

Supplement No. 3

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

dated 4 June 2018

to the base prospectus of

Goldman, Sachs & Co. Wertpapier GmbH
Frankfurt am Main

(the "Issuer")

unconditionally guaranteed by

Goldman Sachs International
England

(the "Guarantor")

*This supplement of Goldman, Sachs & Co. Wertpapier GmbH is related to the following
base prospectus:*

Base Prospectus for Securities (issued in the form of Certificates, Notes or Warrants)

dated 11 January 2018

*(the "**Base Prospectus**")*

Subject of this supplement (the "**Supplement**") is the publication of the Unaudited Quarterly Financial Report of Goldman Sachs International for the fiscal quarter ended 31 March 2018 ("**GSI's 2018 First Quarter Report**") on 16 May 2018.

The information contained in the Base Prospectus shall be supplemented as follows:

In the Base Prospectus all references to the "Registration Document of Goldman Sachs International dated 10 January 2018 (as supplemented by the supplements dated 10 April 2018 and 26 April 2018)" shall be read as reference to the "Registration Document of Goldman Sachs International dated 10 January 2018 (as supplemented by the supplements dated 10 April 2018, 26 April 2018 and 4 June 2018)".

1. In the Base Prospectus in section "I. Summary" under "Element B.19 (B.12)" of the subsection "2. Information relating to Goldman Sachs International as Guarantor" on pages 15 et seq. the whole text shall be replaced as follows:

"The following table shows selected key historical financial information in relation to GSI which is derived from the audited financial statements as of 31 December 2017 for each of the two years in the period ended 31 December 2017 and 31 December 2016 and from the unaudited interim financial statements as of 31 March 2018 for the three months ended 31 March 2018 and 31 March 2017:

<i>(in USD millions)</i>	As at and for the three months (unaudited)		As at and for the year (audited)	
	1 January – 31 March 2018	1 January – 31 March 2017	1 January – 31 December 2017	1 January – 31 December 2016
Operating Profit	796	676	2,389	2,280
Profit before taxation	737	584	2,091	1,943
Profit for the financial period	539	428	1,557	1,456

<i>(in USD millions)</i>	As of (unaudited)		As of (audited)	
	31 March 2018	31 December 2017	31 December 2017	31 December 2016
Fixed Assets	241		210	140
Current Assets	1,009,915		939,863	934,129
Total Shareholder's funds	32,347		31,701	27,533

There has been no material adverse change in the prospects of GSI since 31 December 2017.

Not applicable; there has been no significant change in the financial or trading position particular to GSI subsequent to 31 March 2018."

2. In the Base Prospectus in the German translation of the summary (Deutsche Übersetzung der Zusammenfassung) in section "I. Summary" under "Punkt B.19 (B.12)" of the subsection "2. Informationen bezüglich der Goldman Sachs International als Garantin" on pages 134 et seq. the whole text shall be replaced as follows:

"Die folgende Tabelle enthält ausgewählte wesentliche Finanzinformationen bezüglich GSI, die dem geprüften Abschluss vom 31. Dezember 2017 jeweils für das am 31. Dezember 2017 bzw. 31. Dezember 2016 geendete Geschäftsjahr sowie dem ungeprüften Zwischenabschluss vom 31. März 2018 jeweils für die am 31. März 2018 bzw. 31. März 2017 geendeten drei Monate entnommen sind:

<i>(in Mio. USD)</i>	Zum und für die drei Monate (ungeprüft)		Zum und für das Jahr (geprüft)	
	1. Januar – 31. März 2018	1. Januar – 31. März 2017	1. Januar - 31. Dezember 2017	1. Januar - 31. Dezember 2016
Operatives Ergebnis	796	676	2.389	2.280
Ergebnis aus Steuern	737	584	2.091	1.943
Ergebnis für die Rechnungsperiode	539	428	1.557	1.456
	Zum (ungeprüft)		Zum (geprüft)	
<i>(in Mio. USD)</i>	31. März 2018	31. Dezember 2017	31. Dezember 2016	
Sachanlagen	241	210	140	
Umlaufvermögen	1.009.915	939.863	934.129	
Gesamteigenkapital	32.347	31.701	27.533	

Es gab seit dem 31. Dezember 2017 keine wesentlichen Änderungen in den Geschäftsaussichten für GSI. Entfällt; seit dem 31. März 2018 sind keine wesentlichen Veränderungen in der Finanzlage oder Handelsposition der GSI eingetreten."

3. In the Base Prospectus in section "XIII. Documents Incorporated by Reference" on page 847 the second paragraph shall be replaced as follows:

"With respect to the information on Goldman Sachs International as Guarantor of the Securities, reference in section "VIII. Important information about the Guarantor" is made pursuant to Section 11 para. 1 sentence 1 no. 1 German Securities Prospectus Act to pages 29 to 39, F-1 to F-91, G-1 to G-85 and H-1 to H-38 of the Registration Document of GSI which has been approved by the Competent Authority."

The Supplement and the Base Prospectus are available free of charge at the offices of Goldman Sachs International, Zweigniederlassung Frankfurt, MesseTurm, Friedrich-Ebert-Anlage 49, 60308 Frankfurt am Main and furthermore are available on the website 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 Base Prospectus 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, Zweigniederlassung Frankfurt, MesseTurm, Friedrich-Ebert-Anlage 49, 60308 Frankfurt am Main.