



PROSPECTUS SUPPLEMENT NO. 4
TO THE BASE PROSPECTUS DATED 12 JANUARY 2024

GOLDMAN, SACHS & CO. WERTPAPIER GMBH
(Incorporated with limited liability in Germany)

as Issuer

GOLDMAN SACHS FINANCE CORP INTERNATIONAL LTD

(Incorporated with limited liability in Jersey)

as Issuer

GOLDMAN SACHS INTERNATIONAL
(Incorporated with unlimited liability in England)

as Issuer and, in respect of certain Securities only, as Guarantor

THE GOLDMAN SACHS GROUP, INC.

(A corporation organised under the laws of the State of Delaware)

in respect of certain Securities only, as Guarantor

**SERIES P PROGRAMME FOR THE ISSUANCE OF
WARRANTS, NOTES AND CERTIFICATES**

This Prospectus Supplement

This prospectus supplement (the "**Prospectus Supplement**") to the base prospectus dated 12 January 2024 prepared by Goldman, Sachs & Co. Wertpapier GmbH ("**GSW**") as issuer, Goldman Sachs Finance Corp International Ltd ("**GSFCI**") as issuer, Goldman Sachs International ("**GSI**") as issuer and as guarantor in respect of certain Securities only and The Goldman Sachs Group, Inc. ("**GSG**") as guarantor in respect of certain Securities only (the "**Original Base Prospectus**") under their Series P programme for the issuance of warrants, notes and certificates with respect to the Securities (the "**Programme**"), constitutes a supplement to the Base Prospectus for the purposes of Article 23(1) of Regulation (EU) 2017/1129 (as amended, the "**EU Prospectus Regulation**") and should be read in conjunction with Prospectus Supplement dated 19 January 2024 to the Final Terms dated 3 January 2024 (in respect of certain Securities only) issued under the Original Base Prospectus, Prospectus Supplement No. 1 to the Original Base Prospectus dated 16 February 2024, the Prospectus Supplement dated 20 March 2024 to the Final Terms dated 14 February 2024 (in respect of certain Securities only (ISIN: XS2653923693)) issued under the Original Base Prospectus, the Prospectus Supplement dated 20 March 2024 to the Final Terms dated 14 February 2024 (in respect of certain Securities only (ISIN: XS2653903075)) issued under the Original Base Prospectus, Prospectus Supplement No. 2 to the Original Base Prospectus dated 22 March 2024 and Prospectus Supplement No. 3 to the Original Base Prospectus dated 30 April 2024 (the Original Base Prospectus as so supplemented, the "**Base Prospectus**"). On 12 January 2024, the Original Base Prospectus was approved by the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") for the purposes of Article 6 of the Luxembourg Law dated 16 July 2019 on prospectuses for securities and by the Luxembourg Stock Exchange pursuant to the rules and regulations of the Luxembourg Stock Exchange for the Luxembourg Stock Exchange's Euro MTF market.

Terms defined in the Base Prospectus have the same meaning when used in this Prospectus Supplement unless otherwise defined herein. This Prospectus Supplement shall form part of and be read in conjunction with the Base Prospectus.

Right of withdrawal

In accordance with Article 23(2) of the EU Prospectus Regulation, investors in the European Economic Area who have already agreed to purchase or subscribe for Securities issued under the Base Prospectus before this Prospectus Supplement is published and where the Securities have not yet been delivered to them at the time when the significant new factor, material mistake or material inaccuracy to which this Prospectus Supplement relates, arose or was noted and for where any of the information in this Prospectus Supplement relates to such Securities (within the meaning of Article 23(4) of the EU Prospectus Regulation) have the right, exercisable until 31 May 2024, which is two working days after the publication of this Prospectus Supplement, to withdraw their acceptances. Investors may contact the relevant Authorised Offeror(s) (as set out in the Final Terms of the relevant Securities) should they wish to exercise such right of withdrawal.

Responsibility

Each of GSI, GSW, GSFCI and GSG accepts responsibility for the information given in this Prospectus Supplement and confirms that, having taken all reasonable care to ensure that such is the case, the information contained in this Prospectus Supplement is, to the best of their knowledge, in accordance with the facts and does not omit anything likely to affect its import.

Purpose of this Prospectus Supplement

The purpose of this Prospectus Supplement is to (a) incorporate by reference GSG's 2024 Proxy Statement (as defined below), GSFCI's 2023 Annual Report (as defined below), GSW's 2023 Financial Statements (as defined below), GSI's 2024 First Quarter Financial Report (as defined below) and GSG's 2024 First Quarter Form 10-Q (as defined below), and (b) make certain changes to the information in the "*Documents Incorporated by Reference*", "*Swap Rate Linked Conditions*", "*Goldman, Sachs & Co. Wertpapier GmbH*", "*Goldman Sachs Finance Corp International Ltd*" and "*General Information*" sections of the Base Prospectus.

This Prospectus Supplement and the document(s) incorporated by reference into this Prospectus Supplement will be available on the website of the Luxembourg Stock Exchange at www.luxse.com.

Information being supplemented

Incorporation by reference

This Prospectus Supplement supplements the Base Prospectus by incorporating by reference:

- (a) the Proxy Statement relating to GSG's 2024 Annual Meeting of Shareholders on 24 April 2024 ("**GSG's 2024 Proxy Statement**"), as filed with the U.S. Securities and Exchange Commission ("**SEC**") on 15 March 2024;
- (b) the Annual Report for the fiscal year ended 31 December 2023 of GSFCI ("**GSFCI's 2023 Annual Report**"), which includes the management report and the audited financial statements of GSFCI for the period ended 31 December 2023 ("**GSFCI's 2023 Financial Statements**");
- (c) the German language version of (i) the audited yearly Financial Statements and Management Report of GSW for the period ended 31 December 2023 and (ii) the Auditor's Report thereon (together with, in each case, an unofficial English translation thereof, for which GSW accepts responsibility) ("**GSW's 2023 Financial Statements**");
- (d) the Unaudited Quarterly Financial Report of GSI for the period ending 31 March 2024 ("**GSI's 2024 First Quarter Financial Report**"), containing, in Part II, the Unaudited Financial Statements of GSI for the period ended 31 March 2024 ("**GSI's 2024 First Quarter Financial Statements**"); and
- (e) the Quarterly Report on Form 10-Q for the first fiscal quarter ended 31 March 2024 of GSG ("**GSG's 2024 First Quarter Form 10-Q**"), as filed with the SEC on 3 May 2024.

Copies of GSG's 2024 Proxy Statement, GSFCI's 2023 Annual Report, GSW's 2023 Financial Statements, GSI's 2024 First Quarter Financial Report and GSG's 2024 First Quarter Form 10-Q have been filed with the CSSF in its capacity as competent authority under the Luxembourg Law dated 16 July 2019 on prospectuses for securities.

GSG's 2024 Proxy Statement, GSFCI's 2023 Annual Report, GSW's 2023 Financial Statements, GSI's 2024 First Quarter Financial Report and GSG's 2024 First Quarter Form 10-Q are incorporated by reference into, and form part of, this Prospectus Supplement, and the information contained in this Prospectus Supplement, GSG's 2024 Proxy Statement, GSFCI's 2023 Annual Report, GSW's 2023 Financial Statements, GSI's 2024 First Quarter Financial Report and GSG's 2024 First Quarter Form 10-Q shall be deemed to update and, where applicable, supersede any information contained in the Base Prospectus, or any documents incorporated by reference therein.

Amendments and updates to certain information in the Base Prospectus

The Base Prospectus is amended and supplemented as follows:

1. Amendments to the section entitled "Documents Incorporated by Reference"

The information in the section entitled "*Documents Incorporated by Reference*" is amended and supplemented by:

- (a) deleting sub-section 1 entitled "*Goldman Sachs International*" on pages 161 to 162 of the Base Prospectus in its entirety and replacing it with the following:

"1. Goldman Sachs International

GSI files documents and information with the *Commission de Surveillance du Secteur Financier* (the "CSSF"). The following documents, which GSI has filed with the CSSF, are hereby incorporated by reference into this Base Prospectus:

- (a) The Unaudited Quarterly Financial Report of GSI for the period ended 31 March 2024 ("**GSI's 2024 First Quarter Financial Report**"), containing, in Part II, the Unaudited Financial Statements of GSI for the period ended 31 March 2024 ("**GSI's 2024 First Quarter Financial Statements**") (accessible on <https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsi/2024/03-31-24-financial-information.pdf>);
- (b) The Annual Report for the period ended 31 December 2023 of GSI ("**GSI's 2023 Annual Report**"), containing, in Part II, the Directors' Report and Audited Financial Statements of GSI for the period ended 31 December 2023 ("**GSI's 2023 Financial Statements**") (accessible on <https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsi/2023/12-31-23-financial-statements.pdf>);
- (c) The Unaudited Quarterly Financial Report of GSI for the period ended 30 September 2023 ("**GSI's 2023 Third Quarter Financial Report**"), containing, in Part II, the Unaudited Financial Statements of GSI for the period ended 30 September 2023 ("**GSI's 2023 Third Quarter Financial Statements**") (accessible on <https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsi/2023/09-30-23-financial-information.pdf>);
- (d) The Unaudited Quarterly Financial Report of GSI for the period ended 30 June 2023 ("**GSI's 2023 Second Quarter Financial Report**"), containing, in Part II, the Unaudited Financial Statements of GSI for the period ended 30 June 2023 ("**GSI's 2023 Second Quarter Financial Statements**") (accessible on <https://www.goldmansachs.com/investor-relations/financials/subsidiary->

[financial-info/gsi/2023/06-30-23-financial-statements.pdf](https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsi/2023/06-30-23-financial-statements.pdf));

- (e) The Unaudited Quarterly Financial Report of GSI for the period ended 31 March 2023 ("**GSI's 2023 First Quarter Financial Report**"), containing, in Part II, the Unaudited Financial Statements of GSI for the period ended 31 March 2023 ("**GSI's 2023 First Quarter Financial Statements**") (accessible on <https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsi/2023/03-31-23-financial-information.pdf>);
- (f) The Annual Report for the period ended 31 December 2022 of GSI ("GSI's 2022 Annual Report"), containing, in Part II, the Directors' Report and Audited Financial Statements of GSI for the period ended 31 December 2022 ("**GSI's 2022 Financial Statements**") (accessible on <https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsi/2022/12-31-22-financial-statements.pdf>); and
- (g) The Annual Report for the period ended 31 December 2021 of GSI ("**GSI's 2021 Annual Report**"), containing, in Part II, the Directors' Report and Audited Financial Statements of GSI for the period ended 31 December 2021 ("**GSI's 2021 Financial Statements**") (accessible on <https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsi/2021/12-31-21-financial-statements.pdf>).

Cross-Reference List

GSI Information in the Fiscal Statement	GSI's 2024 First Quarter Financial Report	GSI's 2023 Annual Report	GSI's 2023 Third Quarter Financial Report	GSI's 2023 Second Quarter Financial Report	GSI's 2023 First Quarter Financial Report	GSI's 2022 Annual Report	GSI's 2021 Annual Report
Management Report/ Strategic Report	pp. 1-3	pp. 2-35	pp. 1-6	pp. 1-15	pp. 1-3	pp. 2-30	pp. 2-30
Report of the Directors	N/A	pp. 36-40	N/A	N/A	N/A	pp. 31-49	pp. 31-49
Balance Sheet	p. 5	p. 50	p. 8	p. 17	p. 5	p. 47	p. 47
Profit and Loss Account / Income Statement	p. 4	p. 49	p. 7	p. 16	p. 4	p. 46	p. 46
Statement of Cash Flows	N/A	p. 52	N/A	p. 19	N/A	p. 49	p. 49
Notes to the Financial Statements	pp. 6-10	pp. 53-93	pp. 9-14	pp. 20-33	pp. 6-11	pp. 50-90	pp. 50-90
Independent Auditors' Report	N/A	pp. 41-48	N/A	N/A	N/A	pp. 38-45	pp. 38-45

Any information included in the documents incorporated by reference that is not included in the cross reference list is not incorporated by reference and is therefore not relevant to an investor (meaning that it is not necessary information to be included in this Base Prospectus pursuant to Article 6(1) of the EU Prospectus Regulation and is not otherwise required to be included under the relevant schedules of Commission Delegated Regulation (EU) 2019/980 supplementing Regulation (EU) 2017/1129 of the European Parliament and of the Council and repealing Commission (EC) No 809/2004, (as amended, the "**EU PR Regulation**").";

- (b) deleting sub-section 2 entitled "*Goldman, Sachs & Co Wertpapier GmbH*" on pages 162 to 163 of the Base Prospectus in its entirety and replacing it with the following:

"2. **Goldman Sachs & Co Wertpapier GmbH**

The following documents, which have previously been published and have been filed with the CSSF, shall be deemed to be incorporated by reference into, and to form part of, this Base Prospectus:

- (a) The German language version of the annual report for the financial year ended 31 December 2023 of GSW ("**GSW's 2023 Annual Report**"), containing the management report and the financial information of GSW for the financial year ended 31 December 2023 prepared in accordance with the German Commercial Code (Handelsgesetzbuch – HGB) ("**GSW's 2023 Financial Statements**") (accessible on <https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsw/wert-financial-statements-2023-de.pdf>) (together with, in each case, an unofficial English translation thereof, for which GSW accepts responsibility, accessible on <https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsw/wert-financial-statements-2023-en.pdf>);
- (b) The German language version of the unaudited financial information of GSW for the first half of the financial year 2023 ("**GSW's 2023 Half-yearly Financial Report**"), containing the Unaudited Financial Statements of GSW for the half year ended 30 June 2023 ("**GSW's 2023 Half-yearly Financial Statements**") (accessible on https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsw/Wertpapier_HY23_de.pdf) (together with an unofficial English translation thereof, for which GSW accepts responsibility, accessible on https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsw/Wertpapier_HY23_en.pdf);
- (c) The German language version of the annual report for the financial year ended 31 December 2022 of GSW ("**GSW's 2022 Annual Report**"), containing the management report and the financial information of GSW for the financial year ended 31 December 2022 prepared in accordance with the German Commercial Code (Handelsgesetzbuch – HGB) ("**GSW's 2022 Financial Statements**") (accessible on https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsw/WERT_Financial_Statements_2022_de.pdf) (together with, in each case, an unofficial English translation thereof, for which GSW accepts responsibility, accessible on https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsw/WERT_Financial_Statements_2022_en.pdf); and
- (d) The German language version of the annual report for the financial year ended 31 December 2021 of GSW ("**GSW's 2021 Annual Report**"), containing the management report and the financial information of GSW for the financial year ended 31 December 2021 prepared in accordance with the German Commercial Code (Handelsgesetzbuch – HGB) ("**GSW's 2021 Financial Statements**") (accessible on https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsw/WERT_Financial_Statements_2021_de.pdf) (together with, in each case, an unofficial English translation thereof, for which GSW accepts responsibility, accessible on https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsw/WERT_Financial_Statements_2021_signed_incl_audit_opinion_en.pdf).

Cross-Reference List

GSW Information in the Financial Statements	GSW's 2023 Annual Report*	GSW's 2023 Half-yearly Financial Report*	GSW's 2022 Annual Report*	GSW's 2021 Annual Report*
Independent Auditors' Report	pp. 1-8	N/A	pp. 1-8	pp. 1-9
Management Report	pp. 11-13	pp. 3-5	pp. 11-13	p. 12-14
Balance Sheet	p. 14	p. 6	p. 14	p. 15
Profit and Loss Account/Income Statement	p. 15	p. 7	p. 15	p. 16
Cash Flow Statement	p. 16	p. 8	p. 16	p. 17
Statement of Changes in Equity	p. 17	p. 9	p. 17	p. 18
Notes to the Financial Statements	pp. 18-22	pp. 10-14	pp. 18-22	pp. 19-23

*The page numbers referenced above in relation to each of GSW's 2023 Annual Report, GSW's 2023 Half-yearly Financial Report, GSW's 2022 Annual Report and GSW's 2021 Annual Report relate to the order in which the pages appear in the PDF version of such document.

Only the German language versions of GSW's 2023 Annual Report, GSW's 2023 Half-yearly Financial Report, GSW's 2022 Annual Report and GSW's 2021 Annual Report relating to GSW are legally binding. The page references above refer to the English language versions of GSW's 2023 Annual Report, GSW's 2023 Half-yearly Financial Report, GSW's 2022 Annual Report and GSW's 2021 Annual Report.

For the avoidance of doubt, any information not listed in the cross-reference table but included in the document referred to in the cross-reference table is not incorporated herein by reference for the purposes of the Prospectus Regulation and is either (a) covered elsewhere in the Base Prospectus; or (b) not relevant for the investor.";

- (c) deleting sub-section 3 entitled "*Goldman Sachs Finance Corp International Ltd*" on pages 163 to 164 of the Base Prospectus in its entirety and replacing it with the following:

"3. Goldman Sachs Finance Corp International Ltd

The following documents, which have previously been published and have been filed with the CSSF, shall be deemed to be incorporated by reference into, and to form part of, this Base Prospectus:

- (a) The Annual Report for the fiscal year ended 31 December 2023 of GSFCI ("**GSFCI's 2023 Annual Report**"), which includes the management report and the audited financial statements of GSFCI for the period ended 31 December 2023 ("**GSFCI's 2023 Financial Statements**") (accessible on <https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsfci/2023/gsfci-31-dec-2023-financial-statements.pdf>).
- (b) The Unaudited Half-yearly Financial Report of GSFCI for the half year ended 30 June 2023 ("**GSFCI's 2023 Half-yearly Financial Report**"), containing, in Part II, the Unaudited Financial Statements of GSFCI for the half year ended 30 June 2023 ("**GSFCI's 2023 Half-yearly Financial Statements**") (accessible on <https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsfci/2023/gsfci-30-jun-2023-unaudited-half-yearly-financial-report.pdf>).

[relations/financials/subsidiary-financial-info/gsfci/2023/gsfci-30-june-2023-financial-statements.pdf](https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsfci/2023/gsfci-30-june-2023-financial-statements.pdf));

- (c) The Annual Report for the fiscal year ended 31 December 2022 of GSFCI ("**GSFCI's 2022 Annual Report**"), which includes the management report and the audited financial statements of GSFCI for the period ended 31 December 2022 ("**GSFCI's 2022 Financial Statements**") (accessible on <https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsfci/2022/gsfci-31-dec-2022-financial-statements.pdf>); and
- (d) The Annual Report for the fiscal year ended 31 December 2021 of GSFCI ("**GSFCI's 2021 Annual Report**"), which includes the management report and the audited financial statements of GSFCI for the period ended 31 December 2021 ("**GSFCI's 2021 Financial Statements**") (accessible on <https://www.goldmansachs.com/investor-relations/financials/subsidiary-financial-info/gsfci/2021/gsfci-31-dec-2021-financial-statements.pdf>).

Cross-Reference List

GSFCI's Information in the Financial Statements	GSFCI's 2023 Annual Report	GSFCI's 2023 Half- yearly Financial Report	GSFCI's 2022 Annual Report	GSFCI's 2021 Annual Report
Management Report	pp. 2-4	pp. 2-3	pp. 2-5	pp. 2-5
Profit and Loss Account	p. 12	p. 4	p. 13	p. 13
Balance Sheet	p. 13	p. 5	p. 14	p. 14
Statement of Changes in Equity	p. 14	p. 6	p. 15	p. 15
Statement of Cash Flows	p. 14	p. 6	p. 15	p. 15
Notes to the Financial Statements	pp. 15-33	pp. 7-13	pp. 16-32	pp. 16-32
Independent Auditors' Report	pp. 7-11	N/A	pp. 8-12	pp. 7-12

Information required by the EU PR Regulation

Document/Location

Expected financing of GSFCI's activities (Annex 6, Item 4, Item 4.1.8 of the EU PR Regulation)

GSFCI's 2023 Annual Report (pp. 2-3)

For the avoidance of doubt, any information not listed in the cross-reference table but included in the document referred to in the cross-reference table is not incorporated herein by reference for the purposes of the Prospectus Regulation and is either (a) covered elsewhere in the Base Prospectus; or (b) not relevant for the investor."; and

- (d) deleting sub-section 4 entitled "*The Goldman Sachs Group, Inc.*" on pages 164 to 167 of the Base Prospectus in its entirety and replacing it with the following:

"4. The Goldman Sachs Group, Inc.

GSG files documents and information with the SEC. The following documents, which have previously been published and filed with the SEC, shall be deemed to be incorporated by reference in, and to form part of, this Base Prospectus:

- (a) The Quarterly Report on Form 10-Q for the first fiscal quarter ended 31 March 2024 of The Goldman Sachs Group, Inc. ("**GSG's 2024 First Quarter Form 10-Q**"), as filed with the SEC on 3 May 2023 (accessible on <https://www.goldmansachs.com/investor-relations/financials/10q/2024/first-quarter-2024-10-q.pdf>);
- (b) The Current Report on GSG's 15 April 2024 Form 8-K of The Goldman Sachs Group, Inc. ("**GSG's 15 April 2024 Form 8-K**"), including Exhibit 99.1 ("**Exhibit 99.1 to GSG's 15 April 2024 Form 8-K**") as filed with the SEC on 15 April 2024 (accessible on <https://www.goldmansachs.com/investor-relations/financials/8k/2024/8k-04-15-24.pdf>);
- (c) The Proxy Statement relating to GSG's 2024 Annual Meeting of Shareholders on 24 April 2024 ("**GSG's 2024 Proxy Statement**"), as filed with the SEC on 15 March 2024 (accessible on <https://www.goldmansachs.com/investor-relations/financials/proxy-statements/2024/2024-proxy-statement-pdf.pdf>);
- (d) The Annual Report on Form 10-K for the fiscal year ended 31 December 2023 of The Goldman Sachs Group, Inc. ("**GSG's 2023 Form 10-K**"), containing financial statements relating to the fiscal years ended 31 December 2023, 31 December 2022 and 31 December 2021, including Exhibit 21.1, as filed with the U.S. Securities and Exchange Commission on 23 February 2024 (accessible on <https://www.goldmansachs.com/investor-relations/financials/10k/2023/2023-10-k.pdf>);
- (e) The Current Report on Form 8-K dated 16 January 2024 of The Goldman Sachs Group, Inc. ("**GSG's 16 January 2024 Form 8-K**"), including Exhibit 99.1 ("**Exhibit 99.1 to GSG's 16 January 2024 Form 8-K**") as filed with the SEC on 16 January 2024 (accessible on <https://www.goldmansachs.com/investor-relations/financials/8k/2024/8k-01-16-24.pdf>);
- (f) The Quarterly Report on Form 10-Q for the third fiscal quarter ended 30 September 2023 of the Goldman Sachs Group, Inc. ("**GSG's 2023 Third Quarter Form 10-Q**"), as filed with the SEC on 3 November 2023 (accessible on <https://www.goldmansachs.com/investor-relations/financials/10q/2023/third-quarter-2023-10-q.pdf>);
- (g) The Current Report on Form 8-K dated 17 October 2023 of The Goldman Sachs Group, Inc. ("**GSG's 17 October 2023 Form 8-K**") including Exhibit 99.1 ("**Exhibit 99.1 to GSG's 17 October 2023 Form 8-K**"), as filed with the SEC on 17 October 2023 (accessible on <https://www.goldmansachs.com/investor-relations/financials/8k/2023/8k-10-17-23.pdf>);
- (h) The Quarterly Report on Form 10-Q for the second fiscal quarter ended 30 June 2023 of the Goldman Sachs Group, Inc. ("**GSG's 2023 Second Quarter Form 10-Q**"), as filed with the SEC on 3 August 2023 (accessible on <https://www.goldmansachs.com/investor-relations/financials/10q/2023/second-quarter-2023-10-q.pdf>);
- (i) The Current Report on Form 8-K dated 19 July 2023 of The Goldman Sachs Group, Inc. ("**GSG's 19 July 2023 Form 8-K**") including Exhibit 99.1 ("**Exhibit 99.1 to GSG's 19 July 2023 Form 8-K**"), as filed with the SEC on 19 July 2023 (accessible on <https://www.goldmansachs.com/investor-relations/financials/8k/2023/8k-07-19-23.pdf>);
- (j) The Quarterly Report on Form 10-Q for the first fiscal quarter ended 31 March 2023 of the Goldman Sachs Group, Inc. ("**GSG's 2023 First Quarter Form 10-Q**"), as filed with the SEC on 4 May 2023 (accessible on <https://www.goldmansachs.com/investor-relations/financials/10q/2023/first-quarter-2023-10-q.pdf>);
- (k) The Current Report on Form 8-K dated 18 April 2023 of The Goldman Sachs Group, Inc. ("**GSG's 18 April 2023 Form 8-K**") including Exhibit 99.1 ("**Exhibit 99.1 to GSG's 18 April 2023 Form 8-K**"), as filed with the SEC on 18 April 2023 (accessible on <https://www.goldmansachs.com/investor-relations/financials/8k/2023/8k-04-18-23.pdf>);

- (l) The Proxy Statement relating to GSG's 2023 Annual Meeting of Shareholders on 26 April 2023 ("**GSG's 2023 Proxy Statement**"), as filed with the SEC on 17 March 2023 (accessible on <https://www.goldmansachs.com/investor-relations/financials/proxy-statements/2023/2023-proxy-statement-pdf.pdf>); and
- (m) The Annual Report on Form 10-K for the fiscal year ended 31 December 2022 of The Goldman Sachs Group, Inc. ("**GSG's 2022 Form 10-K**"), containing financial statements relating to the fiscal years ended 31 December 2022, 31 December 2021 and 31 December 2020, including Exhibit 21.1, as filed with the U.S. Securities and Exchange Commission on 24 February 2023 (accessible on <https://www.goldmansachs.com/investor-relations/financials/10k/2022/2022-10-k.pdf>).

The following table indicates where information required by the EU Prospectus Regulation to be disclosed in, and incorporated by reference into, this Base Prospectus can be found in the documents referred to above.

Information required by the EU PR Regulation	Document/Location
Risk factors relating to GSG (<i>Annex 6, Section 3, Item 3.1 of the EU PR Regulation</i>)	GSG's 2023 Form 10-K (Market risks (pp. 33-36), Liquidity risks (pp. 36-38), Credit risks (pp. 38-40), Operational risks (pp. 40-45), Legal and Regulatory risks (pp. 46-53), Competition risks (pp. 54-56) and Market Developments and General Business Environment risks (pp. 56-59))

Information about GSG

History and development of the company (<i>Annex 6, Section 4, Item 4.1 of the EU PR Regulation</i>)	GSG's 2023 Form 10-K (p. 1)
Details of any recent events particular to GSG and which are to a material extent relevant to an evaluation of GSG's solvency (<i>Annex 6, Section 4, Item 4.1.5 of the EU PR Regulation</i>)	GSG's 2023 Form 10-K (pp. 62-123)
Information on the material changes in GSG's borrowing or funding structure since the last financial year (<i>Annex 6, Section 4, Item 4.1.7 of the EU PR Regulation</i>)	GSG's 2023 Form 10-K (pp. 83-86, 128-131, 188-190)
Description of the expected financing of GSG's activities (<i>Annex 6, Item 4, Item 4.1.8 of the EU PR Regulation</i>)	GSG's 2023 Form 10-K (pp. 83-86)

Business overview

GSG's principal activities (<i>Annex 6, Section 5, Item 5.1 of the EU PR Regulation</i>)	GSG's 2023 Form 10-K (pp. 1-5, 132)
GSG's principal markets (<i>Annex 6, Section 5, Item 5.1.1 (c) of the EU PR Regulation</i>)	GSG's 2023 Form 10-K (pp. 9-10, 61, 213)
Organisational Structure (<i>Annex 6, Section 6, Items 6.1 and 6.2 of the EU PR Regulation</i>)	GSG's 2023 Form 10-K (p. 38, Exhibit 21.1)
Trend information (<i>Annex 6, Section 7, Items 7.1 and 7.2 of the EU PR Regulation</i>)	GSG's 2024 First Quarter Form 10-Q (pp. 101-165)

Information required by the EU PR Regulation	Document/Location
	Exhibit 99.1 to GSG's 15 April 2024 Form 8-K (pp. 1-6)
	GSG's 2023 Form 10-K (pp. 62-123)
	GSG's 2023 Third Quarter Form 10-Q (pp. 108-172)
	GSG's 2023 Second Quarter Form 10-Q (pp. 105-169)
	GSG's 2023 First Quarter Form 10-Q (pp. 101-161)
	GSG's 2022 Form 10-K (pp. 57-118)
	Exhibit 99.1 to GSG's 16 January 2024 Form 8-K (pp. 1-8)
	Exhibit 99.1 to GSG's 17 October 2023 Form 8-K (pp. 1-6)
	Exhibit 99.1 to GSG's 19 July 2023 Form 8-K (pp. 1-6)
	Exhibit 99.1 to GSG's 18 April 2023 Form 8-K (pp. 1-6)
Administrative, management and supervisory bodies, including conflicts of interest (<i>Annex 6, Section 9, Items 9.1 and 9.2 of the EU PR Regulation</i>)	GSG's 2024 Proxy Statement (pp. 7-30, 97-99)
	GSG's 2023 Form 10-K (pp. 27-28)
	GSG's 2023 Proxy Statement (pp. 6-30, 97-99)
	GSG's 2022 Form 10-K (pp. 24-25)
Beneficial owners of more than five per cent. (<i>Annex 6, Section 10, Item 10.1 of the EU PR Regulation</i>)	GSG's 2024 Proxy Statement (p. 102)
	GSG's 2023 Proxy Statement (p. 102)
Financial information	
Audited historical financial information for the fiscal years ended 31 December 2023, 31 December 2022 and 31 December 2021 (<i>Annex 6, Section 11, Items 11.1.1 and 11.1.5 of the EU PR Regulation</i>)	GSG's 2023 Form 10-K (pp. 128-239)
Audit report (<i>Annex 6, Section 11, Item 11.1.1 of the EU PR Regulation</i>)	GSG's 2023 Form 10-K (pp. 125-127)
Balance sheet (<i>Annex 6, Section 11, Item 11.1.5 of the EU PR Regulation</i>)	GSG's 2023 Form 10-K (p. 129)
	Exhibit 99.1 to GSG's 16 January 2024 Form 8-K (pp. 1-8)
Income statement (<i>Annex 6, Section 11, Item 11.1.5 of the EU PR Regulation</i>)	GSG's 2023 Form 10-K (p. 128)

Information required by the EU PR Regulation	Document/Location
	Exhibit 99.1 to GSG's 16 January 2024 Form 8-K (pp. 1-8)
Cash flow statement (<i>Annex 6, Section 11, Item 11.1.5 of the EU PR Regulation</i>)	GSG's 2023 Form 10-K (p. 131)
Accounting policies and explanatory notes (<i>Annex 6, Section 11, Item 11.1.5 of the EU PR Regulation</i>)	GSG's 2023 Form 10-K (pp. 64-67, 132-239)
Unaudited interim and other financial information (<i>Annex 6, Section 11, Item 11.2.1 of the EU PR Regulation</i>)	GSG's 2024 First Quarter Form 10-Q (pp. 1-98) GSG's 2023 Third Quarter Form 10-Q (pp. 1-105) GSG's 2023 Second Quarter Form 10-Q (pp. 1-102) GSG's 2023 First Quarter Form 10-Q (pp. 1-98)
Balance sheet (<i>Annex 6, Section 11, Item 11.2.1 of the EU PR Regulation</i>)	GSG's 2024 First Quarter Form 10-Q (p. 2) Exhibit 99.1 to GSG's 15 April 2024 Form 8-K (p. 9) GSG's 2023 Third Quarter Form 10-Q (p. 2) GSG's 2023 Second Quarter Form 10-Q (p. 2) GSG's 2023 First Quarter Form 10-Q (p. 2)
Income statement (<i>Annex 6, Section 11, Item 11.2.1 of the EU PR Regulation</i>)	GSG's 2024 First Quarter Form 10-Q (p. 1) Exhibit 99.1 to GSG's 15 April 2024 Form 8-K (p. 8) GSG's 2023 Third Quarter Form 10-Q (p. 1) GSG's 2023 Second Quarter Form 10-Q (p. 1) GSG's 2023 First Quarter Form 10-Q (p. 1)
Cash flow statement (<i>Annex 6, Section 11, Item 11.2.1 of the EU PR Regulation</i>)	GSG's 2024 First Quarter Form 10-Q (p. 4) GSG's 2023 Third Quarter Form 10-Q (p. 4) GSG's 2023 Second Quarter Form 10-Q (p. 4) GSG's 2023 First Quarter Form 10-Q (p. 4)
Accounting policies and explanatory notes (<i>Annex 6, Section 11, Item 11.2.1 of the EU PR Regulation</i>)	GSG's 2024 First Quarter Form 10-Q (pp. 5-98) GSG's 2023 Third Quarter Form 10-Q (pp. 5-105) GSG's 2023 Second Quarter Form 10-Q (pp. 5-102)

Information required by the EU PR Regulation	Document/Location
	GSG's 2023 First Quarter Form 10-Q (pp. 5-98)
Legal and arbitration proceedings (<i>Annex 6, Section 11, Item 11.4.1 of the EU PR Regulation</i>)	GSG's 2024 First Quarter Form 10-Q (pp. 85-97)
	GSG's 2023 Form 10-K (pp. 60, 216-230)
Additional information	
Share capital (<i>Annex 6, Section 12, Item 12.1 of the EU PR Regulation</i>)	GSG's 2024 First Quarter Form 10-Q (pp. 5.72-74)
	GSG's 2023 Form 10-K (pp. 130, 201-203)
	GSG's 2023 Third Quarter Form 10-Q (pp. 3, 75-77)
	GSG's 2022 Form 10-K (pp. 125, 192-194)
Material contracts	
Material contracts (<i>Annex 6, Section 13, Item 13.1 of the EU PR Regulation</i>)	GSG's 2024 First Quarter Form 10-Q (pp. 59-62)
	GSG's 2023 Form 10-K (pp. 188-190)
	GSG's 2023 Third Quarter Form 10-Q (pp. 62-65)
	GSG's 2022 Form 10-K (pp. 180-183)

Certain material risks that are specific to the Issuer and/or Guarantor and that may affect the Issuer's and/or Guarantor's ability to fulfil its obligations under the Securities may be described by referring to the relevant sections therein of the above documents incorporated by reference (as applicable). See "*Risks relating to GSG*" under the section of this Base Prospectus entitled "*Risk Factors*".

Any information included in the documents incorporated by reference that is not included in the cross-reference list is not incorporated by reference and is therefore not relevant to an investor (meaning that it is not necessary information to be included in this Base Prospectus pursuant to Article 6(1) of the EU Prospectus Regulation and is not otherwise required to be included under the relevant schedules of the EU Prospectus Regulation).".

2. Amendments to the section entitled "Swap Rate Linked Conditions"

The information in the section entitled "*Swap Rate Linked Conditions*" is amended and supplemented by:

- (a) deleting the definition of "Valuation Date" in Swap Rate Linked Condition 3 (*Definitions*) on page 733 of the Base Prospectus in its entirety and replacing it with the following:

""**Valuation Date**" means, in respect of a Swap Rate:

- (i) each date specified as such in the relevant Issue Terms or otherwise determined as provided in the Conditions, and/or in the relevant Issue Terms; and/or
- (ii) as specified in the relevant Issue Terms, the number of U.S. Government Securities Business Days or New York Business Days or Relevant Swap Rate Business Days or

calendar days preceding (a) each Autocall Payment Date, or (b) the date on which each Autocall Payment Date is scheduled to fall; and/or

- (iii) as specified in the relevant Issue Terms, the number of U.S. Government Securities Business Days or New York Business Days or Relevant Swap Rate Business Days or calendar days preceding (a) each Coupon Payment Date, or (b) the date on which each Coupon Payment Date is scheduled to fall; and/or
- (iv) as specified in the relevant Issue Terms, the number of U.S. Government Securities Business Days or New York Business Days or Relevant Swap Rate Business Days or calendar days preceding the Scheduled Maturity Date or Maturity Date,

in each case, subject to adjustment (as a Reference Date) in accordance with these Swap Rate Linked Conditions."

3. Amendments to the section entitled "Goldman, Sachs & Co. Wertpapier GmbH"

The information in the section entitled "Goldman, Sachs & Co. Wertpapier GmbH" is amended and supplemented by deleting the information under the sub-heading entitled "Selected Financial Information" on page 1694 of the Base Prospectus in its entirety and replacing it with the following:

"Selected Financial Information"

The selected financial information set out below has been extracted from (as applicable) GSW's 2023 Financial Statements and GSW's 2022 Financial Statements, which, in each case, have been audited by MAZARS GmbH & Co. KG Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, Theodor-Stern-Kai 1, 60596 Frankfurt am Main, Germany, ("MAZARS GmbH & Co. KG") and on which MAZARS GmbH & Co. KG have issued an unqualified audit report.

GSW's 2023 Financial Statements and GSW's 2022 Financial Statements are incorporated by reference into this Base Prospectus. The financial information presented below should be read in conjunction with the financial statements included in such documents, the notes thereto and report thereon.

The following table shows selected key historical financial information in relation to GSW:

	As at and for the year ended (audited)	
(in EUR)	31 December 2023	31 December 2022
Income taxes	(113,000.00)	(103,000.00)
Income after taxes / Net income	222,000.00	239,000.00
	As of (audited)	
(in EUR)	31 December 2023	31 December 2022
Current Assets	6,085,324,000.00	7,888,236,000.00
Capital and reserves	3,109,000.00	9,887,000.00"

4. Amendments to the section entitled "Goldman Sachs Finance Corp International Ltd"

The information in the section entitled "*Goldman Sachs Finance Corp International Ltd*" is amended and supplemented by deleting the information under the sub-heading entitled "*Selected Financial Information*" on pages 1696 to 1697 of the Base Prospectus in its entirety and replacing it with the following:

"Selected Financial Information"

The selected financial information set out below has been extracted from GSFCI's 2023 Financial Statements and GSFCI's 2022 Financial Statements, which have been audited by PricewaterhouseCoopers LLP and on which PricewaterhouseCoopers LLP have issued an unqualified audit report.

GSFCI's 2023 Financial Statements and GSFCI's 2022 Financial Statements are incorporated by reference into this Base Prospectus. The financial information presented below should be read in conjunction with GSFCI's 2023 Financial Statements and GSFCI's 2022 Financial Statements and the notes thereto.

The following table shows selected key historical financial information in relation to GSFCI:

	As at and for the period ended (audited)	
(in USD thousands)	31 December 2023	31 December 2022
Operating profit	62,000	36,000
Profit for the financial period	62,000	36,000
	As of (audited)	
(in USD thousands)	31 December 2023	31 December 2022
Current assets	46,356,000	34,720,000
Net assets	337,000	709,000
Total shareholder's funds	337,000	709,000

PricewaterhouseCoopers LLP of 7 More London Riverside, London SE1 2RT have been appointed as auditors to GSFCI."

5. Amendments to the section entitled "General Information"

The information in the section entitled "*General Information*" is amended and supplemented by:

- (a) deleting the paragraph (b) relating to GSW in sub-section 2 entitled "*Financial Statements*" on page 1828 of the Base Prospectus in its entirety and replacing it with the following:

"(b) **Goldman, Sachs & Co. Wertpapier GmbH**

The annual financial statements of GSW for the periods ended 31 December 2023 and 31 December 2022 have been audited without qualification by MAZARS GmbH & Co. KG Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft ("**MAZARS GmbH & Co. KG**"), of Theodor-Stern-Kai 1, 60596 Frankfurt am Main in

accordance with the laws of Germany. MAZARS GmbH & Co. KG is a member of the German Chamber of Public Accountants (Wirtschaftsprüferkammer), a public body (Körperschaft des öffentlichen Rechts), Raucherstraße 26, 10787 Berlin.";

- (b) deleting the paragraph (c) relating to GSFCI in sub-section 2 entitled "*Financial Statements*" on page 1828 of the Base Prospectus in its entirety and replacing it with the following:

"(c) **Goldman Sachs Finance Corp International Ltd**

The annual financial statements of GSFCI for the periods ended 31 December 2023 and 31 December 2022 have been audited without qualification by PricewaterhouseCoopers LLP, Chartered Accountants and Statutory Auditors, of 7 More London Riverside, London, SE1 2RT. PricewaterhouseCoopers LLP is a registered member of the Institute of Chartered Accountants in England and Wales.";

- (c) deleting the statement relating to GSI in sub-section 3 entitled "*No significant change in the financial position or financial performance and no material change in prospects*" on page 1829 of the Base Prospectus in its entirety and replacing it with the following:

"**GSI**: There has been no significant change in the financial position or financial performance of GSI since 31 March 2024. There has been no material adverse change in the prospects of GSI since 31 December 2023.";

- (d) deleting the statement relating to GSW in sub-section 3 entitled "*No significant change in the financial position or financial performance and no material change in prospects*" on page 1829 of the Base Prospectus in its entirety and replacing it with the following:

"**GSW**: There has been no significant change in the financial position or financial performance of GSW since 31 December 2023. There has been no material adverse change in the prospects of GSW since 31 December 2023.";

- (e) deleting the statement relating to GSFCI in sub-section 3 entitled "*No significant change in the financial position or financial performance and no material change in prospects*" on page 1829 of the Base Prospectus in its entirety and replacing it with the following:

"**GSFCI**: There has been no significant change in the financial position or financial performance of GSFCI since 31 December 2023. There has been no material adverse change in the prospects of GSFCI since 31 December 2023.";

- (f) deleting the statement relating to GSG in sub-section 3 entitled "*No significant change in the financial position or financial performance and no material change in prospects*" on page 1829 of the Base Prospectus in its entirety and replacing it with the following:

"**GSG**: There has been no significant change in the financial position or financial performance of GSG since 31 March 2024. There has been no material adverse change in the prospects of GSG since 31 December 2023."; and

- (g) deleting sub-section 4 entitled "*Litigation*" on page 1829 of the Base Prospectus in its entirety and replacing it with the following:

"**4. Litigation**

Save as disclosed in (i) "Legal Proceedings" of Note 27 to the Financial Statements (pages 216 to 230) of GSG's 2023 Form 10-K, (ii) "Legal Proceedings" of Note 27 to the Financial Statements (pages 85 to 97) of GSG's 2024 First Quarter Form 10-Q, (iii)

"Legal Proceedings" of Note 26 to the Financial Statements (page 74) of GSI's 2023 Annual Report and (iv) "Legal Proceedings" of Note 8 to the Financial Statements (pages 9 to 10) of GSI's 2024 First Quarter Financial Report, there have been no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which GSI, GSW, GSFCI or GSG is aware) during the 12 months before the date of this Base Prospectus (as supplemented to, and including, the date of Prospectus Supplement No. 4) which may have, or have had in the recent past, significant effects on GSI, GSW, GSFCI or GSG's financial position or profitability."; and

- (h) deleting sub-section 5 entitled "*Availability of Documents*" on pages 1829 to 1830 of the Base Prospectus in its entirety and replacing it with the following:

"5. Availability of Documents

Copies of the following documents will be made available for at least 10 years and may be obtained free of charge upon request during normal business hours from the specified office of the Issuers and the office of the Paying Agent in Luxembourg and each of the Paying Agents and (in the case of (i), on https://www.goldman-sachs.ch/ch/media/ch/dokumente/sonstiges/19-10-04-GSFCI_Constitutional_Documents.pdf and in the case of (ii) to (xxxii) and (xxxviii) to (xl) on the website of the Issuer at <https://www.goldmansachs.com/investor-relations/>):

- (i) the constitutional documents of GSFCI;
- (ii) the constitutional documents of GSW;
- (iii) the constitutional documents of GSI;
- (iv) the certificate of incorporation of GSG;
- (v) GSI's 2024 First Quarter Financial Report;
- (vi) GSI's 2023 Third Quarter Financial Report;
- (vii) GSI's 2023 Second Quarter Financial Report;
- (viii) GSI's 2023 First Quarter Financial Report;
- (ix) GSI's 2023 Annual Report;
- (x) GSI's 2022 Annual Report;
- (xi) GSI's 2021 Annual Report;
- (xii) GSW's 2023 Annual Report;
- (xiii) GSW's 2023 Interim Financial Statements;
- (xiv) GSW's 2022 Annual Report;
- (xv) GSW's 2021 Annual Report;
- (xvi) GSFCI's 2023 Annual Report;
- (xvii) GSFCI's 2023 Interim Financial Statements;
- (xviii) GSFCI's 2022 Annual Report;
- (xix) GSFCI's 2021 Annual Report;
- (xx) GSG's 15 April 2024 Form 8-K;
- (xxi) GSG's 16 January 2024 Form 8-K;

- (xxii) GSG's 17 October 2023 Form 8-K;
- (xxiii) GSG's 19 July 2023 Form 8-K;
- (xxiv) GSG's 18 April 2023 Form 8-K;
- (xxv) GSG's 2024 First Quarter Form 10-Q;
- (xxvi) GSG's 2023 Third Quarter Form 10-Q;
- (xxvii) GSG's 2023 Second Quarter Form 10-Q;
- (xxviii) GSG's 2023 First Quarter Form 10-Q;
- (xxix) GSG's 2024 Proxy Statement;
- (xxx) GSG's 2023 Proxy Statement;
- (xxxi) GSG's 2023 Form 10-K;
- (xxxii) GSG's 2022 Form 10-K;
- (xxxiii) the GSG Guaranty;
- (xxxiv) the GSI Guarantee;
- (xxxv) the GSI (Cayman) Guarantee;
- (xxxvi) the Programme Agency Agreement;
- (xxxvii) the Deed of Covenant and the Cayman Deed of Covenant;
- (xxxviii) the Issue Terms for each Tranche or Series of Securities that are listed on the Official List of the Luxembourg Stock Exchange or any other stock exchange;
- (xxxix) a copy of the Base Prospectus;
- (xl) a copy of any supplement to the Base Prospectus and Issue Terms; and
- (xli) all reports, letters and other documents, balance sheets, valuations and statements by any expert any part of which is extracted or referred to in this Base Prospectus."

Applicable Final Terms

The amendments included in this Prospectus Supplement shall only apply to Final Terms, the date of which falls on or after the approval of this Prospectus Supplement.

Interpretation

To the extent that there is any inconsistency between (a) any statement in this Prospectus Supplement and (b) any other statement in or incorporated by reference into the Base Prospectus, the statements in (a) above will prevail.

References to the Base Prospectus shall hereafter mean the Base Prospectus as supplemented by this Prospectus Supplement.

U.S. notice

This Prospectus Supplement is not for use in, and may not be delivered to or inside, the United States.

The date of this Prospectus Supplement is 29 May 2024.