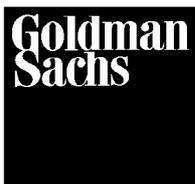


SUPPLEMENT NO. 1 TO THE REGISTRATION DOCUMENT DATED 20 JUNE 2014



GOLDMAN SACHS INTERNATIONAL
(Incorporated with unlimited liability in England)

GOLDMAN, SACHS & CO. WERTPAPIER GMBH
(Incorporated with limited liability in Germany)

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

This Supplement

This supplement (the "**Supplement**") to the registration document dated 20 June 2014 prepared by Goldman, Sachs & Co. Wertpapier GmbH ("**GSW**") as issuer, Goldman Sachs International ("**GSI**") as issuer and The Goldman Sachs Group, Inc. ("**GSG**") as guarantor under their programme for the issuance of warrants, notes and certificates with respect to the securities (the "**Programme**") (the "**Registration Document**"), constitutes a supplement to the Registration Document 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 amended on 3 July 2012 (the "**Luxembourg Law**") and should be read in conjunction therewith. On 20 June 2014, the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") approved the Registration Document for the purposes of Article 7 of the Luxembourg Law. The Terms defined in the Registration Document have the same meaning when used in this Supplement unless otherwise defined herein.

Information being supplemented

This Supplement supplements the Registration Document by incorporating by reference the Current Report on Form 8-K dated 15 July 2014 (the "**15 July Form 8-K**"), which was filed with the U.S. Securities and Exchange Commission (the "**SEC**") by GSG on 15 July 2014.

The 15 July Form 8-K is by reference incorporated into, and forms part of, this Supplement, and the information contained in this Supplement, and the information of the 15 July Form 8-K referred to below shall be deemed to update and where applicable, supersede any information contained in the Registration Document, or any documents incorporated by reference therein.

A copy of the 15 July Form 8-K has been filed with the CSSF in its capacity as competent authority under the Prospectus Directive.

Information incorporated by reference from the 15 July Form 8-K*		Page Reference
Item 2.02:	Results of Operations and Financial Condition	Page 3
Item 9.01:	Financial Statements and Exhibits	Page 3
Exhibit 99.1:	Press release of GSG dated July 15, 2014 containing financial information for its first quarter ended June 30, 2014	Pages 5 to 14 (marked as pages 1-10 of Exhibit 99.1)

* The page numbers referenced above in relation to the 15 July Form 8-K relate to the order in which the pages appear in the PDF version of such document.

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

Additional information

The information below is included to provide investors with additional information about documents that have been incorporated by reference as of the date of this Supplement.

The Registration Document, as supplemented by this Supplement, incorporates by reference the following documents in relation to GSG (which documents have been filed by GSG with the SEC). GSG files documents and information with the SEC. The following documents, which GSG has filed with the SEC, are hereby incorporated by reference into the Registration Document:

- (a) the 15 July Form 8-K.
- (b) Proxy Statement relating to the 2014 Annual Meeting of Shareholders on 16 May 2014 (the "**Proxy Statement**").
- (c) the Current Report on Form 8-K dated 17 April 2014 (filed with the SEC on 17 April 2014) (the "**17 April Form 8-K**").
- (d) the Quarterly Report on Form 10-Q for the fiscal quarter ended 31 March 2014 (the "**First Quarter Form 10-Q**").
- (e) the Annual Report on Form 10-K for the fiscal year ended 31 December 2013 (the "**2013 Form 10-K**"), containing financial statements relating to the fiscal years ended 31 December 2013 and 31 December 2012, including Exhibit 21.1 thereto.

The above list supersedes the list of documents incorporated by reference on page 6 of the Registration Document.

Change to the Registration Document

A supplemental change shall be made to the Registration Document by virtue of this Supplement such that the list of documents under paragraph 4 "*Documents Available*" on page 19 of the Registration Document shall now read as follows:

- "(i) the certificate of incorporation of GSG;
- (ii) the constitutional documents of GSI;
- (iii) the constitutional documents of GSW;
- (iv) GSG's First Quarter Form 10-Q;
- (v) GSG's 26 March Form 8-K;
- (vi) GSG's 17 April Form 8-K;
- (vii) GSG's Proxy Statement;
- (viii) GSG's 2013 Form 10-K;
- (ix) GSG's 15 July Form 8-K;
- (x) GSI's 2012 Financial Statements;
- (xi) GSI's 2013 Annual Report;
- (xii) GSW's 2012 Financial Statements; and
- (xiii) GSW's 2013 Financial Statements."

Responsibility Statement

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

Interpretation

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

References to the Registration Document shall hereafter mean the Registration Document as supplemented by this Supplement. Each of the Issuers and the Guarantor has taken all reasonable care to ensure that the information contained in the Registration Document (including as supplemented by this 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 Supplement is not for use in, and may not be delivered to or inside, the United States.

Supplement, dated 16 July 2014