

Supplement

pursuant to Article 23 (1) of the Regulation (EU) 2017/1129 (as amended from time to time)
(the "**Prospectus Regulation**")

dated 2 August 2024

with respect to the Base Prospectuses
of

Goldman, Sachs & Co. Wertpapier GmbH
Frankfurt am Main, Germany

(the "**Issuer**")

Goldman Sachs Finance Corp International Ltd
Jersey

(the "**Issuer**")

each with the guarantor

The Goldman Sachs Group, Inc.
United States of America

(the "**Guarantor**")

This supplement contains individual supplements to the following base prospectuses:

- 1) Base Prospectus for Securities dated 11 March 2024 of Goldman, Sachs & Co. Wertpapier GmbH*
- 2) Base Prospectus for Securities dated 11 March 2024 of Goldman Sachs Finance Corp International Ltd*
- 3) Base Prospectus for Securities dated 16 February 2024 of Goldman, Sachs & Co. Wertpapier GmbH*
- 4) Base Prospectus for Securities dated 16 February 2024 of Goldman Sachs Finance Corp International Ltd*
- 5) Base Prospectus for Securities dated 1 February 2024 of Goldman, Sachs & Co. Wertpapier GmbH*

(each as supplemented)

*(each a "**Prospectus**" and together the "**Prospectuses**").*

The significant new factor resulting in this supplement (the "**Supplement**") to the Prospectuses listed in the table below (page 6, the "**Table**") is the publication of the quarterly report on Form 10-Q for the fiscal quarter ended 30 June 2024, dated 1 August 2024 (the "**Form 10-Q Second Quarter 2024**"), on 2 August 2024 which has been filed with the US Securities and Exchange Commission (the "**SEC**") by the Guarantor on 2 August 2024 and has also been filed with the Commission de Surveillance du Secteur Financier (the "**CSSF**") in Luxembourg in connection with the Base Prospectus Euro Medium-Term Notes, Series F of The Goldman Sachs Group, Inc. dated 12 April 2024 (as supplemented) (the "**GSG Base Prospectus**"). The Form 10-Q Second Quarter 2024 is incorporated by reference into the Prospectuses listed in the Table below.

The information contained in the Prospectuses shall be supplemented as follows:

*1. In the Prospectuses at the end of the first paragraph in section "**IX. Important information about the Guarantor**" (for the Prospectuses No. 1, No. 2, No. 3 and No. 4 in the Table below (page 6)) and in section "**VIII. Important information about the Guarantor**" (for the Prospectus No. 5 in the Table below) on the page mentioned under **Point 1** in the Table below the following bullet point shall be added:*

- "• Supplement No. 4 to the Base Prospectus Euro Medium-Term Notes, Series F dated 2 August 2024 (the "**Supplement No. 4 to the GSG Base Prospectus**")"

*2. In the Prospectuses No. 1, No. 2, No. 3 and No. 4 the third paragraph (excluding the bullet points) of section "**IX. Important information about the Guarantor**" on the page mentioned under **Point 2** in the Table below (page 6) shall be replaced as follows:*

"The Guarantor files documents and reports with the US Securities and Exchange Commission (the "**SEC**"). With respect to further substantial information in respect of The Goldman Sachs Group, Inc. as the Guarantor of the Securities reference is made pursuant to Article 19 paragraph 1 of the Prospectus Regulation to the following documents filed with the SEC (the "**SEC Documents**") which are also filed with the CSSF and to which reference is made in the GSG Base Prospectus, the Supplement No. 2 to the GSG Base Prospectus and the Supplement No. 4 to the GSG Base Prospectus (detailed information regarding the pages in the SEC Documents, to which reference is made with respect to the required information about the Guarantor, can be found in section "XIII. General Information" under "6. Information incorporated by reference");"

*3. In the Prospectus No. 5 the third paragraph (excluding the bullet points) of section "**VIII. Important information about the Guarantor**" on the page mentioned under **Point 3** in the Table below (page 6) shall be replaced as follows:*

"The Guarantor files documents and reports with the US Securities and Exchange Commission (the "**SEC**"). With respect to further substantial information in respect of The Goldman Sachs Group, Inc. as the Guarantor of the Securities reference is made pursuant to Article 19 paragraph 1 of the Prospectus Regulation to the following documents filed with the SEC (the "**SEC Documents**") which are also filed with the CSSF and to which reference is made in the GSG Base Prospectus, the Supplement No. 2 to the GSG Base Prospectus and the Supplement No. 4 to the GSG Base Prospectus (detailed information regarding the pages in the SEC Documents, to which reference is made with respect to the required information about the Guarantor, can be found in section "XII. General Information" under "6. Information incorporated by reference");"

4. In the Prospectuses at the end of the list in the third paragraph in section **"IX. Important information about the Guarantor"** (for the Prospectuses No. 1, No. 2, No. 3 and No. 4 in the Table below (page 6) and in section **"VIII. Important information about the Guarantor"** (for the Prospectus No. 5 in the Table below) on the page mentioned under **Point 4** in the Table below the following bullet point shall be added:

- the Quarterly Report on Form 10-Q for the fiscal quarter ended 30 June 2024 (the **"Form 10-Q Second Quarter 2024"**), filed with the SEC on 2 August 2024."

5. In the Prospectuses the table contained in subsection **"6. Information incorporated by reference"** of section **"XIII. General Information"** (for the Prospectuses No. 1, No. 2, No. 3 and No. 4 in the Table below (page 6)) and in section **"XII. General Information"** (for the Prospectus No. 5 in the Table below) on the pages mentioned under **Point 5** in the Table below shall be amended as follows:

- In the subsection **"Trend information"** in the row **"Trend information (Annex 6, Section 7 Delegated Regulation)"** the first two columns (**"Information required by the Delegated Regulation"** and **"Document (Incorporated page(s) of the Document)*"**) shall be replaced as follows:

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Trend information (Annex 6, Section 7 Delegated Regulation)	<p>GSG Base Prospectus (Page 155 – the 3rd last paragraph on this page (<i>Material Adverse or Significant Changes and Legal Proceedings</i>))</p> <p>Form 10-K 2023 (Pages 65 – 126 (<i>Management's Discussion and Analysis of Financial Condition and Results of Operations</i>))</p> <p>Form 10-Q Second Quarter 2024 (Pages 106 – 175) (<i>Management's Discussion and Analysis of Financial Condition and Results of Operations</i>))</p>
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- In the subsection **"Financial information"** in the rows **"Unaudited Interim and other financial information (Annex 6, Section 11.2 Delegated Regulation)"** (including the subitems), **"Legal and arbitration proceedings (Annex 6, Section 11.4 Delegated Regulation)"** and **"Significant change in the Guarantor's financial position (Annex 6, Section 11.5.1 Delegated Regulation)"** the first two columns (**"Information required by the Delegated Regulation"** and **"Document (Incorporated page(s) of the Document)*"**) shall be replaced as follows:

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Unaudited Interim and other financial information (Annex 6, Section 11.2 Delegated Regulation)	Form 10-Q Second Quarter 2024 (Pages 3 – 105 (<i>Financial Statements (Unaudited), Notes to Consolidated Financial Statements (Unaudited), Report of Independent Registered</i>
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	<i>Public Accounting Firm, Statistical Disclosures))</i> Supplement No. 4 to the GSG Base Prospectus (Pages 1 – 2; Section "Unaudited Interim Selected Financial Information")
Balance sheet (Annex 6, Section 11.2 Delegated Regulation)	Form 10-Q Second Quarter 2024 (Page 4 (<i>Consolidated Balance Sheets (Unaudited)</i>))
Income statement (Annex 6, Section 11.2 Delegated Regulation)	Form 10-Q Second Quarter 2024 (Page 3 (<i>Consolidated Statements of Earnings (Unaudited)</i>))
Cash flow statement (Annex 6, Section 11.2 Delegated Regulation)	Form 10-Q Second Quarter 2024 (Page 6 (<i>Consolidated Statements of Cash Flows (Unaudited)</i>))
Accounting policies and explanatory notes (Annex 6, Section 11.2 Delegated Regulation)	Form 10-Q Second Quarter 2024 (Pages 7 – 105 (<i>Notes to Consolidated Financial Statements (Unaudited), Report of Independent Registered Public Accounting Firm, Statistical Disclosures</i>))
Legal and arbitration proceedings (Annex 6, Section 11.4 Delegated Regulation)	Form 10-K 2023 (Page 63 (<i>Legal Proceedings</i>)), Pages 219 – 233 (<i>Legal Proceedings</i>)) Form 10-Q Second Quarter 2024 (Pages 90 – 102 (<i>Legal Proceedings</i>)) Supplement No. 4 to the GSG Base Prospectus (Page 2, the second bullet point on that page)
Significant change in the Guarantor's financial position (Annex 6, Section 11.5.1 Delegated Regulation)	Supplement No. 4 to the GSG Base Prospectus (Page 2, the first bullet point on that page)

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- *In the subsection "Additional information" in the row "Share capital (Annex 6, Section 12.1 Delegated Regulation)" the first two columns ("Information required by the Delegated Regulation" and "Document (Incorporated page(s) of the Document)*)" shall be replaced as follows:*

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Share capital (Annex 6, Section 12.1 Delegated Regulation)	Form 10-K 2023 (Page 133 (<i>Consolidated Statements of Changes in Shareholders' Equity</i>), Pages 204 – 206 (<i>Shareholders' Equity</i>)) Form 10-Q Second Quarter 2024 (Page 5 (<i>Consolidated Statements of Changes in Shareholders' Equity (Unaudited)</i>), Pages 75 – 78 (<i>Shareholders' Equity</i>))
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6. In the Prospectuses in subsection "**6. Information incorporated by reference**" of section "**XIII. General Information**" (for the Prospectuses No. 1, No. 2, No. 3 and No. 4 in the Table below (page 6)) and in section "**XII. General Information**" (for the Prospectus No. 5 in the Table below) the following points shall be added at the end of the list on the page mentioned under **Point 6** in the Table below:

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Supplement No. 4 to the GSG Base Prospectus <https://www.luxse.com/programme/Programme-GolSachsGr/13706>

Form 10-Q Second Quarter 2024 <https://www.goldmansachs.com/investor-relations/financials/10q/2024/second-quarter-2024-10-q.pdf>

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No.	Description of the Prospectus	Issuer	Supplement No.	Date of the Prospectus	Point 1	Point 2	Point 3	Point 4	Point 5	Point 6
1	Base Prospectus for Securities (issued in the form of Certificates or Notes, Series B-2)	Goldman, Sachs & Co. Wertpapier GmbH	4	11 March 2024	457	457	N/A	457	525 et seqq.	529
2	Base Prospectus for Securities (issued in the form of Certificates or Notes, Series B-2)	Goldman Sachs Finance Corp International Ltd	4	11 March 2024	457	457	N/A	457	525 et seqq.	529
3	Base Prospectus for Securities (issued in the form of Certificates or Notes, Series B-2 (Indices))	Goldman, Sachs & Co. Wertpapier GmbH	5	16 February 2024	166	166	N/A	166	224 et seqq.	230
4	Base Prospectus for Securities (issued in the form of Certificates or Notes, Series B-2 (Indices))	Goldman Sachs Finance Corp International Ltd	5	16 February 2024	166	166	N/A	166	224 et seqq.	230
5	Base Prospectus for Securities (issued in the form of Certificates, Notes or Warrants, Series B-1b)	Goldman, Sachs & Co. Wertpapier GmbH	5	1 February 2024	387	N/A	387	387	447 et seqq.	454

The Supplement, the Prospectuses and any further supplements are published on the website www.gs.de/en/services/documents/base-prospectus.

Pursuant to article 23 para. 2 of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for the securities before the supplement was published and where the securities had not yet been delivered to the investors at the time when the significant new factor, material mistake or material inaccuracy arose or was noted shall have the right, exercisable within a time period of three working days after the publication of this Supplement, to withdraw their acceptances. The right to withdraw the acceptance only applies to securities that have been offered under the Base Prospectus of Goldman, Sachs & Co. Wertpapier GmbH dated 11 March 2024 and the Base Prospectus of Goldman Sachs Finance Corp International Ltd dated 11 March 2024 and the Base Prospectus of Goldman, Sachs & Co. Wertpapier GmbH dated 16 February 2024 and the Base Prospectus of Goldman Sachs Finance Corp International Ltd dated 16 February 2024 and the Base Prospectus of Goldman, Sachs & Co. Wertpapier GmbH dated 1 February 2024 (each as supplemented) and which relate to this Supplement.

If the acceptance to purchase or subscribe for the securities has been made to the Issuer, the addressee of a withdrawal is Goldman Sachs Bank Europe SE, Marienturm, Taunusanlage 9-10, 60329 Frankfurt am Main, Germany. If the acceptance to purchase or subscribe for the securities has been made to someone else than the Issuer (the "Third Party"), the withdrawal must be addressed to this Third Party.