
	30 September 2016	31 December 2015	31 December 2014
	<i>(in USD millions)</i>		
Total assets	879,987	861,395	855,842

Total liabilities	792,877	774,667	773,045
Total shareholders' equity	87,110	86,728	82,797

There has been no material adverse change in the prospects (trend information) of the Guarantor since the date of the last published audited financial statements (31 December 2015) which would impair its capability to fulfill its obligations under the Guarantee.

Not applicable. There has been no significant change in the financial or trading position of Goldman Sachs Group since the date of the last interim financial information (30 September 2016)."

2. In the Prospectuses in the German translation of the summary (Deutsche Übersetzung der Zusammenfassung) in the section "I. Summary" under "Punkt B.12" in subsection "2. Informationen bezüglich der The Goldman Sachs Group, Inc. als Garantin" on the page indicated in Item 2 of the Table (page 5) the whole text shall be replaced as follows:

"Die folgende Tabelle enthält ausgewählte Finanzinformationen bezüglich der Garantin, die dem ungeprüften, verkürzten und konsolidierten Konzernzwischenabschluss vom 30. September 2016 jeweils für die am 30. September 2016 bzw. 30. September 2015 geendeten neun Monate sowie den geprüften Konzernabschlüssen vom 31. Dezember 2015 bzw. 31. Dezember 2014 jeweils für das am 31. Dezember 2015 bzw. 31. Dezember 2014 geendete Geschäftsjahr entnommen sind:

Informationen zur Ertragslage				
	Für die neun Monate endend am		Für das Geschäftsjahr endend am	
	30. September 2016	30. September 2015	31. Dezember 2015	31. Dezember 2014
	<i>(in Mio. USD)</i>			
Gesamtumsatz (ohne Zinserträge)	20.187	24.183	30.756	30.481
Umsatz einschließlich Zinserträgen	22.438	26.547	33.820	34.528
Ergebnis vor Steuern	6.907	7.706	8.778	12.357

Bilanzinformationen			
	30. September 2016	31. Dezember 2015	31. Dezember 2014
	<i>(in Mio. USD)</i>		
Summe der Aktiva	879.987	861.395	855.842
Summe der Verbindlichkeiten	792.877	774.667	773.045

Summe Eigenkapital	87.110	86.728	82.797
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Seit dem Stichtag des letzten geprüften Jahresabschlusses (31. Dezember 2015) sind keine wesentlichen Veränderungen in den Geschäftsaussichten (Trendinformationen) der Garantin eingetreten, welche die Fähigkeit der Garantin zur Erfüllung ihrer Verbindlichkeiten aus der Garantie gefährden können.

Nicht anwendbar. Seit dem Stichtag der letzten Zwischenfinanzinformationen (30. September 2016) sind keine wesentlichen Veränderungen in der Finanzlage oder Handelsposition der Goldman Sachs Gruppe eingetreten."

3. In the Prospectuses in section "**VIII. Important information about the Guarantor**" on the page indicated in **Item 3** of the Table (page 5) the following point shall be added at the end of the list contained in the first paragraph:

- "• the Quarterly Report on Form 10-Q for the fiscal quarter ended 30 September 2016 (the "**Form 10-Q Third Quarter 2016**"), filed with the SEC on 3 November 2016."

4. In the Prospectuses in section "**XIII. Documents incorporated by reference**" on the page indicated in **Item 4** of the Table (page 5) the following point shall be added at the end of the list contained in the fifth paragraph:

- "• the Form 10-Q Third Quarter 2016, filed with the SEC on 3 November 2016."

No.	Name of the Base Prospectus	Issuer	Supplement No.	Date of the Base Prospectus	Item 1	Item 2	Item 3	Item 4
1	Base Prospectus for Securities (issued in the form of Certificates, Notes or Warrants)	Goldman, Sachs & Co. Wertpapier GmbH	10	15 December 2015	pages 15 - 16	pages 106 - 107	page 614	pages 700 - 701
2	Base Prospectus for Securities (issued in the form of Certificates, Notes or Warrants)	Goldman, Sachs & Co. Wertpapier GmbH	8	18 March 2016	pages 15 - 16	pages 109 - 110	page 638	page 722

The Supplement, the Prospectuses and the Report are available free of charge at the offices of Goldman Sachs International, Frankfurt Branch, MesseTurm, Friedrich-Ebert-Anlage 49, 60308 Frankfurt am Main and furthermore are available on the website of Goldman Sachs International at www.gs.de/service/wertpapierprospekte.

Pursuant to article 16 para. 3 of the German Securities Prospectus Act, investors who have already agreed to purchase or subscribe for securities offered under the Prospectuses before this Supplement has been published shall have the right, exercisable within a time period of two working days after the publication of this Supplement, to withdraw their acceptances, provided that the new factor, mistake or inaccuracy arose before the final closing of the offer to the public and the delivery of the securities. No grounds must be stated for the withdrawal, which must be made in text form. The timely dispatch of the withdrawal is sufficient to comply with the deadline.

Addressee of a withdrawal is Goldman Sachs International, Frankfurt Branch, MesseTurm, Friedrich-Ebert-Anlage 49, 60308 Frankfurt am Main.

Frankfurt am Main, 4 November 2016

Goldman Sachs International, Frankfurt Branch

signed by Lennart Wilhelm

Goldman, Sachs & Co. Wertpapier GmbH

signed by Lennart Wilhelm

signed by Gencer Alp