



June 20, 2013

Goldman Sachs International (the "Issuer")

NOTICE OF FINAL ISSUE SIZE

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|---------------|--------------|
| ISIN: | XS0839327599 |
| Common Code: | 083932759 |
| PIPG Tranche: | 30776 |

**GOLDMAN SACHS INTERNATIONAL
Programme for the Issuance
of Warrants, Notes and Certificates**

**Issue of GBP 20'000'000 Five-Year Quanto GBP Worst of Reverse Convertible Notes
on the EURO STOXX 50® Index (Price EUR), the S&P 500® Index and the FTSE™ 100 Index,
due June 20, 2018 (the "Notes" or the "Securities")**

Guaranteed by The Goldman Sachs Group, Inc.

We refer to the final terms dated May 20, 2013 relating to the Notes (the "Final Terms").

Issue Size

1. We hereby notify you that the final Aggregate Nominal Amount will be GBP 20'000'000.

Initial Index Level

2. We hereby notify you that in respect of the Index which is:

- (i) the SX5E Index, the Initial Index Level is EUR 2'676.21;
- (ii) the SPX Index, the Initial Index Level is U.S.\$ 1'622.56; and
- (iii) the UKX Index, the Initial Index Level is GBP 6'336.11,

being, in respect of each Index, the Index Level of such Index on the Initial Valuation Date, as determined by the Calculation Agent.

Margin

3. We hereby notify you that the Margin is 5.25 per cent. (5.25%) (expressed for the purposes of calculation as 0.0525).

Capitalised terms not defined herein shall have the meaning given thereto in the final terms dated June 20, 2013 in respect of the Certificates, a copy of which is attached to this notice.

The Issuer and the Guarantor accept responsibility for the information contained in this notice.

Final Terms dated June 20, 2013

GOLDMAN, SACHS & CO. WERTPAPIER GMBH

Programme for the issuance of Warrants, Notes and Certificates

**Issue of GBP 20'000'000 Five-Year Quanto GBP Worst of Reverse Convertible Notes
on the EURO STOXX 50® Index (Price EUR), the S&P 500® Index and the FTSE™ 100 Index,
due June 20, 2018 (the "Notes" 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 NOTES

The description below contains selective information about the Notes and the underlying assets and is an introduction to these final terms. Any decision to invest in the Notes 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 | XS0839327599 | Offer Period | An offer of the Securities may be made in the United Kingdom during the period commencing on (and including) May 20, 2013 and ending on (and including) June 25, 2013 |
| Common Code | 083932759 | | |
| Valor Number | 21019839 | | |
| WKN | GT5000 | Issue Date | June 20, 2013 |
| Specified Currency | GBP | Initial Valuation Date | June 6, 2013 |
| Issue Price | 100 per cent. (100%) of the Aggregate Nominal Amount | Valuation Date | June 6, 2018 |
| Aggregate Nominal Amount | GBP 20'000'000 Notes | Maturity Date | June 20, 2018 |
| Specified Denomination | An initial amount of GBP 1'000 and integral multiples of GBP 1.00 above this | Interest Dates | Each of: |
| Barrier Level | In respect of each Underlying Asset and the Valuation Date, 65 per cent. (65%) of the Initial Index Level of such Underlying Asset | | (i) the 20 th day of each March, June, September and December, commencing on (and including) September 20, 2013 and ending on (and including) March 20, 2018, in each case, subject to adjustment if such day is not a business day; and |
| Index Level | In respect of each Underlying Asset and any relevant day, the official closing level of such Underlying Asset, as determined by the Calculation Agent as of the Valuation Time (expressed in the relevant currency) on such day, as calculated and published by the Index Sponsor | | (ii) the Maturity Date |
| Final Index Level | In respect of each Underlying Asset, the Index Level of such Underlying Asset on the Valuation Date, as determined by the Calculation Agent | Interest Periods | The period commencing on, and including, the Issue Date and ending on, but excluding, the date on which the first Interest Payment Date is scheduled to fall and each period commencing on, and including, the date on which an Interest Payment Date is scheduled to fall and ending on, but excluding, the next following date on which an Interest Payment Date is scheduled to fall |

| Day Count Fraction | Actual/365 (Fixed) | 3 Month GBP-LIBOR | In respect of any relevant day, the rate for deposits in GBP for a period of three months, expressed as a percentage, which appears on the Reuters screen LIBOR01 page as of 11.00 a.m., London time, on such day | | |
|---|---|---------------------------------------|--|----------------------------|--|
| Margin | 5.25 per cent. (5.25%) (expressed for the purposes of calculation as 0.0525) | Underlying Performance | In respect of each Underlying Asset, an amount determined by the Calculation Agent equal to the <i>quotient</i> of (i) the Final Index Level of such Underlying Asset, <i>divided</i> by (ii) the Initial Index Level of such Underlying Asset | | |
| Worst Performing Underlying | The Underlying Asset with the lowest Underlying Performance, as determined by the Calculation Agent, provided that, in the event that two or more of the Underlying Assets have the same lowest Underlying Performance, then the Calculation Agent shall determine in its sole and absolute discretion which of such Underlying Assets shall be the Worst Performing Underlying, and such Underlying Asset as so selected shall be deemed the Worst Performing Underlying | Minimum Underlying Performance | The Underlying Performance of the Worst Performing Underlying | | |
| Underlying Assets | ISIN | Bloomberg page | Reuters screen | Index Sponsor | Initial Index Level |
| EURO STOXX 50® Index (Price EUR) (the "SX5E Index") | EU0009658145 | SX5E <Index> | .STOXX50E | STOXX Limited | EUR 2'676.21, being the Index Level on the Initial Valuation Date |
| S&P 500® Index (the "SPX Index") | US78378X1072 | SPX <Index> | .SPX | S&P Dow Jones Indices LLC | U.S.\$ 1'622.56, being the Index Level on the Initial Valuation Date |
| FTSE™ 100 Index (the "UKX Index") | GB0001383545 | UKX <Index> | .FTSE | FTSE International Limited | GBP 6'336.11, being the Index Level on the Initial Valuation Date |
| CALCULATION OF INTEREST AMOUNTS | | | | | |
| Unless your Notes are redeemed early, are purchased and cancelled, or are adjusted, in each case in accordance with the Conditions, you will receive in respect of each nominal amount of each Note equal to the Calculation Amount that you hold and each Interest Payment Date, an amount in the Specified Currency equal to the <i>product</i> of (i) GBP 1.00, <i>multiplied</i> by (ii) the <i>greater</i> of (a) zero, and (b) the <i>sum</i> of (I) the 3 Month GBP-LIBOR in respect of the first day of the Interest Period ending on (but excluding) the day on which such Interest Payment Date is scheduled to fall, <i>plus</i> (II) the Margin, and further <i>multiplied</i> by (iii) the Day Count Fraction. | | | | | |
| CALCULATION OF FINAL REDEMPTION AMOUNT ON MATURITY | | | | | |
| Unless your Notes are redeemed early, are adjusted, or are purchased and cancelled, in each case in accordance with the Conditions, for each nominal amount of each Note equal to the Calculation Amount held, you will receive on the Maturity Date the Final Redemption Amount, which will be an amount calculated as follows: | | | | | |
| <ul style="list-style-type: none"> (i) if the Final Index Level of each Underlying Asset is greater than or equal to its respective Barrier Level, an amount in the Specified Currency equal to GBP 1.00; or (ii) if the Final Index Level of at least one Underlying Asset is less than its respective Barrier Level, an amount in the Specified Currency equal to the <i>product</i> of (a) GBP 1.00, <i>multiplied</i> by (b) the Minimum Underlying Performance. THIS MEANS THAT YOU MAY 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 FINAL REDEMPTION AMOUNT AND THE INTEREST AMOUNT IN RESPECT OF EACH NOMINAL AMOUNT OF EACH NOTE EQUAL TO THE CALCULATION AMOUNT WILL BE CALCULATED IN ACCORDANCE WITH THE TERMS OF THE NOTES AS SET OUT IN THE GENERAL NOTE CONDITIONS AND IN THESE FINAL TERMS.

The Issue Price is 100 per cent. of the Aggregate Nominal Amount. **Only for the purposes of this Scenario Analysis, the Margin is deemed to be 4.50 per cent. (4.50%) (expressed as 0.0450).**

INTEREST AMOUNTS

Scenario 1

In respect of an Interest Payment Date, the 3 Month GBP-LIBOR in respect of the first day of the Interest Period ending on (but excluding) the day on which such Interest Payment Date is scheduled to fall is 1.00 per cent. (1.00%) per annum and the actual number of days in such Interest Period is 90.

The Interest Amount for each nominal amount of each Note equal to the Calculation Amount payable on such Interest Payment Date will be GBP 0.014 (rounded to three decimal places, with GBP 0.0005 rounded upwards).

Scenario 2

In respect of an Interest Payment Date, the 3 Month GBP-LIBOR in respect of the first day of the Interest Period ending on (but excluding) the day on which such Interest Payment Date is scheduled to fall is 0.50 per cent. (0.50%) per annum and the actual number of days in such Interest Period is 90.

The Interest Amount for each nominal amount of each Note equal to the Calculation Amount payable on such Interest Payment Date will be GBP 0.012 (rounded to three decimal places, with GBP 0.0005 rounded upwards).

Scenario 3

In respect of an Interest Payment Date, the 3 Month GBP-LIBOR in respect of the first day of the Interest Period ending on (but excluding) the day on which such Interest Payment Date is scheduled to fall is zero per cent. (0%) per annum and the actual number of days in such Interest Period is 90.

The Interest Amount for each nominal amount of each Note equal to the Calculation Amount payable on such Interest Payment Date will be GBP 0.011 (rounded to three decimal places, with GBP 0.0005 rounded upwards).

Scenario 4

In respect of an Interest Payment Date, the 3 Month GBP-LIBOR in respect of the first day of the Interest Period ending on (but excluding) the day on which such Interest Payment Date is scheduled to fall is minus 2.5 per cent. (-2.50%) per annum and the actual number of days in such Interest Period is 90.

The Interest Amount for each nominal amount of each Note equal to the Calculation Amount payable on such Interest Payment Date will be GBP 0.005 (rounded to three decimal places, with GBP 0.0005 rounded upwards).

FINAL REDEMPTION AMOUNT

Scenario 5

The Final Index Level in respect of the each Underlying Asset is 65 per cent. (65%) or more of its respective Initial Index Level.

The Final Redemption Amount payable on the Maturity Date for each nominal amount of each Note equal to the Calculation Amount will be GBP 1.00, *plus* the Interest Amount payable on the Maturity Date.

Scenario 6

The Final Index Level of the Worst Performing Underlying is 64 per cent. (64%) of its Initial Index Level.

The Final Redemption Amount payable on the Maturity Date for each nominal amount of each Note equal to the Calculation Amount will be GBP 0.64, *plus* the Interest Amount payable on the Maturity Date. **In this scenario, an investor who purchased the Notes at the Issue Price will sustain a substantial loss of the amount invested in the Notes (other than the Interest Amounts received).**

Scenario 7

The Final Index Level of the Worst Performing Underlying is zero per cent. (0%) of its Initial Index Level.

The Final Redemption Amount payable on the Maturity Date for each nominal amount of each Note equal to the Calculation Amount will be zero, *plus* the Interest Amount payable on the Maturity Date. **In this scenario, an investor who purchased the Notes will sustain a total loss of the amount invested in the Notes (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 Securities 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 Securities. Accordingly, any person making or intending to make an offer of the Securities 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 specified for such purpose therein.

The Issuer has not authorised, nor does it authorise, the making of any offer of Securities in any other circumstances.

CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the General Note Conditions set forth in the base prospectus 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, June 20, 2013) which together constitute a base prospectus for the purposes of the Prospectus Directive. This document constitutes the Final Terms of the Securities 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 Securities 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.

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| 1. | (i) Issuer: | Goldman, Sachs & Co. Wertpapier GmbH. |
| | (ii) Guarantor: | The Goldman Sachs Group, Inc. |
| 2. | (i) ISIN: | XS0839327599. |
| | (ii) Common Code: | 083932759. |
| | (iii) Valor Number: | 21019839. |
| | (iv) WKN: | GT5000. |
| | (v) Tranche Number: | One. |
| | (vi) PIPG Tranche Number: | 30776. |
| 3. | Specified Currency or Currencies: | Pound Sterling ("GBP"). |
| 4. | Aggregate Nominal Amount: | |
| | (i) Series: | GBP 20'000'000. |

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| | (ii) Tranche: | GBP 20'000'000. |
| 5. | Issue Price: | 100 per cent. (100%) of the Aggregate Nominal Amount. |
| 6. | Inducements, commissions and/or other fees: | Not Applicable. |
| 7. | (i) Specified Denomination: | An initial amount of GBP 1'000 and integral multiples of GBP 1.00 above this. |
| | (ii) Calculation Amount: | GBP 1.00. |
| 8. | Issue Date: | June 20, 2013. |
| 9. | Maturity Date: | The Maturity Date shall be June 20, 2018 (the " Scheduled Maturity Date "), subject to adjustment in accordance with the Modified Following Business Day Convention if the Maturity Date is not adjusted in accordance with the definition of "Maturity Date" in Index Linked Provision 8 (<i>Definitions</i>). |
| | | The " Strike Date " is June 6, 2013. |
| 10. | Underlying Assets: | The Indices (as defined in paragraph 35 below). |

VALUATION PROVISIONS

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| 11. | Valuation Date: | June 6, 2018. |
| 12. | Initial Valuation Date: | June 6, 2013. |
| 13. | Averaging Dates: | Not Applicable. |
| 14. | Initial Averaging Date(s): | Not Applicable. |

INTEREST PROVISIONS

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|-----|---------------------------------------|---|
| 15. | Interest Basis: | Floating Rate. |
| 16. | Interest Commencement Date: | Issue Date. |
| 17. | Fixed Rate Note Provisions: | Not Applicable. |
| 18. | Floating Rate Note Provisions: | Applicable. |
| | (i) Interest Periods: | As defined in General Note Condition 2(a). |
| | | Each Interest Period shall be Unadjusted. |
| | (ii) Interest Payment Dates: | The Interest Payment Dates shall be each of: |
| | | (i) the 20th day of each March, June, September and December, commencing on (and including) September 20, 2013 and ending on (and including) March 20, 2018, in each case, subject to adjustment in |

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| | | accordance with the Business Day Convention; and |
| | (ii) | the Maturity Date. |
| (iii) | Business Day Convention: | Modified Following Business Day Convention. |
| (iv) | Manner in which the Rate(s) of Interest is/are to be determined: | ISDA Determination. |
| (v) | Screen Rate Determination: | Not Applicable. |
| (vi) | ISDA Determination: | Applicable. <ul style="list-style-type: none"> – Floating Rate Option: GBP-LIBOR-BBA. – Designated Maturity: Three months. – Reset Date: The first day of each Interest Period. |
| (vii) | Margin(s): | 5.25 per cent. (5.25%) (expressed for the purposes of calculation as 0.0525). |
| (viii) | Minimum Rate of Interest: | Zero per cent. (0%) per annum. |
| (ix) | Maximum Rate of Interest: | Not Applicable. |
| (x) | Day Count Fraction: | Actual/365 (Fixed). |
| (xi) | Specified Period: | Not Applicable. |
| (xii) | Fall back provisions, rounding provisions, denominator and any other terms relating to the method of calculating interest on Floating Rate Notes, if different from those set out in the General Note Conditions: | The definition of "GBP-LIBOR-Reference Banks" appearing in Section 7.1(w)(iii) of the 2006 ISDA Definitions shall be deemed to be amended by inserting the following as the last sentence thereof: "If fewer than two such rates are quoted, the value of the GBP-LIBOR-Reference Banks for such Reset Date shall be such rate as is determined by the Calculation Agent in its discretion, acting in good faith and in a commercially reasonable manner." |
| 19. | Zero Coupon Note Provisions: | Not Applicable. |
| 20. | Interest linked to one or more Underlying Assets Provisions: | Not Applicable. |
| REDEMPTION PROVISIONS | | |
| 21. | Redemption/Payment Basis: | Index Linked. |
| 22. | Call Option: | Not Applicable. |
| 23. | Put Option: | Not Applicable. |
| 24. | Automatic Early Exercise: | Not Applicable. |
| 25. | Final Redemption Amount of each | |

Note:

In cases where the Final Redemption Amount is Share-Linked, Index-Linked, Commodity-Linked, FX-Linked, Inflation Linked or other variable-linked:

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|---|---|
| (i) Underlying Asset(s): | The Indices (as defined in paragraph 35 below). |
| (ii) Provisions for determining Final Redemption Amount where calculated by reference to Share and/or Index and/or Commodity and/or FX Rate and/or Inflation Index and/or other variable: | Unless the Notes are redeemed early, are purchased and cancelled, or are adjusted, in each case in accordance with the Conditions, the Final Redemption Amount payable in respect of each nominal amount of each Note equal to the Calculation Amount shall be an amount in the Specified Currency determined by the Calculation Agent in accordance with paragraph (i) or (ii) below, as applicable: (i) if the Final Index Level in respect of each Index is greater than or equal to its respective Barrier Level (as determined by the Calculation Agent), the Final Redemption Amount payable in respect of each nominal amount of each Note equal to the Calculation Amount shall be an amount in the Specified Currency equal to GBP 1.00; or (ii) if the Final Index Level in respect of at least one Index is less than its respective Barrier Level (as determined by the Calculation Agent), the Final Redemption Amount payable in respect of each nominal amount of each Note equal to the Calculation Amount shall be an amount in the Specified Currency determined by the Calculation Agent in accordance with the following formula: |

GBP 1.00 × MUP.

Where:

"Barrier Level" means, in respect of each Index, 65 per cent. (65%) of the Initial Index Level of such Index, as determined by the Calculation Agent.

"Final Index Level" means, in respect of each Index, the Index Level of such Index on the Valuation Date, as determined by the Calculation Agent.

"Initial Index Level" means, in respect of:

- (i) the SX5E Index, EUR 2'676.21;
- (ii) the SPX Index, U.S.\$ 1'622.56; and
- (iii) the UKX Index, GBP 6'336.11,

in each case, being the Index Level of such Index on the Initial Valuation Date, as determined by the Calculation Agent.

"Minimum Underlying Performance" or **"MUP"** means the Underlying Performance of the Worst Performing Underlying.

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

$$\frac{\text{Final Index Level}}{\text{Initial Index Level}}.$$

"Worst Performing Underlying" means the Index with the lowest Underlying Performance, as determined by the Calculation Agent, provided that, in the event that two or more of the Indices have the same lowest Underlying Performance, then the Calculation Agent shall determine in its sole and absolute discretion which of such Indices shall be the Worst Performing Underlying, and such Index as so selected shall be deemed the Worst Performing Underlying.

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| (iii) | Provisions for determining Final Redemption Amount where calculation by reference to Share and/or Index and/or Commodity and/or FX Rate and/or Inflation Index and/or other variable is impossible or impracticable or otherwise disrupted: | As specified in paragraph 35 below. |
| (iv) | Minimum Redemption Amount: | Not Applicable. |
| (v) | Maximum Redemption Amount: | Not Applicable. |
| 26. | Physical Settlement: | Not Applicable. |
| 27. | 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. |

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

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| 28. | Type of Notes: | The Notes are Index Linked Notes – the Index Linked Provisions are applicable. |
| 29. | Share Linked Notes: | Not Applicable. |

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| 30. Index Linked Notes: | Applicable. |
| (i) Single Index or Index Basket: | Index Basket. |
| (ii) Name of Index(ices): | <p>A basket of indices comprising:</p> <ul style="list-style-type: none"> (i) the EURO STOXX 50® Index (Price EUR) (<i>Bloomberg page: SX5E <Index>; Reuters screen: .STOXX50E; ISIN: EU0009658145</i>) (the "SX5E Index"); (ii) the S&P 500® Index (<i>Bloomberg page: SPX <Index>; Reuters screen: .SPX; ISIN: US78378X1072</i>) (the "SPX Index"); and (iii) the FTSE™ 100 Index (<i>Bloomberg page: UKX Index; Reuters screen: .FTSE; ISIN: GB0001383545</i>) (the "UKX Index"), <p>each, an "Index", and together, the "Indices".</p> <p>For more information, see Annex A (<i>Information relating to the Underlying Assets</i>) hereto. See also Annex B (<i>Disclaimers</i>).</p> |
| (iii) Type of Index: | In respect of: |
| | <ul style="list-style-type: none"> (i) the SX5E Index, Multi-Exchange Index; and (ii) each of the SPX Index and the UKX Index, Unitary Index. |
| (iv) Exchange(s): | In respect of: |
| | <ul style="list-style-type: none"> (i) the SX5E Index, as specified in Index Linked Provision 8 (<i>Definitions</i>); (ii) the SPX Index, each of the New York Stock Exchange and the NASDAQ Stock Market LLC; and (iii) the UKX Index, the London Stock Exchange. |
| (v) Related Exchange(s): | In respect of each Index, All Exchanges. |
| (vi) Options Exchange: | Not Applicable. |
| (vii) Index Sponsor: | In respect of: |
| | <ul style="list-style-type: none"> (i) the SX5E Index, STOXX Limited; (ii) the SPX Index, S&P Dow Jones Indices LLC; and (iii) the UKX Index, FTSE International Limited. |
| (viii) Index Level: | In respect of each Index and any relevant day, the official closing level of such Index, as determined by the Calculation |

Agent as of the Valuation Time (expressed in: (i) EUR, in the case of the SX5E Index, (ii) USD, in the case of the SPX Index, and (iii) GBP, in the case of the UKX Index) on such day, as calculated and published by the Index Sponsor.

Where:

"EUR" shall be as defined at page 5 of the Base Prospectus.

"USD" or **"U.S.\$"** means the United States dollar.

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| (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: | 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): | Applicable in respect of the Initial Valuation Date and each Valuation Date – as specified in Index Linked Provision 1.6 (<i>Index Basket and Reference Dates – Common Scheduled Trading Day and Common Disrupted Day</i>). |
| (a) Maximum Days of Disruption: | As specified in Index Linked Provision 8 (<i>Definitions</i>). |
| (b) No Adjustment: | Not Applicable. |

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| (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 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>Disclaimers</i>) below. |
| 31. Commodity Linked Notes (Single Commodity or Commodity Basket): | Not Applicable. |
| 32. Commodity Linked Notes (Commodity Index or Commodity Strategy): | Not Applicable. |
| 33. FX Linked Notes: | Not Applicable. |
| 34. Inflation Linked Notes: | Not Applicable. |
| 35. Other Variable Linked Notes: | Not Applicable. |
| GENERAL PROVISIONS APPLICABLE TO THE NOTES | |
| 36. FX Disruption Event/CNY FX Disruption Event: | Not Applicable. |
| 37. Additional Business Centre(s): | TARGET (and, for the avoidance of doubt, London). |
| 38. Form of Notes: | Registered Notes. |
| | Global Registered Note exchangeable for Individual Note Certificates in the limited circumstances described in the Global Registered Note. |
| 39. Additional Financial Centre(s) or other special provisions relating to Payment Business Days: | TARGET (and, for the avoidance of doubt, London). |
| 40. Details relating to Instalment Notes: amount of each instalment date on which each payment is to be made: | Not Applicable. |
| 41. Minimum Trading Number: | 1'000 Notes (corresponding to an aggregate nominal amount |

of GBP 1'000).

42. **Permitted Trading Multiple:** One Note (corresponding to a nominal amount of GBP 1.00).

43. **Date approval for issuance of Notes obtained:** Not Applicable.

44. **Other final terms:** Not Applicable.

DISTRIBUTION

45. **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.

46. **U.S. Selling Restrictions:** Reg. S Compliance Category 2; TEFRA not applicable.

47. **Additional selling restrictions:** Not Applicable.

48. **Non-exempt Offer:** An offer of the Notes may be made by the placer(s) other than pursuant to Article 3(2) of the Prospectus Directive in the United Kingdom (the "Public Offer Jurisdiction") during the period commencing on (and including) May 20, 2013 and ending on (and including) June 25, 2013 ("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 Notes 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 Notes 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 Assets*) 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 an Underlying Asset and its volatility can be obtained from the Reuters screen or Bloomberg page (or their respective successors) as specified in the table relating to such Underlying Asset in the section entitled "Description of Certain Main Features of the Notes" of this document. Past performance of an Underlying Asset is not an indication of the future performance of such 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 Notes may acquire such further information as they deem necessary in relation to an 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 Notes, investors should form their own view of the merits of the Notes 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 Notes 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 Notes. European Economic Area standard selling restrictions apply.

Signed on behalf of Goldman, Sachs & Co. Wertpapier GmbH:

By:

Duly authorised

OTHER INFORMATION

LISTING AND ADMISSION TO TRADING

Application will be made by the Issuer (or on its behalf) for the Securities 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 Securities on the relevant stock exchange(s) over their entire lifetime. Securities 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" as set out in the Base Prospectus, so far as the Issuer is aware, no person involved in the issue of the Securities 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 each Index can be obtained from Bloomberg® and Reuters. 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 Notes" and "Scenario Analysis".

OPERATIONAL INFORMATION

Any clearing system(s) other than Euroclear Not Applicable.
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 Not Applicable.
Agent(s) (if any):

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

TERMS AND CONDITIONS OF THE OFFER

| | |
|--|--|
| Offer Period: | An offer of the Securities may be made by the placer(s) other than pursuant to Article 3(2) of the Prospectus Directive in the Public Offer Jurisdiction during the period commencing on (and including) May 20, 2013 and ending on (and including) June 25, 2013. |
| Offer Price: | The Offer Price shall be the Issue Price up to and including June 6, 2013. |
| Conditions to which the offer is subject: | The offer of the Securities for sale to the public in the Public Offer Jurisdiction is subject to the relevant regulatory approvals having been granted, and the Securities being issued. |
| | 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). |
| | The offer of the Securities may be withdrawn in whole or in part at any time before the Issue Date at the discretion of the Issuer. |
| 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 Securities: | The Securities will be issued on the Issue Date against payment to the Issuer of the net subscription moneys. In respect of any offering of the Securities by the placer(s), details will be provided by such relevant placer(s). |
| Manner in and date on 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 Securities are offered and whether tranche(s) have been reserved for certain countries: | 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 in relation to the Securities referred to herein to permit a public offering of such Securities in any jurisdiction other than the Public Offer Jurisdiction. |
| | Following approval of 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, June 20, 2013), and notification of the Base Prospectus (as so supplemented) to the Financial Conduct 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. Full information on the Issuer, the Guarantor and the offer of the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus.

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 Securities 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:

Barclays Wealth, 1 Churchill Place, Canary Wharf, London E14 5HP.

Consent to use the Base Prospectus

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

Barclays Wealth, 1 Churchill Place, Canary Wharf, London E14 5HP.

Offer period during which subsequent resale or final placement of Securities 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 A

INFORMATION RELATING TO THE UNDERLYING ASSETS

Information on each Index and its Index Sponsor can be obtained from, in the case of the SX5E Index, <http://www.stoxx.com/>, in the case of the SPX Index, <http://eu.spindices.com/>, and, in the case of the UKX Index, <http://www.ftse.com/> (but the information appearing on such websites does not form part of these Final Terms).

ANNEX B

DISCLAIMERS

EURO STOXX 50® Index (Price EUR)

The EURO STOXX 50® Index (Price EUR) (the "**SX5E Index**") is the intellectual property of STOXX Limited, Zurich, Switzerland and/or its licensors ("**Licensors**"), which is used under license. The Securities based on the SX5E Index are in no way sponsored, endorsed, sold or promoted by STOXX and its Licensors and neither STOXX nor its licensors shall have any liability with respect thereto.

S&P 500® Index

Standard & Poor's and S&P are registered trademarks of Standard & Poor's Financial Services LLC ("**S&P**") and Dow Jones is a registered trademark of Dow Jones Trademark Holdings LLC ("**Dow Jones**") and have been licensed for use by S&P Dow Jones Indices LLC and sublicensed for certain purposes by the Issuer and its affiliates ("**Goldman**"). The "S&P 500®" is a product of S&P Dow Jones Indices LLC, and have been licensed for use by Goldman and its affiliates. Goldman's products are not sponsored, endorsed, sold or promoted by S&P Dow Jones Indices LLC, Dow Jones, S&P, or their respective affiliates and neither S&P Dow Jones Indices LLC, Dow Jones, S&P or their respective affiliates make any representation regarding the advisability of investing in the securities.

FTSE™ 100 Index

These Securities 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 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 "**UKX Index**") and/or the figure at which the said UKX Index stands at any particular time on any particular day or otherwise. The UKX Index is compiled and calculated solely by FTSE. However, neither FTSE or Exchange or FT shall be liable (whether in negligence or otherwise) to any person for any error in the UKX Index and neither FTSE or 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 |
| Supplement No. 6 | January 17, 2013 |
| Supplement No. 7 | February 1, 2013 |
| Supplement No. 8 | March 4, 2013 |
| Supplement No. 9 | March 22, 2013 |
| Supplement No. 10 | April 19, 2013 |
| Supplement No. 11 | May 3, 2013 |
| Supplement No. 12 | May 16, 2013 |
| Supplement No. 13 | May 30, 2013 |
| Supplement No. 14 | June 17, 2013 |