



The Notes are not intended to satisfy, in whole or in part, any present or future taxonomies, standards and/or other regulatory or index inclusion criteria or voluntary guidelines with which such investor or its investments may be expected to comply. For example and without limitation, the Securities are not Green Bonds and/or Social Bonds as defined under the International Capital Market Association's Green Bond Principles and/or Social Bond Principles and they do not take into account any of the EU criteria for environmentally sustainable investments, including as set out under the Regulation of the European Parliament and of the Council on the Establishment of a Framework to Facilitate Sustainable Investment (Regulation (EU) 2020/852).

ISIN: FR1459AB2544

Common Code: 276442589

Valoren: 129582956

PIPG Tranche Number: 589943

Final Terms dated February 8, 2024

**GOLDMAN SACHS FINANCE CORP INTERNATIONAL LTD**

**Series P Programme for the issuance of Warrants, Notes and Certificates**

**Issue of EUR 30,000,000 Five-Year Four-Month EUR Phoenix Autocallable Notes  
linked to the ordinary shares of Renault S.A., due May 24, 2029  
(the "Notes" or the "Securities")**

**Guaranteed by The Goldman Sachs Group, Inc.**

## **CONTRACTUAL TERMS**

Terms used herein shall have the same meaning as in the General Note Conditions, the Payout Conditions, the Autocall Payout Conditions, the Coupon Payout Conditions and the applicable Underlying Asset Conditions set forth in the base prospectus dated 12 January 2024 (expiring on 12 January 2025) (the "**Base Prospectus**"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 8 of Regulation (EU) 2017/1129 (as amended, the "**EU Prospectus Regulation**") and must be read in conjunction with such Base Prospectus. Full information on the Issuer, the Guarantor and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus, which together constitute a base prospectus for the purposes of the EU Prospectus Regulation. The Base Prospectus is available for viewing at [www.luxse.com](http://www.luxse.com) and during normal business hours at the registered office of the Issuer, and copies may be obtained from the specified office of the Luxembourg Paying Agent. These Final Terms are available for viewing at [www.luxse.com](http://www.luxse.com).

A summary of the Notes is annexed to these Final Terms.

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|---|---|
| 1. <b>Tranche Number:</b>                   | One.  |
| 2. <b>Specified Currency or Currencies:</b> | EUR.  |
| 3. <b>Aggregate Nominal Amount:</b>         |   |
| (i) Series:                                 | EUR 30,000,000  |
| (ii) Tranche:                               | EUR 30,000,000  |
| 4. <b>Issue Price:</b>                      | 100 per cent. (100%) of the Aggregate Nominal Amount. |

5. **Specified Denominations:** EUR 1,000.
6. **Calculation Amount:** EUR 1,000.
7. **Issue Date:** February 8, 2024.
8. **Maturity Date:** Scheduled Maturity Date is May 24, 2029.
  - (i) **Strike Date:** Not Applicable.
  - (ii) **Relevant Determination Date (General Note Condition 2(a)):** Final Reference Date.
  - (iii) **Scheduled Determination Date:** Not Applicable.
  - (iv) **First Maturity Date Specific Adjustment:** Not Applicable.
  - (v) **Second Maturity Date Specific Adjustment:** Applicable.
    - **Specified Day(s) for the purposes of "Second Maturity Date Specific Adjustment":** Ten (10) Business Days.
    - **Maturity Date Business Day Convention for the purposes of "Second Maturity Date Specific Adjustment":** Following Business Day Convention.
  - (vi) **Business Day Adjustment:** Not Applicable.
  - (vii) **Maturity Date Roll on Payment Date Adjustment:** Not Applicable.
9. **Underlying Asset(s):** The Share (as defined below).

## VALUATION PROVISIONS

10. **Valuation Date(s):** August 12, 2024, November 11, 2024, February 10, 2025, May 12, 2025, August 11, 2025, November 10, 2025, February 10, 2026, May 11, 2026, August 10, 2026, November 10, 2026, February 10, 2027, May 10, 2027, August 10, 2027, November 10, 2027, February 10, 2028, May 10, 2028, August 10, 2028, November 10, 2028, February 12, 2029 and May 10, 2029.
  - **Final Reference Date:** The Valuation Date scheduled to fall on May 10, 2029.
11. **Entry Level Observation Dates:** Not Applicable.
12. **Initial Valuation Date(s):** May 10, 2024.
13. **Averaging:** Not Applicable.
14. **Asset Initial Price:** In respect of the Underlying Asset, the Initial Closing Price of such Underlying Asset.
15. **Adjusted Asset Final Reference Date:** Not Applicable.
16. **Adjusted Asset Initial Reference Date:** Not Applicable.
17. **FX (Final) Valuation Date:** Not Applicable.

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| 18. <b>FX (Initial) Valuation Date:</b> | Not Applicable. |
| 19. <b>Final FX Valuation Date:</b>     | Not Applicable. |
| 20. <b>Initial FX Valuation Date:</b>   | Not Applicable. |

#### **COUPON PAYOUT CONDITIONS**

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| 21. <b>Coupon Payout Conditions:</b>   | Applicable.  |
| 22. <b>Interest Basis:</b>   | Conditional Coupon, subject as provided in the Coupon Payout Conditions.   |
| 23. <b>Fixed Rate Note Conditions (General Note Condition 10):</b>           | Not Applicable.  |
| 24. <b>BRL FX Conditions (Coupon Payout Condition 1.1(c)):</b>               | Not Applicable.  |
| 25. <b>FX Security Conditions (Coupon Payout Condition 1.1(d)):</b>          | Not Applicable.  |
| 26. <b>Floating Rate Note Conditions (General Note Condition 11):</b>        | Not Applicable.  |
| 27. <b>Change of Interest Basis (General Note Condition 12):</b>             | Not Applicable.  |
| 28. <b>Alternative Fixed Coupon Amount (Coupon Payout Condition 1.1(e)):</b> | Not Applicable.  |
| 29. <b>Lock-In Coupon Amount (Coupon Payout Condition 1.1(f)):</b>           | Not Applicable.  |
| 30. <b>Conditional Coupon (Coupon Payout Condition 1.3):</b>                 | Applicable.  |
| (i)      Deferred Conditional Coupon:  | Not Applicable.  |
| (ii)     Memory Coupon (Deferred):   | Not Applicable.  |
| (iii)    Coupon Payment Event:   | Applicable, for the purposes of the definition of "Coupon Payment Event" in the Coupon Payout Conditions, Coupon Barrier Reference Value greater than or equal to the Coupon Barrier Level is applicable in respect of each Coupon Observation Date. |
| (iv)     Coupon Barrier Reference Value:                                     | Coupon Barrier Closing Price.  |
| (v)     Coupon Barrier Level:  | In respect of the Underlying Asset and each Coupon Observation Date, 60 per cent. (60%) of the Asset Initial Price.  |
| (a)    Coupon Barrier Level 1:   | Not Applicable.  |
| (b)    Coupon Barrier Level 2:   | Not Applicable.  |
| (vi)    Coupon Observation Date:   | Each date set forth in the Contingent Coupon Table in the column entitled "Coupon Observation Date".   |
| —      Set of Coupon Barrier Averaging Dates:                                | Not Applicable.  |
| (vii)   Coupon Barrier Observation Period:                                   | Not Applicable.  |

- (viii) Memory Coupon: Not Applicable.
- (ix) Coupon Value: In respect of a Coupon Observation Date, 0.02.
- (x) Coupon Payment Date: In respect of a Coupon Observation Date, the date set forth in the Contingent Coupon Table in the column entitled "Coupon Payment Date" in the row corresponding to such Coupon Observation Date.
- (a) First Coupon Payment Date Specific Adjustment: Not Applicable.
- (b) Second Coupon Payment Date Specific Adjustment: Applicable in respect of each Coupon Payment Date set forth in the Contingent Coupon Table in respect of which the column "Adjusted as a Coupon Payment Date" is specified to be applicable.
- Specified Number of Business Day(s) for the purposes of "Second Coupon Payment Date Specific Adjustment": Ten (10) Business Days.
- Relevant Coupon Payment Determination Date: The Coupon Observation Date corresponding to such Coupon Payment Date.
- (c) Coupon Payment Date Business Day Adjustment: Not Applicable.
- (xi) Multi-Coupon Value: Not Applicable.
- (xii) Simultaneous Coupon Conditions: Not Applicable.
- (xiii) Digital Swap Rate Coupon: Not Applicable.

CONTINGENT COUPON TABLE		
Coupon Observation Date	Coupon Payment Date	Adjusted as a Coupon Payment Date
The Valuation Date scheduled to fall on August 12, 2024	August 26, 2024	Applicable
The Valuation Date scheduled to fall on November 11, 2024	November 25, 2024	Applicable
The Valuation Date scheduled to fall on February 10, 2025	February 24, 2025	Applicable
The Valuation Date scheduled to fall on May 12, 2025	May 26, 2025	Applicable
The Valuation Date scheduled to fall on August 11, 2025	August 25, 2025	Applicable
The Valuation Date scheduled to fall on November 10, 2025	November 24, 2025	Applicable
The Valuation Date scheduled to fall on February 10, 2026	February 24, 2026	Applicable
The Valuation Date scheduled to fall on May 11, 2026	May 25, 2026	Applicable
The Valuation Date scheduled to fall on August 10, 2026	August 24, 2026	Applicable
The Valuation Date scheduled to fall on November 10, 2026	November 24, 2026	Applicable
The Valuation Date scheduled to fall on February 10, 2027	February 24, 2027	Applicable
The Valuation Date scheduled to fall on May 10, 2027	May 24, 2027	Applicable
The Valuation Date scheduled to fall on August 10, 2027	August 24, 2027	Applicable
The Valuation Date scheduled to fall on November 10, 2027	November 24, 2027	Applicable
The Valuation Date scheduled to fall on February 10, 2028	February 24, 2028	Applicable
The Valuation Date scheduled to fall on May 10, 2028	May 24, 2028	Applicable
The Valuation Date scheduled to fall on August 10, 2028	August 24, 2028	Applicable
The Valuation Date scheduled to fall on November 10, 2028	November 24, 2028	Applicable
The Valuation Date scheduled to fall on February 12, 2029	February 26, 2029	Applicable
The Valuation Date scheduled to fall on May 10, 2029	May 24, 2029	Applicable

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| 31. <b>Range Accrual Coupon (Coupon Payout Condition 1.4):</b>                             | Not Applicable. |
| 32. <b>Performance Coupon (Coupon Payout Condition 1.5):</b>                               | Not Applicable. |
| 33. <b>Dual Currency Coupon (Coupon Payout Condition 1.6):</b>                             | Not Applicable. |
| 34. <b>Dropback Security (Coupon Payout Condition 1.7):</b>                                | Not Applicable. |
| 35. <b>Inflation Index Linked Coupon (Coupon Payout Condition 1.8):</b>                    | Not Applicable. |
| 36. <b>Basket Multi-Underlying Asset Conditional Coupon (Coupon Payout Condition 1.9):</b> | Not Applicable. |

#### **AUTOCALL PAYOUT CONDITIONS**

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| 37. <b>Automatic Early Redemption (General Note Condition 13(m)):</b>   | Applicable.  |
| (i) Applicable Date(s):   | Each Autocall Observation Date.  |
| (ii) Automatic Early Redemption Date(s):  | Each date set forth in the Autocall Table in the column entitled "Automatic Early Redemption Date(s)".   |
| (a) First Automatic Early Redemption Date Specific Adjustment:  | Not Applicable.  |
| (b) Second Automatic Early Redemption Date Specific Adjustment:   | Applicable.  |
| - Automatic Early Redemption Specified Day(s) for the purposes of "Second Automatic Early Redemption Date Specific Adjustment": | Ten (10) Business Days.  |
| - Relevant Automatic Early Redemption Determination Date:   | The Applicable Date corresponding to such Scheduled Automatic Early Redemption Date.   |
| (c) Business Day Automatic Early Redemption Date Specific Adjustment:   | Not Applicable.  |
| (d) No Automatic Early Redemption Date Adjustment:  | Not Applicable.  |
| (iii) Automatic Early Redemption Amount(s):   | In respect of each Applicable Date, the Autocall Event Amount corresponding to such Applicable Date.   |
| 38. <b>Autocall Payout Conditions:</b>  | Applicable.  |
| (i) Autocall Event:   | Applicable, for the purposes of the definition of "Autocall Event" in the Autocall Payout Conditions, Autocall Reference Value greater than or equal to the Autocall Level is applicable in respect of each Autocall Observation Date. |
| - No Coupon Amount payable following Autocall Event:  | Not Applicable.  |

- (ii) Daily Autocall Event Amount: Not Applicable.
- (iii) Autocall Reference Value: Autocall Closing Price.
- (iv) Autocall Level: In respect of each Autocall Observation Date and the Underlying Asset, 100 per cent. (100%) of the Asset Initial Price.
- Autocall Level Comparative Method: Not Applicable.
- Autocall Level Preceding Performance Method: Not Applicable.
- (v) TARN Amount: Not Applicable.
- (vi) Autocall Observation Date: Each date set forth in the Autocall Table in the column entitled "Autocall Observation Date".
- Set of Autocall Averaging Dates: Not Applicable.
- (vii) Autocall Observation Period: Not Applicable.
- (viii) Autocall Event Amount: In respect of each Autocall Observation Date, EUR 1,000.
- (ix) Simultaneous Autocall Conditions: Not Applicable.
- (x) Autocall Observation Period (per AOD): Not Applicable.
- (xi) Targeted Accrual Autocall 2: Not Applicable.

AUTOCALL TABLE	
Autocall Observation Date	Automatic Early Redemption Date
The Valuation Date scheduled to fall on May 12, 2025	May 26, 2025
The Valuation Date scheduled to fall on August 11, 2025	August 25, 2025
The Valuation Date scheduled to fall on November 10, 2025	November 24, 2025
The Valuation Date scheduled to fall on February 10, 2026	February 24, 2026
The Valuation Date scheduled to fall on May 11, 2026	May 25, 2026
The Valuation Date scheduled to fall on August 10, 2026	August 24, 2026
The Valuation Date scheduled to fall on November 10, 2026	November 24, 2026
The Valuation Date scheduled to fall on February 10, 2027	February 24, 2027
The Valuation Date scheduled to fall on May 10, 2027	May 24, 2027
The Valuation Date scheduled to fall on August 10, 2027	August 24, 2027
The Valuation Date scheduled to fall on November 10, 2027	November 24, 2027
The Valuation Date scheduled to fall on February 10, 2028	February 24, 2028
The Valuation Date scheduled to fall on May 10, 2028	May 24, 2028
The Valuation Date scheduled to fall on August 10, 2028	August 24, 2028
The Valuation Date scheduled to fall on November 10, 2028	November 24, 2028
The Valuation Date scheduled to fall on February 12, 2029	February 26, 2029

## REDEMPTION PROVISIONS

39. **Redemption/Payment Basis:** Share Linked.
40. **Redemption at the option of the Issuer (General Note Condition 13(c)):** Not Applicable.
41. **Redemption at the option of Noteholders (General Note Condition 13(d)):** Not Applicable.

42. **Zero Coupon Note Conditions:** Not Applicable.

43. **Final Redemption Amount of each Note (General Note Condition 13(a)):**

In cases where the Final Redemption Amount is Share Linked, Index Linked, Commodity Linked, Commodity Index Linked, FX Linked, Inflation Linked, Fund Linked or Credit Linked:

- Provisions for determining Final Redemption Amount where calculated by reference to Share and/or Index and/or Commodity and/or Commodity Index and/or FX Rate and/or Inflation Index and/or Fund Linked and/or Credit Linked Conditions: Payout Conditions apply (see further particulars specified below).

#### **FINAL REDEMPTION AMOUNT PAYOUT CONDITIONS**

44. **Single Limb Payout (Payout Condition 1.1):** Not Applicable.

45. **Multiple Limb Payout (Payout Condition 1.2):** Applicable.

- (i) **Trigger Event (Payout Condition 1.2(a)(i)):** Not Applicable.
- (ii) **Payout 1 (Payout Condition 1.2(b)(i)(A)):** Applicable.
  - Redemption Percentage: 100 per cent. (100%).
- (iii) **Payout 2 (Payout Condition 1.2(b)(i)(B)):** Not Applicable.
- (iv) **Payout 3 (Payout Condition 1.2(b)(i)(C)):** Not Applicable.
- (v) **Payout 4 (Payout Condition 1.2(b)(i)(D)):** Not Applicable.
- (vi) **Payout 5 (Payout Condition 1.2(b)(i)(E)):** Not Applicable.
- (vii) **Payout 6 (Payout Condition 1.2(b)(i)(F)):** Not Applicable.
- (viii) **Payout 7 (Payout Condition 1.2(b)(i)(G)):** Not Applicable.
- (ix) **Payout 8 (Payout Condition 1.2(b)(i)(H)):** Not Applicable.
- (x) **Payout 9 (Payout Condition 1.2(b)(i)(I)):** Not Applicable.
- (xi) **Payout 10 (Payout Condition 1.2(b)(i)(J)):** Not Applicable.
- (xii) **Payout 11 (Payout Condition 1.2(b)(i)(K)):** Not Applicable.
- (xiii) **Payout 12 (Payout Condition 1.2(b)(i)(L)):** Not Applicable.

(xiv)	<b>Payout 13 (Payout Condition 1.2(b)(i)(M)):</b>	Not Applicable.
(xv)	<b>Payout 14 (Payout Condition 1.2(b)(i)(N)):</b>	Not Applicable.
(xvi)	<b>Downside Cash Settlement (Payout Condition 1.2(c)(i)(A)):</b>	Applicable, for the purpose of Payout Condition 1.2(c)(i)(A), Single Asset is applicable.
(a)	Minimum Percentage:	Not Applicable.
(b)	Final Value:	Final Closing Price.
(c)	Initial Value:	100 per cent. (100%) of the Initial Closing Price.
(d)	Downside Cap:	Not Applicable.
(e)	Downside Floor:	Not Applicable.
(f)	Final/Initial (FX):	Not Applicable.
(g)	Asset FX:	Not Applicable.
(h)	Buffer Level:	Not Applicable.
(i)	Reference Price (Final):	For the purpose of Payout Condition 1.2(c)(i)(A), Not Applicable.
(j)	Reference Price (Initial):	For the purpose of Payout Condition 1.2(c)(i)(A), Not Applicable.
(k)	Perf:	For the purpose of Payout Condition 1.2(c)(i)(A), Not Applicable.
(l)	Strike:	For the purpose of Payout Condition 1.2(c)(i)(A), Not Applicable.
(m)	Participation:	For the purpose of Payout Condition 1.2(c)(i)(A), Not Applicable.
(n)	FXR:	For the purpose of Payout Condition 1.2(c)(i)(A), Not Applicable.
(o)	Reference Value (Final Value):	Not Applicable
(p)	Reference Value (Initial Value):	Not Applicable
(q)	Basket Strike:	For the purpose of Payout Condition 1.2(c)(i)(A), Not Applicable.
(xvii)	<b>Downside Physical Settlement (Payout Condition 1.2(c)(ii)):</b>	Not Applicable.
46.	<b>Dual Currency Payout (Payout Condition 1.4):</b>	Not Applicable.
47.	<b>Portfolio Payout (Payout Condition 1.5):</b>	Not Applicable.
48.	<b>Basket Dispersion Lock-In Payout (Payout Condition 1.7):</b>	Not Applicable.
49.	<b>Barrier Event Conditions (Payout Condition 2):</b>	Applicable.
(i)	Barrier Event:	Applicable, for the purposes of the definition of "Barrier Event" in the Payout Conditions, Barrier



		Reference Value less than the Barrier Level is applicable.
(ii)	Barrier Reference Value:	Barrier Closing Price is applicable.
(iii)	Barrier Level:	50 per cent. (50%) of the Asset Initial Price.
	(a) Barrier Level 1:	Not Applicable.
	(b) Barrier Level 2:	Not Applicable.
(iv)	Barrier Observation Period:	Not Applicable.
(v)	Lock-In Event Condition:	Not Applicable.
(vi)	Star Event:	Not Applicable.
(vii)	Dual Digital Event Condition:	Not Applicable.
50.	<b>Trigger Event Conditions (Payout Condition 3):</b>	Not Applicable.
51.	<b>Currency Conversion:</b>	Not Applicable.
52.	<b>Physical Settlement (General Note Condition 15(a)):</b>	Not Applicable.
53.	<b>Non-scheduled Early Repayment Amount:</b>	Fair Market Value.
-	Adjusted for Issuer Expenses and Costs:	Applicable.

**SHARE LINKED NOTE / INDEX LINKED NOTE / COMMODITY LINKED NOTE / FX LINKED NOTE / INFLATION LINKED NOTE / FUND LINKED NOTE / PSL NOTE / MULTI-ASSET BASKET LINKED NOTE / SWAP RATE LINKED NOTE / INTEREST REFERENCE RATE LINKED NOTES / CREDIT LINKED NOTE**

54.	<b>Type of Notes:</b>	The Notes are Share Linked Notes – the Share Linked Conditions are applicable.
55.	<b>Share Linked Notes:</b>	Applicable.
(i)	Single Share or Share Basket or Multi-Asset Basket:	Single Share.
(ii)	Name of Share(s):	The ordinary shares of Renault S.A. ( <i>Bloomberg page RNO FP &lt;Equity&gt;; Reuters: RENA.PA; ISIN: FR0000131906</i> ).
(iii)	Exchange(s):	Euronext Paris S.A..
(iv)	Related Exchange(s):	All Exchanges.
(v)	Options Exchange:	Related Exchange.
(vi)	Latest Reference Date:	Not Applicable.
(vii)	Valuation Time:	Default Valuation Time.
(viii)	Single Share and Reference Dates – Consequences of Disrupted Days:	Applicable.
	(a) Maximum Days of Disruption:	As specified in Share Linked Condition 7.
	(b) No Adjustment:	Not Applicable.

(ix)	Single Share and Averaging Reference Dates – Consequences of Disrupted Days:	Not Applicable.
(x)	Share Basket and Reference Dates – Basket Valuation (Individual Scheduled Trading Day and Individual Disrupted Day):	Not Applicable.
(xi)	Share Basket and Averaging Reference Dates – Basket Valuation (Individual Scheduled Trading Day and Individual Disrupted Day):	Not Applicable.
(xii)	Share Basket and Reference Dates – Basket Valuation (Common Scheduled Trading Day but Individual Disrupted Day):	Not Applicable.
(xiii)	Share Basket and Averaging Reference Dates – Basket Valuation (Common Scheduled Trading Day but Individual Disrupted Day):	Not Applicable.
(xiv)	Share Basket and Reference Dates – Basket Valuation (Common Scheduled Trading Day and Common Disrupted Day):	Not Applicable.
(xv)	Share Basket and Averaging Reference Dates – Basket Valuation (Common Scheduled Trading Day and Common Disrupted Day):	Not Applicable.
(xvi)	Fallback Valuation Date:	Not Applicable.
(xvii)	Change in Law:	Applicable.
(xviii)	Correction of Share Price:	Applicable.
(xix)	Correction Cut-off Date:	Default Correction Cut-off Date is applicable in respect of each Reference Date.
(xx)	Depository Receipts Provisions:	Not Applicable.
(xxi)	Closing Share Price (Italian Reference Price):	Not Applicable.
(xxii)	Reference Price subject to Dividend Adjustment:	Not Applicable.
56.	<b>Index Linked Notes:</b>	Not Applicable.
57.	<b>Commodity Linked Notes (Single Commodity or Commodity Basket):</b>	Not Applicable.
58.	<b>Commodity Linked Notes (Single Commodity Index or Commodity Index Basket):</b>	Not Applicable.
59.	<b>FX Linked Notes:</b>	Not Applicable.
60.	<b>Inflation Linked Notes:</b>	Not Applicable.
61.	<b>Fund Linked Notes:</b>	Not Applicable.

62. <b>PSL Notes:</b>	Not Applicable.
63. <b>Multi-Asset Basket Linked Notes:</b>	Not Applicable.
64. <b>Swap Rate Linked Notes:</b>	Not Applicable.
65. <b>Interest Reference Rate Linked Notes:</b>	Not Applicable.
66. <b>Credit Linked Notes:</b>	Not Applicable.

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

67. <b>FX Disruption Event/FX Linked Conditions Disruption Event/CNY FX Disruption Event/Currency Conversion Disruption Event (General Note Condition 16):</b>	FX Disruption Event is applicable to the Notes, General Note Condition 16 shall apply.
(i) Base Currency:	Settlement Currency.
(ii) Reference Currency:	USD.
(iii) Reference Country:	United States, United Kingdom and the Euro-zone.
(iv) CNY Financial Centre(s):	Not Applicable.
(v) USD/CNY Exchange Rate:	Not Applicable.
(vi) Currency Conversion Reference Country:	United States, United Kingdom and the Euro-zone.
(vii) USD/Affected Currency FX Rate:	As specified in FX Linked Condition 4.
(a) Affected Currency:	Settlement Currency.
(b) FX Disruption Event Cut-off Date (General Note Condition 2(a)):	Default FX Disruption Event Cut-off Date.
(c) Adjusted Affected Payment Date (General Note Condition 2(a)):	Default Adjusted Affected Payment Date.
(d) Affected Payment Cut-off Date (General Note Condition 2(a)):	Default Affected Payment Cut-off Date.
(e) USD/Affected Currency FX Rate Fixing Price Sponsor Determination:	Applicable.
(f) Fixing Price Sponsor:	Refinitiv Benchmark Services Limited.
(g) Valuation Time:	At or around 4 p.m., London Time.
(viii) Trade Date:	Not Applicable.
(ix) Settlement Currency:	Specified Currency.
68. <b>Hedging Disruption:</b>	Applicable.
69. <b>Rounding (General Note Condition 25):</b>	
(i) Non-Default Rounding – calculation values and percentages:	Not Applicable.
(ii) Non-Default Rounding – amounts due and payable:	Not Applicable.
(iii) Other Rounding Convention:	Not Applicable.

70. <b>Additional Business Centre(s):</b>	Not Applicable.
71. <b>Form of Notes:</b>	French Law Notes.
72. <b>Representation of Holders:</b>	Applicable.
Masse:	Full Masse.
Name and address of the Representative:	Aether Financial Services, 36 rue de Monceau, 75008 Paris, France.
Name and address of the alternate Representative:	Not Applicable.
The Representative will receive a remuneration of:	EUR 350 per annum.
73. <b>Identification information of Holders in relation to French Law Notes (General Note Condition 3(b)):</b>	Applicable.
74. <b>Additional Financial Centre(s) relating to Payment Business Days:</b>	Not Applicable.
75. <b>Principal Financial Centre:</b>	The Principal Financial Centre in relation to EUR is the principal financial centre of such Member State of the European Communities as is selected by the Calculation Agent.
- Non-Default Principal Financial Centre:	Applicable.
76. <b>Instalment Notes (General Note Condition 13(u)):</b>	Not Applicable.
77. <b>Minimum Trading Number (General Note Condition 5(g)):</b>	One Note (corresponding to a nominal amount of EUR 1,000).
78. <b>Permitted Trading Multiple (General Note Condition 5(g)):</b>	One Note (corresponding to a nominal amount of EUR 1,000).
79. <b>Record Date (General Note Condition 14):</b>	Not Applicable.
80. <b>Calculation Agent (General Note Condition 21):</b>	Goldman Sachs International.
81. <b>Governing law:</b>	French Law.

## DISTRIBUTION

82. <b>Method of distribution:</b>	Non-syndicated.
(i) If syndicated, names and addresses of the 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 (GSI) (including its licensed branches) shall act as Dealer and purchase all Securities from the Issuer, provided that Goldman Sachs Bank Europe SE may act as Dealer in respect of some or all of the Securities acquired by it from GSI.
83. <b>Non-exempt Offer:</b>	Not Applicable.
84. (i) <b>Prohibition of Sales to EEA Retail Investors:</b>	Not Applicable.

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| (ii) | <b>Prohibition of Sales to UK Retail Investors:</b>                | Not Applicable. |
| 85.  | <b>Prohibition of Offer to Private Clients in Switzerland:</b>     | Not Applicable. |
| 86.  | <b>Swiss withdrawal right pursuant to article 63 para 5 FinSO:</b> | Not Applicable. |
| 87.  | <b>Supplementary Provisions for Belgian Securities:</b>            | Not Applicable. |

Signed on behalf of Goldman Sachs Finance Corp International Ltd:

By: .....  
Duly authorised

## OTHER INFORMATION

1. **LISTING AND ADMISSION TO TRADING**

Application will be made by the Issuer (or on its behalf) for the Notes to be listed on the Official List and admitted to trading on the regulated market of the Luxembourg Stock Exchange with effect from, at the earliest, the Issue Date.

No assurances can be given that such application for listing and admission to trading will be granted (or, if granted, will be granted by the Issue Date).

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).
2. **ESTIMATED TOTAL EXPENSES RELATED TO THE ADMISSION TO TRADING**

Not Applicable.
3. **LIQUIDITY ENHANCEMENT AGREEMENTS**

Not Applicable.
4. **RATINGS**

Not Applicable.
5. **INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

The Issue Price of 100 per cent. (100%) of the Aggregate Nominal Amount includes a selling commission of up to 6.45 per cent. (6.45%) of the Aggregate Nominal Amount which has been paid by the Issuer. A recurring fee during the term of the Notes, calculated periodically as up to 0.15 per cent. (0.15%) per year and scaled by the last available price of the Note, as determined by the Issuer, will be paid periodically by the Issuer. If such price is not available for any reason, such amount will be determined by the Issuer.
6. **REASONS FOR THE OFFER, ESTIMATED NET AMOUNT OF PROCEEDS AND TOTAL EXPENSES**
  - (i) Reasons for the offer: See "Use of proceeds" in the Base Prospectus.
  - (ii) Estimated net amount of proceeds: Not Applicable.
  - (iii) Estimated total expenses: Not Applicable.
7. **YIELD:**  
*(Fixed Rate Notes and Zero Coupon Notes only)*

Not Applicable.
8. **HISTORIC INTEREST RATES:**  
*(Floating Rate Notes only)*

Not Applicable.
9. **PERFORMANCE AND VOLATILITY OF THE UNDERLYING ASSET**

Details of the past and further performance and volatility of the Underlying Asset may be obtained from Bloomberg and Reuters. However, past performance is not indicative of future performance.

See the section entitled "Examples" below for examples of the potential return on the Securities in various hypothetical scenarios.

## 10. OPERATIONAL INFORMATION

Any Clearing System(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking S.A. and the relevant identification number(s): Euroclear France.

Delivery: Delivery against payment.

Names and addresses of additional Paying Agent(s) (if any): French Paying Agent  
BNP Paribas S.A.  
16, boulevard des Italiens  
75009 Paris  
France.

Operational contact(s) for Fiscal Agent: [eq-sd-operations@gs.com](mailto:eq-sd-operations@gs.com).

Intended to be held in a manner which would allow Eurosystem eligibility: No.

Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper, and registered in the name of a nominee of one of the ICSDs acting as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

## 11. TERMS AND CONDITIONS OF THE OFFER

Not Applicable.

## 12. UNITED STATES TAX CONSIDERATIONS

### Section 871(m) Withholding Tax

The U.S. Treasury Department has issued regulations under which amounts paid or deemed paid on certain financial instruments that are treated as attributable to U.S.-source dividends could be treated, in whole or in part depending on the circumstances, as a "dividend equivalent" payment that is subject to tax at a rate of 30 per cent. (or a lower rate under an applicable treaty). We have determined that, as of the issue date of the Notes, the Notes will not be subject to withholding under these rules. In certain limited circumstances, however, it is possible for United States alien holders to be liable for tax under these rules with respect to a combination of transactions treated as having been entered into in connection with each other even when no withholding is required. United States alien holders should consult their tax advisor concerning these regulations, subsequent official guidance and regarding any other possible alternative characterisations of their Notes for United States federal income tax purposes. See "*United States Tax Considerations – Dividend Equivalent Payments*" in the Base Prospectus for a more comprehensive discussion of the application of Section 871(m) to the Notes.

### Classification for U.S. Tax Purposes

We have determined that there is a material risk that the Notes will not be treated as a debt instrument, but will rather be treated as a forward or derivative contract, for United States federal income tax purposes. In light of this possibility, we intend to treat the Notes in the manner described under "*United States Tax Considerations – Securities Issued by GSFCI – Securities that are not Classified as Debt for United States Tax Purposes*" in the Base Prospectus. If the Notes bear periodic coupons, then, due to uncertainty regarding the U.S. withholding tax treatment of coupon payments on Notes that are not treated as debt, it is expected that withholding agents will (and we, if we are the withholding agent, intend to) withhold on coupon payments on the Notes at a 30 per cent. rate or at a lower rate specified by an applicable income tax treaty under an "other income" or similar provision. No additional amounts will be paid for such



withholding tax by us or by the applicable withholding agent. Amounts paid upon the redemption or maturity of the Notes (other than any periodic coupons that are paid at such time) are not expected to be subject to U.S. withholding tax and, if we (including any of our affiliates) are the withholding agent, we do not intend to withhold on such amounts. You should consult your own tax advisor regarding the U.S. tax consequences of purchasing, holding and disposing of the Notes.

**13. BENCHMARKS REGULATION**

Not Applicable.

**14. INDEX DISCLAIMER**

Not Applicable.

## EXAMPLES

### THE EXAMPLES PRESENTED BELOW ARE FOR ILLUSTRATIVE PURPOSES ONLY.

For the purposes of each Example:

- (i) the Calculation Amount is EUR 1,000, and the Specified Denomination of each Note is EUR 1,000;
- (ii) in respect of the Underlying Asset, the Autocall Level is 100 per cent. (100%) of the Asset Initial Price of such Underlying Asset; and
- (iii) in respect of the Underlying Asset, the Coupon Barrier Level is 60 per cent. (60%) of the Asset Initial Price of such Underlying Asset and the Barrier Level is 50 per cent. (50%) of the Asset Initial Price of such Underlying Asset.

### COUPON AMOUNT AND/OR AUTOMATIC EARLY REDEMPTION

**Example 1 – Coupon Amount:** *The Reference Price in respect of the Underlying Asset for the first Valuation Date (scheduled to fall on August 12, 2024) is greater than or equal to the Coupon Barrier Level.*

In this Example, a Coupon Amount per Note (of the Specified Denomination) will be payable on the Coupon Payment Date immediately following such Valuation Date, and such Coupon Amount will be equal to the *product* of (i) the Calculation Amount, *multiplied* by (ii) 2%, i.e. EUR 20.

**Example 2 – no Coupon Amount:** *The Reference Price in respect of the Underlying Asset for the first Valuation Date (scheduled to fall on August 12, 2024) is less than the Coupon Barrier Level.*

In this Example, no Coupon Amount will be payable on the Coupon Payment Date immediately following such Valuation Date.

**Example 3 – Automatic Early Redemption plus Coupon Amount:** *The Reference Price in respect of the Underlying Asset for the fourth Valuation Date (scheduled to fall on May 12, 2025) is greater than or equal to the Coupon Barrier Level and the Autocall Level.*

In this Example, the Notes will be redeemed on the Automatic Early Redemption Date immediately following such Valuation Date by payment in respect of each Note (of the Specified Denomination) of an amount equal to the Autocall Event Amount for such Valuation Date, i.e. EUR 1,000. Additionally, a Coupon Amount per Note (of the Specified Denomination) will be payable on the Coupon Payment Date falling on such Automatic Early Redemption Date, and such Coupon Amount will be equal to the *product* of (i) the Calculation Amount, *multiplied* by (ii) 2%, i.e. EUR 20.

**Example 4 – no Automatic Early Redemption but Coupon Amount:** *The Reference Price in respect of the Underlying Asset for the fourth Valuation Date (scheduled to fall on May 12, 2025) is greater than or equal to the Coupon Barrier Level but less than the Autocall Level.*

In this Example, the Notes will not be redeemed on the Automatic Early Redemption Date immediately following such Valuation Date. A Coupon Amount per Note (of the Specified Denomination) will be payable on the Coupon Payment Date immediately following such Valuation Date, and such Coupon Amount will be equal to the *product* of (i) the Calculation Amount, *multiplied* by (ii) 2%, i.e. EUR 20.

**Example 5 – no Automatic Early Redemption and no Coupon Amount:** *The Reference Price in respect of the Underlying Asset for the fourth Valuation Date (scheduled to fall on May 12, 2025) is less than the Autocall Level and the Coupon Barrier Level.*

In this Example, the Notes will not be redeemed on the Automatic Early Redemption Date immediately following such Valuation Date, and no Coupon Amount will be payable on the Coupon Payment Date immediately following such Valuation Date.

**Example 6 – Automatic Early Redemption plus Coupon Amount:** *The Reference Price in respect of the Underlying Asset for the seventh Valuation Date (scheduled to fall on February 10, 2026) is greater than or equal to the Coupon Barrier Level and the Autocall Level.*

In this Example, the Notes will be redeemed on the Automatic Early Redemption Date immediately following such Valuation Date by payment in respect of each Note (of the Specified Denomination) of an amount equal to the Autocall Event Amount for such Valuation Date, i.e. EUR 1,000. Additionally, a Coupon Amount per Note

(of the Specified Denomination) will be payable on the Coupon Payment Date falling on such Automatic Early Redemption Date, and such Coupon Amount will be equal to the *product* of (i) the Calculation Amount, *multiplied* by (ii) 2%, i.e. EUR 20.

**Example 7 – no Automatic Early Redemption but Coupon Amount:** *The Reference Price in respect of the Underlying Asset for the seventh Valuation Date (scheduled to fall on February 10, 2026) is greater than or equal to the Coupon Barrier Level but less than the Autocall Level.*

In this Example, the Notes will not be redeemed on the Automatic Early Redemption Date immediately following such Valuation Date. A Coupon Amount per Note (of the Specified Denomination) will be payable on the Coupon Payment Date immediately following such Valuation Date, and such Coupon Amount will be equal to the *product* of (i) the Calculation Amount, *multiplied* by (ii) 2%, i.e. EUR 20.

**Example 8 – no Automatic Early Redemption and no Coupon Amount:** *The Reference Price in respect of the Underlying Asset for the seventh Valuation Date (scheduled to fall on February 10, 2026) is less than the Autocall Level and the Coupon Barrier Level.*

In this Example, the Notes will not be redeemed on the Automatic Early Redemption Date immediately following such Valuation Date, and no Coupon Amount will be payable on the Coupon Payment Date immediately following such Valuation Date.

## COUPON AMOUNT AND FINAL REDEMPTION AMOUNT

**Example 9 – neutral scenario plus Coupon Amount:** *The Notes have not been redeemed on an Automatic Early Redemption Date and the Final Closing Price in respect of the Underlying Asset is 60 per cent (60%) or more of its Asset Initial Price.*

In this Example, the Notes will be redeemed on the Maturity Date and the Final Redemption Amount payable in respect of each Note (of the Specified Denomination) will be an amount in the Specified Currency equal to 100 per cent. (100%) of the Calculation Amount, i.e. EUR 1,000. Additionally, a Coupon Amount per Note (of the Specified Denomination) will be payable on the Coupon Payment Date falling on the Maturity Date, and such Coupon Amount will be equal to the *product* of (i) the Calculation Amount, *multiplied* by (ii) 2%, i.e. EUR 20.

**Example 10 – neutral scenario but no Coupon Amount:** *The Notes have not been redeemed on an Automatic Early Redemption Date and the Final Closing Price in respect of the Underlying Asset is 50 per cent (50%) or more of its Asset Initial Price but less than 60 per cent (60%) of its Asset Initial Price.*

In this Example, the Notes will be redeemed on the Maturity Date and the Final Redemption Amount payable in respect of each Note (of the Specified Denomination) will be an amount in the Specified Currency equal to 100 per cent. (100%) of the Calculation Amount, i.e. EUR 1,000. No Coupon Amount will be payable on the Coupon Payment Date falling on the Maturity Date.

**Example 11 – negative scenario and no Coupon Amount:** *The Notes have not been redeemed on an Automatic Early Redemption Date, and the Final Closing Price in respect of the Underlying Asset is 49 per cent. (49%) of its Asset Initial Price.*

In this Example, the Notes will be redeemed on the Maturity Date and the Final Redemption Amount payable in respect of each Note (of the Specified Denomination) will be 49 per cent. (49%) of the Calculation Amount, i.e. EUR 490. No Coupon Amount will be payable on the Coupon Payment Date falling on the Maturity Date. **In this Example, an investor who purchased the Notes at the Issue Price will sustain a substantial loss of the amount invested in the Notes (apart from any Coupon Amounts paid prior to the Maturity Date).**

**Example 12 – negative scenario and no Coupon Amount:** *The Notes have not been redeemed on an Automatic Early Redemption Date, and the Final Closing Price in respect of the Underlying Asset is 0 per cent. (0%) of its Asset Initial Price.*

In this Example, the Notes will be redeemed on the Maturity Date and the Final Redemption Amount payable in respect of each Note (of the Specified Denomination) will be 0 per cent. (0%) of the Calculation Amount, i.e. zero. No Coupon Amount will be payable on the Coupon Payment Date falling on the Maturity Date. **In this Example, an investor will sustain a total loss of the amount invested in the Notes (apart from any Coupon Amounts paid prior to the Maturity Date).**

## ISSUE-SPECIFIC SUMMARY OF THE SECURITIES

### INTRODUCTION AND WARNINGS

This Summary should be read as an introduction to the Prospectus (comprised of the Base Prospectus read together with the Final Terms). Any decision to invest in the Securities should be based on a consideration of the Prospectus as a whole by the investor. In certain circumstances, the investor could lose all or part of the invested capital. This Summary only provides key information in order for an investor to understand the essential nature and the principal risks of the Issuer and the Securities, and does not describe all the rights attaching to the Securities (and may not set out specific dates of valuation and potential payments or the adjustments to such dates) that are set out in the Prospectus as a whole. Where a claim relating to the information contained in the Prospectus is brought before a court, the plaintiff investor might, under the national law, have to bear the costs of translating the Prospectus before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled this summary including any translation thereof, but only where this Summary is misleading, inaccurate or inconsistent, when read together with the other parts of the Prospectus or where it does not provide, when read together with the other parts of the Prospectus, key information in order to aid investors when considering whether to invest in the Securities.

*You are about to purchase a product that is not simple and may be difficult to understand.*

**Securities:** Issue of EUR 30,000,000 Five-Year Four-Month EUR Phoenix Autocallable Notes linked to the ordinary shares of Renault S.A., due 24 May 2029 (ISIN: FR1459AB2544) (the "**Securities**").

**Issuer:** Goldman Sachs Finance Corp International Ltd ("**GSFCI**"). Its registered office is 22 Grenville Street, St. Helier, Jersey JE4 8PX and its Legal Entity Identifier ("**LEI**") is 549300KQWCT26VXWW684 (the "**Issuer**").

**Competent authority:** The Base Prospectus was approved on January 12, 2024 by the Luxembourg *Commission de Surveillance du Secteur Financier* of 283 Route d'Arlon, 1150 Luxembourg (Telephone number: (+352) 26 25 1-1; Fax number: (+352) 26 25 1 – 2601; Email: [direction@cssf.lu](mailto:direction@cssf.lu)).

### KEY INFORMATION ON THE ISSUER

#### Who is the issuer of the Securities?

**Domicile and legal form, law under which the Issuer operates and country of incorporation:** GSFCI is a public limited liability company incorporated under the laws of Jersey on October 19, 2016. GSFCI is registered with the Companies Registry in Jersey with registration number 122341. Its LEI is 549300KQWCT26VXWW684.

**Issuer's principal activities:** GSFCI's business principally consists of issuing securities, lending and entering into derivatives transactions with its affiliates for hedging purposes. It does not carry out any other operating business activities.

**Major shareholders, including whether it is directly or indirectly owned or controlled and by whom:** GSFCI is directly wholly-owned by GS Global Markets, Inc. ("**GS GM**"). GS GM is directly wholly-owned by The Goldman Sachs Group, Inc. ("**GSG**").

**Key directors:** The directors of GSFCI are Pierre Benichou, Anshuman Bajpayi, Vikram Sethi, Michael Lynam, Stephen McGrath, Ed Fletcher and Christo Van Der Spuy.

**Statutory auditors:** GSFCI's statutory auditor is PricewaterhouseCoopers LLP, of 7 More London Riverside, London, SE1 2RT, England.

#### What is the key financial information regarding the Issuer?

The following table shows selected key historical financial information prepared in accordance with International Financial Reporting Standards ("**IFRS**") in relation to the Issuer which is derived from the audited financial statements as of December 31, 2022 for each of the two years in the period ended December 31, 2022 and December 31, 2021 and the unaudited interim financial statements of GSFCI for the half year periods ended June 30, 2023 and June 30, 2022.

Summary information – income statement				
(in USD millions)	Year ended December 31, 2022 (audited)	Year ended December 31, 2021 (audited)	Six months ended June 30, 2023 (unaudited)	Six months ended June 30, 2022 (unaudited)
Selected income statement data	(in millions USD)	(in millions USD)	(in millions USD)	(in millions USD)
Operating profit/(loss)	36	78	78	(23)
Summary information – balance sheet				
(in USD millions)	As at December 31, 2022 (audited)	As at December 31, 2021 (audited)	As at June 30, 2023 (unaudited)	

Total assets	34,720	16,605	39,858	
Total shareholder's equity	709	184	514	
Summary information – cash flow				
(in USD millions)	Year ended December 31, 2022 (audited)	Year ended December 31, 2021 (audited)	As at June 30, 2023 (unaudited)	As at June 30, 2022 (unaudited)
Cash flows from operating activities	1	4	3	24
Cash flows from financing activities	0.0*	0.0*	0.0*	0.0*
Cash flows from investing activities	0.0*	0.0*	0.0*	0.0*

\* As values are nil they are not included in the financial statements.

**Qualifications in audit report on historical financial information:** Not applicable; there are no qualifications in the audit report of GSFCI on its historical financial information.

### What are the key risks that are specific to the Issuer?

The Issuer is subject to the following key risks:

- The payment of any amount due on the Securities is subject to the credit risk of the Issuer and Guarantor. The Securities are the Issuer's unsecured obligations and the Guarantee is the Guarantor's unsecured obligations. Investors are dependent on the Issuer's and the Guarantor's ability to pay all amounts due on the Securities, and therefore investors are subject to the Issuer's and the Guarantor's credit risk and to changes in the market's view of the Issuer's and Guarantor's creditworthiness. Neither the Securities nor the Guarantee are bank deposits, and they are not insured or guaranteed by any compensation or deposit protection scheme. The value of and return on the Securities will be subject to the Issuer's credit risk and to changes in the market's view of the Issuer's creditworthiness.
- GSG and its consolidated subsidiaries ("Goldman Sachs") is a leading global investment banking, securities and investment management group and faces a variety of significant risks which may affect the Issuer's and the Guarantor's ability to fulfil their obligations under the Securities, including market risks, liquidity risks, credit risks, operational risks, legal and regulatory risks, competition risks and market developments and general business environment risks.
- GSFCI is a wholly-owned subsidiary of the Goldman Sachs group. GSFCI is primarily involved in issuing securities, lending and entering into derivatives transactions with its affiliates for hedging purposes, and does not carry out any other operating business activities. As a result, GSFCI does not have a significant amount of share capital. Investors are exposed to a significantly greater credit risk by purchasing the Securities where GSFCI is the Issuer than they would be by purchasing securities from an issuer equipped with significantly more capital. If GSFCI becomes insolvent, investors may lose some or all of the amount invested.

### KEY INFORMATION ON THE SECURITIES

#### What are the main features of the Securities?

**Type and class of Securities being offered and security identification number(s):** The Securities are cash settlement Securities which are share linked Securities in the form of notes. The Securities will be cleared through Euroclear France S.A..

The issue date of the Securities is 8 February 2024 (the "**Issue Date**"). The issue price of the Securities is 100% of the Aggregate Nominal Amount (the "**Issue Price**").

ISIN: FR1459AB2544; Common Code: 276442589; Valoren: 129582956.

**Currency, denomination, number of Securities issued and term of the Securities:** The currency of the Securities will be Euro (the "**Settlement Currency**"). The specified denomination per Security is EUR 1,000 (the "**Nominal Amount**") and the calculation amount is EUR 1,000. The aggregate nominal amount of Securities is EUR 30,000,000 (the "**Aggregate Nominal Amount**").

**Maturity Date:** 24 May 2029. This is the date on which the Securities are scheduled to redeem subject to adjustment in accordance with the terms and conditions and subject to an early redemption of the Securities.

#### **Rights attached to the Securities:**

The Securities will give each investor the right to receive a return, together with certain ancillary rights such as the right to receive notice of certain determinations and events. The return on the Securities will comprise the interest coupons, the autocall event amount(s) (if any) and the non-scheduled early repayment amount (if an early redemption event occurs) and (unless otherwise early redeemed) the final redemption amount payable on the Maturity Date, and the amount(s) payable and whether or not an early redemption event occurs will depend on the performance of the Underlying Asset.

**Coupon amount:**

If a Coupon Payment Event has occurred on a Coupon Observation Date, then a Coupon Amount in EUR calculated in accordance with the following formula will be payable in respect of each Security on the Coupon Payment Date corresponding to such Coupon Observation Date:

$$CA \times CV$$

If no Coupon Payment Event has occurred on a Coupon Observation Date, then no Coupon Amount will be payable on the Coupon Payment Date corresponding to such Coupon Observation Date.

- **CA:** Calculation Amount, EUR 1,000.
- **Coupon Observation Dates** 12 August 2024 (i=1), 11 November 2024 (i=2), 10 February 2025 (i=3), 12 May 2025 (i=4), 11 August 2025 (i=5), 10 November 2025 (i=6), 10 February 2026 (i=7), 11 May 2026 (i=8), 10 August 2026 (i=9), 10 November 2026 (i=10), 10 February 2027 (i=11), 10 May 2027 (i=12), 10 August 2027 (i=13), 10 November 2027 (i=14), 10 February 2028 (i=15), 10 May 2028 (i=16), 10 August 2028 (i=17), 10 November 2028 (i=18), 12 February 2029 (i=19) and 10 May 2029 (i=20), in each case, subject to adjustment in accordance with the terms and conditions.
- **Coupon Payment Date:** 26 August 2024 (i=1), 25 November 2024 (i=2), 24 February 2025 (i=3), 26 May 2025 (i=4), 25 August 2025 (i=5), 24 November 2025 (i=6), 24 February 2026 (i=7), 25 May 2026 (i=8), 24 August 2026 (i=9), 24 November 2026 (i=10), 24 February 2027 (i=11), 24 May 2027 (i=12), 24 August 2027 (i=13), 24 November 2027 (i=14), 24 February 2028 (i=15), 24 May 2028 (i=16), 24 August 2028 (i=17), 24 November 2028 (i=18), 26 February 2029 (i=19) and 24 May 2029 (i=20), in each case, subject to adjustment in accordance with the terms and conditions.
- **CV:** Coupon Value, being equal to 0.02.
- **i:** is a number from 1 to 20 which represents the relevant Coupon Observation Date.

**Coupon Payment Event**

A "Coupon Payment Event" occurs if the Coupon Barrier Reference Value of the Underlying Asset is greater than or equal to the Coupon Barrier Level on a Coupon Observation Date.

- **Asset Initial Price:** in respect of the Underlying Asset, the Initial Closing Price of such Underlying Asset.
- **Coupon Barrier Level:** in respect of the Underlying Asset, 60 per cent. (60%) of the Asset Initial Price of such Underlying Asset.
- **Coupon Barrier Reference Value:** the Reference Price of the Underlying Asset on the relevant Coupon Observation Date.
- **Initial Closing Price:** the Reference Price of the Underlying Asset on 10 May 2024, subject to adjustment in accordance with the terms and conditions.
- **Reference Price:** the closing price of the Share for the relevant date.

**Autocall amount:**

If an Autocall Event occurs on an Autocall Observation Date, then each Security shall be early redeemed and the Issuer shall pay in respect of each such Security the Autocall Event Amount on the Autocall Payment Date corresponding to such Autocall Observation Date.

- **Autocall Observation Dates:** 12 May 2025 (i=1), 11 August 2025 (i=2), 10 November 2025 (i=3), 10 February 2026 (i=4), 11 May 2026 (i=5), 10 August 2026 (i=6), 10 November 2026 (i=7), 10 February 2027 (i=8), 10 May 2027 (i=9), 10 August 2027 (i=10), 10 November 2027 (i=11), 10 February 2028 (i=12), 10 May 2028 (i=13), 10 August 2028 (i=14), 10 November 2028 (i=15) and 12 February 2029 (i=16), in each case, subject to adjustment in accordance with the terms and conditions.
- **Autocall Payment Dates:** 26 May 2025 (i=1), 25 August 2025 (i=2), 24 November 2025 (i=3), 24 February 2026 (i=4), 25 May 2026 (i=5), 24 August 2026 (i=6), 24 November 2026 (i=7), 24 February 2027 (i=8), 24 May 2027 (i=9), 24 August 2027 (i=10), 24 November 2027 (i=11), 24 February 2028 (i=12), 24 May 2028 (i=13), 24 August 2028 (i=14), 24 November 2028 (i=15) and 26 February 2029 (i=16), in each case, subject to adjustment in accordance with the terms and conditions.
- **Autocall Event Amount:** EUR 1,000
- **i:** is a number from 1 to 16 which represents the relevant Autocall Observation Date.

### Autocall Event

An "**Autocall Event**" occurs if the Autocall Reference Value on any Autocall Observation Date is greater than or equal to its Autocall Level for such Autocall Observation Date.

- **Autocall Level:** in respect of the Underlying Asset, 100 per cent. (100%) of the Asset Initial Price of such Underlying Asset.
- **Autocall Reference Value:** the Reference Price of the Underlying Asset on the relevant Autocall Observation Date.

### Non-scheduled Early Repayment Amount:

The Securities may be redeemed prior to the scheduled maturity (i) at the Issuer's option (a) if the Issuer determines a change in applicable law has the effect that performance by the Issuer or its affiliates under the Securities or hedging transactions relating to the Securities has become (or there is a substantial likelihood in the immediate future that it will become) unlawful or impracticable (in whole or in part), (b) where applicable, if the Calculation Agent determines that certain additional disruption events or adjustment events as provided in the terms and conditions of the Securities have occurred in relation to the underlying asset or (ii) upon notice by a Holder declaring such Securities to be immediately repayable due to the occurrence of an event of default which is continuing.

In such case, the Non-scheduled Early Repayment Amount payable on such unscheduled early redemption shall be, for each Security an amount representing the fair market value of the Security taking into account all relevant factors less all costs incurred by the Issuer or any of its affiliates in connection with such early redemption, including those related to unwinding of any underlying and/or related hedging arrangement.

**The Non-scheduled Early Repayment Amount may be less than your initial investment and therefore you may lose some or all of your investment on an unscheduled early redemption.**

### Final Redemption Amount:

Unless previously redeemed, or purchased and cancelled, the Final Redemption Amount payable in respect of each Security on the maturity date will be as follows.

If a Barrier Event has not occurred, the Final Redemption Amount payable in respect of each Security will be calculated in accordance with the formula below:

$$CA \times \text{Redemption Percentage}$$

If a Barrier Event has occurred, the Final Redemption Amount payable in respect of each Security will be calculated in accordance with the formula below:

$$CA \times \frac{\text{Final Reference Value}}{\text{Initial Reference Value}}$$

- **Final Closing Price:** the Reference Price of the Underlying Asset on the Final Reference Date, subject to adjustment in accordance with the terms and conditions.
- **Final Reference Date:** 10 May 2029.
- **Final Reference Value:** the Final Value.
- **Final Value:** the Final Closing Price of the Underlying Asset.
- **Initial Reference Value:** the Initial Value.
- **Initial Value:** 100 per cent. (100%) of the Initial Closing Price of the Underlying Asset.
- **Redemption Percentage:** 100 per cent. (100%).

### Barrier Event

A "**Barrier Event**" occurs if the Barrier Reference Value is less than the Barrier Level.

- **Barrier Level:** 50 per cent (50%) of the Asset Initial Price of the Underlying Asset.
- **Barrier Reference Value:** the Final Closing Price of the Underlying Asset.

<i>Underlying Asset</i>	<i>ISIN</i>	<i>Bloomberg Ticker</i>	<i>Reuters Page</i>	<i>Exchange</i>
The ordinary shares of Renault S.A.	FR0000131906	RNO FP <Equity>	RENA.PA	Euronext Paris S.A.

**Governing law:** The Securities are governed by French law.

**Status of the Securities:** The Securities are unsubordinated and unsecured obligations of the Issuer and will rank equally among themselves and with all other unsubordinated and unsecured obligations of the Issuer from time to time outstanding.

**Description of restrictions on free transferability of the Securities:** The Securities have not been and will not be registered under the U.S. Securities Act of 1933 (the "**Securities Act**") and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons except in certain transactions exempt from the registration requirements of the Securities Act and applicable state securities laws. No offers, sales or deliveries of the Securities, or distribution of any offering material relating to the Securities, may be made in or from any jurisdiction except in circumstances that will result in compliance with any applicable laws and regulations. Subject to the above, the Securities will be freely transferable.

#### Where will the Securities be traded?

Application will be made by the Issuer (or on its behalf) for the Securities to be listed and admitted to trading on the regulated market of the Luxembourg Stock Exchange with effect from, at the earliest, the Issue Date.

#### Is there a guarantee attached to the Securities?

**Brief description of the Guarantor:** The Guarantor is GSG. GSG is the parent holding company of the Goldman Sachs group. GSG operates under the laws of the State of Delaware with company registration number 2923466 and LEI 784F5XWPLTWKTBV3E584.

**Nature and scope of the guarantee:** GSG unconditionally and irrevocably guarantees the Issuer's payment obligations. GSG guarantees the Issuer's delivery obligations but is only obliged to pay a cash amount instead of delivering the relevant underlying asset. The guarantee will rank *pari passu* with all other unsecured and unsubordinated indebtedness of GSG.

**Key financial information of the Guarantor:** The following key financial information has been extracted from the audited consolidated financial statements of GSG for the years ended December 31, 2022 and December 31, 2021 and for the nine months ended September 30, 2023 and September 30, 2022. GSG's consolidated financial statements are prepared in accordance with accounting principles generally accepted in the United States.

Summary information – income statement				
(in millions USD, except per share amounts)	Year ended December 31, 2022 (audited)	Year ended December 31, 2021 (audited)	Nine months ended September 30, 2023 (unaudited)	Nine months ended September 30, 2022 (unaudited)
<b>Selected income statement data</b>				
Net interest income	7,678	6,470	5,012	5,604
Commissions and fees	4,034	3,590	2,864	3,066
Provision for credit losses	2,715	357	451	1,743
Total net revenues	47,365	59,339	34,936	36,772
Pre-tax earnings	13,486	27,044	8,485	11,956
Net earnings applicable to common shareholders	10,764	21,151	6,040	9,579
Earnings per common share (basic)	30.42	60.25	17.52	27.03

Summary information – balance sheet			
(in millions USD)	As at December 31, 2022 (audited)	As at December 31, 2021 (audited)	As at September 30, 2023 (unaudited)
Total assets	1,441,799	1,463,988	1,577,153
Unsecured borrowings excluding subordinated borrowings	294,870	287,642	280,920
Subordinated borrowings	13,229	13,405	13,113
Customer and other receivables	135,448	160,673	140,866
Customer and other payables	262,045	251,931	252,342
Total liabilities and shareholders' equity	1,441,799	1,463,988	1,577,153
(in per cent.)			



CET1 capital ratio (Standardized)	15.0	14.2	14.8
Tier 1 capital ratio (Standardized)	16.6	15.8	16.5
Total capital ratio (Standardized)	19.1	17.9	18.7
CET1 capital ratio (Advanced)	14.4	14.9	14.8
Tier 1 capital ratio (Advanced)	16.0	16.5	16.5
Total capital ratio (Advanced)	17.8	18.3	18.2
Tier 1 leverage ratio	7.3	7.3	7.1

**Qualifications in audit report on historical financial information:** Not applicable; there are no qualifications in the audit report of GSG on its historical financial information.

***Risk factors associated with the Guarantor:***

- GSG is the parent holding company of the group of companies comprising Goldman Sachs. Goldman Sachs is a leading global investment banking, securities and investment management firm that faces a variety of significant risks which may affect GSG's ability to fulfil its obligations under the Securities, including market risks, liquidity risks, credit risks, operational risks, legal and regulatory risks, competition risks and market developments and general business environment risks.
- Investors are exposed to the credit risk of GSG and its subsidiaries since the assets of GSG consist principally of interests in its subsidiaries. GSG's right as a shareholder to benefit in any distribution of assets of any of its subsidiaries upon the subsidiary's liquidation or otherwise, is junior to the creditors of GSG's subsidiaries. As a result, investors' ability to benefit from any distribution of assets of any of GSG's subsidiaries upon the subsidiary's liquidation or otherwise, is junior to the creditors of GSG's subsidiaries. Any liquidation or otherwise of a subsidiary of GSG may result in GSG being liable for the subsidiary's obligations which could reduce its assets that are available to satisfy its obligations under the guarantee.

**What are the key risks that are specific to the Securities?**

***Risk factors associated with the Securities:*** The Securities are subject to the following key risks:

- The value and quoted price of your Securities (if any) at any time will reflect many factors and cannot be predicted. Depending on the performance of the Underlying Asset, you may lose some or all of your investment.
- ***Risks relating to certain features of the Securities:***  
  
If the terms and conditions of your Securities provide that the Securities are subject to a cap, your ability to participate in any change in the value of the Underlying Asset(s) over the term of the Securities will be limited, no matter how much the level, price, rate or other applicable value of the Underlying Asset(s) may rise beyond the cap level over the life of the Securities. Accordingly, the return on your Securities may be significantly less than if you had purchased the Underlying Asset(s) directly.
- ***Risks relating to the Underlying Asset:***
  - *The value of and return on your Securities depends on the performance of the Underlying Asset(s)*  
  
The return on your Securities may depend on the performance of one or more Underlying Asset(s). The level, price, rate, net asset value or other applicable value of the Underlying Asset(s) may be subject to unpredictable change over time. This degree of change is known as "volatility". The volatility of an Underlying Asset may be affected by national and international financial, political, military or economic events, including governmental actions, or by the activities of participants in the relevant markets. Any of these events or activities could adversely affect the value of and return on the Securities. Volatility does not imply direction of the level, price, rate, net asset value or other applicable value, though an Underlying Asset that is more volatile is likely to increase or decrease in value more often and/or to a greater extent than one that is less volatile.
  - *Past performance of an Underlying Asset is not indicative of future performance*  
  
You should not regard any information about the past performance of the Underlying Asset(s) as indicative of the range of, or trends in, fluctuations in the Underlying Asset(s) that may occur in the future. Underlying Asset(s) may perform differently (or the same) as in the past, and this could have material adverse effect on the value of and return on your Securities.
  - The performance of Shares is dependent upon macroeconomic factors, such as interest and price levels on the capital markets, currency developments, political factors as well as company-specific factors such as earnings position, market position, risk situation, shareholder structure and distribution policy, as well as business risks faced by the issuers thereof. Any one or a combination of such factors could adversely affect the performance of the Underlying Asset(s) which, in turn, would have a negative effect on the value of and return on your Securities.

KEY INFORMATION ON THE OFFER OF THE SECURITIES TO THE PUBLIC AND/OR THE ADMISSION TO TRADING ON A REGULATED MARKET
<b>Under which conditions and timetable can I invest in this Security?</b>
<p><b>Terms and conditions of the offer:</b></p> <p>The Securities are not publicly offered.</p>
<p><b>Estimated expenses charged to the investor by the Issuer/placer:</b></p> <p>The Issue Price of 100 per cent. (100%) of the Aggregate Nominal Amount includes a selling commission of up to 6.45 per cent. (6.45%) of the Aggregate Nominal Amount which has been paid by the Issuer. A recurring fee during the term of the Notes, calculated periodically as up to 0.15 per cent. (0.15%) per year and scaled by the last available price of the Note, as determined by the Issuer, will be paid periodically by the Issuer. If such price is not available for any reason, such amount will be determined by the Issuer.</p>
<b>Who is the offeror and/or the person asking for admission to trading?</b>
The Issuer is the entity requesting for the admission to trading of the Securities.
<b>Why is the Prospectus being produced?</b>
<p><b>Reasons for the issue, estimated net proceeds and use of proceeds:</b> The net proceeds of the issue will be used by the Issuer to provide additional funds for its operations and for other general corporate purposes.</p>
<p><b>Underwriting agreement on a firm commitment basis:</b> The issue of the Securities is not subject to an underwriting agreement on a firm commitment basis.</p>
<p><b>Material conflicts pertaining to the issue/offer:</b> Fees shall be payable to the placer in respect of the issue.</p> <p>The Issuer is subject to a number of conflicts of interest between its own interests and those of holders of Securities, including: (a) in making certain calculations and determinations, there may be a difference of interest between the investors and the Issuer, (b) in the ordinary course of its business the Issuer (or an affiliate) may effect transactions for its own account and may enter into hedging transactions with respect to the Securities or the related derivatives, which may affect the market price, liquidity or value of the Securities, and (c) the Issuer (or an affiliate) may have confidential information in relation to the underlying asset(s) or any derivative instruments referencing them, but which the Issuer is under no obligation (and may be subject to legal prohibition) to disclose.</p>