



Final Terms dated December 27, 2012

GOLDMAN SACHS INTERNATIONAL

Programme for the issuance of Warrants, Notes and Certificates

Issue of 5'000'000 Five-Year GBP Participation Bonus Certificates on the FTSE™ 100 Index, due December 27, 2017 (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 as supplemented (defined below) as a whole, including the documents incorporated by reference.								
ISIN	GB00B8WY1J17	Initial Valuation Date	December 11, 2012					
Valoren	19724689	Issue Date	December 27, 2012					
Sedol	B8WY1J1	Valuation Date	December 11, 2017					
Common Code	057316993							
Settlement Currency	GBP							
Issue Price	GBP 1.00 per Certificate	Participation	150 per cent. (expressed as 1.5 for the purpose of calculation)					
Aggregate Number of Certificates	5'000'000	Maturity Date	December 27, 2017					
Nominal	GBP 1	Strike Level	GBP 5'332.473, being 90 per cent. (90%) of the Reference Price (Initial)					
Index Level	In respect of any relevant day, the official closing level of the Index on such relevant day, as calculated and published by the relevant Index Sponsor	Reference Price (Final)	Price	The Index Level on the Valuation Date, as determined by the Calculation Agent				
Underlying Asset	ISIN	Bloomberg	Reuters	Exchange	Index Sponsor	Reference Price (Initial)		Barrier Level
FTSE™ 100 Index (the "Index")	GB0001383545	UKX <Index>	.FTSE	The London Stock Exchange	FTSE International Limited	GBP 5'924.97, being the Index Level on the Initial Valuation Date		GBP 3'554.982, being 60 per cent. (60%) of the Reference Price (Initial)
CALCULATION OF SETTLEMENT AMOUNT AT MATURITY								
Unless your Certificates are redeemed early, are purchased and cancelled, or are adjusted, in each case in accordance with the Conditions, you will receive on the Maturity Date for each Certificate that you hold:								

- (i) if the Reference Price (Final) in respect of the Underlying Asset is equal to or greater than the Barrier Level, an amount in the Settlement Currency equal to the *product* of (a) the Nominal *multiplied* by (b) the *sum* of (I) one, *plus* (II) the *product* of (A) the Participation, *multiplied* by (B) the greater of (1) zero, and (2) the *quotient* of (aa) the Reference Price (Final) *minus* the Strike Level, *divided* by (bb) the Reference Price (Initial) (rounded to the nearest four decimal places, with GBP 0.00005 rounded upwards); or
- (ii) if the Reference Price (Final) in respect of the Underlying Asset is less than the Barrier Level, an amount in the Settlement Currency equal to the *product* of (a) the Nominal *multiplied* by (b) *quotient* of (I) the Reference Price (Final), *divided* by (II) the Reference Price (Initial) (rounded to the nearest four decimal places, with GBP 0.00005 rounded upwards). **This means that you could lose some or all of your original invested amount.**

PLEASE ALSO REFER TO THE SECTION ENTITLED "RISK FACTORS" IN THE BASE PROSPECTUS.

SCENARIO ANALYSIS

THE SCENARIOS AND FIGURES PRESENTED BELOW ARE FOR ILLUSTRATIVE PURPOSES ONLY. THE 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 THESE FINAL TERMS.

The Nominal per Certificate is GBP 1 and the Issue Price is GBP 1 per Certificate. The Reference Price (Initial) is GBP 5'924.97. The Barrier Level is GBP 3'554.982, being 60 per cent. (60%) of the Reference Price (Initial). The Strike Level is GBP 5'332.473, being 90 per cent. (90%) of the Reference Price (Initial).

Scenario 1

The Index Level on the Valuation Date is 120 per cent. of the Reference Price (Initial).

The Certificates will be redeemed on the Maturity Date and the Settlement Amount payable per Certificate will be an amount equal to the *product* of (i) the Nominal *multiplied* by (ii) the *sum* of (a) one, *plus* (b) the *product* of (I) the Participation, *multiplied* by (II) the greater of (A) zero, and (B) the *quotient* of (aa) the Reference Price (Final) *minus* the Strike Level, *divided* by (bb) the Reference Price (Initial), i.e., GBP 1.45 in total.

Scenario 2

The Index Level on the Valuation Date is 100 per cent. of the Reference Price (Initial).

The Certificates will be redeemed on the Maturity Date and the Settlement Amount payable per Certificate will be an amount equal to the *product* of (i) the Nominal *multiplied* by (ii) the *sum* of (a) one, *plus* (b) the *product* of (I) the Participation, *multiplied* by (II) the greater of (A) zero, and (B) the *quotient* of (aa) the Reference Price (Final) *minus* the Strike Level, *divided* by (bb) the Reference Price (Initial), i.e., GBP 1.15 in total.

Scenario 3

The Index Level on the Valuation Date is 90 per cent. of the Reference Price (Initial).

The Certificates will be redeemed on the Maturity Date and the Settlement Amount payable per Certificate will be an amount equal to the *product* of (i) the Nominal *multiplied* by (ii) the *sum* of (a) one, *plus* (b) the *product* of (I) the Participation, *multiplied* by (II) the greater of (A) zero, and (B) the *quotient* of (aa) the Reference Price (Final) *minus* the Strike Level, *divided* by (bb) the Reference Price (Initial), i.e., GBP 1.00 in total.

Scenario 4

The Index Level on the Valuation Date is 60 per cent. of the Reference Price (Initial).

The Certificates will be redeemed on the Maturity Date and the Settlement Amount payable per Certificate will be an amount equal to the *product* of (i) the Nominal *multiplied* by (ii) the *sum* of (a) one, *plus* (b) the *product* of (I) the Participation, *multiplied* by (II) the greater of (A) zero, and (B) the *quotient* of (aa) the Reference Price (Final) *minus* the Strike Level, *divided* by (bb) the Reference Price (Initial), i.e., GBP 1.00 in total.

Scenario 5

The Index Level on the Valuation Date is 59 per cent. of the Reference Price (Initial).

The Certificates will be redeemed on the Maturity Date and the Settlement Amount payable per Certificate will be 59 per cent. of the Nominal, GBP 0.59. **In this scenario, an investor who purchased the Certificates at the Issue Price will sustain a partial loss of the amount invested in the Certificates.**

Scenario 6

The Index Level on the Valuation Date is 20 per cent. of the Reference Price (Initial).

The Certificates will be redeemed on the Maturity Date and the Settlement Amount payable per Certificate will be 20 per cent. of the Nominal, GBP 0.20. **In this scenario, an investor who purchased the Certificates at the Issue Price will sustain a substantial loss of the amount invested in the Certificates.**

Scenario 7

The Index Level on the Valuation Date is zero per cent. of the Reference Price (Initial).

The Certificates will be redeemed on the Maturity Date and the Settlement Amount payable per Certificate will be zero. **In this scenario, an investor will sustain a total loss of the amount invested in the Certificates.**

The Base Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that any offer of the 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 in that Relevant Member State of the Certificates 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 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 supplement(s) to the Base Prospectus listed in the section entitled "Supplement(s) to the Base Prospectus" below (and any further supplements up to, and including, December 27, 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 the 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 supplement(s) 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.

1.
 - (i) **Issuer:** Goldman Sachs International.
 - (ii) **Guarantor:** The Goldman Sachs Group, Inc.
2.
 - (i) **ISIN:** GB00B8WY1J17.
 - (ii) **Sedol:** B8WY1J1.
 - (iii) **Common Code:** 057316993.
 - (iv) **Valoren:** 19724689.
 - (v) **Tranche Number:** One.
 - (vi) **PIPG Tranche Number:** 27397.
3. **Settlement Currency(ies):** Pound Sterling ("**GBP**").
4. **Aggregate Number of Certificates:**
 - (i) **Series:** 5'000'000.
 - (ii) **Tranche:** 5'000'000.
5. **Issue Price:** GBP 1.00 per Certificate.
6. **Inducements, commissions and/or other fees:** Not Applicable.

7. **Issue Date:** December 27, 2012.
8. **Maturity Date:** The Maturity Date shall be December 27, 2017 (the "**Scheduled Maturity Date**").

The "**Strike Date**" is December 11, 2012. For the purposes of the postponement referred to in paragraph (i) of the definition of "Maturity Date" in Index Linked Provision 8 (*Definitions*), the Relevant Determination Date is the Valuation Date.

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

VALUATION PROVISIONS

10. **Valuation Dates:** December 11, 2017.
11. **Initial Valuation Date:** December 11, 2012.
12. **Averaging Dates:** Not Applicable.
13. **Initial Averaging Date(s):** Not Applicable.

INTEREST PROVISIONS

14. **Interest Provisions:** Not Applicable

SETTLEMENT PROVISIONS

15. **Settlement:** Cash Settlement.
16. **Call Option:** Not Applicable.
17. **Automatic Early Exercise:** Not Applicable.
18. **Settlement Amount:** Unless the Certificates are redeemed early, are purchased and cancelled, or are adjusted, in each case in accordance with the Conditions, each Certificate shall be redeemed on the Maturity Date and the Settlement Amount payable in respect of each Certificate 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) in respect of the Index is equal to or greater than the Barrier Level (as determined by the Calculation Agent), the Settlement Amount payable in respect of each Certificate shall be an amount determined by the Calculation Agent in accordance with the following formula (rounded to the nearest four decimal places, with GBP 0.00005 rounded upwards):

$$N \times \left[1 + P \times \max \left(0; \frac{RP(\text{Final}) - \text{Strike Level}}{RP(\text{Initial})} \right) \right]$$

- (ii) if the Reference Price (Final) in respect of the Index is

less than the Barrier Level (as determined by the Calculation Agent), the Settlement Amount payable in respect of each Certificate shall be an amount determined by the Calculation Agent in accordance with the following formula (rounded to the nearest four decimal places, with GBP 0.00005 rounded upwards):

$$N \times \frac{RP(\text{Final})}{RP(\text{Initial})}$$

Where:

"Barrier Level" means GBP 3'554.982, being equal to 60 per cent. (60%) of the Reference Price (Initial) as determined by the Calculation Agent.

"Max" followed by a series of amounts inside brackets, means whichever is the greater of the amounts separated by a semi-colon inside those brackets.

"Nominal" or **"N"** means GBP 1.

"Participation" or **"P"** means 150 per cent. (expressed as 1.5 for the purpose of calculation).

"Reference Price (Initial)" or **"RP(Initial)"** means GBP 5,924.97, being the Index Level on the Initial Valuation Date, as determined by the Calculation Agent.

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

"Strike Level" means GBP 5'332.473, being equal to 90 per cent. (90%) of the Reference Price (Initial) as determined by the Calculation Agent.

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

21. **Exercise Style of Certificates:**

The Certificates 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:** The Valuation Date, provided that 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) (*Definitions*) 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 Index Linked Instruments – the Index Linked Provisions are applicable (as amended below).
34. **Share Linked Instruments:** Not Applicable.
35. **Index Linked Instruments:** Applicable.
- (i) Single Index or Index Basket: Single Index.
- (ii) Name of Index(ices): The FTSE™ 100 Index (*Bloomberg Code: UKX Index; Reuters Code: .FTSE; ISIN: GB0001383545*) (The "**Index**").
- For more information, see Annex A (*Information relating to the Underlying Asset*) hereto. See also Annex B (*Disclaimer*).
- (iii) Type of Index: Unitary Index.
- (iv) Exchange(s): The 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 (expressed in GBP) as at the Valuation Time on the relevant date as calculated and published by the Index Sponsor, as determined by the Calculation Agent.

- (ix) Valuation Time: As specified in Index Linked Provision 8 (*Definitions*).
- (x) Index-Linked Derivatives Contract Provisions: Not Applicable.
- (xi) Market Disruption Event / As specified in Index Linked Provision 8 (*Definitions*).
Disrupted Days:
- (xii) Single Index and Reference Dates – Consequences of Disrupted Days: Applicable – as specified in Index Linked Provision 1.1 (*Single Index and Reference Dates*).
- (a) Maximum Days of Disruption: Applicable – as specified in Index Linked Provision 8 (*Definitions*).
- (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:	Applicable – in respect of the Initial Valuation Date and the Valuation Date, the second Business Day prior to the Maturity Date.
(xxvi) Dividend Amount Provisions:	Not Applicable.
(xxvii) Index Disclaimer:	Applicable. See also Annex B (<i>Disclaimer</i>) 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 CERTIFICATES

41. FX Disruption Event/CNY FX Disruption Event:	Not Applicable.
42. Additional Business Centre(s):	For the avoidance of doubt, London.
43. Form of Certificates:	CREST Registered Instruments.
44. Minimum Trading Number:	One Certificate.
45. Permitted Trading Multiple:	One Certificate.
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:** 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 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.

The information set out in Annex A (*Information relating to the Underlying Asset*) has been extracted from the sources specified therein. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware, and is able to ascertain from information published by such sources, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Information about the past and further performance of the Underlying Asset and its volatility can be obtained from the Reuters or Bloomberg pages (or their respective successors) as specified in the table relating to the Underlying Asset in the section entitled "Description of Certain Main Features of the Certificates" of this document. 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 Certificates 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 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.

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 has been 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

- | | |
|---------------------------------|-----------------|
| (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

Information about the 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 Certificates" and "Scenario Analysis".

OPERATIONAL INFORMATION

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

Delivery: Delivery against payment.

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

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

Consent to use the Base Prospectus

Identity of financial intermediary(ies) that are Brooks Macdonald,

allowed to use the Base Prospectus:

111 Park Street,
Mayfair,
London,
W1K 7JL.

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

Open.

Conditions attached to the consent:

In relation to each financial intermediary referenced above (or, if none, each financial intermediary appointed by the Issuer in relation to the Securities), such financial intermediary:

- (i) 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 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;

BUT

- (ii) does not have (and nor does any other financial intermediary have):
 - (a) the Issuer's consent to use the Base Prospectus in respect of any offering or sale of the Securities in any jurisdiction except under circumstances that will result in compliance with the applicable laws thereof; or
 - (b) the Issuer's consent to use the Base Prospectus in any public offering of the Securities in any jurisdiction.

ANNEX A

Information relating to the Underlying Asset

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

ANNEX B

Disclaimer

FTSE™ 100 Index

These Certificates 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 none of 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 Index (the "**Index**") and/or the figure at which the Index stands at any particular time on any particular day or otherwise. The Index is compiled and calculated solely by FTSE. However, none of FTSE or the Exchange or FT shall be liable (whether in negligence or otherwise) to any person for any error in the Index and none of FTSE or the Exchange or FT shall be under any obligation to advise any person of any error therein.

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
Supplement No. 3	October 12, 2012
Supplement No. 4	October 18, 2012
Supplement No. 5	November 8, 2012