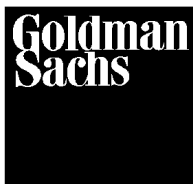


GLOBAL PROSPECTUS SUPPLEMENT DATED 6 NOVEMBER 2014



GOLDMAN SACHS INTERNATIONAL
(Incorporated with unlimited liability in England)

**SERIES A PROGRAMME FOR THE ISSUANCE OF
WARRANTS, NOTES AND CERTIFICATES**

in respect of which the obligations of Goldman Sachs International are guaranteed by

THE GOLDMAN SACHS GROUP, INC.
(A corporation organised under the laws of the State of Delaware)

Global Prospectus Supplement

This global prospectus supplement (the "**Global Prospectus Supplement**") supplements the following prospectuses relating to securities of Goldman Sachs International ("**GSI**") as Issuer and The Goldman Sachs Group, Inc. ("**GSG**") as guarantor:

1. The summary and securities note in respect of up to 20,000 Five-Year Capped Bonus Certificates with Digital Coupon linked to the MSCI Emerging Markets Index, due December 4, 2019, having ISIN GB00BP2YGW82, dated November 3, 2014 which, when read together with the registration document dated 20 June 2014 prepared by GSW as issuer, GSI as issuer and GSG as guarantor, as supplemented (the "**Registration Document**"), constitutes a prospectus ("**Prospectus 1**").
2. The summary and securities note in respect of up to SEK 100,000,000 Four-Year Certificates linked to the Best-of-Three Differently-Weighted Portfolios of Indices, Commodities and FX Rates, due November 12, 2018, having ISIN SE0006257564, dated September 5, 2014 which, when read together with the Registration Document, constitutes a prospectus ("**Original Prospectus 2**") as supplemented by the Global Prospectus Supplement dated 17 October 2014 (the Original Prospectus 2 as so supplemented, "**Prospectus 2**").
3. The summary and securities note in respect of up to SEK 100,000,000 Five-Year Call Certificates linked to a Share Basket, due December 16, 2019, having ISIN SE0006396560 dated 22 October 2014 which, when read together with the Registration Document, constitutes a prospectus ("**Prospectus 3**").

In this Global Prospectus Supplement, Prospectus 1, Prospectus 2 and Prospectus 3 are together referred to as the "**Prospectuses**".

This Global Prospectus Supplement constitutes a supplement to each of the Prospectuses for the purposes of Article 13 of Chapter 1 of Part II of the Luxembourg Law on Prospectuses for Securities dated 10 July 2005 and as amended on 3 July 2012 (the "**Luxembourg Law**").

Terms defined in each of the Prospectuses have the same meaning when used in this Global Prospectus Supplement unless otherwise defined herein. This Global Prospectus Supplement shall form part of and be read in conjunction with each Prospectus.

Information being supplemented

This Global Prospectus Supplement supplements the Prospectuses by incorporating by reference Prospectus Supplement No. 6 to the Registration Document dated 6 November 2014 ("**Supplement No. 6 to the Registration Document**"), approved by the CSSF on 6 November 2014, which itself incorporates the Quarterly Report on Form 10-Q of GSG for the third fiscal quarter ended 30 September 2014, which was filed with the U.S. Securities and Exchange Commission on 4 November 2014.

Supplement No. 6 to the Registration Document is by reference incorporated into, and forms part of, this Global Prospectus Supplement, and the information contained in this Global Prospectus Supplement, and Supplement No. 6 to the Registration Document shall be deemed to update and, where applicable, supersede any information contained in the Prospectuses, or any documents incorporated by reference therein.

This Global Prospectus Supplement and the document incorporated by reference into this Global Prospectus Supplement will be available on the website of the Luxembourg Stock Exchange at www.bourse.lu.

Amendments to the Summary

- Section B.19 (B.12) (*Selected historical key financial information of the Guarantor, no material adverse change statement and description of significant changes in the financial or trading position of the Guarantor subsequent to the period covered by the historical financial information*) of the Summary on pages 9-10 of Prospectus 1, on pages 9-10 of Original Prospectus 2 and on pages 9-10 of Prospectus 3, shall be updated to read as follows:

"

Income statement information				
	Three months ended (unaudited)		For the Year ended	
<i>(in USD millions)</i>	30 September 2014	30 September 2013	December 2013	December 2012
Total non-interest revenues	7,338	5,882	30,814	30,283
Net revenues, including net interest income	8,387	6,722	34,206	34,163
Pre-tax earnings	3,305	2,167	11,737	11,207

Balance sheet information				
	As at 30 September (unaudited)		As at 31 December	
<i>(in USD millions)</i>	2014	2013	2012	
Total assets	868,933	911,507	938,555	
Total liabilities	786,658	833,040	862,839	
Total shareholders' equity:	82,275	78,467	75,716	

There has been no material adverse change in the prospects of GSG since 31 December 2013.

Not applicable; there has been no significant change in GSG's financial or trading position since 30 September 2014."

2. The second paragraph of item 1 in the section entitled "General Information" on page 52 of Prospectus 1, on page 72 of Original Prospectus 2 and on page 55 of Prospectus 3 shall be updated to read as follows:

"There has been no significant change in GSI's financial or trading position since June 30, 2014 and there has been no significant change in GSG's financial or trading position since September 30, 2014."

3. Item 2 in the section entitled 'General Information' on page 52 of Prospectus 1, page 72 of Original Prospectus 2 and page 55 of Prospectus 3 shall now read as follows:

"Save as disclosed in (i) "Legal Proceedings" in Part 1, Item 3 (page 40) and Note 27 to the Consolidated Financial Statements (pages 218 to 224) of the 2013 Form 10-K, (ii) "Legal Proceedings" in Part II, Item 1 (page 174) and Note 27 to the Consolidated Financial Statements (Unaudited) (pages 92 to 99) of the First Quarter Form 10-Q, (iii) paragraph (c) of Note 26 to the Financial Statements (pages 83 to 84) of GSI's 2013 Annual Report, (iv) "Legal Proceedings" in Part II, Item 1 (page 180) and Note 27 to the Condensed Consolidated Financial Statements (Unaudited) (pages 94 to 100) of the Second Quarter Form 10-Q, (v) Exhibit 99.1 to the 22 August Form 8-K, (vi) paragraph (c) of Note 13 to the Financial Statements (page 33) of GSI's 2014 Interim Financial Statements, and (vii) "Legal Proceedings" in Part II, Item 1 (page 184) and Note 27 to the Condensed Consolidated Financial Statements (Unaudited) (pages 95 to 102) of the Third Quarter Form 10-Q, there have been no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which GSG or GSI is aware) during the 12 months before the date of this Document which may have, or have had in the recent past, significant effects on GSG, GSI or the Group's financial position or profitability."

4. Paragraph (f) of item 4 in the section entitled "General Information" on pages 52-53 of Prospectus 1, on pages 72-73 of Original Prospectus 2 and on pages 55-56 of Prospectus 3 shall now read as follows:

"the audited accounts of GSG for the two years ended December 31, 2013 and December 31, 2012, the unaudited accounts of GSG for the three-month periods ended March 31, 2014 and March 31, 2013, the unaudited accounts of GSG for the three-month periods ended June 30, 2014 and June 30, 2013 and the unaudited accounts of GSG for the three-month periods ended September 30, 2014 and September 30, 2013;"

Responsibility

Goldman Sachs International accepts responsibility for the information given in this Global Prospectus Supplement and confirms that, having taken all reasonable care to ensure that such is the case, the information contained in this Global Prospectus Supplement is, to the best of its knowledge, in accordance with the facts and does not omit anything likely to affect its import.

Rights of withdrawal

In accordance with Article 13 paragraph 2 of the Luxembourg Law, investors who have already agreed to purchase or subscribe for the securities before this Global Prospectus Supplement is published have the right exercisable until 10 November 2014, which is two working days after the publication of this Global Prospectus Supplement, to withdraw their acceptances.

Interpretation

To the extent that there is any inconsistency between (a) any statement in this Global Prospectus Supplement or any statement incorporated by reference into any of the Prospectuses by this Global Prospectus Supplement and (b) any other statement in or incorporated by reference into any of the Prospectuses, the statements in (a) above will prevail.

References in each of the Prospectuses to the Prospectus shall hereafter mean the Prospectus as supplemented by this Global Prospectus Supplement. Each of the Issuers and the Guarantor have taken all reasonable care to ensure that the information contained in each of the Prospectuses, as the case may be (including as supplemented by this Global Prospectus Supplement), is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import and accepts responsibility accordingly.

U.S. notice

This Global Prospectus Supplement is not for use in, and may not be delivered to or inside, the United States.

Global Prospectus Supplement, dated 6 November 2014