

Final Terms dated October 9, 2012

GOLDMAN SACHS INTERNATIONAL

Programme for the issuance of Warrants, Notes and Certificates

Issue of up to GBP 5'000'000 Six-Year Quanto GBP LastLook Multi Barrier Reverse Convertible Certificates on the ordinary shares of Unilever Plc, GlaxoSmithKline Plc, JPMorgan Chase & Co., Vodafone Group Plc and Wal-Mart Stores, Inc., due December 14, 2018 (the "Certificates" 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 "Guaranty") and the Guaranty will rank pari passu with all other unsecured and unsubordinated indebtedness of GSG.

DESCRIPTION OF CERTAIN MAIN FEATURES OF THE CERTIFICATES

The description below contains selective information about the certificates and the underlying assets and is an introduction to these final terms. Any decision to invest in the certificates 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	XS0687730241	Offer Period	An offer of the Securities may be made in the United Kingdom during the period commencing on, and including, October 9, 2012 and ending on, and including, June 25, 2013
Common Code	068773024	Initial Valuation Date	November 30, 2012
Valor	19535996	Issue Date	December 14, 2012
Interest Date	Commencement December 14, 2012	Valuation Date	November 30, 2018
Issue Price	100 per cent. of the Aggregate Nominal Amount	Maturity Date	December 14, 2018 (subject to adjustment in accordance with the Conditions)
Aggregate Nominal Amount	Up to GBP 5'000'000	Share Performance	In respect of each Underlying Asset, an amount determined by the Calculation Agent to be equal to the <i>quotient</i> of (i) the Reference Price (Final) of such Underlying Asset, <i>divided</i> by (ii) the Reference Price (Initial) of such Underlying Asset
Nominal	GBP 1.00		
Worst Performing Share	The Underlying Asset with the lowest Share Performance, as determined by the Calculation Agent, provided that, if one or more Underlying Assets have the same lowest Share Performance, then the Worst Performing Share shall be such Underlying Asset as selected by the Calculation Agent in its discretion	Minimum Share Performance	The Share Performance of the Worst Performing Share
Reference Price	In respect of an Underlying Asset and any relevant day, the official closing price of such Underlying Asset on the	Interest Rate	7.25 per cent. (7.25%) per annum

<p>Exchange on such day, as determined by the Calculation Agent</p> <p>Reference Price (Final) In respect of each Underlying Asset, the Reference Price of such Underlying Asset on the Valuation Date, as determined by the Calculation Agent</p> <p>Day Count Fraction 30/360</p> <p>Interest Payment Dates The Interest Payment Dates shall be (i) each date as set forth in the table entitled "Interest Payment Dates" immediately following the "Description of Certain Main Features of the Certificates", each subject to adjustment in accordance with the Following Business Day Convention, and (ii) the Maturity Date</p> <p>Interest Period Each period commencing on (and including) the Interest Commencement Date or any Interest Payment Date and ending on (but excluding) the next following Interest Payment Date</p>						
Underlying Assets	Bloomberg code	Reuters page	ISIN	Exchange	Reference Price (Initial)*	Barrier Level*
Unilever Plc (" ULVR ")	ULVR LN <Equity>	ULVR.L	GB00B10RZP78	London Stock Exchange	The Reference Price of ULVR on the Initial Valuation Date, as determined by the Calculation Agent	50 per cent. (50%) of the Reference Price (Initial), as determined by the Calculation Agent
GlaxoSmithKline Plc (" GSK ")	GSK LN <Equity>	GSK.L	GB0009252882	London Stock Exchange	The Reference Price of GSK on the Initial Valuation Date, as determined by the Calculation Agent	50 per cent. (50%) of the Reference Price (Initial), as determined by the Calculation Agent
JPMorgan Chase & Co. (" JPM ")	JPM UN <Equity>	JPM.N	US46625H1005	New York Stock Exchange	The Reference Price of JPM on the Initial Valuation Date, as determined by the Calculation Agent	50 per cent. (50%) of the Reference Price (Initial), as determined by the Calculation Agent
Vodafone Group Plc (" VOD ")	VOD LN <Equity>	VOD.L	GB00B16GWD56	London Stock Exchange	The Reference Price of VOD on the Initial Valuation Date, as determined by the Calculation Agent	50 per cent. (50%) of the Reference Price (Initial), as determined by the Calculation Agent
Wal-Mart Stores, Inc. (" WMT ")	WMT UN <Equity>	WMT.N	US9311421039	New York Stock Exchange	The Reference Price of WMT on the	50 per cent. (50%) of the Reference Price (Initial),

					Initial Valuation Date, as determined by the Calculation Agent	as determined by the Calculation Agent
<p>INTEREST AMOUNT</p> <p>Unless your Certificates redeem early or are adjusted in accordance with the Conditions, for each Certificate (of the Nominal) held, you will receive on each Interest Payment Date in respect of the Interest Period ending on (but excluding) such Interest Payment Date an amount in GBP, being the Interest Amount, equal to the <i>product</i> of (i) GBP 1.00, <i>multiplied</i> by (ii) the Interest Rate (i.e., 7.25 per cent. (7.25 %) per annum), <i>multiplied</i> by (iii) the Day Count Fraction, rounding the resulting figure to the nearest four decimal places (with 0.00005 being rounded upwards).</p> <p>CALCULATION OF SETTLEMENT AMOUNT AT MATURITY</p> <p>Unless your Certificates redeem early or are adjusted in accordance with the Conditions, you will receive on the Maturity Date for each Certificate (of the Nominal) that you hold:</p> <p>(i) if the Reference Price (Final) of each Underlying Asset is greater than or equal to its respective Barrier Level, GBP 1.00; or</p> <p>(ii) if the Reference Price (Final) of any Underlying Asset is less than its Barrier Level, an amount in GBP equal to the <i>product</i> of (a) GBP 1.00, <i>multiplied</i> by (b) the Minimum Share Performance. THIS MEANS THAT YOU MAY LOSE SOME OR ALL OF YOUR ORIGINAL INVESTED AMOUNT.</p> <p>A fee may be paid in respect of this transaction, details of which are available on request.</p> <p>*The Reference Price (Initial) and the Barrier Level will each be determined by the Calculation Agent on or around the Initial Valuation Date (being November 30, 2012) and the Reference Price (Initial) and the Barrier Level will be made available on the website of the Luxembourg Stock Exchange (www.bourse.lu) on or around the Issue Date (and for the avoidance of doubt, no supplement to these Final Terms or the Base Prospectus will be published in relation thereto).</p> <p>PLEASE ALSO REFER TO THE SECTION ENTITLED "RISK FACTORS" IN THE BASE PROSPECTUS.</p>						

Interest Payment Dates	
June 14, 2013	June 14, 2016
December 16, 2013	December 14, 2016
June 16, 2014	June 14, 2017
December 15, 2014	December 14, 2017
June 15, 2015	June 14, 2018
December 14, 2015	

SCENARIO ANALYSIS

THE SCENARIOS AND FIGURES PRESENTED BELOW ARE FOR ILLUSTRATIVE PURPOSES ONLY. THE INTEREST AMOUNT(S) AND SETTLEMENT AMOUNT IN RESPECT OF EACH CERTIFICATE WILL BE CALCULATED IN ACCORDANCE WITH THE TERMS OF THE CERTIFICATES AS SET OUT IN THE GENERAL INSTRUMENT CONDITIONS AND IN THESE FINAL TERMS.

The Issue Price per Certificate is 100 per cent. (100%) of the Aggregate Nominal Amount. The Aggregate Nominal Amount of Certificates to be issued is up to GBP 5'000'000. The Barrier Level in respect of each Underlying Asset is 50 per cent. (50%) of the Reference Price (Initial) of such Underlying Asset. The Interest Rate is 7.25 per cent. (7.25%) per annum. The Day Count Fraction for each Interest Period is assumed to be 0.50 (the actual Day Count Fraction applicable to each Interest Period is likely to be different).

INTEREST AMOUNT

The Interest Amount payable per Certificate (of the Nominal) on each Interest Payment Date will be equal to the *product* of (i) GBP 1.00, *multiplied* by (ii) the Interest Rate, *multiplied* by (iii) the Day Count Fraction applied to the Interest Period ending on (but excluding) such Interest Payment Date (and rounding the resulting figure of GBP 0.03625 to the nearest four decimal places, with 0.00005 rounded upwards), i.e., GBP 0.0363.

SETTLEMENT AMOUNT

Scenario 1

The Reference Price (Final) of each Underlying Asset is 100 per cent. or more of the Reference Price (Initial) of such Underlying Asset.

The Certificates will be redeemed on the Maturity Date, and the Settlement Amount payable per Certificate (of the Nominal) will be an amount equal to GBP 1.00.

Scenario 2

The Reference Price (Final) of each Underlying Asset is 50 per cent. of the Reference Price (Initial) of such Underlying Asset.

The Certificates will be redeemed on the Maturity Date, and the Settlement Amount payable per Certificate (of the Nominal) will be an amount equal to GBP 1.00.

Scenario 3

The Reference Price (Final) of one Underlying Asset is 49 per cent. of its Reference Price (Initial) and the Reference Price (Final) of each other Underlying Asset is 50 per cent. or more of its Reference Price (Initial).

The Certificates will be redeemed on the Maturity Date, and the Settlement Amount payable per Certificate (of the Nominal) will be an amount equal to GBP 0.49. **In this scenario, an investor who purchased the Certificates at the Issue Price will sustain a substantial loss of the amount originally invested.**

Scenario 4

The Reference Price (Final) of one Underlying Asset is 30 per cent. of its Reference Price (Initial) and the Reference Price (Final) of each other Underlying Asset is 50 per cent. or more of its Reference Price (Initial).

The Certificates will be redeemed on the Maturity Date, and the Settlement Amount payable per Certificate (of the Nominal) will be an amount equal to GBP 0.30. **In this scenario, an investor who purchased the Certificates at the Issue Price will sustain a substantial loss of the amount originally invested.**

Scenario 5

The Reference Price (Final) of one Underlying Asset is 0 per cent. of its Reference Price (Initial) and the Reference Price (Final) of each other Underlying Asset is 50 per cent. or more of its Reference Price (Initial).

The Certificates will be redeemed on the Maturity Date, and the Settlement Amount payable per Certificate (of the Nominal) will be an amount equal to zero. **In this scenario, an investor will sustain a total loss of the amount originally invested (other than the Interest Amounts received).**

The Base Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that, except as provided in sub-paragraph (ii) below, any offer of Certificates in any Member State of the European Economic Area which has implemented Directive 2003/71/EC (as amended by Directive 2010/73/EU, the "**Prospectus Directive**" and 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 Certificates. Accordingly any person making or intending to make an offer of the Certificates in that Relevant Member State may only do so in:

- (i) circumstances in which no obligation arises for the Issuer 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; or
- (ii) the Public Offer Jurisdiction mentioned below, provided such person is one of the persons mentioned below and that such offer is made during the Offer Period in respect of the relevant Public Offer Jurisdiction specified for such purpose therein.

The Issuer has not authorised, nor does it authorise, the making of any offer of Certificates 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 June 26, 2012 (the "**Base Prospectus**") and the supplements to the Base Prospectus listed in the section entitled "Supplement(s) to the Base Prospectus" below (and any further supplements to the Base Prospectus up to, and including, December 14, 2012), which together constitute a base prospectus for the purposes of the Prospectus Directive. This document constitutes the Final Terms of the Certificates described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus as so supplemented. Full information on the Issuer, the Guarantor and the offer of the Certificates 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. These Final Terms are available for viewing at www.bourse.lu.

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| 1. | (i) Issuer: | Goldman Sachs International. |
| | (ii) Guarantor: | The Goldman Sachs Group, Inc. |
| 2. | (i) ISIN: | XS0687730241. |
| | (ii) Common Code: | 068773024. |
| | (iii) Valor Number: | 19535996. |
| | (iv) Tranche Number: | One. |
| | (v) PIPG Tranche Number: | 26002. |
| 3. | Settlement Currency(ies): | Pound Sterling (" GBP "). |
| 4. | Aggregate Nominal Amount of Certificates in the Series: | |

(i) Series: Up to GBP 5'000'000.

(ii) Tranche: Up to GBP 5'000'000.

The final Aggregate Nominal Amount of Certificates to be issued under this Tranche will be determined by the Issuer on or around the Initial Valuation Date and will be made available on the website of the Luxembourg Stock Exchange (www.bourse.lu) on or around the Issue Date (and for the avoidance of doubt, no supplement to these Final Terms or the Base Prospectus will be published in relation thereto).

5. **Issue Price:** 100 per cent. (100%) of the Aggregate Nominal Amount.

Where:

"Aggregate Nominal Amount" means up to GBP 5'000'000; and

"Nominal" means GBP 1.00.

6. **Inducements, commissions and/or other fees:** A selling commission of 5.0 per cent. (5.0%) of the Issue Price has been paid by the Issuer. Further details are available on request.

7. **Issue Date:** December 14, 2012.

8. **Maturity Date:** The Maturity Date shall be December 14, 2018 (the **"Scheduled Maturity Date"**), and, if the adjustment set out in paragraph (i) of the definition of "Maturity Date" in Share Linked Provision 8 (*Definitions*) does not apply, the Maturity Date shall be subject to adjustment in accordance with the Following Business Day Convention.

The **"Strike Date"** is November 30, 2012.

9. **Underlying Asset(s):** The Shares (as defined in paragraph 34 below).

VALUATION PROVISIONS

10. **Valuation Date:** November 30, 2018, subject to adjustment in accordance with Share Linked Provision 1.6 (*Share Basket and Reference Dates - Common Scheduled Trading Day and Common Disrupted Day*).

11. **Initial Valuation Date:** November 30, 2012.

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

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

INTEREST PROVISIONS

14. **Interest Provisions:** Yes – General Instrument Condition 12 (*Certificates – Interest*) is applicable to the Certificates.
- (i) Notional Amount per Certificate: GBP 1.00 per Certificate.
- (ii) Interest Rate/Amount: In respect of each Interest Period, 7.25 per cent. (7.25%) per annum.
- The "**Interest Amount**" payable in respect of each Certificate (of the Nominal) on each Interest Payment Date shall be calculated as specified in the definition of "Interest Amount" in General Instrument Condition 2(a) (*Definitions*), where the Day Count Fraction shall be applied to the Interest Period ending on (but excluding) such Interest Payment Date and the result of such calculation shall be rounded to the nearest four decimal places, with 0.00005 rounded upwards.
- Each Interest Period shall be Adjusted.
- (iii) Day Count Fraction: 30/360.
- (iv) Interest Valuation Date: Not Applicable.
- (v) Interest Commencement Date: Issue Date.
- (vi) Interest Payment Dates: The Interest Payment Dates shall be:
- (i) each date as set forth in the table entitled "Interest Payment Dates" immediately following the "Description of Certain Main Features of the Certificates", in each case subject to adjustment in accordance with the Business Day Convention; and
- (ii) the Maturity Date.
- (vii) Business Day Convention: Following Business Day Convention.

SETTLEMENT PROVISIONS

15. **Settlement:** Cash Settlement.
16. **Call Option:** Not Applicable.
17. **Automatic Early Exercise:** Not Applicable.
18. **Settlement Amount:** The Settlement Amount payable in respect of each Certificate (of the Nominal) 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 (and, for the avoidance of doubt, together with the Interest Amount payable on the Interest Payment Date falling on the Maturity Date):
- (i) if the Reference Price (Final) of each Share is greater

than or equal to its respective Barrier Level, as determined by the Calculation Agent, the Settlement Amount shall be GBP 1.00; or

- (ii) if the Reference Price (Final) of any Share is less than its Barrier Level, as determined by the Calculation Agent, the Settlement Amount shall be an amount in the Settlement Currency determined by the Calculation Agent in accordance with the following formula:

$$\text{GBP 1.00} \times \text{MSP}$$

Where:

"Barrier Level" means, in respect of each Share, 50 per cent. (50%) of its Reference Price (Initial), as determined by the Calculation Agent on or around the Initial Valuation Date and the Barrier Level will be made available on the website of the Luxembourg Stock Exchange (www.bourse.lu) on or around the Issue Date (and for the avoidance of doubt, no supplement to these Final Terms or the Base Prospectus will be published in relation thereto);

"Minimum Share Performance" or **"MSP"** means the Share Performance of the Worst Performing Share;

"Reference Price" means, in respect of a Share and any relevant day, the official closing price of such Share on the Exchange on such day, as determined by the Calculation Agent;

"Reference Price (Final)" means, in respect of any Share, the Reference Price of such Share on the Valuation Date, as determined by the Calculation Agent;

"Reference Price (Initial)" means, in respect of any Share, the Reference Price of such Share on the Initial Valuation Date, as determined by the Calculation Agent on or around the Initial Valuation Date and the Reference Price (Initial) will be made available on the website of the Luxembourg Stock Exchange (www.bourse.lu) on or around the Issue Date (and for the avoidance of doubt, no supplement to these Final Terms or the Base Prospectus will be published in relation thereto);

"Share Performance" means, in respect of each Share, an amount determined by the Calculation Agent in accordance with the following formula:

$$\frac{\text{Reference Price (Final)}}{\text{Reference Price (Initial)}}; \text{ and}$$

"**Worst Performing Share**" means the Share with the lowest Share Performance, as determined by the Calculation Agent, provided that, in the event that two or more Shares have the same lowest Share Performance, then the Calculation Agent shall determine which of such Shares shall be the Worst Performing Share, and such determination shall be binding on all Holders.

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| 19. Physical Settlement: | Not Applicable. |
| 20. Non-scheduled Early Repayment
Amount: | Fair Market Value, and 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

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| 21. Exercise Style of Certificates: | The Certificates are European Style Instruments. General Instrument Condition 7(b) (<i>European Style Exercise</i>) is applicable. |
| 22. Exercise Period: | Not Applicable. |
| 23. Specified Exercise Dates: | Not Applicable. |
| 24. Expiration Date: | The Valuation Date. The Expiration Date shall not be subject to postponement to the next Business Day, and the definition of "Expiration Date" in General Instrument Condition 2(a) (<i>Definitions</i>) shall be amended accordingly. |
| 25. Automatic Exercise: | Yes – General Instrument Condition 7(k) is applicable, save that General Instrument Condition 7(k)(iii) 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 Certificates: | 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 Certificates:** The Certificates are Share Linked Instruments – the Share Linked Provisions are applicable.
34. **Share Linked Instruments:** Applicable.
- (i) Single Share or Share Basket: Share Basket.
- (ii) Name of Share(s): A basket (the "**Share Basket**") comprising the ordinary shares of:
- (i) Unilever Plc (*Bloomberg Code: ULVR LN <Equity>; Reuters screen: ULVR.L; ISIN: GB00B10RZP78*) ("**ULVR**");
 - (ii) GlaxoSmithKline Plc (*Bloomberg Code: GSK LN <Equity>; Reuters Code: GSK.L; ISIN: GB0009252882*) ("**GSK**");
 - (iii) JPMorgan Chase & Co. (*Bloomberg Code: JPM UN <Equity>; Reuters Code: JPM.N; ISIN: US46625H1005*) ("**JPM**");
 - (iv) Vodafone Group Plc (*Bloomberg Code: VOD LN <Equity>; Reuters Code: VOD.L; ISIN: GB00B16GWD56*) ("**VOD**"); and
 - (v) Wal-Mart Stores, Inc. (*Bloomberg Code: WMT UN <Equity>; Reuters Code: WMT.N; ISIN: US9311421039*) ("**WMT**"),
- each an "**Underlying Asset**" or "**Share**", and together, the "**Underlying Assets**" or "**Shares**".
- (iii) Exchange(s): In respect of:
- (i) ULVR, GSK and VOD, London Stock Exchange; and
 - (ii) JPM and WMT, New York Stock Exchange.
- (iv) Related Exchange(s): In respect of each Share, All Exchanges.
- (v) Options Exchange: In respect of each Share, Not Applicable.
- (vi) Valuation Time: In respect of each Share, as specified in Share Linked Provision 8 (*Definitions*).
- (vii) Market Disruption Events: In respect of each Share, as specified in Share Linked Provision 8 (*Definitions*).
- (viii) Single Share and Reference Dates – Not Applicable.
Consequences of Disrupted Days:

(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 Reference Dates - Basket Valuation (Common Scheduled Trading Day and Common Disrupted Day):	Applicable, as specified in Share Linked Provision 1.6 (<i>Share Basket and Reference Dates – Common Scheduled Trading Day and Common Disrupted Day</i>).
(a)	Maximum Days of Disruption:	As specified in Share Linked Provision 8 (<i>Definitions</i>).
(b)	No Adjustment:	Not Applicable.
(xiv)	Fallback Valuation Date:	Not Applicable.
(xv)	Observation Period:	Not Applicable.
(xvi)	Change in Law:	Applicable.
(xvii)	Extraordinary Event - Share Substitution:	Applicable.
(xviii)	Additional Disruption Events:	Not Applicable.
(xix)	Correction of Share Price:	Applicable.
(xx)	Correction Cut-off Date:	Applicable. In respect of the Initial Valuation Date and the Valuation Date, the second Business Day prior to the Maturity Date.
(xxi)	Depository Receipts Provisions:	Not Applicable.
(xxii)	Dividend Amount Provisions:	Not Applicable.
35.	Index Linked Instruments:	Not Applicable.
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 CERTIFICATES

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 Certificates:** Euroclear/Clearstream Instruments.
44. **Minimum Trading Number:** One Certificate (corresponding to a nominal amount of GBP 1.00).
45. **Permitted Trading Multiple:** One Certificate (corresponding to a nominal amount of GBP 1.00).
46. **Date approval for issuance of Instruments obtained:** Not Applicable.
47. **Other final terms:** Not Applicable.

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 of Peterborough Court, 133 Fleet Street, London EC4A 2BB, England.
49. **Additional selling restrictions:** Not Applicable.
50. **Non-exempt Offer:** An offer of the Certificates may be made by the placers other than pursuant to Article 3(2) of the Prospectus Directive in the United Kingdom (the "**Public Offer Jurisdiction**"), in each case, during the period commencing on, and including, October 9, 2012 and ending on, and including, June 25, 2013 (the "**Offer Period**"). See further paragraph entitled "Terms and Conditions of the Offer" below.

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for issue, public offer in the Public Offer Jurisdiction and admission to trading on the regulated market of the Luxembourg Stock Exchange, of the Certificates described herein pursuant to the Programme for the issuance of Warrants, Notes and Certificates of Goldman Sachs International, 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 Certificates 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 Assets and their volatility can be obtained from the Reuters or Bloomberg pages (or their successors) as specified in the table on page 2 of this document. Past performance of the Underlying Assets is not an indication of the future performance of the Underlying Assets.

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 Certificates may acquire such further information as they deem necessary in relation to the Underlying Assets 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 Certificates, investors should form their own view of the merits of the Certificates 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 Certificates 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 Certificates. 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 will be made by the Issuer (or on its behalf) for the Certificates 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 Certificates on the relevant stock exchange(s) over their entire lifetime. Certificates may be suspended from trading and/or de-listed at any time in accordance with applicable rules and regulations of the relevant stock exchange(s).

INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in the risk factor, "Risks associated with conflicts of interest between Goldman Sachs and purchasers of Securities" in the Base Prospectus, so far as the Issuer is aware, no person involved in the issue of the Certificates has an interest material to the issue.

REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

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| (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

The past and further performance and volatility of each Share 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 Certificates" 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 for Principal Programme Agent: eq-sd-operations@gs.com.

TERMS AND CONDITIONS OF THE OFFER

Offer Period: An offer of the Certificates may be made by the placers other than pursuant to Article 3(2) of the Prospectus Directive in the Public Offer Jurisdiction during the

	period commencing on, and including, October 9, 2012 and ending on, and including, June 25, 2013.
Offer Price:	The Issue Price, being GBP 1.00 per Certificate.
Conditions to which the offer is subject:	<p>The offer of the Certificates for sale to the public in the Public Offer Jurisdiction is subject to the relevant regulatory approvals having been granted, and the Certificates being issued.</p> <p>The Offer Period is subject to adjustment by or on behalf of the Issuer in accordance with the applicable regulations and any adjustments to such period will be set out in one or more notices to be made available during normal business hours at the registered office of the placer(s).</p> <p>The offer of the Certificates may be withdrawn in whole or in part at any time at the discretion of the Issuer.</p>
Description of the application process:	Details to be provided by the relevant placer(s).
Description of possibility to reduce subscription and manner for refunding excess amount paid by applicant:	Details to be provided by the relevant placer(s), if any.
Details of the minimum and/or maximum amount of application:	Details to be provided by the relevant placer(s), if any.
Details of the method and time limits for paying up and delivering the Certificates:	<p>The Certificates will be issued on the Issue Date against payment to the Issuer of the net subscription moneys.</p> <p>In respect of any offering of the Certificates by the placer(s), details will be provided by such relevant placer(s).</p>
Manner and date in which results of the offer are to be made public:	The results of the offering will be available on the website of the Issuer on or around the end of the Offer Period.
Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:	Not Applicable.
Categories of potential investors to which the Certificates are offered and whether tranche(s) have been reserved for certain countries:	<p>Offers may only be made by offerors authorised to do so in the Public Offer Jurisdiction. None of the Issuer, the Guarantor or the Dealer has taken or will take any action specifically with relation to the Certificates referred to herein to permit a public offering of such Certificates in any jurisdiction other than the Public Offer Jurisdiction.</p> <p>Following approval of the Base Prospectus dated June 26, 2012 (as supplemented up to, and including, the</p>

Issue Date) (the "**Base Prospectus**") and notification of the Base Prospectus (as supplemented) to the Financial Services Authority, Securities issued under the Programme may be offered to the public in the Public Offer Jurisdiction, not later than 12 months after the date of approval of the Base Prospectus and subject to, in certain cases, submission of Final Terms, all in accordance with the Prospectus Directive as implemented in the Public Offer Jurisdiction.

In other EEA countries, offers will only be made pursuant to an exemption from the obligation under the Prospectus Directive as implemented in such countries to publish a prospectus.

Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:

Not Applicable.

Amount of any expenses and taxes specifically charged to the subscriber or purchaser:

There is no withholding tax applicable to the Certificates in the United Kingdom.

Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place:

Walker Crips Group plc, Finsbury Tower, 103-105 Bunhill Row, London EC1Y 8LZ.

Consent to use the Base Prospectus

Identity of financial intermediary(ies) that are allowed to use the Base Prospectus:

Walker Crips Group plc, Finsbury Tower, 103-105 Bunhill Row, London EC1Y 8LZ, has the Issuer's consent to use the Base Prospectus.

Offer period during which subsequent resale or final placement of Instruments by financial intermediaries can be made:

The Offer Period.

Conditions attached to the consent:

The financial intermediary named above (i) has the Issuer's consent to use the Base Prospectus in respect of offers of the Securities made in the Public Offer Jurisdiction provided that it complies with all applicable laws and regulations; and (ii) has the Issuer's consent to use the Base Prospectus in respect of private placements of the Securities that do not subject the Issuer or any affiliate of the Issuer to any additional obligation to make any filing, registration, reporting or similar requirement with any financial regulator or other governmental or quasi governmental authority or body or securities exchange, or subject any officer, director or employee of the Issuer or any affiliate of the Issuer to personal liability, where such private placements are conducted in compliance with the applicable laws of the relevant jurisdictions thereof.

ANNEX

INFORMATION RELATING TO THE UNDERLYING ASSETS

Information on the Shares can be found at the websites: <http://www.londonstockexchange.com> (in respect of ULVR, GSK and VOD) and <http://www.nyse.com> (in respect of JPM and WMT) (and the information appearing on such websites does not form part of these Final Terms).

SUPPLEMENT(S) TO THE BASE PROSPECTUS

The Base Prospectus dated June 26, 2012 has been supplemented by the following Supplement(s):

Supplement	Date
Supplement No. 1	July 25, 2012
Supplement No. 2	August 13, 2012