

Final Terms dated April 3, 2012

GOLDMAN SACHS INTERNATIONAL

Programme for the issuance of Warrants, Notes and Certificates

Issue of 5'000 Five-Year GBP Phoenix Autocallable Warrants on the FTSE™ 100 Index, due April 3, 2017 (the "Warrants" or the "Securities")

Guaranteed by The Goldman Sachs Group, Inc. ("GSG")

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. The Securities are guaranteed by GSG pursuant to a guaranty (the "GSG Guaranty") and the GSG Guaranty will rank pari passu with all other unsecured and unsubordinated indebtedness of GSG.

INVESTING IN THE WARRANTS INVOLVES EXPOSURE TO A COMBINATION OF EMBEDDED OPTIONS AND PUTS YOUR CAPITAL AT RISK. YOU MAY LOSE SOME OR ALL OF YOUR INVESTMENT.

DESCRIPTION OF CERTAIN MAIN FEATURES OF THE WARRANTS

The description below contains selective information about the warrants and the underlying asset and is an introduction to these final terms. Any decision to invest in the warrants should be based on a consideration of these final terms and the base prospectus (defined below) as a whole, including the documents incorporated by reference.

ISIN	GB00B72GVH88	Initial Valuation Date	March 27, 2012
Common Code	060608474	Issue Date	April 3, 2012
Valoren	10475043	Valuation Dates	September 27, 2012, March 27, 2013, September 27, 2013, March 27, 2014, September 29, 2014, March 27, 2015, September 28, 2015, March 29, 2016, September 27, 2016 and the Final Valuation Date
TIDM	UK47	Final Valuation Date	March 27, 2017
Issue Price	GBP 1'000 per Warrant	Automatic Early Exercise Dates	October 4, 2012, April 5, 2013, October 4, 2013, April 3, 2014, October 6, 2014, April 7, 2015, October 5, 2015, April 5, 2016 and October 4, 2016
Number of Warrants	5'000	Maturity Date	April 3, 2017
Reference Price (Final)	The Index Level on the Final Valuation Date, as determined by the Calculation Agent	Index Level	In respect of any relevant day, the official closing level of the Underlying Asset on such relevant day, as calculated and published by the relevant Index Sponsor
Reference Price (Initial)	GBP 5'869.55, being the Index Level on the Initial Valuation Date, as determined by the Calculation Agent	Digital Option Payment Date	Each Automatic Early Exercise Date and the Maturity Date

Underlying Asset	Bloomberg page	Reuters page	ISIN	Index Sponsor	Trigger Level	Barrier Level	Digital Option Exercise Level
FTSE™ 100 Index	UKX <Index>	.FTSE	GB0001383545	FTSE International Limited	GBP 5'869.55, being equal to 100 per cent. of the Reference Price (Initial)	GBP 4'402.1625, being equal to 75 per cent. of the Reference Price (Initial)	GBP 4'402.1625, being equal to 75 per cent. of the Reference Price (Initial)

AUTOMATIC EARLY EXERCISE

If the Index Level on any Valuation Date (other than the Final Valuation Date) is greater than or equal to the Trigger Level (and an Automatic Early Exercise Event shall thereby have occurred on such Valuation Date), each Warrant will automatically be exercised early on such Valuation Date, and the Automatic Early Exercise Amount (being an amount in GBP equal to GBP 1'000) will be payable in respect of each Warrant on the Automatic Early Exercise Date scheduled to fall immediately after such Valuation Date.

For the avoidance of doubt, a Digital Option Trigger Event (as defined below) would have occurred on a Valuation Date on which an Automatic Early Exercise Event has occurred. Therefore, in addition to the Automatic Early Exercise Amount, a Digital Option Payout Amount (determined in the manner described below) shall also be payable on the Digital Option Payment Date (being the Automatic Early Exercise Date scheduled to fall immediately after such Valuation Date).

CALCULATION OF SETTLEMENT AMOUNT AT MATURITY

Unless there is automatic early exercise of your Warrants (as described above) or your Warrants have otherwise been exercised early, or are adjusted, in each case in accordance with the Conditions, you will receive on the Maturity Date for each Warrant that you hold the settlement amount, which shall be:

- (i) if the Reference Price (Final) is greater than the Barrier Level, an amount in GBP equal to GBP 1'000; or
- (ii) if the Reference Price (Final) is equal to or less than the Barrier Level, an amount in GBP equal to the *product* of (a) GBP 1'000, *multiplied* by (b) the *quotient* of (I) Reference Price (Final) *divided* by (II) Reference Price (Initial). **THIS MEANS THAT YOU COULD LOSE SOME OR ALL OF YOUR ORIGINAL INVESTED AMOUNT.**

CALCULATION OF DIGITAL OPTION PAYOUT AMOUNTS

If the Index Level on any Valuation Date is greater than or equal to the Digital Option Exercise Level (and a Digital Option Trigger Event shall thereby have occurred), a Digital Option Payout Amount of GBP 41.50 per Warrant shall be payable on the immediately following Digital Option Payment Date (as described above).

No interest is payable under the Warrants.

A fee may be paid in respect of this transaction, details of which are available on request.

PLEASE ALSO REFER TO THE SECTION ENTITLED "RISK FACTORS" BELOW.

SCENARIO ANALYSIS

THE FIGURES AND SCENARIOS PRESENTED BELOW ARE FOR ILLUSTRATIVE PURPOSES ONLY. THE SETTLEMENT AMOUNT, THE AUTOMATIC EARLY EXERCISE AMOUNT (WHERE APPLICABLE) AND THE DIGITAL OPTION PAYOUT AMOUNT (WHERE APPLICABLE) IN RESPECT OF EACH WARRANT WILL BE CALCULATED IN ACCORDANCE WITH THE TERMS OF THE WARRANTS AS SET OUT IN THE GENERAL INSTRUMENT CONDITIONS AND THESE FINAL TERMS.

The Issue Price per Warrant is GBP 1'000. The Trigger Level is 100 per cent. of the Reference Price (Initial). The Digital Option Exercise Level is 75 per cent. of the Reference Price (Initial). The Barrier Level is 75 per cent. of the Reference Price (Initial).

Scenario 1

The Index Level on the Valuation Date scheduled to fall on September 27, 2012, is 100 per cent. (100%) or more of the Reference Price (Initial).

The Warrants will be exercised on such Valuation Date and the Automatic Early Exercise Amount of GBP 1'000 per Warrant will be payable on the Automatic Early Exercise Date immediately following such Valuation Date. A Digital Option Payout Amount of GBP 41.50 per Warrant will also be payable on such Automatic Early Exercise Date.

Scenario 2

The Index Level on the Valuation Date scheduled to fall on September 27, 2012, is 75 per cent. (75%) of the Reference Price (Initial).

The Warrants will not be exercised on such Valuation Date. A Digital Option Payout Amount of GBP 41.50 per Warrant will be payable on the Digital Option Payment Date falling on the Automatic Early Exercise Date immediately following such Valuation Date.

Scenario 3

The Index Level on the Valuation Date scheduled to fall on September 27, 2012, is 74 per cent. (74%) of the Reference Price (Initial).

The Warrants will not be exercised on such Valuation Date and no Digital Option Payout Amount will be payable on the Digital Option Payment Date falling on the Automatic Early Exercise Date immediately following such Valuation Date.

Scenario 4

The Warrants are not exercised on a Valuation Date (other than the Final Valuation Date) and the Reference Price (Final) is 76 per cent. (76%) or more of the Reference Price (Initial).

The Warrants will be exercised on the Final Valuation Date and the Settlement Amount payable on the Maturity Date per Warrant will be GBP 1'000. A Digital Option Payout Amount of GBP 41.50 per Warrant will be payable on the Maturity Date.

Scenario 5

The Warrants are not exercised on a Valuation Date (other than the Final Valuation Date) and the Reference Price (Final) is 75 per cent. (75%) of the Reference Price (Initial).

The Warrants will be exercised on the Final Valuation Date and the Settlement Amount payable on the Maturity Date per Warrant will be GBP 750. A Digital Option Payout Amount of GBP 41.50 per Warrant will be payable on the Maturity Date.

IN THIS SCENARIO, AN INVESTOR WHO PURCHASED THE WARRANTS AT THE ISSUE PRICE WILL SUSTAIN A PARTIAL LOSS OF THE AMOUNT INVESTED IN THE WARRANTS.

Scenario 6

The Warrants are not exercised on a Valuation Date (other than the Final Valuation Date) and the Reference Price (Final) is 74 per cent. (74%) of the Reference Price (Initial).

The Warrants will be exercised on the Final Valuation Date and the Settlement Amount payable on the Maturity Date per Warrant will be GBP 740. No Digital Option Payout Amount will be payable on the Maturity Date.

IN THIS SCENARIO, AN INVESTOR WHO PURCHASED THE WARRANTS AT THE ISSUE PRICE WILL SUSTAIN A PARTIAL LOSS OF THE AMOUNT INVESTED IN THE WARRANTS.

Scenario 7

The Warrants are not exercised on a Valuation Date (other than the Final Valuation Date) and the Reference Price (Final) is 0 per cent. (0%) of the Reference Price (Initial).

The Warrants will be exercised on the Final Valuation Date and the Settlement Amount payable on the Maturity Date per Warrant will be zero. No Digital Option Payout Amount shall be payable on the Maturity Date.

IN THIS SCENARIO, AN INVESTOR WILL SUSTAIN A TOTAL LOSS OF THE AMOUNT INVESTED IN THE WARRANTS (APART FROM ANY DIGITAL OPTION PAYOUT AMOUNT PAID PRIOR TO THE MATURITY DATE).

The Base Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that any offer of Warrants in any Member State of the European Economic Area which has implemented Directive 2003/71/EC (the "**Prospectus Directive**") (each, a "**Relevant Member State**") will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Warrants. Accordingly any person making or intending to make an offer in that Relevant Member State of the Warrants may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer. Neither the Issuer nor any Dealer has authorised, nor do they authorise, the making of any offer of Warrants in any other circumstances.

CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the General Instrument Conditions set forth in the base prospectus dated July 15, 2011 (the "**Base Prospectus**") and the supplement(s) to the Base Prospectus listed in the section entitled "Supplements to the Base Prospectus" below (and any further supplements up to, and including, April 3, 2012) which together constitute a base prospectus for the purposes of the Prospectus Directive. This document constitutes the Final Terms of the Warrants described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus as so supplemented. Full information on the Issuer, the Guarantor and the offer of the Warrants is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. The Base Prospectus and the supplements to the Base Prospectus are available for viewing at www.bourse.lu and during normal business hours at the registered office of the Issuer, and copies may be obtained from the specified office of the Programme Agent in Luxembourg.

- | | | |
|----|--|--|
| 1. | (i) Issuer: | Goldman Sachs International. |
| | (ii) Guarantor: | The Goldman Sachs Group, Inc. |
| 2. | (i) ISIN: | GB00B72GVH88. |
| | (ii) Common Code: | 060608474. |
| | (iii) Valoren: | 10475043. |
| | (iii) TIDM: | UK47. |
| | (iv) Series Number: | A13747. |
| | (v) Tranche Number: | One. |
| | (vi) PIPG Tranche Number: | 18241. |
| 3. | Settlement Currency(ies): | Pound Sterling (" GBP "). |
| 4. | Aggregate number of Warrants: | |
| | (i) Series: | 5'000. |
| | (ii) Tranche: | 5'000. |
| 5. | Issue Price: | GBP 1'000 per Warrant. |
| 6. | Inducements, commissions and/or other | A selling commission of up to 1.50 per cent. (1.50%) of the Issue Price has been paid by the Issuer. Further details are |

fees: available on request.

7. **Issue Date:** April 3, 2012.

8. **Maturity Date:** If an Automatic Early Exercise Event does not occur, the Maturity Date shall be April 3, 2017 (the "**Scheduled Maturity Date**").

The "**Strike Date**" is March 27, 2012. For the purposes of the postponement referred to in paragraph (i) of the definition of "Maturity Date" in General Instrument Condition 2(a), the Relevant Determination Date is the Final Valuation Date (as defined under paragraph 10 below).

9. **Underlying Asset(s):** The Index (as defined in paragraph 35 below).

VALUATION PROVISIONS

10. **Valuation Dates:** The Valuation Dates shall be each date set out in the column entitled "Scheduled Valuation Date" in the table below, in each case subject to adjustment in accordance with Index Linked Provision 1.1 (*Single Index and Reference Dates*).

Scheduled Valuation Date	Scheduled Automatic Early Exercise Date	Digital Option Payout Amount
September 27, 2012	October 4, 2012	GBP 41.50
March 27, 2013	April 5, 2013	GBP 41.50
September 27, 2013	October 4, 2013	GBP 41.50
March 27, 2014	April 3, 2014	GBP 41.50
September 29, 2014	October 6, 2014	GBP 41.50
March 27, 2015	April 7, 2015	GBP 41.50
September 28, 2015	October 5, 2015	GBP 41.50
March 29, 2016	April 5, 2016	GBP 41.50
September 27, 2016	October 4, 2016	GBP 41.50
March 27, 2017	Not Applicable	GBP 41.50

The Valuation Date scheduled to fall on March 27, 2017 shall be the "**Final Valuation Date**".

11. **Initial Valuation Date:** March 27, 2012.

12. **Averaging Dates:** Not Applicable.

13. **Initial Averaging Date(s):** Not Applicable.

INTEREST PROVISIONS

14. **Interest Provisions:** Not Applicable. The provisions of Annex A (*Other Final Terms*) shall apply.

SETTLEMENT PROVISIONS

15. **Settlement:** Cash Settlement.

16. **Call Option:** Not Applicable.

17. **Automatic Early Exercise:** Applicable – General Instrument Condition 15 is applicable in respect of each Valuation Date (other than the Final Valuation Date).

(i) Automatic Early Exercise Event: The Index Level in respect of any Valuation Date (other than the Final Valuation Date) is greater than or equal to the Trigger Level (as determined by the Calculation Agent).

Where "**Trigger Level**" means GBP 5'869.55, being equal to 100 per cent. (100%) of the Reference Price (Initial), as determined by the Calculation Agent.

(ii) Automatic Early Exercise Date: The Automatic Early Exercise Date shall be, in respect of each Valuation Date (other than the Final Valuation Date) scheduled to fall on the date set out in the column entitled "Scheduled Valuation Date" in the table in paragraph 10 above, the date set out in the column entitled "Scheduled Automatic Early Exercise Date" therein corresponding to such Valuation Date (each, a "**Scheduled Automatic Early Exercise Date**").

(iii) Automatic Early Exercise Amount: In respect of each Warrant and each Automatic Early Exercise Date, GBP 1'000.

18. **Settlement Amount:** If an Automatic Early Exercise Event does not occur, the Settlement Amount payable in respect of each Warrant on the Maturity Date shall be an amount in the Settlement Currency determined by the Calculation Agent in accordance with paragraph (i) or (ii) below, as applicable:

(i) if the Reference Price (Final) is greater than the Barrier Level (as determined by the Calculation Agent), then the Settlement Amount shall be GBP 1'000; or

(ii) if the Reference Price (Final) is equal to or less than the Barrier Level (as determined by the Calculation Agent), the Settlement Amount shall be an amount in the Settlement Currency as determined by the

Calculation Agent in accordance with the following formula:

$$\text{GBP } 1'000 \times \frac{\text{Reference Price (Final)}}{\text{Reference Price (Initial)}}$$

In the scenario in sub-paragraph (ii) above, you will receive no more than GBP 750 per Warrant, and may sustain a total loss of the amount invested in the Warrants.

Where:

"Barrier Level" means GBP 4'402.1625, being 75 per cent. (75%) of the Reference Price (Initial), as determined by the Calculation Agent.

"Reference Price (Final)" means the Index Level on the Final Valuation Date, as determined by the Calculation Agent.

"Reference Price (Initial)" means GBP 5'869.55, being the Index Level on the Initial Valuation Date, as determined by the Calculation Agent.

- | | |
|--|--|
| 19. Physical Settlement: | Not Applicable. |
| 20. Non-scheduled Early Repayment Amount: | Adjusted to account fully for any reasonable expenses and costs of the Issuer and/or its affiliates, including those relating to the unwinding of any underlying and/or related hedging and funding arrangements as determined by the Calculation Agent. |

EXERCISE PROVISIONS

- | | |
|--|--|
| 21. Exercise Style of Warrants: | The Warrants are European Style Instruments. General Instrument Condition 7(b) is applicable. |
| 22. Exercise Period: | Not Applicable. |
| 23. Specified Exercise Dates: | Not Applicable. |
| 24. Expiration Date: | <p>If:</p> <ul style="list-style-type: none"> (i) an Automatic Early Exercise Event occurs on any Valuation Date (other than the Final Valuation Date), the first such Valuation Date; or (ii) an Automatic Early Exercise Event does not occur on any Valuation Date, the Final Valuation Date. |

The Expiration Date shall not be subject to the postponement set out in the definition of "Expiration Date"

in General Instrument Condition 2(a).

- | | |
|-------------------------------------|---|
| 25. Automatic Exercise: | Yes – General Instrument Condition 7(k) is applicable, save that General Instrument Condition 7(k)(ii) is not applicable. |
| 26. Multiple Exercise: | Not Applicable. |
| 27. Minimum Exercise Number: | Not Applicable. |
| 28. Permitted Multiple: | Not Applicable. |
| 29. Maximum Exercise Number: | Not Applicable. |
| 30. Strike Price: | Not Applicable. |
| 31. Yield or Share Warrants: | Not Applicable. |
| 32. Closing Value: | Not Applicable. |

SHARE LINKED INSTRUMENT / INDEX LINKED INSTRUMENT / COMMODITY LINKED INSTRUMENT / FX LINKED INSTRUMENT / INFLATION LINKED INSTRUMENT/ OTHER VARIABLE LINKED INSTRUMENT PROVISIONS

- | | |
|---|---|
| 33. Type of Warrants: | The Warrants are Index Linked Instruments – the Index Linked Provisions are applicable. |
| 34. Share Linked Instruments: | Not Applicable. |
| 35. Index Linked Instruments: | Applicable. |
| (i) Single Index or Index Basket: | Single Index. |
| (ii) Name of Index(ices): | FTSE™ 100 Index (<i>Bloomberg Code: UKX <Index>; Reuters Code: .FTSE; ISIN: GB0001383545</i>) (the " Index "). |
| (iii) Type of Index: | Unitary Index. |
| (iv) Exchange(s): | London Stock Exchange. |
| (v) Related Exchange(s): | All Exchanges. |
| (vi) Options Exchange: | Not Applicable. |
| (vii) Index Sponsor: | FTSE International Limited. |
| (viii) Index Level: | The official closing level of the Index as at the Valuation Time (expressed in GBP) on the relevant date as calculated and published by the relevant Index Sponsor. |
| (ix) Valuation Time: | As specified in Index Linked Provision 8 (<i>Definitions</i>). |
| (x) Index-Linked Derivatives Contract Provisions: | Not Applicable. |
| (xi) Market Disruption Event / Disrupted Days: | As specified in Index Linked Provision 8 (<i>Definitions</i>). |

- | | | |
|---------|--|--|
| (xii) | Single Index and Reference Dates – Consequences of Disrupted Days: | Applicable – as specified in Index Linked Provision 1.1 (<i>Single Index and Reference Dates</i>). |
| (a) | Maximum Days of Disruption: | Applicable – as specified in Index Linked Provision 8 (<i>Definitions</i>). |
| (b) | No Adjustment: | Not Applicable. |
| (xiii) | Single Index and Averaging Reference Dates – Consequences of Disrupted Days: | Not Applicable. |
| (xiv) | Index Basket and Reference Dates – Basket Valuation (Individual Scheduled Trading Day and Individual Disrupted Day): | Not Applicable. |
| (xv) | Index Basket and Averaging Reference Dates – Basket Valuation (Individual Scheduled Trading Day and Individual Disrupted Day): | Not Applicable. |
| (xvi) | Index Basket and Reference Dates – Basket Valuation (Common Scheduled Trading Day but Individual Disrupted Day): | Not Applicable. |
| (xvii) | Index Basket and Reference Dates – Basket Valuation (Common Scheduled Trading Day and Common Disrupted Day): | Not Applicable. |
| (xviii) | Fallback Valuation Date: | Not Applicable. |
| (xix) | Observation Period: | Not Applicable. |
| (xx) | Index Modification: | Calculation Agent Adjustment. |
| (xxi) | Index Cancellation: | Calculation Agent Adjustment. |
| (xxii) | Index Disruption: | Calculation Agent Adjustment. |
| (xxiii) | Change in Law: | Applicable. |
| (xxiv) | Correction of Index Level: | Applicable. |
| (xxv) | Correction Cut-off Date: | In respect of: <ul style="list-style-type: none"> (i) the Initial Valuation Date and each Valuation Date (other than the Final Valuation Date), the second Business Day prior to the first Automatic Early Exercise Date scheduled to fall immediately after such date; and (ii) the Final Valuation Date, the second Business Day |

prior to the Maturity Date.

- (xxvi) Dividend Amount Provisions: Not Applicable.
- (xxvii) Index Disclaimer: Applicable. See also Annex C (*Index Disclaimer*) below.
36. **Commodity Linked Instruments (Single Commodity or Commodity Basket):** Not Applicable.
37. **Commodity Linked Instruments (Commodity Index or Commodity Strategy):** Not Applicable.
38. **FX Linked Instruments:** Not Applicable.
39. **Inflation Linked Instruments:** Not Applicable.
40. **Other Variable Linked Instruments:** Not Applicable.

GENERAL PROVISIONS APPLICABLE TO THE WARRANTS

41. **FX Disruption Event/CNY FX Disruption Event:** Not Applicable.
42. **Additional Business Centre(s):** TARGET (and, for the avoidance of doubt, London).
43. **Form of Warrants:** Euroclear/Clearstream Instruments.
44. **Minimum Trading Number:** 50.
45. **Permitted Trading Multiple:** One.
46. **Date of Board approval for issuance of Instruments obtained:** Not Applicable.
47. **Other final terms:** Applicable – see Annex A (*Other Final Terms*).

DISTRIBUTION

48. **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) Stabilising Manager(s) (if any): Not Applicable.
- (iv) If non-syndicated, name and address of Dealer: Goldman Sachs International, Peterborough Court, 133 Fleet Street, London EC4A 2BB, England.
49. **Additional selling restrictions:** Not Applicable.
50. **Non-exempt Offer:** Not Applicable.

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for issue, and admission to trading on the regulated market of the London Stock Exchange, of the Warrants described herein pursuant to the Programme for the issuance of Warrants, Notes and Certificates of Goldman Sachs International, Goldman Sachs (Jersey) Limited, Goldman, Sachs & Co. Wertpapier GmbH and Goldman Sachs Bank (Europe) plc.

RESPONSIBILITY

The Issuer and the Guarantor accept responsibility for the information contained in these Final Terms. To the best of the knowledge and belief of the Issuer and the Guarantor (which have taken all reasonable care to ensure that such is the case) the information contained in the Base Prospectus, as completed and/or amended by these Final Terms in relation to the Series of Warrants referred to above, is true and accurate in all material respects and, in the context of the issue of this Series, there are no other material facts the omission of which would make any statement in such information misleading.

Information about the past and further performance of the Underlying Asset and its volatility can be obtained from Bloomberg page UKX <Index> and Reuters page .FTSE (or their respective successors). Past performance of the Underlying Asset is not an indication of the future performance of the Underlying Asset.

Neither the Issuer nor the Guarantor has independently verified any such information, and neither accepts any responsibility for errors or omissions contained in such information. For the avoidance of doubt, such information is not incorporated by reference in, and does not form part of, the Base Prospectus or these Final Terms. Prospective purchasers of the Warrants may acquire such further information as they deem necessary in relation to the Underlying Asset from such publicly available information as they deem appropriate. Investors should make their own investment, hedging and trading decisions (including decisions regarding the suitability of this investment), based upon their own judgement and upon advice from such advisers as such investors deem necessary and not upon any view expressed by the Issuer or the Guarantor.

In deciding whether or not to purchase the Warrants, investors should form their own view of the merits of the Warrants based upon their own investigations and not in reliance upon the above information.

A fee may be paid in respect of this transaction, details of which are available on request.

REPRESENTATION

Each Holder will be deemed to have agreed that it will not offer, sell or deliver the Warrants in any jurisdiction except under circumstances that will result in compliance with the applicable laws thereof, and that such Holder will take at its own expense whatever action is required to permit its purchase and resale of the Warrants. European Economic Area standard selling restrictions apply.

Signed on behalf of Goldman Sachs International:

By:

Duly authorised

OTHER INFORMATION

LISTING AND ADMISSION TO TRADING Application has been made by the Issuer (or on its behalf) for the Warrants to be listed on the Official List and admitted to trading on the regulated market of the London 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 Warrants on the relevant stock exchange(s) over their entire lifetime. Warrants may be suspended from trading and/or delisted 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" as set out in the Base Prospectus, so far as the Issuer is aware, no person involved in the issue of the Warrants has an interest material to the issue.

REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

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

PERFORMANCE OF SHARE / INDEX / COMMODITY / FX RATE / INFLATION INDEX / OTHER VARIABLE, AND OTHER INFORMATION CONCERNING THE UNDERLYING

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

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

See also "Description of Certain Main Features of the Warrants" and "Scenario Analysis".

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):

Not Applicable.

Delivery: Delivery against payment.

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

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

Agent:

ANNEX A

OTHER FINAL TERMS

1. **Digital Option Payout Amount**

Unless previously redeemed or purchased and cancelled in accordance with the General Instrument Conditions or exercised pursuant to an Automatic Early Exercise Event in accordance with the General Instrument Conditions and paragraph 17 above, if the Calculation Agent determines that the Index Level on any Valuation Date is greater than or equal to the Digital Option Exercise Level (such an event being a "**Digital Option Trigger Event**" in respect of such Valuation Date), the Issuer shall pay, in respect of each Security, the Digital Option Payout Amount on the Digital Option Payment Date in respect of such Valuation Date.

For the avoidance of doubt, if a Digital Option Trigger Event has not occurred in respect of a Valuation Date, no Digital Option Payout Amount shall be payable on the Digital Option Payment Date in respect of such Valuation Date.

2. **Definitions**

The following words shall have the following meaning:

"Digital Option Exercise Level" means GBP 4'402.1625, being a level equal to 75 per cent. (75%) of the Reference Price (Initial), as determined by the Calculation Agent.

"Digital Option Payment Date" means, in respect of:

- (i) each Valuation Date (other than the Final Valuation Date), the Automatic Early Exercise Date corresponding to such Valuation Date; and
- (ii) the Final Valuation Date, the Maturity Date,

and, if the Calculation Agent determines that an Automatic Early Exercise Event has occurred on a Valuation Date (other than the Final Valuation Date), the Digital Option Payment Date immediately following such Valuation Date shall be the final Digital Option Payment Date (and there shall be no further Digital Option Payment Dates).

"Digital Option Payout Amount" means, in respect of a Valuation Date:

- (i) on which a Digital Option Trigger Event has occurred, the value set out in paragraph 10 above in the column entitled "Digital Option Payout Amount", corresponding to the Scheduled Valuation Date for such Valuation Date; and
- (ii) on which a Digital Option Trigger Event has not occurred, zero.

ANNEX B

INFORMATION RELATING TO THE UNDERLYING ASSET

Information on the Index and the Index Sponsor can be found at the website: www.ftse.com (but the information appearing on such website does not form part of these Final Terms).

ANNEX C

INDEX DISCLAIMER

These Warrants are not in any way sponsored, endorsed, sold or promoted by FTSE International Limited ("**FTSE**") or by The London Stock Exchange Plc (the "**Exchange**") or by The Financial Times Limited ("**FT**") and neither FTSE or the Exchange or FT makes any warranty or representation whatsoever, expressly or impliedly, either as to the results to be obtained from the use of the FTSE™ 100 ("**the Index**") and/or the figure at which the said Index stands at any particular time on any particular day or otherwise. The Index is compiled and calculated solely by FTSE. However, neither FTSE or the Exchange or FT shall be liable (whether in negligence or otherwise) to any person for any error in the Index and neither FTSE or the Exchange or FT shall be under any obligation to advise any person of any error therein.

SUPPLEMENTS TO THE BASE PROSPECTUS

The Base Prospectus dated July 15, 2011 has been supplemented by the following Supplement(s):

Supplement	Date
Supplement No. 1	July 25, 2011
Supplement No. 2	August 11, 2011
Supplement No. 3	September 12, 2011
Supplement No. 4	November 2, 2011
Supplement No. 5	November 11, 2011
Supplement No. 6	December 5, 2011
Supplement No. 7	December 22, 2011
Supplement No. 8	January 11, 2012
Supplement No. 9	January 23, 2012
Supplement No. 10	March 1, 2012