

NOTICE

RELATING TO THE PUBLIC OFFER OF THE GOLDMAN SACHS GROUP, INC.

Euro Medium Term Notes, Series F

Issue of up to EUR 100,000,000 Fixed Rate Notes due November 2025

(ISIN XS2708197962)
(the “**Notes**”)

Pursuant to the “Terms and Conditions of the Offer” of the Final Terms No. 1068, dated 22 April 2024, to the Base Prospectus related to the Notes of Goldman Sachs Group Inc. approved by the Luxembourg *Commission de Surveillance du Secteur Financier* on 12 April 2024, as supplemented, The Goldman Sachs Group, Inc. in its capacity as Issuer, hereby informs the investors who subscribed to the public offer of the Notes in Germany and Austria that:

(a) the Final Terms No. 1068 dated 22 April 2024 have been amended and restated by the Amended and Restated Final Terms No. 1068 dated 16 May 2024, attached hereto as Annex A,

(i) to amend the Estimated total expenses applicable to the Notes to 0.46 per cent. of the Face Amount; and

(ii) to amend the Net Proceeds to Issuer applicable to the Notes to 99.54 per cent. of the Face Amount; and

(b) the Face Amount (Aggregate Notional Amount) of Notes to be issued on 17 May 2024 will be EUR 5,775,000.

16 May 2024

ANNEX A

AMENDED AND RESTATED FINAL TERMS NO. 1068 DATED 16 MAY 2024

Amended and Restated Final Terms No. 1068 to the Base Prospectus dated April 12, 2024, as
supplemented



The Goldman Sachs Group, Inc.

Euro Medium-Term Notes, Series F

Legal Entity Identifier (LEI): 784F5XWPLTWKTBV3E584

EUR 5,775,000 Fixed Rate Notes due November 2025 (the “Notes”)

Contractual Terms:

Terms used herein shall be deemed to be defined as such for the purposes of the General Note Conditions set forth in the Base Prospectus dated April 12, 2024, as supplemented (the “**Base Prospectus**”), which is a base prospectus for the purposes of the Prospectus Regulation. This document constitutes the Final Terms of the Notes described herein for the purposes of the Prospectus Regulation and must be read in conjunction with such Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus.

The Base Prospectus is available for viewing at www.luxse.com and during normal business hours at the registered office of the Issuer, and copies may be obtained from the specified office of the Paying Agent in Luxembourg. The Final Terms and the Base Prospectus are published in electronic form on the websites www.gs.de/en (see <https://classic.gs.de/de/XS2708197962> and/or www.gs.de/en/services/documents/base-prospectus) (for investors in Germany) and www.gsmarkets.at/en (see <https://www.gsmarkets.at/en/services/documents/product-final-terms> and/or www.gsmarkets.at/en/services/documents/base-prospectus) (for investors in Austria).

A summary of the Notes is attached to these Final Terms.

Tranche Number	F-1068
Face Amount (Aggregate Notional Amount)	EUR 5,775,000
Denomination	EUR 1,000
Minimum Investment	EUR 1,000
Type of Note	Fixed Rate Series F Note
Specified Currency	Euro (“EUR”)
Trade Date	The final date of the Offer Period, scheduled to be May 15, 2024
Original Issue Date (Settlement Date)	May 17, 2024

ISIN Code	XS2708197962
Common Code	270819796
WKN	GF4JU7
Valoren Number	131245757
Stated Maturity Date	November 17, 2025
Original Issue Price	100.00 per cent. of the Face Amount
Net Proceeds to Issuer	99.54 per cent. of the Face Amount
Original Issue Discount	Not Applicable
Amortizing Notes	Not Applicable
Amount Payable at Maturity (Final Redemption Amount)	100% of the Face Amount outstanding on the Stated Maturity Date
Indexed (Participation) Notes	Not Applicable
Yield to Maturity	3.20% per annum
Interest Rate Note Provisions	Applicable
	For all the Interest Payment Dates
	Fixed Rate: Applicable
	See “General Note Conditions — Interest Rates — Fixed Rate Notes”
	Interest Rate: 3.20% per annum
	Interest Payment Dates: The Stated Maturity Date
	Day Count Fraction: 30/360 (ISDA)
Non-Scheduled Early Repayment Amount	Par Plus Accrued
Interest Commencement Date	May 17, 2024
Interest Payment Date	The Stated Maturity Date
Interest Period	The period from and including the Interest Commencement Date to but excluding the originally scheduled Stated Maturity Date.
Calculation Basis	Per Denomination
Regular Record Dates	1 Business Day
Additional Redemption Rights at the Option of the Issuer	Not Applicable
Repurchase at the Holder’s Option	Not Applicable

Redemption Upon Change in Law	Applicable
Gross-up and Call in the Case of Tax Law Changes	Not Applicable
Non-Default Business Day	Not Applicable
Additional Business Centre	None
Business Day Convention	Following, Unadjusted
Final BDC Procedure	Not Applicable
Intended to be held in a manner which would allow Eurosystem eligibility	No. Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper, and registered in the name of a nominee of one of the ICSDs acting as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.
Form of Notes	Registered global notes only, registered in the name of a nominee of a common depository or safekeeper for Euroclear and Clearstream, Luxembourg
Any Clearing System(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s):	Not Applicable
Calculation Agent	Goldman Sachs International
Listing and Admission to Trading	Application will be made to list the Notes on the Frankfurt Stock Exchange (Regulated unofficial market (Freiverkehr) (Premium)) with effect from on or around May 17, 2024
Credit Ratings	The Notes to be issued have not been rated
Interests of Natural and Legal Persons Involved in the Issue/Offer	Save for any fees payable to Erste Group Bank AG (the " Distributor "), so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. Goldman Sachs Bank Europe SE and/or Goldman Sachs International (each, a " Dealer ") and the Distributor and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.
Section 871(m)	The Issuer has determined that the Notes will not be subject to withholding under Section 871(m) of the U.S. Internal Revenue Code
Postponement Following FX Disruption Event and Payments in USD	Applicable

Amended and Restated Final Terms,
dated May 16, 2024, amending and
restating the Final Terms dated April 22,
2024

The Notes have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"). The Notes may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons (as such terms are defined in Regulation S under the Securities Act). These Final Terms are not for use in, and may not be delivered to or inside, the United States.

TERMS AND CONDITIONS OF THE OFFER

Offer Period: An offer of the Notes may be made by the Distributor other than pursuant to Article 1(4) of the Prospectus Regulation in Germany and Austria during the period commencing on (and including) April 22, 2024 and ending on (and including) May 15, 2024 (subject to early termination or extension as described below under “Terms and Conditions of the Offer—Conditions to which the offer is subject”).

Offer Price: 100.00% of the Face Amount.

Conditions to which the offer is subject: The Issuer may, at any time during the Offer Period, after consultation with the Distributor, terminate the Offer Period early and immediately suspend the acceptance of additional orders without any prior notice. If the Offer Period is terminated early, a notice to that effect will be made available on the websites <https://classic.gs.de/detail/XS2708197962> (for investors in Germany) and www.gsmarkets.at/en (for investors in Austria). In addition, the Issuer may, at any time during the Offer Period, after consultation with the Distributor, increase or reduce the Aggregate Notional Amount of Notes being offered, and a notice to that effect will be made available on the websites <https://classic.gs.de/detail/XS2708197962> (for investors in Germany) and www.gsmarkets.at/en (for investors in Austria). The Issuer may also at any time during the originally scheduled Offer Period, and after consultation with the Distributor, extend the Offer Period. If the Offer Period is extended, a notice to that effect will be made available on the websites <https://classic.gs.de/detail/XS2708197962> (for investors in Germany) and www.gsmarkets.at/en (for investors in Austria). In addition, the Issuer may in certain situations, including a material change in its financial position, results of operations or prospects, a change in applicable law or a proposed change in law, at any time following the publication of these Final Terms and prior to the Original Issue Date, and after consultation with the Distributor, terminate the offer and not issue any Notes. For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises such right, no potential investor shall be entitled to subscribe or otherwise acquire the Notes. For

the avoidance of doubt, no supplement to the Base Prospectus or these Final Terms will be published in relation to any early termination of the Offer Period.

The Issuer expects to file with the Commission de Surveillance du Secteur Financier (the “CSSF”) a supplement to the Base Prospectus to incorporate its Quarterly Report on Form 10-Q (the “Form 10-Q”) for the fiscal quarter ended March 31, 2024 prior to the issuance of the Notes. The filing of a supplement to the Base Prospectus prior to the issuance of the Notes will trigger withdrawal rights for investors who have subscribed for Notes. Upon approval, the supplement will be published by the Luxembourg Stock Exchange on its website at www.luxse.com. See also “Documents Incorporated by Reference” in the Base Prospectus for additional information on how to obtain copies of the Form 10-Q and related supplements and other relevant documents. Investors who have subscribed for Notes will have the right to withdraw their subscription for two business days following the day of publication of the Form 10-Q supplement.

Description of the application process: A prospective investor in the Notes should contact the Distributor for details of the application process in order to purchase the Notes during the Offer Period. A prospective investor in the Notes will invest in accordance with the arrangements existing between the Distributor and its customers relating to the placement and subscription of securities generally.

Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants: There are no allotment criteria. Subject to the conditions detailed above, all of the notes requested by investors during the offer period will be assigned until reaching the maximum amount of the offer available to prospective investors (up to EUR 100,000,000). On the Original Issue Date, potential investors will receive 100 per cent of the amount of notes allocated to them.

Details of the minimum and/or maximum amount of application: The minimum amount of application per investor will be EUR 1,000 in nominal amount of the notes. The maximum

face amount of notes to be issued is EUR 100,000,000, subject to an increase upon publication of a notice at <https://classic.gs.de/detail/XS2708197962> (for investors in Germany) and www.gsmarkets.at/en (for investors in Austria).

Details of the method and time limits for paying up and delivering the Notes: The Notes will be issued on the Original Issue Date against payment to the Issuer of the net subscription moneys.

Manner in and date on which results of the offer are to be made public: The results of the offer will be available on the websites <https://classic.gs.de/detail/XS2708197962> (for investors in Germany) and www.gsmarkets.at/en (for investors in Austria) on or around the end date of the Offer Period.

Procedure for exercise of any right of preemption, negotiability of subscription rights and treatment of subscription rights not exercised: Not Applicable.

Whether tranche(s) have been reserved for certain countries: Not Applicable.

Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made: Not Applicable.

Amount of any expenses and taxes specifically charged to the subscriber or purchaser: Not Applicable. Please refer to "Austria" and "Germany" in the section titled "Taxation" in the Base Prospectus.

Name(s) and address(es), to the extent known to the Issuer, of the placers in the

various countries where the offer takes place: Not Applicable.

Name(s) and address(es) of any paying agents and depository agents in each country: The Bank of New York Mellon, London Branch, 160 Queen Victoria Street, EC4V 4LA, London, United Kingdom; Banque Internationale à Luxembourg, 69 route d'Esch, L-2953, Luxembourg

Consent to use the Base Prospectus

Identity of financial intermediary(ies) that are allowed to use the Base Prospectus: The Issuer consents to the use of the Base Prospectus by (i) Goldman Sachs Bank Europe SE, a *Societas Europaea*, registered in accordance with the corporate law of the European Union, having its registered office at Marienurm, Taunusanlage 9-10, 60329 Frankfurt am Main, Germany, and/or Goldman Sachs International, a private unlimited liability company incorporated under the laws of England and Wales, having its registered office at Plumtree Court, 25 Shoe Lane, London EC4A 4AU, United Kingdom, and (ii) Erste Group Bank AG, having its registered office at Am Belvedere 1, 1100 Vienna, Austria.

Offer period during which subsequent resale or final placement of Notes by financial intermediaries can be made: From and including April 22, 2024 to and including May 15, 2024 (subject to early termination or extension as described above under "Terms and Conditions of the Offer—Conditions to which the offer is subject").

Conditions attached to the consent: None.

DISTRIBUTION

Method of distribution:	Non-syndicated
Name and address of the Dealer:	Goldman Sachs Bank Europe SE Marieturm Taunusanlage 9-10, 60329 Frankfurt am Main, Germany Goldman Sachs International Plumtree Court 25 Shoe Lane London EC4A 4AU, United Kingdom Goldman Sachs International (“ GSI ”) (including its licensed branches) shall act as Dealer and purchase all Securities from the Issuer, provided that Goldman Sachs Bank Europe SE may act as Dealer in respect of some or all of the Securities acquired by it from GSI.
Non-exempt Offer:	An offer of the Notes may be made by the Distributor other than pursuant to Article 1(4) of the Prospectus Regulation in Germany and Austria during the period commencing on (and including) April 22, 2024 and ending on (and including) May 15, 2024 (subject to early termination or extension as described above under “Terms and Conditions of the Offer—Conditions to which the offer is subject”)
Reasons for the offer	We intend to use the net proceeds from the sale of the Notes to provide additional funds for our operations and for other general corporate purposes
Estimated net proceeds:	EUR 5,775,000, less the fees described below
Estimated total expenses:	0.46 per cent. of the Face Amount
Name(s) and address(es) of any paying agents and depository agents in each country:	The Bank of New York Mellon, London Branch 160 Queen Victoria Street EC4V 4LA London UK Banque Internationale à Luxembourg 69 route d’Esch L-2953 Luxembourg
Prohibition of Sales to EEA Retail Investors:	Not Applicable
Prohibition of Sales to UK Retail Investors:	Not Applicable
Public Offers in Switzerland:	

**Prohibition of Offer to
Private Clients in
Switzerland:** Not Applicable

**Swiss withdrawal right
pursuant to article 63 para 5
FinSA:** Not Applicable

ADDITIONAL INFORMATION

Goldman Sachs Bank Europe SE and/or Goldman Sachs International may resell any Notes it purchases as principal to other brokers or dealers at a discount, which may include all or part of the discount the agent received from us. If all the Notes are not sold at the initial offering price, the agent may change the offering price and the other selling terms, which may have a negative effect on the market price of the Notes.

ISSUE-SPECIFIC SUMMARY OF THE SECURITIES

INTRODUCTION AND WARNINGS

This summary should be read as an introduction to the Base Prospectus. Any decision to invest in the Notes should be based on a consideration of the Base Prospectus as a whole, including any documents incorporated by reference. In certain circumstances, the investor could lose all or part of the invested capital. Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff investor might, under the national legislation of the member states of the European Economic Area, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled the summary including any translation thereof, but only if the summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in the Notes.

Securities: Issue of EUR 5,775,000 Fixed Rate Notes, due November 2025 (ISIN: XS2708197962) (the “Notes”).

Issuer: The Goldman Sachs Group, Inc. (the “Issuer”). Its registered office is 200 West Street, New York, New York 10282, United States and its Legal Entity Identifier (“LEI”) is 784F5XWPLTWKTBV3E584.

Authorised Offeror(s): The authorised offerors are:

- (1) Goldman Sachs International (“GSI”), a private unlimited liability company incorporated under the laws of England and Wales, having its registered office at Plumtree Court, 25 Shoe Lane, London EC4A 4AU, United Kingdom (LEI code W22LROWP2IHZNBB6K528), provided that Goldman Sachs Bank Europe SE (“GSBE”), a Societas Europaea, registered in accordance with the corporate law of the European Union, having its registered office Marienturm, Taunusanlage, 9-10, 60329 Frankfurt am Main, Germany (LEI code 8IBZUGJ7JPLH368JE346), may act as authorised offeror in respect of some or all of the Securities acquired by it from GSI (each, a “Dealer”); and
- (2) Erste Group Bank AG, having its registered office at Am Belvedere 1, 1100 Vienna, Austria. Its LEI is PQOH26KWDF7CG10L6792 (the “Distributor”); (each an “Authorised Offeror” and together the “Authorised Offerors”).

Competent authority: The Base Prospectus was approved on April 12, 2024 by the Luxembourg *Commission de Surveillance du Secteur Financier* of 283 Route d’Arlon, 1150 Luxembourg (Telephone number: (+352) 26 25 1-1; Fax number: (+352) 26 25 1 – 2601; Email: direction@cssf.lu).

KEY INFORMATION ON THE ISSUER

Who is the Issuer of the securities?

Domicile and legal form, law under which the Issuer operates and country of incorporation: The Issuer is a Delaware corporation organized and existing under the Delaware General Corporation Law. Its Legal Entity Identifier (LEI) is 784F5XWPLTWKTBV3E584.

Issuer’s principal activities: The Issuer is a bank holding company and a financial holding company regulated by the Board of Governors of the Federal Reserve System (Federal Reserve Board). The Issuer’s U.S. depository institution subsidiary, Goldman Sachs Bank USA (GS Bank USA), is a New York State-chartered bank. The Issuer is the parent holding company of the Goldman Sachs Group (the “Group”).

As of December 2023, the Group had offices in over 41 countries and 49% of its headcount was based outside the Americas. The Group’s clients are located worldwide and the Group is an active participant in financial markets around the world. The Issuer is a publicly listed company on the New York Stock Exchange.

The Issuer reports its activities in three business segments: Global Banking & Markets, Asset & Wealth Management and Platform Solutions.

Major shareholders, including whether it is directly or indirectly owned or controlled and by whom:

As of February 26, 2024, BlackRock, Inc. beneficially owned 23,010,145 shares or 7.09% of the Issuer’s common stock, State Street Corporation beneficially owned 19,616,360 shares or 6.04% of the Issuer’s common stock, and The Vanguard Group beneficially owned 28,546,582 shares or 8.80% of the Issuer’s common stock.

Key directors: The directors of the Issuer are David M. Solomon, M. Michele Burns, Mark A. Flaherty, Kimberley D.

Harris, Kevin R. Johnson, Ellen J. Kullman, Lakshmi N. Mittal, Thomas Montag, Adebayo O. Ogunlesi, Peter Oppenheimer, Jan E. Tighe, Jessica R. Uhl, and David A. Viniar.

Statutory auditors: The Issuer's statutory auditor is PricewaterhouseCoopers LLP, of 300 Madison Ave, New York, NY 10017, United States.

What is the key financial information regarding the Issuer?

The following key financial information has been extracted from the audited consolidated financial statements of the Issuer as of and for the years ended December 31, 2023 and December 31, 2022.

Summary information – income statement

(in USD millions)	For the year ended 31-12- (audited)	
	2023	2022
Selected income statement data		
Total non-interest revenues	39,903	39,687
Net revenues, including net interest income	46,254	47,365
Pre-tax earnings	10,739	13,486

Summary information – balance sheet

(in USD millions)	As of 31-12 (audited)	
	2023	2022
Total assets	1,641,594	1,441,799
Total liabilities	1,524,689	1,324,610
Total shareholders' equity	116,905	117,189

Summary information – cash flow

(in USD millions)	For the year ended 31-12- (audited)	
	2023	2022
Cash flows from operating activities	(12,587)	8,708
Cash flows from financing activities	27,800	59,602
Cash flows from investing activities	(17,312)	(75,960)

Qualifications in audit report on historical financial information: Not Applicable; there are no qualifications in the audit report of the Issuer on its historical financial information.

What are the key risks that are specific to the Issuer?

In purchasing Notes, investors assume the risk that the Issuer may become insolvent or otherwise be unable to make all payments due in respect of the Notes. The Group is a leading global investment banking, securities and investment management group and faces a variety of significant risks which may affect the Issuer's ability to fulfil its obligations under the Notes, including market and credit risks, liquidity risks, business activities and industry risks, operational risks and legal, regulatory and reputational risks.

KEY INFORMATION ON THE SECURITIES

What are the main features of the securities?

Type and class of securities being offered and security identification number(s): The Notes are cash settlement securities in the form of notes.

The Notes will be cleared through Euroclear Bank S.A./N.V. and Clearstream Banking S.A.

The issue date of the Notes is May 17, 2024 (the "**Original Issue Date**"). The issue price of the Notes is 100.00 per cent. of the aggregate nominal amount of the Notes (the "**Issue Price**").

ISIN: XS2708197962; Common Code: 270819796.

Currency, denomination, number of securities issued and term of the securities: The currency of the Notes will be Euro (the "**Settlement Currency**" or "**EUR**"). The specified denomination per Note is EUR 1,000. The aggregate nominal amount of the Notes is EUR 5,775,000.

Maturity Date: November 17, 2025. This is the date on which the Notes are scheduled to be redeemed subject to adjustment in accordance with the terms and conditions and subject to any early redemption of the Notes.

Rights attached to the securities:

The Notes will give each investor the right to receive a return, together with certain ancillary rights such as the right to receive notice of certain determinations and events. The return on the Notes will comprise (i) payment of Interest, (ii) the non-scheduled early repayment amount(s) (if an early redemption event occurs) and (iii) (unless otherwise early redeemed) the final redemption amount payable on the Maturity Date.

Interest: The Notes will pay interest on the Stated Maturity Date. The Notes will bear interest at a rate of 3.20% per annum.

Early Redemption and Repayment:

Redemption at the Option of The Goldman Sachs Group, Inc.

Not Applicable; the Notes are not redeemable at the option of the Issuer.

Repayment at the Option of the Holder

Not Applicable; the Notes are not redeemable at the option of the holder.

Redemption Upon Change in Law

The Issuer may redeem, as a whole but not in part, any outstanding Notes, if at any time on or after the settlement date, as a result of (i) the adoption of or any change in any applicable law or regulation or (ii) the promulgation of or any change in the interpretation of any court, tribunal or regulatory authority with competent jurisdiction of any applicable law or regulation, the calculation agent determines that the Issuer and/or any of its affiliates will incur a materially increased cost in performing its obligations under the Notes or if such performance becomes illegal, in whole or in part. In such cases, the non-scheduled early repayment amount payable on such unscheduled early redemption shall be 100 per cent. of the Face Amount plus accrued but unpaid interest.

Final redemption amount: Unless previously redeemed, or purchased and cancelled, the Notes will be redeemed by payment of the Amount Payable at Maturity (Final Redemption Amount) on the maturity date. The Amount Payable at Maturity is 100% of the Face Amount, which is an amount of EUR 5,775,000 together with interest accrued but unpaid to the repayment date.

Governing law: The Notes will be governed by New York law.

Status of the securities: The Notes will rank pari passu with all other unsecured and unsubordinated indebtedness of

The Goldman Sachs Group, Inc.

Description of restrictions on free transferability of the securities: Not Applicable. There are no restrictions on the free transferability of the Notes. Sales and resales of the Notes may be subject to restrictions arising under the laws of various jurisdictions.

Where will the securities be traded?

Application will be made for the Notes to be listed on the Frankfurt Stock Exchange (Regulated unofficial market (Freiverkehr) (Premium)), with effect from on or around May 17, 2024.

What are the key risks that are specific to the securities?

Risk factors associated with the securities: The Notes are subject to the following key risks:

- The market price of any Notes we may issue may be influenced by many unpredictable factors and if you buy a Note and sell it prior to the stated maturity date, you may receive less than the face amount of your Note.
- Changes in interest rates are likely to affect the market price of any Notes we may issue.
- Any Notes we may issue may not have an active trading market; the aggregate nominal amount outstanding at any given time may be significantly less than that outstanding on the issue date, and this could have a negative impact on your ability to sell the Notes in the secondary market.
- Changes in our credit ratings may affect the market price of a Note.
- There are also risks associated with Notes payable in or linked to currencies other than U.S. dollars.
- Holders of the Issuer's Notes could be at greater risk for being structurally subordinated if the Issuer sells or transfers its assets substantially as an entirety to one or more of its subsidiaries.
- The Notes we may issue are not insured by the Federal Deposit Insurance Corporation.
- If we redeem your Notes or there is an adjustment upon a change in law, you may receive less than your initial investment.
- Distributors or other entities involved in the offer or listing of the Notes may have potential conflicts of interest.
- Public offers of the Notes may be subject to extension, postponement, revocation and/or termination.

KEY INFORMATION ON THE OFFER OF THE SECURITIES TO THE PUBLIC AND/OR THE ADMISSION TO TRADING ON A REGULATED MARKET

Under which conditions and timetable can I invest in this Security?

Terms and Conditions of the Offer: An offer of the Notes may be made by the Distributor other than pursuant to Article 1(4) of the Prospectus Regulation in Germany and Austria (the "**Public Offer Jurisdictions**") during the period commencing on (and including) April 22, 2024 and ending on (and including) May 15, 2024 (the "**Offer Period**").

The offer price will be equal to 100.00 per cent. (100.00%) of the Face Amount of the Notes.

The results of the offer will be available on the websites <https://classic.gs.de/detail/XS2708197962> (for investors in Germany) and www.gsmarkets.at/en (for investors in Austria) on or around the end date of the Offer Period.

Each investor will be notified by the Distributor of its allocation in accordance with the arrangements existing between the Distributor and its customers relating to the placement and subscription of securities. No dealings in the Notes may take place prior to the Original Issue Date.

Estimated expenses of the Issue/Offer: The Issuer will pay to the Distributor a distribution fee of 0.46 per cent. of the Face Amount of the Notes effectively placed by the Distributor (the "**Distribution Fee**").

The Distribution Fee is included in the Issue Price of your Notes.

Who is the offeror and/or the person asking for admission to trading?

See the item entitled "The Authorised Offeror(s)" above.

The Issuer is the entity requesting for the admission to trading of the Notes.

Why is the Prospectus being produced?

Reasons for the offer, estimated net proceeds and use of proceeds: We intend to use the net proceeds from the sale of the Notes to provide additional funds for our operations and for other general corporate purposes.

Underwriting agreement on a firm commitment basis: The offer of the Notes is not subject to an underwriting agreement on a firm commitment basis.

Material conflicts pertaining to the issue/offer:

The Issuer is subject to a number of conflicts of interest between its own interests and those of holders of Notes, including: (a) distributors or other entities involved in the offer or listing of the Notes may have potential conflicts of interest; (b) our business activities may create conflicts of interest between you and us; and (c) as Calculation Agent, Goldman Sachs International will have the authority to make determinations that could affect when the Notes mature and the amount payable at maturity.

