

GOLDMAN SACHS INTERNATIONAL
(Incorporated with unlimited liability in England)

Programme for the issuance of Warrants, Notes and Certificates

Issue of ZAR 500,000,000 Twelve-Year ZAR Zero Coupon Notes, due October 15, 2025
(the "Notes" or the "Securities")
(ISIN: XS0899544950)

Guaranteed by

THE GOLDMAN SACHS GROUP, INC.
(A corporation organised under the laws of the State of Delaware)

The Prospectus

This document, comprised of the Summary and Securities Note (this "**Document**"), together with the registration document dated June 24, 2013 of The Goldman Sachs Group, Inc., Goldman Sachs International and Goldman, Sachs & Co. Wertpapier GmbH, as supplemented by Supplement No. 1 dated July 19, 2013, Supplement No. 2 dated August 19, 2013 and Supplement No. 3 dated September 25, 2013 (the "**Registration Document**"), which has been published on the website of the Luxembourg Stock Exchange (www.bourse.lu), constitutes a prospectus (this "**Prospectus**") for the purposes of Article 5.3 of Directive 2003/71/EC as amended by Directive 2010/73/EU (the "**Prospectus Directive**") relating to the Securities issued by Goldman Sachs International (the "**Issuer**" or "**GSI**") and guaranteed by The Goldman Sachs Group, Inc. (the "**Guarantor**" or "**GSG**"). This Document should be read together with the Registration Document.

The Programme

The Securities are being issued under the Programme for the issuance of Warrants, Notes and Certificates (the "**Programme**") of the Issuer and the Guarantor.

Status of the Securities

The Securities are unsecured and unsubordinated general obligations of the Issuer and not of any affiliate of the Issuer. The Securities are not bank deposits and are not insured or guaranteed by the United States Federal Deposit Insurance Corporation, the Deposit Insurance Fund or any other governmental agency in any jurisdiction.

The Guaranty

The payment obligations of the Issuer under the Securities are guaranteed by GSG pursuant to a guaranty dated June 24, 2013 (the "**Guaranty**"). The Guaranty will rank *pari passu* with all other unsecured and unsubordinated indebtedness of GSG.

Information incorporated by reference

The Prospectus incorporates by reference certain information from the base prospectus in relation to the Programme dated June 24, 2013 (the "**Original Base Prospectus**") and the supplements thereto (and the Original Base Prospectus as supplemented, the "**Base Prospectus**"). See the section "*Documents Incorporated by Reference*" below. You should read this Prospectus together with such information.

Statements in relation to prospects and financial or trading position

In the Prospectus, where GSI and GSG make statements that "there has been no material adverse change in the prospects" and "no significant change in the financial or trading position" of GSI and GSG, respectively, references in these statements to the "prospects" and "financial or trading position" of GSI and GSG are specifically to their respective ability to meet their full payment obligations under the Securities (in the case of GSI) or Guarantee (in the case of GSG) in a timely manner. Such statements are made, for example, in Elements B.12 and B.19 (B.12) of the "Summary" and in paragraph 1 under "General Information" of this Document. Material information about GSI's and GSG's respective financial condition and prospects is included in the GSG periodic reports on Forms 10-K, 10-Q and 8-K which are incorporated by reference into the Registration Document.

Risk warning

The Securities are not principal protected. You could lose some, and up to all, of your investment. Before purchasing Securities, you should consider, in particular, "*Risk Factors*" below and in the Registration Document.

The date of this Prospectus is October 15, 2013.

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IMPORTANT NOTICES

Approval and passporting under the EU Prospectus Directive

Application has been made to the *Luxembourg Commission de Surveillance du Secteur Financier* (the "CSSF"), which is the Luxembourg competent authority for the purpose of the Prospectus Directive for approval of this Prospectus and relevant implementing measures in Luxembourg, as a prospectus issued in compliance with the Prospectus Directive and relevant implementing measures in Luxembourg for the purpose of giving information with regard to the issue of Securities. This Document together with the Registration Document constitutes a prospectus for the purpose of Article 5.3 of the Prospectus Directive.

Application has also been made for the Notes to be listed on the Official List and admitted to trading on the Luxembourg Stock Exchange, a regulated market for the purposes of Directive 2004/39/EC on Markets in Financial Instruments. The Prospectus will be published on the website of the Luxembourg Stock Exchange (www.bourse.lu).

CSSF disclaimer

Pursuant to Article 7(7) of the Luxembourg Prospectus Act, by approving this Prospectus, the CSSF gives no undertakings as to the economic and financial characteristics of the Securities to be issued hereunder or the quality or solvency of the Issuer or the Guarantor.

Responsibility statements

Each of the Issuer and the Guarantor accepts responsibility for the information contained in this Prospectus. To the best of the respective knowledge of the Issuer and the Guarantor (who have taken all reasonable care to ensure that such is the case) the information contained in this Prospectus is in accordance with the facts and does not omit anything likely to affect the import of such information. Where information contained in this Prospectus has been sourced from a third party, this information has been accurately reproduced and, so far as the Issuer and the Guarantor are aware and are able to ascertain from information published by that third party, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Consent to use this Prospectus

No consent is given for the use of this Prospectus for subsequent resales of the Securities.

Credit ratings

The credit ratings of GSG referred to in this Prospectus have been issued by DBRS, Inc. ("**DBRS**"), Fitch, Inc. ("**Fitch**"), Moody's Investors Service, Inc. ("**Moody's**"), Standard & Poor's Ratings Services, a division of The McGraw-Hill Companies, Inc. ("**S&P**") and Rating and Investment Information, Inc. ("**R&I**"), none of which entities is established in the European Union or registered under Regulation (EC) No. 1060/2009, as amended by Regulation (EU) No. 513/2011 (the "**CRA Regulation**"). In general, European regulated investors are restricted from using a rating for regulatory purposes if such rating is not either (1) issued or validly endorsed by a credit rating agency established in the European Union (an "**EU CRA**") and registered with the European Securities and Markets Authority ("**ESMA**") under the CRA Regulation) or (2) issued by a credit rating agency established outside the European Union which is certified under the CRA Regulation.

The EU affiliates of DBRS, Fitch, Moody's and S&P are registered under the CRA Regulation. The list of entities which are so registered is available at <http://www.esma.europa.eu/page/List-registered-and-certified-CRAs>. The ESMA has approved the endorsement by such EU affiliates of credit ratings issued by DBRS, Fitch, Moody's and S&P. Accordingly, credit ratings issued by DBRS, Fitch, Moody's and S&P may be used for regulatory purposes in the EU. The credit rating issued by R&I is incorporated into this Prospectus for information purposes only.

Credit ratings may be adjusted over time, and there is no assurance that these credit ratings will be effective after the date of this Prospectus. A credit rating is not a recommendation to buy, sell or hold any Securities.

Important U.S. Notices

None of the Securities or the Guaranty have been, nor will be, registered under the United States Securities Act of 1933, as amended (the "**Securities Act**"), or any state securities laws. Except as provided below, Securities

may not be offered, sold or delivered within the United States or to U.S. persons (as defined in Regulation S under the Securities Act ("**Regulation S**")). The Securities have not been approved or disapproved by the Securities and Exchange Commission or any state securities commission in the United States nor has the Securities and Exchange Commission or any state securities commission passed upon the accuracy or the adequacy of this Prospectus. Any representation to the contrary is a criminal offence in the United States.

Post-issuance Reporting

Neither the Issuer nor the Guarantor intends to provide any post-issuance information, except if required by any applicable laws and regulations, or have authorised the making or provision of any representation or information regarding the Issuer, the Guarantor or the Securities other than as contained or incorporated by reference in this Prospectus, in any other document prepared in connection with the Programme or as expressly approved for such purpose by the Issuer or the Guarantor. Any such representation or information should not be relied upon as having been authorised by the Issuer or the Guarantor. The delivery of this Prospectus shall not, in any circumstances, create any implication that there has been no adverse change in the financial situation of the Issuer or the Guarantor since the date hereof or, as the case may be, the date upon which this Prospectus has been most recently supplemented.

Restrictions and distribution and use of this Prospectus

The distribution of this Prospectus and the sale and delivery of the Securities in certain jurisdictions may be restricted by law. Persons into whose possession this Prospectus comes are required by the Issuer and the Guarantor to inform themselves about and to observe any such restrictions. This Prospectus may not be used for the purpose of a solicitation by anyone in any jurisdiction in which such solicitation is not authorised or to any person to whom it is unlawful to make such solicitation, and no action has been taken or will be taken to permit the distribution of this Prospectus in any jurisdiction where any such action is required.

Prospects and financial or trading position

In the Summary section and elsewhere in the Prospectus, references to the "prospects" and "financial or trading position" of the Issuer and Guarantor (as applicable), are specifically to the ability of the Issuer and Guarantor (as applicable) to meet their full payment obligations under the Securities in a timely manner. In addition, all such statements should be read in conjunction with and are qualified by the information contained in the documents incorporated by reference in the Prospectus.

SUMMARY

Summaries are made up of disclosure requirements known as 'Elements'. These elements are numbered in Sections A – E (A.1 – E.7).

This summary contains all the Elements required to be included in a summary for this type of securities and Issuer. Because some Elements are not required to be addressed, there may be gaps in the numbering sequence of the Elements.

Even though an Element may be required to be inserted in the summary because of the type of securities and Issuer, it is possible that no relevant information can be given regarding the Element. In this case a short description of the Element is included in the summary with the mention of 'not applicable'.

SECTION A: INTRODUCTION AND WARNINGS		
A.1	Introduction and warnings	This summary should be read as an introduction to this Prospectus. Any decision to invest in the Securities should be based on consideration of this Prospectus as a whole by the investor. Where a claim relating to the information contained in this Prospectus is brought before a court, the plaintiff investor might, under the national legislation of the Member States, have to bear the costs of translating this 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 this Prospectus or it does not provide, when read together with the other parts of this Prospectus, key information in order to aid investors when considering whether to invest in such Securities.
A.2	Consents	Not applicable; no consent is given for the use of this Prospectus for subsequent resales of the Securities.
SECTION B: ISSUER AND GUARANTOR		
B.1	Legal and Commercial Name of Issuer	Goldman Sachs International ("GSI").
B.2	Domicile/Legal Form/Legislation /Country of Incorporation of Issuer	GSI is a private unlimited liability company incorporated in England and Wales. GSI mainly operates under English law. The registered office of GSI is Peterborough Court, 133 Fleet Street, London EC4A 2BB, England.
B.4b	Known trends of Issuer	Not applicable; there are no known trends affecting GSI and the industries in which it operates.
B.5	Issuer's group	Goldman Sachs Holdings (U.K.), a company incorporated under the laws of England has a 99 per cent. shareholding in GSI. Goldman Sachs Group Holdings (U.K.), a company incorporated under the laws of England beneficially owns 100 per cent. of the shares in Goldman Sachs Holdings (U.K.) and 1 per cent. shareholding in GSI. Goldman Sachs (UK) L.L.C. is established under the laws of the State of Delaware and has a 100 per cent. shareholding in Goldman Sachs Group Holdings (U.K.). The Goldman Sachs Group, Inc. is established under the laws of the State of Delaware and has a 100 per cent. interest in Goldman Sachs (UK) L.L.C. Please see B.19 (B.5).
B.9	Profit forecast/estimate of Issuer	Not applicable; GSI has not made any profit forecasts or estimates.

B.10	Audit report qualifications	Not applicable; there are no qualifications in the audit report of GSI on its historical financial information.																																											
B.12	Selected historical key financial information/no material adverse change /significant changes in financial or trading position of Issuer	<p>The following table shows selected key historical financial information in relation to GSI:</p> <table border="1" data-bbox="520 371 1398 792"> <thead> <tr> <th rowspan="2"></th> <th colspan="2">As and for the six months ended</th> <th colspan="2">As and for the Year ended</th> </tr> <tr> <th>June 30, 2013 (unaudited) (USD)</th> <th>June 30, 2012 (unaudited) (USD)</th> <th>December 31, 2012 (USD)</th> <th>December 31, 2011 (USD)</th> </tr> </thead> <tbody> <tr> <td>Operating Profit</td> <td>492,562,000</td> <td>972,740,000</td> <td>1,111,976,000</td> <td>3,071,920,000</td> </tr> <tr> <td>Profit on ordinary activities before taxation</td> <td>335,426,000</td> <td>847,529,000</td> <td>827,966,000</td> <td>3,109,361,000</td> </tr> <tr> <td>Profit on ordinary activities after taxation</td> <td>249,275,000</td> <td>694,836,000</td> <td>683,960,000</td> <td>2,425,403,000</td> </tr> </tbody> </table> <table border="1" data-bbox="520 824 1398 1133"> <thead> <tr> <th rowspan="2"></th> <th>As at six months ended (unaudited)</th> <th colspan="2">As at</th> </tr> <tr> <th>June 30, 2013 (USD)</th> <th>December 31, 2012 (USD)</th> <th>December 31, 2011 (USD)</th> </tr> </thead> <tbody> <tr> <td>Fixed Assets</td> <td>531,528,000</td> <td>516,944,000</td> <td>13,447,000</td> </tr> <tr> <td>Current Assets</td> <td>879,357,241,000</td> <td>891,299,754,000</td> <td>942,126,100,000</td> </tr> <tr> <td>Total Shareholders' Funds</td> <td>20,346,486,000</td> <td>20,193,453,000</td> <td>19,463,019,000</td> </tr> </tbody> </table> <p>There has been no material adverse change in the prospects of GSI since December 31, 2012.</p> <p>Not Applicable; there has been no significant change in GSI's financial or trading position since June 30, 2013.</p>		As and for the six months ended		As and for the Year ended		June 30, 2013 (unaudited) (USD)	June 30, 2012 (unaudited) (USD)	December 31, 2012 (USD)	December 31, 2011 (USD)	Operating Profit	492,562,000	972,740,000	1,111,976,000	3,071,920,000	Profit on ordinary activities before taxation	335,426,000	847,529,000	827,966,000	3,109,361,000	Profit on ordinary activities after taxation	249,275,000	694,836,000	683,960,000	2,425,403,000		As at six months ended (unaudited)	As at		June 30, 2013 (USD)	December 31, 2012 (USD)	December 31, 2011 (USD)	Fixed Assets	531,528,000	516,944,000	13,447,000	Current Assets	879,357,241,000	891,299,754,000	942,126,100,000	Total Shareholders' Funds	20,346,486,000	20,193,453,000	19,463,019,000
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B.13	Recent events material to evaluation of Issuer's solvency	Not applicable; there has been no recent events particular to GSI which are to a material extent relevant to the evaluation of GSI's solvency.																																											
B.14	Issuer's position in its corporate group and dependency on other entities in corporate group	<p>Please refer to Element B.5 above.</p> <p>GSI is part of the Goldman Sachs Group and transacts with, and depends on, entities within such group accordingly.</p>																																											
B.15	Issuer's principal activities	The principal activities of GSI consist of securities underwriting and distribution, trading of corporate debt and equity services, non-U.S. sovereign debt and mortgage securities, execution of swaps and derivative instruments, mergers and acquisitions, financial advisory services for restructurings/private placements/lease and project financings, real estate brokerage and finance, merchant banking, stock brokerage and research.																																											
B.16	Ownership and control of Issuer	Goldman Sachs Holdings (U.K.), a company incorporated under the laws of England has a 99 per cent. shareholding in GSI. Goldman Sachs Group Holdings (U.K.), a company incorporated under the laws of England beneficially owns 100 per cent. of the shares in Goldman Sachs Holdings (U.K.) and 1 per cent. Shareholding in GSI. Goldman Sachs (UK) L.L.C. is established under the laws																																											

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B.17	Rating of Issuer or the Securities	The long term debt of GSI is rated A by S&P and Fitch. The Securities have not been rated.
B.18	Nature and Scope of the Guarantee	The payment obligations of GSI in respect of Securities issued by GSI are unconditionally and irrevocably guaranteed by The Goldman Sachs Group, Inc. ("GSG") pursuant to a guaranty dated June 24, 2013 made by GSG (the "Guaranty"). The Guaranty will rank <i>pari passu</i> with all other unsecured and unsubordinated indebtedness of GSG.
B.19 (B.1)	Legal and Commercial Name of Guarantor	The Goldman Sachs Group, Inc. ("GSG").
B.19 (B.2)	Domicile/Legal Form/Legislation /Country of Incorporation of Guarantor	GSG is organised in the State of Delaware in the United States as a corporation pursuant to, and operating under, the Delaware General Corporation Law. The registered office of GSG is 200 West Street, New York, New York 10282, USA.
B.19 (B.4b)	Known trends of Guarantor	GSG's prospects for the remainder of 2013 will be affected, potentially adversely, by developments in global, regional and national economies, including in the U.S. movements and activity levels, in financial, commodities, currency and other markets, interest rate movements, political and military developments throughout the world, client activity levels and legal and regulatory developments in the United States and other countries where GSG does business.
B.19 (B.5)	Guarantor's group	<p style="text-align: center;">Holding Company Structure of The Goldman Sachs Group, Inc.</p> <p>Note: The percentages given are for direct holdings of ordinary shares or equivalent. Minority shareholdings are held by other Goldman Sachs Group entities which are themselves owned, directly or indirectly, by GSG.</p>
B.19 (B.9)	Profit forecast/estimate of Guarantor	Not applicable; GSG has not made any profit forecasts or estimates.
B.19	Audit report	Not applicable; there are no qualifications in the audit report of GSG.

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B.19 (B.14)	Guarantor's position in its corporate group and dependency on other entities in corporate group	<p>See Element B.5.</p> <p>GSG is a holding company and, therefore, depends on dividends, distributions and other payments from its subsidiaries to fund dividend payments and to fund all payments on its obligations, including debt obligations.</p> <p>The organisational structure of GSG is set out in the table entitled "<i> Holding Company Structure of the Goldman Sachs Group, Inc.</i>" found in Element B.19 (B.5) above.</p>																																																							
B.19 (B.15)	Guarantor's principal activities	GSG, together with its consolidated subsidiaries (" Goldman Sachs "), is a leading global investment banking, securities and investment management firm that provides a wide range of financial services to a substantial and diversified client base that includes corporations, financial institutions, governments and high-net-worth individuals.																																																							

		<p>Goldman Sachs' activities are conducted in the following segments:</p> <p>(1) Investment Banking: Investment Banking is comprised of:</p> <ul style="list-style-type: none"> • Financial Advisory, which includes advisory assignments with respect to mergers and acquisitions, divestitures, corporate defence activities, risk management, restructurings and spin-offs; and • Underwriting, which includes public offerings and private placements of a wide range of securities, loans and other financial instruments, and derivative transactions directly related to these client underwriting activities. <p>(2) Institutional Client Services: Institutional Client Services is comprised of:</p> <ul style="list-style-type: none"> • Fixed Income, Currency and Commodities, which includes client execution activities related to making markets in interest rate products, credit products, mortgages, currencies and commodities; and • Equities, which includes client execution activities related to making markets in equity products, as well as commissions and fees from executing and clearing institutional client transactions on major stock, options and futures exchanges worldwide. Equities also includes Goldman Sachs' securities services business, which provides financing, securities lending and other prime brokerage services to institutional clients, including hedge funds, mutual funds, pension funds and foundations, and generates revenues primarily in the form of interest rate spreads or fees, and revenues related to Goldman Sachs' insurance activities. <p>(3) Investing & Lending which includes Goldman Sachs' investing activities and the origination of loans to provide financing to clients. These investments and loans are typically longer-term in nature. Goldman Sachs make investments, directly and indirectly through funds that Goldman Sachs manage, in debt securities, loans, public and private equity securities, real estate, consolidated investment entities and power generation facilities.</p> <p>(4) Investment Management which includes provision of investment management services and offering investment products (primarily through separately managed accounts and commingled vehicles, such as mutual funds and private investment funds) across all major asset classes to a diverse set of institutional and individual clients. Investment Management also offers wealth advisory services, including portfolio management and financial counselling, and brokerage and other transaction services to high-net-worth individuals and families.</p>
B.19 (B.16)	Ownership and control of Guarantor	Not applicable; GSG is a publicly-held company listed on the New York Stock Exchange and not directly or indirectly owned or controlled by any shareholders or affiliated group of shareholders.
B.19 (B.17)	Rating of Guarantor	The long-term debt of GSG has been rated A by Fitch, A3 by Moody's and A- by S&P.
SECTION C: SECURITIES		
C.1	Type/class of Securities /security identification	Cash settled Securities (the " Securities "). ISIN: XS0899544950; Common Code: 089954495; Valoren: 21915713.

	number	
C.2	Currency of the Securities	South African Rand (" ZAR " or the " Specified Currency ").
C.5	Restrictions on Transferability	<p>The Securities may not be offered, sold or delivered within the United States or to U.S. persons as defined in Regulation S under the Securities Act ("Regulation S"), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities law.</p> <p>Further, the Securities may not be acquired by, on behalf of, or with the assets of any plans subject to ERISA or Section 4975 of the U.S. Internal Revenue Code of 1986, as amended, other than certain insurance company general accounts.</p> <p>Subject to above, the Securities will be freely transferable.</p>
C.8	Rights attached to the Securities/ ranking/ limitations on those rights	<p>Rights: The Securities give the right to each holder of Securities (a "Holder") to receive a potential return on the Securities, together with certain ancillary rights such as the right to receive notice of certain determinations and events and to vote on future amendments. The terms and conditions are governed under English law.</p> <p>Ranking: The Securities are direct, unsubordinated and unsecured obligations of the Issuer and rank equally with all other direct, unsubordinated and unsecured obligations of the Issuer. The Guaranty will rank equally with all other unsecured and unsubordinated indebtedness of GSG.</p> <p>Limitations to rights:</p> <ul style="list-style-type: none"> The terms and conditions of the Securities contain provisions for calling meetings of Holders to consider matters affecting their interests generally and these provisions permit defined majorities to bind all Holders, including holders who did not attend and vote at the relevant meeting and holders who voted in a manner contrary to the majority. Further, in certain circumstances, the Issuer may amend the terms and conditions of the Securities, without the Holders' consent. The terms and conditions of the Securities permit the Issuer and the Calculation Agent (as the case may be), on the occurrence of certain events and in certain circumstances, without the Holders' consent, to make adjustments to the terms and conditions of the Securities, to redeem the Securities prior to maturity, (where applicable) to postpone valuation of the underlying asset or scheduled payments under the Securities, to change the currency in which the Securities are denominated, to substitute the Issuer with another permitted entity subject to certain conditions, and to take certain other actions with regard to the Securities and the underlying asset (if any).
C.9	Rights attached to the securities including ranking and any limitation to those rights, interest provisions, yield and representative of the holders	<p>Redemption:</p> <ul style="list-style-type: none"> The maturity date for the Securities shall be October 15, 2025. Unless previously redeemed or purchased and cancelled, each Security will be redeemed by the Issuer on the maturity date by payment of ZAR 50,000 per Calculation Amount of Securities. Calculation Amount: ZAR 50,000. <p>Representative of holders of Securities: Not applicable; the Issuer has not appointed any person to be a representative of the holders of Securities.</p>
C.11	Admission to trading on a regulated	Application has been made for the Securities to be admitted to trading on the Luxembourg Stock Exchange, a regulated market for the purposes of Directive

	market	2004/39/EC on Markets in Financial Instruments.
SECTION D: RISKS		
D.2	Key risks specific to Issuer, Guarantor and the Group	<p>The Issuer and the Guarantor could fail or otherwise be unable to make the payments owing under the Securities. If that happens, you will not have the protection of any deposit insurance scheme and your Securities will not be secured, and you may lose some or all of your money.</p> <p>References in Elements B.12 and B.19 (B.12) above to the "prospects" and "financial or trading position" of the Issuer and Guarantor (as applicable), are specifically to their respective ability to meet their full payment obligations under the Securities (in the case of GSI) or Guarantee (in the case of GSG) in a timely manner. Material information about GSI's and GSG's respective financial condition and prospects is included in the GSG periodic reports on Forms 10-K, 10-Q and 8-K which are incorporated by reference into the Registration Document. You should be aware, however, that each of the key risks highlighted below could have a material adverse effect on the Issuer's and Guarantor's businesses, operations, financial and trading position and prospects, which, in turn, could have a material adverse effect on the return investors receive on the Securities.</p> <p>As part of a leading global financial services group the Issuer and the Guarantor are subject to a number of key risks of the Group:</p> <ul style="list-style-type: none"> • The Group's businesses have been and may continue to be adversely affected by conditions in the global financial markets and economic conditions generally. • The Group's businesses have been and may be adversely affected by declining asset values. This is particularly true for those businesses in which it has net "long" positions, receives fees based on the value of assets managed, or receives or posts collateral. • The Group's businesses have been and may be adversely affected by disruptions in the credit markets, including reduced access to credit and higher costs of obtaining credit. • The Group's market-making activities have been and may be affected by changes in the levels of market volatility. • The Group's investment banking, client execution and investment management businesses have been adversely affected and may continue to be adversely affected by market uncertainty or lack of confidence among investors and CEOs due to general declines in economic activity and other unfavourable economic, geopolitical or market conditions. • The Group's investment management business may be affected by the poor investment performance of its investment products. • The Group may incur losses as a result of ineffective risk management processes and strategies. • The Group's liquidity, profitability and businesses may be adversely affected by an inability to access the debt capital markets or to sell assets or by a reduction in its credit ratings or by an increase in its credit spreads. • Conflicts of interest are increasing and a failure to appropriately identify and address conflicts of interest could adversely affect the Group's businesses. • The Guarantor is a holding company and is dependent for liquidity on payments from its subsidiaries, many of which are subject to restrictions. • The Group's businesses, profitability and liquidity may be adversely affected by deterioration in the credit quality of, or defaults by, third parties who owe the Group money, securities or other assets or whose securities or

		<p>obligations it holds.</p> <ul style="list-style-type: none"> • Concentration of risk increases the potential for significant losses in the Group's market-making, underwriting, investing and lending activities. • The financial services industry is highly competitive. • The Group faces enhanced risks as new business initiatives leads it to transact with a broader array of clients and counterparties and exposes it to new asset classes and new markets. • Derivative transactions and delayed settlements may expose the Group to unexpected risk and potential losses. • The Group's businesses may be adversely affected if it is unable to hire and retain qualified employees. • The Group's businesses and those of its clients are subject to extensive and pervasive regulation around the world. • The Group may be adversely affected by increased governmental and regulatory scrutiny or negative publicity. • A failure in the Group's operational systems or infrastructure, or those of third parties, could impair the Group's liquidity, disrupt its businesses, result in the disclosure of confidential information, damage its reputation and cause losses. • Substantial legal liability or significant regulatory action against the Group could have material adverse financial effects or cause significant reputational harm, which in turn could seriously harm the Group's business prospects. • The growth of electronic trading and the introduction of new trading technology may adversely affect the Group's business and may increase competition. • The Group's commodities activities, particularly its power generation interests and physical commodities activities, subject the Group to extensive regulation, potential catastrophic events and environmental, reputational and other risks that may expose it to significant liabilities and costs. • In conducting its businesses around the world, the Group is subject to political, economic, legal, operational and other risks that are inherent in operating in many countries. • The Group may incur losses as a result of unforeseen or catastrophic events, including the emergence of a pandemic, terrorist attacks, extreme weather events or other natural disasters.
D.3	Key risks that are specific to the Securities	<p>Investors in the Securities will lose part or their entire investment if:</p> <ol style="list-style-type: none"> (a) the Issuer or the Guarantor go bankrupt, become insolvent or enter receivership, or is otherwise unable to make the payments owing to investors under the Securities or to fulfil their respective obligations under the Securities to Holders. If that happens, investors will not have the protection of any deposit insurance scheme and will not be secured, and may lose some or all of their money; or (b) the investor sells the Securities prior to their scheduled maturity, and the sale price of the Securities in the secondary market is less than the initial purchase price. <ul style="list-style-type: none"> • <i>Risks associated with zero coupon securities:</i> Zero coupon securities are issued at a substantial discount from face value (par), with the full value, including imputed interest, paid at maturity. Interest may be taxable, even though no actual payments are made. Prices of zero coupon securities tend to be more volatile than securities that make regular interest payments.

		<p>Prospective purchasers of the Securities should consult their own tax advisers in their relevant jurisdiction about the tax implications of holding any Security and of any transaction involving any Security.</p> <ul style="list-style-type: none"> • Reinvestment risk: If the Securities are redeemed prior to scheduled maturity following an unscheduled early redemption, a holder may not be able to reinvest the proceeds at an effective interest rate as high as the yield on the Securities being redeemed and may only be able to do so at a significantly lower rate. You should consider such reinvestment risk in light of other investments available at that time. • Lack of secondary market risk: An active trading market for the Securities is not likely to develop: the Securities may have no liquidity or the market for the Securities may be limited and this may adversely impact their value or the ability of a holder of Securities to sell them. Also, because the Securities may not be exercised prior to scheduled maturity, you must be prepared to hold them until scheduled maturity. • Secondary market price risk: The purchase price offered to you for the Securities might be less than the price at which you purchased the Securities and will depend on various factors. Such factors include interest rates, time remaining to the Maturity Date and the creditworthiness of the Issuer and the Guarantor. • Unscheduled early redemption or adjustment risk: The Issuer may redeem the Securities prior to their scheduled maturity date for taxation reasons or for reasons of illegality. The Issuer may also redeem the Securities early or adjust their terms following the occurrence of certain other events in relation to the Securities. In the event of (i) unscheduled early redemption, the Securities may redeem earlier than you had anticipated, and (ii) unscheduled early redemption or adjustment, the amount you receive may be lower than the amount you would have received at maturity. • Risks associated with listed Securities: Investors should note the Issuer will not be obliged to maintain the listing of the Securities in certain circumstances, such as changes in listing requirements. • Conflicts of interest risk: GSG affiliates are subject to certain conflicts of interest between their own interests and those of the holders of the Securities, including: <ul style="list-style-type: none"> • the Calculation Agent under the Securities is an affiliate of the Issuer and potential conflicts of interest may exist between each such calculation agent and the purchasers, including with respect to the exercise of the discretionary powers to determine amounts, adjustments and redemptions; and • the Issuer, the Guarantor and certain affiliates may from time to time, by virtue of their status as underwriter, advisor or otherwise, possess or have access to information relating to the Securities and any derivative instruments referencing them and shall not be obliged to disclose any such information to a purchaser of the Securities.
SECTION E: OFFER		
E.2b	Reasons for offer/ use of proceeds	Not applicable, no offer is being made.
E.3	Description of	Not applicable, no offer is being made.

	terms and conditions of offer	
E.4	Description of any interest material to the Issuer/offer including conflicting interests	Not applicable, no offer is being made.
E.7	Estimated expenses charged to the investor by Issuer or offeror	Not applicable, no offer is being made.

RISK FACTORS

The risk factors set out below should be read in addition to the risk factors set out in the Base Prospectus, which are incorporated by reference into this Prospectus. Such risk factors are risk factors that are material to the Securities in order to assess the market risk associated with them or which may affect the Issuer's ability to fulfil its obligations under them.

1. Risks relating to loss of investment and suitability of Securities

1.1 Purchasers of Securities may receive back less than the original invested amount

PURCHASERS OF SECURITIES MAY LOSE THEIR ENTIRE INVESTMENT OR PART OF IT, AS THE CASE MAY BE, TOGETHER WITH ANY TRANSACTION COSTS INCURRED, AS A RESULT OF THE OCCURRENCE OF ANY ONE OF THE FOLLOWING EVENTS:

- (i) **THE SECURITIES ARE SOLD BY THE PURCHASER PRIOR TO THE SCHEDULED MATURITY FOR AN AMOUNT LESS THAN THE PURCHASER'S INITIAL INVESTMENT; OR**
- (ii) **THE BANKRUPTCY OR INSOLVENCY OF THE ISSUER AND/OR THE GUARANTOR OR OTHER EVENTS ADVERSELY AFFECTING THE ISSUER'S OR THE GUARANTOR'S ABILITY TO MEET ITS PAYMENT AND OTHER OBLIGATIONS UNDER THE SECURITIES.**

1.2 Suitability of Securities for purchase

Before purchasing Securities, each purchaser must ensure that the nature, complexity and risks inherent in the Securities are suitable for his or her objectives in the light of his or her circumstances and financial position. No person should purchase the Securities unless that person understands the extent of that person's exposure to potential loss. Each prospective purchaser of Securities should consult his or her own legal, tax, accountancy, regulatory, investment or other professional advisers to assist him or her in determining whether the Securities are a suitable investment for them or to clarify any doubt about the contents of this Prospectus (including for the avoidance of doubt, each document incorporated by reference herein).

Neither the Issuer nor the Guarantor has given, and does not give, to any prospective purchaser of Securities (either directly or indirectly) any assurance or guarantee as to the merits, performance or suitability of such Securities to any potential purchaser, and the purchaser should be aware that the Issuer is acting as an arm's-length contractual counterparty and not as an advisor or fiduciary.

2. Risks associated with the Securities generally

2.1 Valuation of the Securities; inducements and/or commissions and/or fees

Assuming no changes in market conditions or Goldman Sachs' creditworthiness and other relevant factors, the value of the Securities on the date of this Prospectus (as determined by reference to pricing models used by Goldman Sachs and taking into account Goldman Sachs' credit spreads) may be significantly less than the original issue price. In addition, purchasers of the Securities should be aware that the issue price may include inducements and/or commissions and/or other related fees paid by the Issuer to distribution partners as payment for distribution services. This can cause a difference between the issue price of the Securities and any bid and offer prices quoted by the Issuer, any Goldman Sachs affiliate or any third party. Such differences may be greater when the Securities are initially traded on any secondary markets and may gradually decline in value during the term of the Securities. Information with respect to the amount of any such inducements, commissions and fees will be included in this Prospectus and/or may be obtained from the Issuer upon request.

2.2 Reinvestment risk

If the Securities are redeemed prior to scheduled maturity, a holder may not be able to reinvest the proceeds at an effective interest rate as high as the interest rate or yield on the Securities being redeemed and may only be able to do so at a significantly lower rate. Investors in Securities should consider such reinvestment risk in light of other investments available at that time.

2.3 **Limited liquidity of Securities**

Unless otherwise communicated by the Issuer or any Goldman Sachs affiliate to the purchaser of the Securities, or to the extent that the rules of any stock exchange on which the Securities are listed and admitted to trading require the Issuer or any Goldman Sachs affiliate to provide liquidity in respect of such Securities, the Securities may have no liquidity or the market for such Securities may be limited and this may adversely impact their value or the ability of the purchaser of Securities to dispose of them.

A secondary market is unlikely to develop and, even if a secondary market does develop, it is not possible to predict the price at which the Securities will trade in such secondary market. Neither the Issuer nor any Goldman Sachs affiliate is under an obligation or makes any commitment, to make a market in or to repurchase the Securities. If the Issuer or any Goldman Sachs affiliate does make a market for the Securities, it may cease to do so at any time without notice. Purchasers should therefore not assume that the Securities can be sold at a specific time or at a specific price during their life.

Neither the Issuer nor any Goldman Sachs affiliate has any obligation to provide any quotation of bid or offer price(s) of the Securities which is favourable to any purchaser of the Securities. Although application has been made for the Securities to be admitted to trading on a stock exchange, there is no assurance that such application will be accepted, that the Securities will be so admitted or that an active trading market will develop. Accordingly, there is no assurance as to the development or liquidity of any trading market for the Securities. Neither the Issuer nor any Goldman Sachs affiliate assumes any responsibility for, or makes any commitment to, any potential purchaser of the Securities for such development or liquidity of any trading market for such Securities.

2.4 **Price discrepancies in secondary market**

The value or quoted price of the Securities at any time will reflect many factors and cannot be predicted, and if a purchaser sells his or her Security prior to its maturity, such purchaser may receive less than its issue price. Such factors, most of which are beyond the control of Goldman Sachs, will influence the market price of the Securities, and will include national and international economic, financial, regulatory, political, terrorist, military and other events that affect securities generally, interest and yield rates in the market, the time remaining until the Securities mature, the creditworthiness of the Issuer and the Guarantor. If the Issuer or any Goldman Sachs affiliate does make a market in the Securities, the price quoted by such Goldman Sachs entity for the Securities will reflect any changes in market conditions and other relevant factors including a deterioration in Goldman Sachs' creditworthiness or perceived creditworthiness whether measured by Goldman Sachs' credit ratings or other measures. These changes may adversely affect the market price of the Securities, including the price a purchaser may receive for its Securities in any market making transaction. In addition, even if Goldman Sachs' creditworthiness does not decline, the value of the Securities on the trade date may be significantly less than the original price taking into account Goldman Sachs' credit spreads on that date. The quoted price could be higher or lower than the original issue price, and may be higher or lower than the value of the Securities as determined by reference to pricing models used by Goldman Sachs.

If at any time a third party dealer quotes a price to purchase the Securities or otherwise values the Securities, that price may be significantly different (higher or lower) than any price quoted by any Goldman Sachs affiliate. Furthermore, if any purchaser sells its Securities, the purchaser will likely be charged a commission for secondary market transactions, or the price will likely reflect a dealer discount.

2.5 **Change of applicable law, Early Redemption and Reinvestment Risk**

Upon the Issuer becoming aware of (i) the adoption of, or change in, any applicable law or (ii) the promulgation of, or any change in, the interpretation of any applicable law by a court, tribunal or regulatory authority with competent jurisdiction, which has the effect that its performance under the Securities has become unlawful or impracticable in whole or in part for any reason, the Issuer may (a) amend the terms of the Securities to cure such unlawfulness or impracticability or (b) redeem or terminate the Securities. In the case of early redemption or termination, if permitted by applicable law, the Issuer shall pay the purchaser of such Securities an amount equal to the non-scheduled early repayment amount of such Securities notwithstanding such illegality, such amount as determined by the Calculation Agent on the basis of the accrual yield in respect of the Securities. Following any such early redemption or termination of the Securities, the purchasers of such Securities may not be able to reinvest the redemption proceeds at any effective interest rate as high as the interest rate or yield on the Securities

being redeemed and may only be able to do so at a significantly lower rate. Purchasers of the Securities should consider reinvestment risk in light of other investments available at that time.

2.6 Change in Tax Law

Tax law and practice is subject to change, possibly with retrospective effect and this could adversely affect the value of the Securities to the purchaser and/or the market value of the Securities. Any such change may (i) cause the tax treatment of the Securities to change from what the purchaser understood the position to be at the time of purchase; (ii) render the statements in the Base Prospectus concerning relevant tax law and practice inaccurate or inapplicable in some or all respects to the Securities or to not include material tax considerations in relation to the Securities; or (iii) give the Issuer the right to amend the terms of the Securities, or early redeem or terminate the Securities, if such change has the effect that the Issuer's performance under the Securities is unlawful or impracticable (see risk factor "2.5 Change of applicable law, Early Redemption and Reinvestment Risk"). **Prospective purchasers of any Securities should consult their own tax advisers in relevant jurisdictions about the tax implications of holding any Security and of any transaction involving any Security.**

2.7 Amendments to the Securities bind all purchasers of the Securities

The terms and conditions of the Securities may be amended by the Issuer, (i) in certain circumstances, without the consent of the purchasers of the Securities and (ii) in certain other circumstances, with the required consent of a defined majority of the purchasers of such Securities. The terms and conditions of the Securities contain provisions for purchasers to call and attend meetings to consider and vote upon matters affecting their interests generally. Resolutions passed at such meetings can bind all purchasers, including purchasers who did not attend and vote at the relevant meeting and purchasers who voted in a manner contrary to the majority.

2.8 Substitution of the Issuer

The Issuer may be substituted as principal obligor under the Securities by any company from the Goldman Sachs Group of companies. Whilst the new issuer will provide an indemnity in favour of the purchasers of such Securities in relation to any additional tax or duties that become payable solely as a result of such substitution, purchasers will not have the right to consent to such substitution.

3. Risks associated with zero coupon securities

3.1 The imputed interest associated with zero coupon securities may be taxable

Zero coupon securities are issued at a substantial discount from face value (par), with the full value, including imputed interest, paid at maturity. Interest may be taxable, even though no actual payments are made. Prices of zero coupon securities tend to be more volatile than securities that make regular interest payments. **Prospective purchasers of the Securities should consult their own tax advisers in their relevant jurisdiction about the tax implications of holding any Security and of any transaction involving any Security.**

3.2 Calculation Agent determination in respect of any adjustment to or early redemption or termination of the Securities and reinvestment risk following such early redemption or termination

If the Calculation Agent determines that any form of adjustment event in relation to the Securities has occurred, the Calculation Agent may adjust the terms and conditions of the Securities (without the consent of the purchasers) or may procure the early redemption or termination of such Securities prior to their scheduled maturity date, in each case, in accordance with such terms and conditions. In the event of such early redemption or termination the Issuer will pay the non-scheduled early repayment amount in respect of such Securities, which will be determined on the basis of the accrual yield in respect of the Securities. Following any such early redemption or termination of Securities, the purchasers of such Securities will generally not be able to reinvest the proceeds at any effective interest rate as high as the interest rate or yield on the Securities being redeemed or terminated and may only be able to do so at a significantly lower rate. Purchasers of Securities should consider reinvestment risk in light of other investments available at that time.

4. Risks associated with conflicts of interest between Goldman Sachs and purchasers of Securities

Goldman Sachs will be subject to various conflicts of interest in respect of an issuance of Securities as set out below:

(i) Confidential information relating to the Securities

Certain affiliates of the Issuer and the Guarantor may from time to time, by virtue of their status as underwriter, advisor or otherwise, possess or have access to information relating to the Securities and any derivative instruments referencing them. Such Goldman Sachs affiliates will not be obliged to disclose any such information to a purchaser of the Securities.

(ii) Acting as a hedge counterparty to the Issuer's and Guarantor's obligations under the Securities

Certain affiliates of the Issuer and the Guarantor may be the counterparty to the hedge of the Issuer's and the Guarantor's obligations under an issue of Securities. Accordingly, certain conflicts of interest may arise both among these affiliates and between the interests of these affiliates and the interests of purchasers of Securities.

(iii) The Calculation Agent is an affiliate of (or the same entity as) the Issuer

As the Calculation Agent is the same entity as the Issuer, potential conflicts of interest may exist between the Calculation Agent and the purchasers, including with respect to the exercise of the very broad discretionary powers of the Calculation Agent. The Calculation Agent has the authority (a) to determine whether certain specified events and/or matters so specified in the conditions relating to a series of Securities have occurred, and (b) to determine any resulting adjustments and calculations as described in such conditions. Prospective purchasers should be aware that any determination made by the Calculation Agent may have an impact on the value and financial return of the Securities. Any such discretion exercised by, or any calculation made by, the Calculation Agent (in the absence of manifest or proven error) shall be binding on the Issuer and all purchasers of the Securities.

The Calculation Agent has the authority (i) to determine whether certain specified events and/or matters so specified in the conditions relating to a series of Securities have occurred, and (ii) to determine any resulting adjustments and calculations as described in such conditions. Prospective purchasers should be aware that any determination made by the Calculation Agent may have an impact on the value and financial return of the Securities. Any such discretion exercised by, or any calculation made by, the Calculation Agent (in the absence of manifest or proven error) shall be binding on the Issuer and all purchasers of the Securities.

DOCUMENTS INCORPORATED BY REFERENCE

This Document should be read and construed in conjunction with the documents incorporated by reference into this Prospectus. The information contained in the following documents is hereby incorporated by reference into this Prospectus and deemed to form a part of this Prospectus:

- (i) the base prospectus dated June 24, 2013 relating to issues of non-equity securities under the Programme by Goldman Sachs International and Goldman Sachs & Co. Wertpapier GmbH (the "**Original Base Prospectus**");
- (ii) Supplement No. 1 to the Original Base Prospectus dated July 19, 2013 ("**Supplement No. 1**");
- (iii) Supplement No. 2 to the Original Base Prospectus dated August 19, 2013 ("**Supplement No. 2**");
- (iv) Supplement No. 4 to the Original Base Prospectus dated September 25, 2013 ("**Supplement No. 4**"); and
- (v) Supplement No. 5 to the Original Base Prospectus dated October 4, 2013 ("**Supplement No. 5**"),

and the Original Base Prospectus as supplemented, the "**Base Prospectus**".

The table below sets out the relevant page references for the information incorporated into this Prospectus by reference. The information incorporated by reference that is not included in the cross-reference list is considered as additional information and is not required by the relevant schedules of the Prospectus Regulation.

In addition, such document(s) will be available free of charge from the Luxembourg listing agent, Banque Internationale à Luxembourg, société anonyme, from its principal office in Luxembourg. The Luxembourg Stock Exchange will publish such document(s) on its website at www.bourse.lu.

Information incorporated by reference	Page reference
<i>From the Original Base Prospectus</i>	
Risk Factors	Pages 30 to 57
General Description of the Programme	Pages 59 to 61
Commonly Asked Questions about the Programme	Pages 62 to 72
General Terms and Conditions of the Notes	Pages 129 to 171
Form of Guaranty	Pages 388 to 390
Book-Entry Clearing Systems	Pages 404 to 405
Use of Proceeds	Page 406
Taxation	Pages 407 to 439
Selling Restrictions	Pages 440 to 457
Offers and Sales and Distribution Arrangements	Page 458
General Information	Pages 459 to 460
<i>From Supplement No. 1</i>	
"Taxation - United States Tax Considerations"	Page 2
<i>From Supplement No. 2</i>	
Amendments to the Summary	Page 2
"United States Tax Considerations"	Page 2
<i>From Supplement No. 4</i>	
Amendments to the Summary	Pages 2 to 3
<i>From Supplement No. 5</i>	

GSG will provide without charge to each person to whom this Prospectus is delivered, upon his or her written or oral request, a copy of any or all document(s) referred to above which have been incorporated by reference into this Prospectus, excluding exhibits to those document(s) unless they are specifically incorporated by reference into those document(s). Investors can request those document(s) from Investor Relations, 200 West Street, New York, New York 10282, USA, telephone +1 (212) 902-0300. GSG's filings with the SEC are also available through the SEC's website at <http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0000886982&owner=exclude&count=40&hidefilings=0> (and the information appearing on such website, unless specifically incorporated by reference into this Prospectus, does not form part of this Prospectus). This Prospectus has been filed with the *Commission de Surveillance du Secteur Financier* and will be published on the website of the Luxembourg Stock Exchange (www.bourse.lu).

CONTRACTUAL TERMS

ISIN: XS0899544950

Common Code: 089954495

Valoren: 21915713

PIPG Tranche Number: 34208

The terms and conditions ("**Conditions**") of the Securities shall comprise the General Note Conditions as completed and/or amended by (ii) these Contractual Terms. In the event of any inconsistency between the General Note Conditions and these Contractual Terms, these Contractual Terms shall prevail. All references in the General Note Conditions to "Final Terms" shall be deemed to be references to these Contractual Terms.

The General Note Conditions are incorporated by reference herein: see the section entitled "General Terms and Conditions of the Notes" in "Documents Incorporated by Reference" above.

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.

1. **Tranche Number:** One.
2. **Specified Currency or Currencies:** South African Rand ("**ZAR**").
3. **Aggregate Nominal Amount:**
 - (i) Series: ZAR 500,000,000.
 - (ii) Tranche: ZAR 500,000,000.
4. **Issue Price:** 39.25 per cent. of the Aggregate Nominal Amount.
5. (i) **Specified Denomination:** ZAR 50,000.
(ii) **Calculation Amount:** ZAR 50,000.
6. **Issue Date:** October 15, 2013.
7. **Maturity Date:** Scheduled Maturity Date is October 15, 2025.
 - (i) Strike Date: Not Applicable.
 - (ii) Relevant Determination Date (General Note Condition 2(a)): Not Applicable.
 - (iii) Scheduled Determination Date: Not Applicable.
 - (iv) Maturity Date Specific Adjustment: Not Applicable.
 - (v) Business Day Adjustment: Applicable.
 - (vi) Maturity Date Business Day Convention: Modified Following Business Day Convention.
8. **Underlying Asset(s):** Not Applicable.

VALUATION PROVISIONS

9. **Valuation Date(s):** Not Applicable.
10. **Averaging:** Not Applicable.
11. **Latest Reference Date:** Not Applicable.

INTEREST PROVISIONS

12. **Interest Basis:** Not Applicable.
13. **Interest Commencement Date:** Not Applicable.
14. **Fixed Rate Note Conditions (General Note Condition 7):** Not Applicable.
15. **BRL FX Note Conditions (Note Payout Condition 1(a)):** Not Applicable.
16. **FX Note Conditions (Note Payout Condition 1(b)):** Not Applicable.
17. **Floating Rate Note Conditions (General Note Condition 8):** Not Applicable.
18. **Change of Interest Basis (General Note Condition 9):** Not Applicable.

REDEMPTION PROVISIONS

19. **Redemption/Payment Basis:** Redemption at par.
20. **Redemption at the option of the Issuer (General Note Condition 10(b)):** Not Applicable.
21. **Redemption at the option of Noteholders (General Note Condition 10(c)):** Not Applicable.
22. **Automatic Early Redemption (General Note Condition 10(i)):** Not Applicable.
23. **Final Redemption Amount of each Note (General Note Condition 10(a)):** ZAR 50,000 per Calculation Amount.

FINAL REDEMPTION AMOUNT NOTE PAYOUT CONDITIONS

24. **Delta-One Security (Note Payout Condition 2(a)):** Not Applicable.
25. **BRL FX Note Conditions (Note Payout Condition 2(b)(i)):** Not Applicable.
26. **FX Note Conditions (Note Payout Condition 2(b)(ii)):** Not Applicable.

27. **Physical Settlement (General Note Condition 12(a)):** Not Applicable.
28. **Non-scheduled Early Repayment Amount:** Not Applicable.
- The Redemption Amount payable on redemption of the Note at any time before the Maturity Date shall be an amount equal to the *sum* of:
- (i) the Reference Price; and
 - (ii) the product of the Accrual Yield (compounded annually) being applied to the Reference Price from (and including) the Issue Date to (but excluding) the date fixed for redemption or (as the case may be) the date upon which the Note becomes due and payable.

Where such calculation is to be made for a period which is not a whole number of years, the calculation in respect of the period of less than a full year shall be made on the basis of a Day Count Fraction of 30E/360.

Where:

"**Accrual Yield**" means 8.105227463 per cent. per annum.

"**Reference Price**" means, in respect of each Note (of the Specified Denomination), ZAR 19,625 (being equal to 39.25 per cent. of the Specified Denomination).

SHARE LINKED NOTE / INDEX LINKED NOTE / COMMODITY LINKED NOTE / FX LINKED NOTE / INFLATION LINKED NOTE

29. **Type of Notes:** The Notes are not linked to an Underlying Asset, and the Underlying Asset Conditions shall not apply.
30. **Share Linked Notes:** Not Applicable.
31. **Index Linked Notes:** Not Applicable.
32. **Commodity Linked Notes (Single Commodity or Commodity Basket):** Not Applicable.
33. **Commodity Linked Notes (Commodity Index):** Not Applicable.
34. **FX Linked Notes:** Not Applicable.
35. **Inflation Linked Notes:** Not Applicable.
36. **EIS Notes:** Not Applicable.

GENERAL PROVISIONS APPLICABLE TO THE NOTES

37. **FX Disruption Event/CNY FX** FX Disruption Event is applicable to the Notes, General Note

- Disruption Event (General Note Condition 13):** Condition 13 and FX Linked Condition 3 shall apply.
- (i) Base Currency: United States Dollar ("USD").
 - (ii) Reference Currency: Settlement Currency.
 - (iii) Reference Country: Republic of South Africa.
 - (iv) CNY Financial Centre(s): Not Applicable.
 - (v) USD/CNY Exchange Rate: Not Applicable.
 - (v) USD/Affected Currency Exchange Rate: As specified in FX Linked Condition 3.
 - (a) Affected Currency: Settlement Currency.
 - (b) Fixing Price Sponsor: Goldman Sachs International.
 - (c) Valuation Time: As specified in FX Linked Condition 3.
 - (d) FX Disruption Event Cut-off Date (General Note Condition 2(a)): Default FX Disruption Event Cut-off Date.
 - (e) Adjusted Affected Payment Date (General Note Condition 2(a)): Default Adjusted Affected Payment Date.
 - (f) Affected Payment Cut-off Date (General Note Condition 2(a)): Default Affected Payment Cut-off Date.
 - (vi) Trade Date: Not Applicable.
 - (vii) Settlement Currency: Specified Currency.
38. **Rounding (General Note Condition 22):**
- (a) Non-Default Rounding calculation values and percentages: – Not Applicable.
 - (b) Non-Default Rounding amounts due and payable: – Not Applicable.
 - (c) Other Rounding Convention: Not Applicable.
39. **Additional Business Centre(s):** The State of New York.
- Non-Default Business Day: Not Applicable.
40. **Form of Notes:** Registered Notes.

Global Registered Note exchangeable for Individual Note Certificates in the limited circumstances described in the Global Registered Note.

41. **Additional Financial Centre(s) relating to Payment Business Days:** The State of New York.
- Non-Default Payment Business Day: Not Applicable.
42. **Principal Financial Centre:** As specified in General Note Condition 2(a).
- Non-Default Principal Financial Centre: Not Applicable.
43. **Minimum Trading Number (General Note Condition 5(f)):** One Note (corresponding to a nominal amount of ZAR 50,000).
44. **Permitted Trading Multiple (General Note Condition 5(f)):** One Note (corresponding to a nominal amount of ZAR 50,000).
45. **Record Date (General Note Condition 11):** Specified Day(s) for the purposes of General Note Condition 11(c) is: Clearing System Business Day.
46. **Calculation Agent (General Note Condition 18):** Goldman Sachs International.

DISTRIBUTION

47. **Method of distribution:** Non-syndicated.
- (i) If syndicated, names and addresses of Managers and underwriting commitments: Not Applicable.
- (ii) Date of Subscription Agreement: Not Applicable.
- (iii) If non-syndicated, name and address of Dealer: Goldman Sachs International of Peterborough Court, 133 Fleet Street, London EC4A 2BB, England.
48. **Non-exempt Offer:** Not Applicable.

Signed on behalf of Goldman Sachs International:

By:

Duly authorised

OTHER INFORMATION

LISTING AND ADMISSION TO TRADING

Application has been made for the Notes to be listed on the Official List and admitted to trading on the regulated market of the Luxembourg Stock Exchange, a regulated market for the purposes of Directive 2004/39/EC on Markets in Financial Instruments, such listing and admission to trading expected within 90 days from the time of application, but no assurances can be given that such application for listing and admission to trading will be granted (or, if granted, will be granted within 90 days from the time of application).

The Issuer has no duty to maintain the listing (if any) of the Notes on the relevant stock exchange(s) over their entire lifetime. The Notes may be suspended from trading and/or de-listed at any time in accordance with applicable rules and regulations of the relevant stock exchange(s).

INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in the risk factor, "Risks associated with conflicts of interest between Goldman Sachs and purchasers of Securities", in the section titled "Risk Factors" above and on pages 54 and 55 of the Base Prospectus, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the issue.

REASONS FOR THE ISSUE, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- | | |
|---------------------------------|-----------------|
| (i) Reasons for the issue: | Not Applicable. |
| (ii) Estimated net proceeds: | Not Applicable. |
| (iii) Estimated total expenses: | Not Applicable. |

PERFORMANCE AND VOLATILITY OF THE UNDERLYING ASSET

The Notes are not linked to any Underlying Assets. Unless the Notes are redeemed or purchased and cancelled prior to the Maturity Date, and subject to any adjustments made under the terms and conditions of the Securities, the Notes will be redeemed on the Maturity Date at par.

POST-ISSUANCE INFORMATION

The Issuer does not intend to provide post-issuance information, except if required by any applicable laws and regulations.

OPERATIONAL INFORMATION

Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s):

Delivery: Delivery against payment.

Names and addresses of additional Programme Agent(s) (if any): Not Applicable.

Operational contact(s) for Principal Programme Agent: eq-sd-operations@gs.com.

GENERAL INFORMATION

1. There has been no material adverse change in the prospects of GSI or GSG since December 31, 2012.
 There has been no significant change in GSI's or GSG's financial or trading position since June 30, 2013.
 References in the above statements (and in the statements in Elements B.12 and B.19 (B.12) of the Summary) to the "prospects" and "financial or trading position" of the Issuer and Guarantor (as applicable), are specifically to their respective ability to meet their full payment obligations under the Securities (in the case of GSI) or Guarantee (in the case of GSG) in a timely manner. Material information about GSI's and GSG's respective financial condition and prospects is included in the GSG periodic reports on Forms 10-K, 10-Q and 8-K which are incorporated by reference into the Registration Document.
2. Save as disclosed in (1) "Legal Proceedings" in Part 1, Item 3 (page 38) and pages 210 to 222 of the Form 10-K for The Goldman Sachs Group, Inc. for the fiscal year ended December 31, 2012 (the "**2012 Form 10-K**") and (2) Part II Item 1 (page 194) and Note 27 to the Condensed Consolidated Financial Statements (pages 104 to 111) of the Quarterly Report for The Goldman Sachs Group, Inc. on Form 10-Q for the fiscal quarter ended June 30, 2013 (the "**Second Quarter Form 10-Q**"), there have been no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which GSG or GSI is aware) during the 12 months before the date of the Registration Document which may have, or have had in the recent past, significant effects on GSG, GSI or the Goldman Sachs Group's financial position or profitability.
3. GSG's prospects for the remainder of 2013 will be affected, potentially adversely, by developments in global, regional and national economies, including in the U.S. movements and activity levels, in financial, commodities, currency and other markets, interest rate movements, political and military developments throughout the world, client activity levels and legal and regulatory developments in the United States and other countries where GSG does business.
4. For so long as the Securities shall be outstanding, copies of the following documents may be obtained free of charge upon request during normal business hours from the specified office of the Issuer:
 - (a) the Memorandum and Articles of Association of the Issuer;
 - (b) the restated Certificate of Incorporation of GSG;
 - (c) the Guaranty;
 - (d) the agency agreement in relation to the Notes dated June 24, 2013 (the "**Agency Agreement**", which expression shall include any amendments or supplements thereto) with the agents named therein;
 - (e) the deed of covenant made by the Issuer dated June 24, 2013 (the "**Deed of Covenant**");
 - (f) the audited accounts of GSG for the two years ended December 31, 2012 and December 31, 2011 and the unaudited accounts of GSG for the six-month period ended June 30, 2013 and June 30, 2012;
 - (g) the audited accounts of GSI for the two years ended December 31, 2012 and December 31, 2011 and the unaudited accounts of GSI for the six-month period ended June 30, 2013 and June 30, 2012;
 - (h) a copy of the Registration Document and any document incorporated by reference therein; and
 - (i) a copy of this Document and any document incorporated by reference herein; and
 - (j) 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 Prospectus.
5. The Securities shall be governed by English law. The Guaranty is governed by the laws of the State of New York.

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Registered Office of GSI

Goldman Sachs International

Peterborough Court
133 Fleet Street
London EC4A 2BB
England

Principal Office of GSG

The Goldman Sachs Group, Inc.

200 West Street
New York, New York 10282
USA

Principal Programme Agent

Citigroup Global Markets Deutschland AG

Reuterweg 16
60323 Frankfurt am Main
Federal Republic of Germany

Transfer Agents

Banque Internationale à Luxembourg, société

anonyme

69 route d'Esch
L-2953 Luxembourg
Grand Duché de Luxembourg

Citigroup Global Markets Deutschland AG

Reuterweg 16
60323 Frankfurt am Main
Federal Republic of Germany

Fiscal Agent and Paying Agent

Citibank, N.A., London Branch

Citigroup Centre
Canada Square
Canary Wharf
London E14 5LB
England

Calculation Agent

Goldman Sachs International

Peterborough Court
133 Fleet Street
London EC4A 2BB
England

Auditors

To GSI

PricewaterhouseCoopers LLP

1 Embankment Place
London WC2N 6RH
England

To GSG

PriceWaterhouseCoopers LLP

300 Madison Avenue
New York, New York 10017
United States of America

Legal Advisers to the Issuer

as to English law

Ashurst LLP

Broadwalk House
5 Appold Street
London EC2A 2HA
England

高盛國際南非幣零息公司債(GS 0% 10/15/2025 CORP-)
產品主要條件暨投資風險預告書(產品代碼：BD160206)

【警語(注意事項)】本「產品主要條件暨投資風險預告書」僅就發行條件以中文說明供委託人參考，倘與公開說明書或最終英文產品說明書有歧異時，應以公開說明書或最終英文產品說明書之初級市場發行條件為準，故委託人應詳閱說明並自行判斷是否投資及承擔投資風險。有關本產品之公開說明書或最終英文產品說明書及贖回參考報價，請參閱網址<http://www.tcbbank.com.tw>。本行係依法受託投資外國有價證券(即受託人，以下所稱受託人即為本行)，無法承諾發行機構或保證機構任何投資獲利或投資本金及孳息之保證。另影響外國有價證券價格變動之因素極為複雜，本行所公告揭露之申購價格已內含通路服務費。

壹、商品主要條件及說明(註：發行機構信用評等及債券信用評等資訊截至 2017/6/11 01/037)

產品代碼	BD160206
產品名稱	高盛國際南非幣零息公司債(GS 0% 10/15/2025 CORP-)
發行機構	高盛國際(Goldman Sachs International)
發行機構介紹	高盛集團有限公司是一家美國跨國公司的投資銀行公司，從事全球投資銀行、證券、投資管理以及其他金融服務主要是與機構客戶。成立於 1869 年，總部設在西街 200 在曼哈頓下城的紐約市的面積，與國際金融中心設有辦事處。 該公司提供收購諮詢、承銷業務、資產管理和經紀業務，其中包括企業，政府和個人。
發行機構信評	標準普爾長期債務信用評等 A ₊ 、穆迪長期債務信用評等 A1、惠譽長期債務信用評等 A
保證機構	高盛證券(Goldman Sachs Group, Inc.)
保證機構信評	標準普爾長期債務信用評等 BBB+、穆迪長期債務信用評等 A3、惠譽長期債務信用評等 A
債券信用評等	標準普爾債券信用評等 A ₊
債券順位	優先無擔保債券
ISIN CODE	XS0899544950
幣別	南非幣(ZAR)
發行日	2013 年 10 月 15 日
到期日	2025 年 10 月 15 日
票面年利率	0%
配息日	本債券投資期間不配息
配息頻率	不適用(本債券為零息債券，投資人於持有期間將不會獲得任何配息款項)
日期基礎	30/360
發行量	南非幣 5 億元(ZAR 500,000,000)
發行價格	39.25%
發行面額	面額南非幣 50,000 元
申購交易及限制	最低申購面額為南非幣 100,000 元 (2 單位面額(張))，並以面額南非幣 50,000 元 (1 單位面額(張))的整數倍數為增加單位。本債券為次級市場交易商所提供之申購價格(內含通路服務費)，倘超過約定之申購價格或提供成交之單位數量無法符合時，受託人(本行)保有主動取消交易，無息退還申購價款之權利。
贖回交易及限制	本債券單位數分配後即可依次級市場贖回報價申請提前贖回。最低贖回面額為南非幣 100,000 元，並以面額南非幣 50,000 元為累加；除另有規定外，本債券可部份贖回，惟最低須保留面額南非幣 50,000 元以上之限制。
次級市場申購價	面額×【未定】% 本債券為次級市場交易之債券，次級市場申購價格將於實際交易時確定。
到期返還價格	債券面額 100%(請注意：非指委託人購入成本)。 若發行機構未發生違約情事，到期時發行機構將返還面額 100% 本金，係指【債券面額】，非【實際成交金額】。

此為外國有價證券(海外債券)非一般銀行存款，不受存款保險之承保範圍；委託人於投資前應詳閱「產品主要條件暨投資風險預告書」，自行判斷是否投資且承擔投資風險。(「產品主要條件暨投資風險預告書」壹式貳份，分別由客戶收執及營業單位留存)【10611502**版】 第 1 頁，共 5 頁

高盛國際南非幣零息公司債(GS 0% 10/15/2025 CORP.)
產品主要條件暨投資風險預告書(產品代碼：BD160206)

	(例如：若發行機構未發生信用風險違約之狀況下，委託人申購價格為 105%，持有至到期返還金額為面額 100%；反之，若客戶申購價格為 98%，持有至到期返還金額亦為面額 100%。)
營業日	約翰尼斯堡、香港、臺灣
文件	歐洲中期債券發行計劃(European Medium Term Notes)或最終產品說明書(Final Terms)
準據法	紐約法
掛牌交易所	盧森堡證券交易所
交割日	交易日後第三個營業日
交割(圈存)金額	申購當日須自委託人存款帳戶中圈存投資金額，不得動用，並於成交時自帳戶中扣除實際交割金額，若無順利成交或有差額，將於次一營業日解除圈存，請委託人注意帳戶之資金調度。 ● 圈存投資金額=【當日申購參考價*申購面額】 ● 實際交割金額=【實際成交價*申購面額】

貳、信託費用

信託手續費	0%
信託管理費	本行每年收取信託本金之 0.15%，以日計收，並於贖回款中一併扣除。 信託管理費=信託本金×0.15%×持有期間/365
通路服務費	費率為[0-5%]，以信託本金乘上費率計算之，且年化後不超過信託金額之 0.5%，由市場上相關經紀機構或交易對手，於債券申購交割時，一次給付受託銀行。 委託人瞭解並同意受託人辦理本契約項下信託業務之相關交易時，自交易相對人取得之報酬、費用、折讓等各項利益，得作為受託人收取之信託報酬。

參、投資風險揭露

相關風險	<ul style="list-style-type: none"> ■ 最低收益風險(Minimum Return risk) 發行機構如發生下述風險狀況時，最差狀況下委託人可能並無收益，最大損失為所有本金。 ■ 信用風險(Credit Risk) 本債券之發行機構為高盛國際(Goldman Sachs International)，保證機構為高盛證券(Goldman Sachs Group, Inc.)，委託人須承擔債券發行機構或保證機構之信用風險；而「信用風險」之評估，端視委託人對於本債券發行機構或保證機構之信用評等價值之評估；本債券持有期間如有承諾到期保證保本率，係由發行機構或保證機構承諾，而非由受託銀行所承諾。換言之，債券之發行機構違約時，而不能或無法支付債券本金時，委託人將可能無法領回原始全部投資本金。 ■ 委託人兼受益人提前贖回的風險(Early Redemption Risk) 發行機構未發生違約情事，於到期時，將依債券面額以原計價幣別 100% 償付。本商品到期前，委託人如申請提前贖回，將導致您可領回金額低於原始投資金額（在最壞情形下，領回金額甚至可能為零），或者根本無法進行贖回。 ■ 利率風險(Interest Rate Risk) 本債券自正式交割發行後，其存續期間之市場價格(mark to market value)將受發行幣別利率變動所影響；當該幣別利率調升時，債券之市場價格有可能下降，並有可能低於票面價格而損及原始投資金額；當該幣別利率調降時，債券之市場價格有可能上漲，並有可能高於票面價格而獲得額外收益。 ■ 流動性風險(Liquidity Risk) 本債券不具備充份之市場流動性，對於金額過小之提前贖回指示單無法保證成交。當
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高盛國際南非幣零息公司債(GS 0% 10/15/2025 CORP.) 產品主要條件暨投資風險預告書(產品代碼：BD160206)

委託人欲賣出債券時，可能會有尋找交易對手交易之困難，造成無法賣出債券或是以較市價為低的價格賣出。對於交易不活絡的債券，其流動性風險更大(例如：低利債券、發行量少的債券、最近被降低評等的債券及/或較為罕見之發行機構所發行的債券)，在流動性缺乏或交易量不足的情況下，債券之實際交易價格可能會與債券本身之單位資產價值產生顯著的價差(Spread)，將造成委託人若於債券到期前提前贖回，會發生可能損及信託原始投資金額的狀況，甚至在一旦市場完全喪失流動性後，委託人必須持有本債券直到滿期。

■ 匯兌風險(Exchange Rate Risk)

本債券以南非幣計價，南非幣之匯率波動較大，請投資人留意匯兌風險。

本債券屬外幣計價之投資產品，若委託人於投資之初係以新臺幣資金或非本產品計價幣別之外幣資金承作本債券者，須留意外幣原始投資金額返還時，轉換回新臺幣資產時將可能產生低於投資本金之匯兌風險。

■ 事件風險(Event Risk)

如遇發行機構或保證機構發生重大事件，有可能導致債券評等下降(bond downgrades)。

■ 國家風險(Country Risk)

本債券之發行機構或保證機構註冊國如發生戰亂等不可抗力之事件將導致委託人損失。

■ 交割風險(Settlement Risk)

本債券之發行機構或保證機構註冊國或所連結標的之交易所或款券交割清算機構所在地，如遇緊急特殊情形、市場變動因素或逢例假日而改變交割規定，將導致暫時無法交割或交割延誤。

■ 通貨膨脹風險(Inflation Risk)

通貨膨脹將導致債券的實質收益下降。

■ 發行機構行使提前買回風險(Call Risk)

發行機構若行使提前本債券之權利(如有)，將縮短預期的投資期限。

■ 再投資風險(Reinvestment Risk)

委託人若選擇提前贖回或發行機構行使提前買回之權利(如有)，委託人將產生再投資風險。

■ 稅務事件提前買回風險(Early Termination Risk)

若因稅法或稅務改變，增加發行機構義務，發行機構有權提前買回本債券，並依產品說明書之條件決定贖回價格。

■ 稅負風險(Tax Risk)

本產品交易所得係屬海外所得，公司依營利事業所得稅課徵，個人部分依中華民國所得基本稅額條例規定，全年海外所得達新臺幣 100 萬元者，須計入個人之基本所得額，倘個人基本所得額超過新臺幣 670 萬元者，即須依法令規定申報及繳納所得稅。未來若相關法令有所改變，則依當時相關法令規定辦理。

在不同司法管轄區將有不同的稅務處理方式，任何外國債券收益的稅務處理方式，應遵守委託人所在當地稅務法規。外國債券累計收益可能分散於債券年限內，而稅款的支付可能發生在債券到期前。債券贖回或在到期日前出售，亦可能涉及有關之稅負。委託人須完全承擔債券在司法管轄區及政府法令規定的稅負，包括但不限於印花稅、或其他因本債券所生之稅款或可能被收取之費用。本債券之收益將受發行機構與委託人所屬稅制之影響，如遇相關稅法變更，本債券之收益將不等同於發行之預期。

■ 其他風險

合併風險、市場風險、法律風險及政治風險等相關投資風險。

高盛國際南非幣零息公司債(GS 0% 10/15/2025 CORP.)
產品主要條件暨投資風險預告書(產品代碼：BD160206)

肆、注意事項與銷售限制

<p>注意事項</p>	<ul style="list-style-type: none"> ■ <u>本商品並非一般銀行存款，不受存款保險之承保範圍。</u> ■ 本債券非公開募集，產品主要條件暨投資風險預告書商品不得主動提供或寄發予客戶或一般大眾，已屬特定金錢信託客戶者不在此限。 ■ 本行受理申購及贖回採限價交易下單，並以本行每日公告之價格做為執行限價交易之指定價格，或由委託人提供指定價格，惟本行不保證一定成交，且不保證預約價格為交易日之最低價或最高價，另本行實際成交價將在交易日後次一個營業日提供。 ■ 到期日係以發行機構預定撥付本金之日(國外發行機構作業時間約需 5~7 個營業日)，本行需俟實際收到全部款項後 3~5 個營業日才能將之撥入委託人指定之存款帳戶。惟本債券本金之支付，其支付義務人為本債券之發行機構，本行(受託人)並未保證本債券之付款。 ■ <u>委託人得要求終止信託契約，依提前贖回之規定辦理，故委託人提前贖回並不保證返還面額 100%；另信託手續費(如有)及相關受託人報酬，不論委託人是否辦理提前贖回，均不予退還。</u> ■ 投資外國有價證券係屬國外證券交易所之交易，應遵照註冊地當地國家之法令及交易規定辦理。 ■ 發行機構如無法履行清償責任時，本行將於得知該情事後立即通知委託人，並視不同情況為之；例如於發行機構受破產宣告時，本行將以受託人之名義為委託人之利益，依破產程序參加債權人會議並請求破產財團清償本債務，惟上述相關費用需由委託人另行負擔之。 ■ 本「產品主要條件暨投資風險預告書」中有關初級市場發行條件及說明係為本債券發行條件之重點摘要，惟實際完整交易條款載明於發行機構之(公開)說明書中(Prospectus or Prospectus Supplement or Pricing Supplement or Final Terms or etc.)，本行將提供公開說明書，且提供委託人投資外國有價證券之信託服務平台，並未針對特定債券承銷發行，亦無自發行機構取得任何對價，委託人係透過信託平台於次級市場上取得本債券，故發行機構無法提供中文版公開說明書。任何委託人應獨立審閱本說明書所提供資訊之適當性，並自行依其自身特殊狀況做成對本交易之經濟利益、交易風險及法律、管制、稅務及會計觀點之結論。
<p>銷售限制</p>	<p>美國銷售限制：本債券不得銷售美國公民、美國居民或具有美國永久居留權之委託人。委託人承諾於取得美國公民或居民身分後，應立即通知本行(受託人)贖回已投資之標的。委託人如未主動告知其美國人身分而使受託人遭受任何損害或有損害之虞，一經受託人請求，委託人應立即予以處理或賠償。</p>

高盛國際南非幣零息公司債(GS 0% 10/15/2025 CORP.)
產品主要條件暨投資風險預告書(產品代碼：BD160206)

伍、聲明事項：

委託人(兼受益人)已接受貴行理財人員解說本產品之內容、主要風險及相關交易資訊，特聲明如下：

- 本「產品主要條件暨投資風險預告書」有關產品條件乃節錄自發行機構之英文(公開)說明書之記載條件，如有疑義應以發行機構之英文(公開)說明書為準，本產品中所提供之資訊並不作為買進或賣出之依據或建議。本行並無對客戶提供外國有價證券交易之投資諮詢或顧問之義務，本行得在適用法律允許範圍內，依客戶請求而提供諮詢，但客戶仍應依自行之判斷從事交易。
- 本人(即立約人)已充分閱讀本「產品主要條件暨投資風險預告書」所載內容，願簽名確認接受本產品之相關交易條件，並充分瞭解相關權利義務、產品特性及投資風險。俟交易確定，所有損益由立約人完全承擔，立約人絕不以對風險認知不足或其他理由，要求貴行對交易風險所造成立約人損失負擔任何責任。
- 本人業已攜回審閱本「產品主要條件暨投資風險預告書」及相關文件(審閱期間至少五日)，同意並瞭解上開內容約定及風險說明，且接受所投資商品之交易條款及其各項費用，並確認已收執本「產品主要條件暨投資風險預告書」之副本(與貴行正本內容相符)乙份無誤。
- 本人已明白瞭解本債券以南非幣計價，南非幣之匯率波動較大，若於投資之初係以新臺幣資金換匯承作者，當原始投資金額返還且轉換回新臺幣資產時，將可能產生低於投資本金之匯兌風險；且瞭解債券交易有買賣價差及【參、投資風險揭露】之所涉風險。

此致

台中商業銀行

委託人兼受益人信託原留印鑑委託人兼受益人親簽： _____

身分證統一編號： _____

法定代理人簽章： _____/_____

簽署日期： _____

見簽人：

信託經辦/核印：

信託主管覆核：

理財專員理專/代號：

轉介員/代號：

(請加蓋承辦單位章戳)