
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported):
August 22, 2014

THE GOLDMAN SACHS GROUP, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

No. 001-14965

(Commission
File Number)

No. 13-4019460

(IRS Employer
Identification No.)

200 West Street

New York, New York

(Address of principal executive offices)

10282

(Zip Code)

Registrant's telephone number including area code: (212) 902-1000

N/A

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events.

On August 22, 2014, The Goldman Sachs Group, Inc. (Group Inc.) announced that Goldman, Sachs & Co. has reached agreements with the Federal Housing Finance Agency (FHFA) (as conservator for Fannie Mae and Freddie Mac) to resolve all federal and state securities law claims brought by FHFA with respect to residential mortgage-backed securities purchased by Fannie Mae and Freddie Mac over the 2005-2007 period. A copy of Group Inc.'s press release announcing the agreements is attached as Exhibit 99.1 to this Report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The following exhibit is being filed as part of this Report on Form 8-K:

99.1 Press Release of Group Inc. dated August 22, 2014.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

THE GOLDMAN SACHS GROUP, INC.
(Registrant)

Date: August 22, 2014

By: /s/ Gregory K. Palm

Name: Gregory K. Palm

Title: Executive Vice President and General Counsel

The Goldman Sachs Group, Inc. | 200 West Street | New York, New York 10282



GOLDMAN SACHS ANNOUNCES AGREEMENTS WITH FHFA

NEW YORK, August 22, 2014 — The Goldman Sachs Group, Inc. (NYSE: GS) today announced that Goldman, Sachs & Co. (Goldman) has reached agreements with the Federal Housing Finance Agency (FHFA) (as conservator for Fannie Mae and Freddie Mac) to resolve all federal and state securities law claims brought by FHFA with respect to residential mortgage-backed securities (RMBS) purchased by Fannie Mae and Freddie Mac over the 2005-2007 period.

Under the terms of the agreements, Goldman is repurchasing the RMBS for \$3.15 billion.

The costs of resolving these matters are substantially covered by reserves as of the second quarter of 2014.

Gregory K. Palm, Executive Vice President and General Counsel of The Goldman Sachs Group, Inc., stated “We are pleased to have resolved these matters.”

The Goldman Sachs Group, Inc. is a leading global investment banking, securities and investment management firm that provides a wide range of financial services to a substantial and diversified client base that includes corporations, financial institutions, governments and high-net-worth individuals. Founded in 1869, the firm is headquartered in New York and maintains offices in all major financial centers around the world.

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