

PROSPECTUS SUPPLEMENT NO. 6 TO THE BASE PROSPECTUS DATED 14 APRIL 2016



GOLDMAN SACHS INTERNATIONAL
(Incorporated with unlimited liability in England)

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

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

in respect of which the obligations of Goldman Sachs International,
Goldman, Sachs & Co. Wertpapier GmbH are
guaranteed by

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

This Prospectus Supplement

This prospectus supplement (the "**Prospectus Supplement**") to the base prospectus dated 14 April 2016 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 "**Original Base Prospectus**"), constitutes a supplement to the base prospectus for the purposes of Article 13 of Chapter 1 of Part II of the Luxembourg Law on Prospectuses for Securities dated 10 July 2005, as amended (the "**Luxembourg Law**") and should be read in conjunction therewith and with Prospectus Supplement No. 1 to the Base Prospectus, dated 21 April 2016, Prospectus Supplement No. 2 to the Base Prospectus, dated 12 May 2016, Prospectus Supplement No. 3 to the Base Prospectus, dated 24 May 2016, Prospectus Supplement No. 4 to the Base Prospectus, dated 5 July 2016 and Prospectus Supplement No. 5 to the Base Prospectus, dated 22 July 2016 (the Original Base Prospectus as so supplemented, the "**Base Prospectus**"). On 14 April 2016 the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") approved the Base Prospectus for the purposes of Article 7 of the Luxembourg Law.

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

Purpose of this Prospectus Supplement

The purpose of this Prospectus Supplement is to supplement and amend certain information in the section "Taxation" in the Base Prospectus.

Amendments to the Base Prospectus

The Base Prospectus shall be amended by virtue of this Prospectus Supplement, as follows:

1. the sub-section entitled "The proposed financial transaction tax ("**FTT**")", on page 568 of the Original Base Prospectus, as supplemented prior to this Prospectus Supplement, shall be replaced with the following:

"The proposed financial transactions tax ("FTT**")"**

On 14 February 2013, the European Commission published a proposal (the "**Commission's Proposal**") for a Directive for a common FTT in Belgium, Germany, Estonia, Greece, Spain, France, Italy, Austria, Portugal, Slovenia and Slovakia.

The Commission's Proposal has very broad scope and could, if introduced, apply to certain dealings in Securities (including secondary market transactions) in certain circumstances. Primary market transactions referred to in Article 5(c) of Regulation (EC) No 1287/2006 are expected to be exempt. Under the Commission's Proposal the FTT could apply in certain circumstances to persons both within and outside of the participating States. Although the FTT implementation was originally envisaged for 1 January 2014, the process has been delayed.

On 17 June 2016 the Council of the European Union discussed work on a proposal aimed at introducing the FTT in ten member states (Austria, Belgium, France, Germany, Greece, Italy, Portugal, Slovakia, Slovenia and Spain – "**Participating States**").

The FTT proposal is aimed at (i) ensuring that the financial sector pays its fair share of tax and (ii) discouraging transactions that do not enhance the efficiency of financial markets. The proposed directive defines how the FTT would be implemented in the Participating States. It mirrors the scope and objectives of the Commission's Proposal. It involves a minimum 0.1 per cent. tax rate for transactions in all types of financial instruments, except for derivatives that would be subject to a minimum 0.01 per cent. tax rate. The proposed directive requires unanimous agreement of the Participating States, after consulting the European Parliament.

Prospective holders of Securities are advised to seek their own professional advice in relation to the FTT."

2. the first paragraph under the sub-section entitled "Italian Tax Considerations", on page 592 of the Original Base Prospectus, as supplemented prior to this Prospectus Supplement, shall be replaced with the following:

"Italian Tax Considerations

The following is a general overview of current Italian law and practice relating to certain Italian tax considerations concerning the purchase, ownership and disposal of the Securities by Italian resident investors and does not in any way constitute, nor should it be relied upon as being, a tax advice or a tax opinion covering any or all of the relevant tax considerations surrounding or connected to the purchase, ownership or disposal of the Securities by Italian or non-Italian resident investors. It does not purport to be a complete analysis of all tax considerations that may be relevant to a decision to purchase, own or dispose of the Securities and does not purport to deal with the tax consequences applicable to all categories of prospective beneficial owners of Securities, some of which may be subject to special rules. This overview is based upon Italian tax laws and published practice in effect as at 1 August 2016 which may be subject to change, potentially with retroactive effect."

3. the fourth paragraph beginning with "Where an Italian resident Investor" under sub-section 1 entitled "Securities representing debt instruments implying a "use of capital"", on page 592 of the Original Base Prospectus, as supplemented prior to this Prospectus Supplement, shall be replaced with the following:

"Where an Italian resident Investor is a company or similar commercial entity pursuant to Article 73 of TUIR or a permanent establishment in Italy - to which the Securities are effectively connected – of a non – Italian resident entity and the Securities are deposited with an authorised intermediary, interest, premium and other income from the Securities will not be subject to *imposta sostitutiva*, but must be included in the relevant Investor's income tax return and are therefore subject to general Italian corporate taxation ("**IRES**", levied at the

rate of 27.5 per cent. which will be reduced to 24 per cent., with effect from fiscal year following that in progress on 31 December 2016) and, in certain circumstances, depending on the "status" of the Investor, also to regional tax on productive activities ("**IRAP**", generally levied at the rate of 3.9 per cent., even though regional surcharges may apply)."

4. the second, third and fourth paragraphs under sub-section 9 entitled "European Savings directive", on page 598 of the Original Base Prospectus, as supplemented prior to this Prospectus Supplement, shall be replaced with the following:

"However, on 10 November 2015, the Council of the European Union adopted Council Directive 2015/2060 of 10 November 2015 (the "**Directive 2015/2060**"), repealing the EU Savings Tax Directive with effect from 1 January 2016. Certain provisions of the EU Savings Tax Directive will continue to be effective during 2016 and Austria will continue to apply the EU Savings Directive until 31 December 2016 (and until 30 June 2017 in relation to some of its obligations or, in any case, until those obligations have been fulfilled). The repeal of the EU Savings Tax Directive is aimed at preventing overlap between the EU Savings Tax Directive and a new automatic exchange of information regime to be implemented under Council Directive 2011/16/EU on Administrative Cooperation in the field of Taxation (as amended by Council Directive 2014/107/EU).

In order to implement in Italy the Directive 2015/2060, Law No. 122 of 7 July 2016 (the European Delegation Law 2015-2016) has repealed the Decree No. 84 with effect from 1 January 2016. Certain provisions of the Decree No. 84 will continue to be effective during 2016."

This Prospectus Supplement will be available on the website of the Luxembourg Stock Exchange at www.bourse.lu.

Responsibility

Each of Goldman Sachs International, Goldman, Sachs & Co. Wertpapier GmbH and The Goldman Sachs Group, Inc. accepts responsibility for the information given in this Prospectus Supplement and confirms that, having taken all reasonable care to ensure that such is the case, the information contained in this Prospectus Supplement is, to the best of their 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 Prospectus Supplement is published have the right exercisable until 3 August 2016, which is two working days after the publication of this Prospectus Supplement, to withdraw their acceptances.

Interpretation

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

References to the Base Prospectus shall hereafter mean the Base Prospectus as supplemented by this Prospectus Supplement.

U.S. notice

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

Prospectus Supplement dated 1 August 2016

49915235 (Ver1)/Ashurst(MGAGGI/TCHAGG)/JG