

# **Supplement**

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

dated 17 May 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 6).*

Subject of this supplement (the "**Supplement**") is the publication of the Quarterly Report on Form 10-Q dated 5 May 2016 for the fiscal quarter ended 31 March 2016 (the "**Report**"), which has been filed with the US Securities and Exchange Commission (the "**SEC**") by the Guarantor on 6 May 2016 and which is incorporated by reference into the base prospectuses (the "**Prospectuses**") as indicated in the table on page 6 (the "**Table**"). The Report has been published on 6 May 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 supplement dated 20 April 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 and 17 May 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 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 31 March 2016 for the three months ended 31 March 2016 and 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:

<b>Earnings information</b>				
	<b>Three months ended</b>		<b>As of and for the Year ended</b>	
	<b>31 March 2016</b>	<b>31 March 2015</b>	<b>31 December 2015</b>	<b>31 December 2014</b>
	<i>(in USD millions)</i>			
Total non-interest revenues	5,455	9,758	30,756	30,481
Net revenues, including net interest income	6,338	10,617	33,820	34,528
Pre-tax earnings	1,576	3,934	8,778	12,357

<b>Balance sheet information</b>			
	<b>31 March 2016</b>	<b>31 December 2015</b>	<b>31 December 2014</b>
	<i>(in USD millions)</i>		
Total assets	878,036	861,395	855,842
Total liabilities	791,199	774,667	773,045
Total shareholders' equity	86,837	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.

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 (31 March 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 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 31. März 2016 jeweils für die am 31. März 2016 bzw. 31. März 2015 geendeten drei 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:

<b>Informationen zur Ertragslage</b>				
	<b>Für die drei Monate endend am</b>		<b>Für das Geschäftsjahr endend am</b>	
	<b>31. März 2016</b>	<b>31. März 2015</b>	<b>31. Dezember 2015</b>	<b>31. Dezember 2014</b>
	<i>(in Mio. USD)</i>			
Gesamtumsatz (ohne Zinserträge)	5.455	9.758	30.756	30.481
Umsatz einschließlich Zinserträgen	6.338	10.617	33.820	34.528
Ergebnis vor Steuern	1.576	3.934	8.778	12.357

<b>Bilanzinformationen</b>			
	<b>31. März 2016</b>	<b>31. Dezember 2015</b>	<b>31. Dezember 2014</b>
	<i>(in Mio. USD)</i>		
Summe der Aktiva	878.036	861.395	855.842
Summe der Verbindlichkeiten	791.199	774.667	773.045
Summe Eigenkapital	86.837	86.728	82.797

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.

Seit dem Stichtag der letzten Zwischenfinanzinformationen (31. März 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 the list contained in the first paragraph shall be replaced as follows:

- "• the Current Report on Form 8-K dated 21 May 2015 (the "**Form 8-K 21 May 2015**"), filed with the SEC on 21 May 2015;
- the Proxy Statement relating to the Annual Meeting of Shareholders on 21 May 2015 (the "**Proxy Statement 2015**"), filed with the SEC on 10 April 2015;
- the Annual Report on Form 10-K for the fiscal year ended 31 December 2015 (the "**Form 10-K 2015**", containing financial statements relating to the fiscal years ended 31 December 2015 and 31 December 2014, which includes Exhibit 21.1 thereto), filed with the SEC on 19 February 2016;
- the Proxy Statement relating to the Annual Meeting of Shareholders on 20 May 2016 (the "**Proxy Statement 2016**"), filed with the SEC on 8 April 2016;
- the Report on Form 8-K dated 19 April 2016 (the "**Form 8-K 19 April 2016**"), filed with the SEC on 19 April 2016; and
- the Quarterly Report on Form 10-Q for the fiscal quarter ended 31 March 2016 (the "**Form 10-Q First Quarter 2016**"), filed with the SEC on 6 May 2016."

4. In the Prospectuses in section "**XIII. Documents incorporated by reference**" on the page indicated in **Item 4** of the Table the list contained in the fifth paragraph shall be replaced as follows:

- "• the Form 8-K 21 May 2015, filed with the SEC on 21 May 2015;
- the Proxy Statement 2015, filed with the SEC on 10 April 2015;
- the Form 10-K 2015, filed with the SEC on 19 February 2016;
- the Proxy Statement 2016, filed with the SEC on 8 April 2016;
- the Form 8-K 19 April 2016, filed with the SEC on 19 April 2016; and
- the Form 10-Q First Quarter 2016, filed with the SEC on 6 May 2016."

5. In the Prospectuses in section "**XIII. Documents incorporated by reference**" on the page indicated in **Item 5** of the Table the information in the sixth paragraph shall be replaced as follows:

"The SEC Documents have been filed with the SEC by the Guarantor and are available from the SEC website at <http://www.sec.gov>. In connection with the approval of the European Base Prospectus relating to the Euro Medium-

Term Notes, Series F of The Goldman Sachs Group, Inc. dated 21 April 2016 (as supplemented) the SEC Documents have also been filed with the *Commission de Surveillance du Secteur Financier* (CSSF) in Luxembourg and are available from the website of the Luxembourg stock exchange at <http://www.bourse.lu>. In addition, the SEC Documents are available free of charge from Goldman Sachs International, Frankfurt Branch, MesseTurm, Friedrich-Ebert-Anlage 49, 60308 Frankfurt am Main."

<b>No.</b>	<b>Name of the Base Prospectus</b>	<b>Issuer</b>	<b>Supplement No.</b>	<b>Date of the Base Prospectus</b>	<b>Item 1</b>	<b>Item 2</b>	<b>Item 3</b>	<b>Item 4</b>	<b>Item 5</b>
1	Base Prospectus for Securities (issued in the form of Certificates, Notes or Warrants)	Goldman, Sachs & Co. Wertpapier GmbH	17	11 August 2014	pages 14 - 15	pages 91 - 92	page 563	page 635	pages 635 - 636
2	Base Prospectus for Securities (issued in the form of Certificates, Notes or Warrants)	Goldman, Sachs & Co. Wertpapier GmbH	9	18 May 2015	pages 15 - 16	pages 103 - 104	page 611	page 691	page 691
3	Base Prospectus for Securities (issued in the form of Certificates, Notes or Warrants)	Goldman, Sachs & Co. Wertpapier GmbH	4	15 December 2015	pages 15 - 16	pages 106 - 107	page 614	pages 700 - 701	page 701
4	Base Prospectus for Securities (issued in the form of Certificates, Notes or Warrants)	Goldman, Sachs & Co. Wertpapier GmbH	2	18 March 2016	pages 15 - 16	pages 109 - 110	page 638	page 722	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](http://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.**

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

Frankfurt am Main, 17 May 2016

Goldman Sachs International, Frankfurt Branch

signed by Lennart Wilhelm

Goldman, Sachs & Co. Wertpapier GmbH

signed by Lennart Wilhelm

signed by Gencer Alp