

#### **Execution Version**

ISIN: GB00BG2MH598

Common Code: 178872931

Valoren: 42239117

PIPG Tranche Number: 107821

Final Terms dated June 22, 2018

#### **GOLDMAN SACHS INTERNATIONAL**

Series K Programme for the issuance of Warrants, Notes and Certificates

Issue of up to 300,000 Five-Year EUR Memory Phoenix Autocallable Certificates linked to the ordinary shares of Enel S.p.A., due August 2, 2023 (the "Certificates" or the "Securities")

#### CONTRACTUAL TERMS

Terms used herein shall have the same meaning as in the General Instrument Conditions, the Payout Conditions, the Coupon Payout Conditions, the Autocall Payout Conditions and the applicable Underlying Asset Conditions set forth in the base prospectus dated November 15, 2017 (the "Base Prospectus") as supplemented by the supplements to the Base Prospectus dated January 5, 2018, January 19, 2018, March 9, 2018, March 28, 2018, April 25, 2018, May 25, 2018 and June 12, 2018 which together constitute a base prospectus for the purposes of Directive 2003/71/EC (as amended, including by Directive 2010/73/EU) (the "Prospectus Directive"). This document constitutes the Final Terms of the Certificates 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 and the offer of the Certificates 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 supplements 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 Luxembourg Paying Agent. These Final Terms are available for viewing at www.goldman-sachs.it.

A summary of the Certificates (which comprises the summary in the Base Prospectus as amended to reflect the provisions of these Final Terms) is attached to these Final Terms.

One.

Settlement Currency: EUR.
 Aggregate number of Certificates in the Series:

**Tranche Number:** 

1.

(i) Series: Up to 300,000.

(ii) Tranche: Up to 300,000.

(iii) Trading in Nominal: Not Applicable.

(iv) Nominal Amount: Not Applicable.

4. **Issue Price:** EUR 100 per Certificate.

5. **Calculation Amount:** EUR 100.

6. **Issue Date:** July 31, 2018.

7. **Maturity Date:** Scheduled Maturity Date is August 2, 2023.

(i) Strike Date: Not Applicable.

(ii) Relevant Determination Date Final Reference Date.

(General Instrument Condition

2(a)):

(iii) Scheduled Determination Date: Not Applicable.

(iv) First Maturity Date Specific Not Applicable.

Adjustment:

(v) Second Maturity Date Specific Applicable.

Adjustment:

Specified Day(s) for the Five Business Days.

purposes of "Second Maturity Date Specific

Adjustment":

Maturity Date Business Following Business Day Convention.

Day Convention for the purposes of the "Second Maturity Date Specific

Adjustment":

(vi) Business Day Adjustment: Not Applicable.

(vii) American Style Adjustment: Not Applicable.

8. **Underlying Asset(s):** The Share (as defined below).

VALUATION PROVISIONS

9. Valuation Date(s): July 26, 2019, July 27, 2020, July 26, 2021, July 26, 2022

and July 26, 2023.

- Final Reference Date: The Valuation Date scheduled to fall on July 26, 2023.

10. **Entry Level Observation Dates:** Not Applicable.

11. **Initial Valuation Date:** July 26, 2018.

12. **Averaging:** Not Applicable.

13. **Asset Initial Price**: Initial Closing Price.

14. **Adjusted Asset Final Reference Date:** Not Applicable.

15. **Adjusted Asset Initial Reference Date:** Not Applicable.

**FX (Final) Valuation Date:** 16. Not Applicable.

17. **FX** (Initial) Valuation Date: Not Applicable.

18. **Final FX Valuation Date:** Not Applicable.

19. **Initial FX Valuation Date:** Not Applicable.

#### COUPON PAYOUT CONDITIONS

20. **Coupon Payout Conditions:** Applicable.

21. **Interest Basis:** Conditional Coupon.

Not Applicable. 22. **Interest Commencement Date:** 

23. **Fixed Rate Instrument Conditions** (General Instrument Condition 11):

Not Applicable.

24. **BRL FX Conditions (Coupon Payout Condition 1.1(c))**:

Not Applicable.

25. **FX** Security Conditions (Coupon **Payout Condition 1.1(d)):** 

Not Applicable.

Floating Rate Instrument Conditions 26. (General Instrument Condition 12):

Not Applicable.

27. Change of Interest Basis (General Not Applicable.

**Instrument Condition 13):** 

28. Conditional Coupon (Coupon Payout Condition 1.3):

Applicable.

(i) Coupon Payment Event:

(ii)

Applicable, for the purposes of the definition of "Coupon Payment Event" in the Coupon Payout Conditions, Coupon Barrier Reference Value greater than or equal to the Coupon Barrier Level is applicable in respect of each Coupon Observation Date.

Coupon Barrier Reference Value: Coupon Barrier Closing Price.

(iii) Coupon Barrier Level: Applicable, in respect of the Underlying Asset and each

Coupon Observation Date, 70 per cent. (70%) of the Asset

Initial Price.

(a) Coupon Barrier Level 1: Not Applicable.

Coupon Barrier Level 2: Not Applicable.

Each date set forth in the Contingent Coupon Table in the (iv) Coupon Observation Date:

column entitled "Coupon Observation Date".

(v) Memory Coupon: Applicable.

(vi) Coupon Value: In respect of a Coupon Observation Date, the amount set

forth in the Contingent Coupon Table in the column entitled "Coupon Value" in the row corresponding to such Coupon

Observation Date.

(vii) Coupon Payment Date: In respect of a Coupon Observation Date, the date set forth in

the Contingent Coupon Table in the column entitled "Coupon Payment Date" in the row corresponding to such Coupon

Observation Date.

(a) First Coupon Payment

Date Specific Adjustment:

Not Applicable.

(b) Second Coupon Payment

Date Specific Adjustment:

Applicable in respect of each Coupon Payment Date set forth in the Contingent Coupon Table in respect of which the column "Adjusted as a Coupon Payment Date" is specified to

be applicable.

- Specified Number of

Business Day(s) for the purposes of "Second Coupon Payment Date Specific Adjustment":

Five Business Days.

Relevant Coupon Payment
 Determination Date:

The Coupon Observation Date corresponding to such Coupon

Determination Date: Payment Date.

CONTINGENT COUPON TABLE			
Coupon Observation Date	Coupon Payment Date	Coupon Value	Adjusted as a Coupon Payment Date
The Valuation Date scheduled to fall on July 26, 2019	August 2, 2019	0.0685	Applicable
The Valuation Date scheduled to fall on July 27, 2020	August 3, 2020	0.1370	Applicable
The Valuation Date scheduled to fall on July 26, 2021	August 2, 2021	0.2055	Applicable
The Valuation Date scheduled to fall on July 26, 2022	August 2, 2022	0.2740	Applicable
Final Reference Date	Maturity Date	0.3425	Not Applicable

29. Range Accrual Coupon (Coupon Not Applicable. Payout Condition 1.4):

# **AUTOCALL PAYOUT CONDITIONS**

30. **Automatic Early Exercise (General** Applicable. **Instrument Condition 15):** 

(i) Applicable Date(s): Each Autocall Observation Date.

(ii) Automatic Early Exercise Each date set forth in the Autocall Table in the column Date(s): entitled "Automatic Early Exercise Date".

(a) First Automatic Early Not Applicable.

Exercise Date Specific

Adjustment:

(b) Second Automatic Early Applicable.

Exercise Date Specific

Adjustment:

Automatic Early Exercise Five Business Days.
 Specified Day(s) for the purposes of "Second

Automatic Early Exercise
Date Specific
Adjustment":

Relevant Automatic EarlyExercise DeterminationDate:

The Applicable Date corresponding to such Scheduled Automatic Early Exercise Date.

(iii) Automatic Early Exercise Amount(s):

In respect of each Applicable Date, the Autocall Event Amount corresponding to such Applicable Date.

31. **Autocall Payout Conditions:** Applicable.

(i) Autocall Event: Applicable, for the purposes of the definition of "Autocall

Event" in the Autocall Payout Conditions, Autocall Reference Value greater than or equal to the Autocall Level is applicable in respect of each Autocall Observation Date.

No Coupon Amount Not Applicable.
 payable following
 Autocall Event:

(ii) Autocall Reference Value: Autocall Closing Price.

(iii) Autocall Level: In respect of each Autocall Observation Date, 100 per cent.

(100%) of the Asset Initial Price.

(iv) Autocall Observation Date: Each date set forth in the Autocall Table in the column

entitled "Autocall Observation Date".

(v) Autocall Event Amount:

AUTOCALL TABLE			
Autocall Observation Date	Automatic Early Exercise Date		
The Valuation Date scheduled to fall on July 26, 2019	August 2, 2019		
The Valuation Date scheduled to fall on July 27, 2020	August 3, 2020		
The Valuation Date scheduled to fall on July 26, 2021	August 2, 2021		
The Valuation Date scheduled to fall on July 26, 2022	August 2, 2022		

# SETTLEMENT AMOUNT AND PAYOUT CONDITIONS

- 32. **Settlement:** Cash Settlement is applicable.
- 33. **Single Limb Payout** (**Payout** Not Applicable. **Condition 1.1**):
- 34. **Multiple Limb Payout (Payout** Applicable. **Condition 1.2):** 
  - (i) **Trigger Event** (**Payout** Not Applicable. **Condition 1.2(a)(i)**):
  - (ii) Payout 1 (Payout Condition Applicable. 1.2(b)(i)(A)):
    - Redemption Percentage: 100 per cent. (100%).
  - (iii) **Payout 2 (Payout Condition** Not Applicable. **1.2(b)(i)(B)):**
  - (iv) **Payout 3 (Payout Condition** Not Applicable. 1.2(b)(i)(C):
  - (v) **Payout 4 (Payout Condition** Not Applicable. **1.2(b)(i)(D)):**
  - (vi) **Payout 5 (Payout Condition** Not Applicable. **1.2(b)(i)(E)):**
  - (vii) **Payout 6 (Payout Condition** Not Applicable. **1.2(b)(i)(F)):**
  - (viii) **Payout 7 (Payout Condition** Not Applicable. **1.2(b)(i)(G)):**
  - (ix) **Payout 8 (Payout Condition** Not Applicable. **1.2(b)(i)(H)):**
  - (x) **Downside Cash Settlement** Applicable, for the purpose of Payout Condition 1.2(c)(i)(A),

(Payout Condition 1.2(c)(i)(A)): Single Asset is applicable.

Not Applicable. (a) Minimum Percentage:

Final Value: Final Closing Price. (b)

Initial Value: 100 per cent. (100%) of the Initial Closing Price. (c)

Not Applicable. (d) Downside Cap:

Downside Floor: Not Applicable. (e)

(f) Final/Initial (FX): Not Applicable.

Asset FX: Not Applicable. (g)

Buffer Level: Not Applicable. (h)

(xi) **Downside Physical Settlement** (Payout Condition 1.2(c)(ii)):

Not Applicable.

35. Warrants Payout (Payout Condition

Not Applicable.

36. Barrier Event Conditions (Payout Applicable. **Condition 2):** 

> (i) Barrier Event: Applicable, for the purposes of the definition of "Barrier

> > Event" in the Payout Conditions, Barrier Reference Value

less than the Barrier Level is applicable.

(ii) Barrier Reference Value: Barrier Closing Price is applicable.

(iii) Barrier Level: 70 per cent. (70%) of the Asset Initial Price.

(iv) Barrier Observation Period: Not Applicable.

37. **Trigger Event Conditions (Payout** 

**Condition 3):** 

1.3):

Not Applicable.

38. **Currency Conversion:** Not Applicable.

**Physical** 39. Settlement (General

**Instrument Condition 7(e)):** 

Not Applicable.

40. Non-scheduled Repayment Early **Amount:** 

Fair Market Value.

Adjusted for any reasonable

Applicable.

expenses and costs:

#### EXERCISE PROVISIONS

41. **Instrument Condition 7):** 

Exercise Style of Certificates (General The Certificates are European Style Instruments. General Instrument Condition 7(b) is applicable.

42. **Exercise Period:** Not Applicable.

43. **Specified Exercise Dates:** Not Applicable.

44. **Expiration Date:** If:

- (i) an Automatic Early Exercise Event does not occur on any Applicable Date, the Final Reference Date; or
- (ii) an Automatic Early Exercise Event occurs on any Applicable Date, such Applicable Date.
- Expiration Date is Not Applicable.
   Business Day Adjusted:
- 45. **Redemption at the option of the Issuer** Not Applicable. (General Instrument Condition 16):
- 46. **Automatic Exercise** (**General** The Certificates are Automatic Exercise Instruments General Instrument Condition 7(i) is applicable, save that General Instrument Condition 7(i)(iii) is not applicable.
- 47. **Minimum Exercise Number (General** Not Applicable. **Instrument Condition 10(a)):**
- 48. **Permitted Multiple (General** Not Applicable. **Instrument Condition 10(a)):**
- 49. **Maximum Exercise Number:** Not Applicable.
- 50. **Strike Price:** Not Applicable.
- 51. Closing Value: Not Applicable.

SHARE LINKED INSTRUMENT / INDEX LINKED INSTRUMENT / COMMODITY LINKED INSTRUMENT / FX LINKED INSTRUMENT / INFLATION LINKED INSTRUMENT / MULTI-ASSET BASKET LINKED INSTRUMENT

52. **Type of Certificates:** The Certificates are Share Linked Instruments – the Share Linked Conditions are applicable

UNDERLYING ASSET TABLE				
Underlying Asset Bloomberg / Reuters ISIN Exchange				
The ordinary shares of Enel S.p.A.	ENEL IM <equity> / ENEI.MI</equity>	IT0003128367	Borsa Italiana	

53. **Share Linked Instruments:** Applicable.

(i) Single Share or Share Basket or Single Share. Multi-Asset Basket:

(ii) Name of Share(s): As specified in the column entitled "Underlying Asset" in the

Underlying Asset Table.

As specified in the column entitled "Exchange" in the (iii) Exchange(s):

Underlying Asset Table.

Related Exchange(s): (iv) All Exchanges.

Options Exchange: Related Exchange. (v)

(vi) Valuation Time: Default Valuation Time.

(vii) Share and Reference Applicable in respect of each Reference Date - as specified

Dates Consequences in Share Linked Condition 1.1.

Disrupted Days:

(a) Maximum Days of As specified in Share Linked Condition 7.

Disruption:

(b) No Adjustment: Not Applicable.

(viii) Single Share and Averaging Not Applicable.

Reference Dates - Consequences

of Disrupted Days:

(ix) Share Basket and Reference Not Applicable.

> Dates Basket Valuation (Individual Scheduled Trading Day and Individual Disrupted

Day):

Share Basket and Averaging Not Applicable. (x)

> Reference Dates \_ Basket Valuation (Individual Scheduled

Trading Day and Individual

Disrupted Day):

Not Applicable. (xi) Share Basket and Reference

> Basket Valuation Dates (Common Scheduled Trading

Day but Individual Disrupted

Day):

(xii) Share Basket and Averaging Not Applicable.

> Reference Dates \_ **Basket**

Valuation (Common Scheduled Individual

Trading Day but

Disrupted Day):

(xiii) Share Basket and Reference Not Applicable.

> Dates **Basket** Valuation

> (Common Scheduled Trading

> Day and Common Disrupted

Day):

(xiv) Share Basket and Averaging Not Applicable.

> Reference Dates Basket Valuation (Common Scheduled Trading Day and Common Disrupted Day):

Fallback Valuation Date: Not Applicable.

(xvi) Change in Law: Applicable.

(xvii) Extraordinary Event – Share Applicable.

Substitution:

(xviii) Correction of Share Price: Applicable.

(xix) Correction Cut-off Date: Default Correction Cut-off Date is applicable in respect of

Not Applicable.

each Reference Date.

Depositary Receipts Provisions: Not Applicable.

**Instruments** 

**Index Linked Instruments:** 54. Not Applicable.

Linked (Single Commodity or Commodity

Basket):

Commodity

55.

56. Commodity Linked **Instruments** Not Applicable.

> (Single Commodity Index or

**Commodity Index Basket):** 

57. **FX Linked Instruments:** Not Applicable.

**Inflation Linked Instruments:** 58. Not Applicable.

59. **Multi-Asset Basket** Linked Not Applicable.

**Instruments:** 

### GENERAL PROVISIONS APPLICABLE TO THE CERTIFICATES

60. FX Disruption Event/CNY Not Applicable. FΧ

Disruption **Event/Currency** Conversion Disruption **Event** (General Instrument Condition 14):

61. Rounding (General **Instrument Condition 24):** 

> Non-Default Rounding (i) Not Applicable.

> > calculation values and

percentages:

(ii) Non-Default Rounding Not Applicable.

amounts due and payable:

(iii) Other Rounding Convention: Not Applicable.

62. Additional Business Centre(s): Not Applicable.

Non-Default Business Day: Not Applicable.

63. **Principal Financial Centre:** Not Applicable.

Non-Default Principal Financial Not Applicable.

Centre:

64. **Form of Certificates:** Euroclear/Clearstream Instruments.

65. Minimum Trading Number (General One Certificate.

**Instrument Condition 5(b)):** 

66. Permitted Trading Multiple (General One Certificate.

**Instrument Condition 5(b)):** 

67. Calculation Agent (General Goldman Sachs International.

**Instrument Condition 19):** 

DISTRIBUTION

(ii)

68. **Method of distribution:** Non-syndicated.

(i) If syndicated, names and Not Applicable.

addresses of Managers and underwriting commitments:

Date of Subscription Agreement: Not Applicable.

(iii) If non-syndicated, name and Goldman Sachs International, Peterborough Court, 133 Fleet

address of Dealer: Street, London EC4A 2BB, England.

69. **Non-exempt Offer:** An offer of the Certificates may be made by the placers other

than pursuant to Article 3(2) of the Prospectus Directive in the Republic of Italy (the "**Public Offer Jurisdiction**") during the period commencing on (and including) June 22, 2018 and ending on (and including) July 26, 2018 ("**Offer Period**"). See further paragraph entitled "Terms and

Conditions of the Offer" below.

70. **Prohibition of Sales to EEA Retail** Not Applicable.

**Investors:** 

Signed on behalf of Goldman Sachs International:
By:
Duly authorised

#### OTHER INFORMATION

TO

# 1. LISTING AND ADMISSION TRADING

Application will be made by the Issuer (or on its behalf) for the admission to trading of the Certificates on the Euro TLX market, a multilateral trading facility organised and managed by Euro TLX SIM S.p.A. The admission to trading of the Certificates is expected to be by the Issue Date. The effectiveness of the offer of the Certificates is conditional upon such admission to trading occurring by the Issue Date. In the event that admission to trading of the Instruments does not take place by the Issue Date for whatever reason, the Issuer will withdraw the offer, the offer will be deemed to be null and void and the Instrument will not be issued.

The Issuer has no duty to maintain the trading (if any) of the Certificates on the relevant stock exchange(s) over their entire lifetime. The Certificates 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).

# 2. **LIQUIDITY ENHANCEMENT** Not Applicable. **AGREEMENTS**

3. **RATINGS** Not Applicable.

# 4. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE OFFER

A selling commission of up to 4.00 per cent. (4.00%) of the Issue Price has been paid to each placer in respect of this offer.

# 5. 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.

# 6. PERFORMANCE AND VOLATILITY OF THE UNDERLYING ASSET

Details of the past and further performance and volatility of the Underlying Asset may be obtained from Bloomberg and Reuters. However, past performance is not indicative of future performance.

See the section entitled "Examples" below for examples of the potential return on the Securities in various hypothetical scenarios.

## 7. **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 Paying

Not Applicable.

Agent(s) (if any):

Operational contact(s) for Principal eq-sd-operations@gs.com.

Programme Agent:

# 8. TERMS AND CONDITIONS OF THE OFFER

Offer Period:

An offer of the Certificates may be made by the placers other than pursuant to Article 3(2) of the Prospectus Directive in the Public Offer Jurisdiction during the period commencing on (and including) June 22, 2018 and ending on (and including) July 26, 2018.

The Offer Period for the Certificates placed in Italy outside the premises of the distributors ("door-to-door"), pursuant to Article 30 of Legislative Decree No. 58 of February 24, 1998, as amended (the "**Financial Services Act**") shall be from and including June 22, 2018 to and including July 19, 2018.

Pursuant to Article 30, paragraph 6, of the Financial Services Act, the effects of the subscriptions made "door-to-door" are suspended for a period of seven days from the date of the subscription. During such period, investors have the right to withdraw from the subscription without any charge or fee, by means of notification to the relevant placer.

In the event that the Certificates are placed in Italy via distance communication techniques, including subscriptions made through a website, the Offer Period shall be from and including June 22, 2018 to and including July 12, 2018.

Pursuant to Article 67-duodecies of Legislative Decree No. 206 of September 6, 2005, subscriptions made via distance communication techniques are suspended for a period of fourteen days from the date of acceptance of the subscription by the relevant placers. During such period, investors have the right to withdraw from the subscription without any charge or fee and without having to indicate any reasons thereof, by means of notification pursuant to the modalities set forth on the relevant website where the subscription was made.

Offer Price:

Issue Price.

Conditions to which the offer is subject:

The offer of the Certificates for sale to the public in the Public Offer Jurisdiction is subject to the relevant regulatory approvals having been granted, and the Certificates 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 relevant placer and on www.goldman-sachs.it.

The offer of the Certificates may be withdrawn in whole or in part at any time before the Issue Date at the discretion of the Issuer and any such withdrawal will be set out in one or more notices to be made available during normal business hours at the registered office of the relevant placer and on www.goldman-sachs.it.

The effectiveness of the offer of the Certificates is conditional upon the admission to trading of the Certificates on the Euro TLX market, a multilateral trading facility organised and managed by Euro TLX SIM S.p.A., occurring by the Issue Date. In the event that admission to trading of the Certificates does not take place by the Issue Date for whatever reason, the Issuer will withdraw the offer, the offer will be deemed to be null and void and the Certificates will not be issued.

Description of the application process:

The subscription forms will be collected by the placers directly from end investors or via brokers (*consulenti finanziari abilitati all'offerta fuori sede*) who are allowed to collect forms on behalf of the placers or via distance communication techniques. There is no preferential subscription right for this offer.

Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants: Not Applicable.

Details of the minimum and/or maximum amount of application:

The minimum amount of application per investor will be one Certificate.

The maximum amount of application will be subject only to availability at the time of application.

Details of the method and time limits for paying up and delivering the Certificates:

Each subscriber shall pay the Issue Price to the relevant placer who shall pay the Issue Price reduced by the selling commission per Certificate of up to 4.00 per cent. (4.00%) of the Issue Price to the Issuer.

The delivery of the subscribed Securities will be done

after the Offer Period on the Issue Date.

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 www.goldman-sachs.it at or around the end of the Offer Period.

Procedure for exercise of any right of preemption, negotiability of subscription rights and treatment of subscription rights not exercised: Not Applicable.

Whether tranche(s) have been reserved for certain countries:

The Certificates will be offered to the public in the Public Offer Jurisdiction.

Offers may only be made by offerors authorised to do so in the Public Offer Jurisdiction. Neither the Issuer nor the Dealer has taken or will take any action specifically in relation to the Certificates referred to herein to permit a public offering of such Certificates in any jurisdiction other than the Public Offer Jurisdiction.

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.

Notwithstanding anything else in the Base Prospectus, the Issuer will not accept responsibility for the information given in the Base Prospectus or these Final Terms in relation to offers of Certificates made by an offeror not authorised by the Issuer to make such offers.

Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made: Allocation of Securities is simultaneous with the acceptance of the offer by each individual investor and subject to (i) the availability of funds in his or her account for the total amount invested and (ii) the total amount for which acceptances have been received not exceeding the maximum "Aggregate number of Certificates in the Series".

Amount of any expenses and taxes specifically charged to the subscriber or purchaser:

There are no expenses specifically charged to the subscriber or purchaser other than that specified in the following paragraph.

A selling commission per Certificate of up to 4.00 per cent. (4.00%) of the Issue Price has been paid by the Issuer.

Please refer to "Italian Tax Considerations" in the section entitled "Taxation" in the Base Prospectus.

Name(s) and address(es), to the extent known to the Issuer, of the placers in the Deutsche Bank S.p.A.: Piazza del Calendario, 3 - 20126 Milan, Italy, and Finanza & Futuro Banca S.p.A.: Piazza

various countries where the offer takes place:

del Calendario, 1 - 20126, Milan, Italy, and such other placers as may be notified to potential investors from time to time by publication on the Issuer's website (www.goldman-sachs.it) in accordance with the applicable laws and regulations of the Public Offer Jurisdiction.

#### Consent to use the Base Prospectus

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

Deutsche Bank S.p.A.: Piazza del Calendario, 3 - 20126 Milan, Italy, and Finanza & Futuro Banca S.p.A.: Piazza del Calendario, 1 - 20126, Milan, Italy, and such other placers as may be notified to potential investors from time to time by publication on the Issuer's website (www.goldman-sachs.it) in accordance with the applicable laws and regulations of the Public Offer Jurisdiction.

Offer period during which subsequent resale or final placement of Instruments by financial intermediaries can be made: The Offer Period.

Conditions attached to the consent:

The Issuer consents to the use of the Base Prospectus in connection with the making of an offer of the Securities to the public requiring the prior publication of a prospectus under the Prospectus Directive (a "Non-exempt Offer") by the financial intermediary/ies (each, an "Authorised Offeror") in the Public Offer Jurisdiction.

Each Authorised Offeror (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 quasigovernmental 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.

#### 9. UNITED STATES TAX CONSIDERATIONS

# Section 871(m) Withholding Tax

The U.S. Treasury Department has issued regulations under which amounts paid or deemed paid on

certain financial instruments that are treated as attributable to U.S.-source dividends could be treated, in whole or in part depending on the circumstances, as a "dividend equivalent" payment that is subject to tax at a rate of 30 per cent. (or a lower rate under an applicable treaty). We have determined that, as of the issue date of the Certificates, the Certificates will not be subject to withholding under these rules. In certain limited circumstances, however, it is possible for United States alien holders to be liable for tax under these rules with respect to a combination of transactions treated as having been entered into in connection with each other even when no withholding is required. United States alien holders should consult their tax advisor concerning these regulations, subsequent official guidance and regarding any other possible alternative characterisations of their Certificates for United States federal income tax purposes. See "United States Tax Considerations – Dividend Equivalent Payments" in the Base Prospectus for a more comprehensive discussion of the application of Section 871(m) to the Certificates.

#### 10. INDEX DISCLAIMER

Not Applicable.

#### **EXAMPLES**

#### THE EXAMPLES PRESENTED BELOW ARE FOR ILLUSTRATIVE PURPOSES ONLY.

For the purposes of each Example:

- (i) the Issue Price is EUR 100 per Certificate and the Calculation Amount is EUR 100;
- (ii) the Coupon Value in respect of the first Valuation Date (scheduled to fall on July 26, 2019) is 0.0685, the Coupon Value in respect of the third Valuation Date (scheduled to fall on July 26, 2021) is 0.2055, and the Coupon Value in respect of the final Valuation Date (scheduled to fall on July 26, 2023) is 0.3425;
- (iii) the Autocall Level is 100 per cent. (100%) of the Asset Initial Price; and
- (iv) the Coupon Barrier Level is 70 per cent. (70%) of the Asset Initial Price and the Barrier Level is 70 per cent. (70%) of the Asset Initial Price.

#### AUTOMATIC EARLY EXERCISE

# <u>Example 1 – Automatic Early Exercise plus Coupon Amount:</u> The Reference Price in respect of the Underlying Asset for the first Valuation Date is greater than or equal to the Autocall Level.

In this Example, the Certificates will be exercised on such Valuation Date, and the Automatic Early Exercise Amount payable per Certificate on the Automatic Early Exercise Date immediately following such Valuation Date will be an amount equal to the Autocall Event Amount for the first Valuation Date, i.e., EUR 100. Additionally, a Coupon Amount per Certificate will be payable on the Coupon Payment Date falling on such Automatic Early Exercise Date, and such Coupon Amount will be equal to the *product* of (i) the Calculation Amount, *multiplied* by (ii) 0.0685, i.e., EUR 6.85.

# Example 2 – no Automatic Early Exercise but Coupon Amount: The Reference Price in respect of the Underlying Asset for the first Valuation Date is less than the Autocall Level but greater than or equal to the Coupon Barrier Level.

In this Example, the Certificates will not be exercised on the first Valuation Date. A Coupon Amount per Certificate will be payable on the Coupon Payment Date immediately following such Valuation Date, and such Coupon Amount will be equal to the *product* of (i) the Calculation Amount, *multiplied* by (ii) 0.0685, i.e., EUR 6.85.

# <u>Example 3 – no Automatic Early Exercise and no Coupon Amount:</u> The Reference Price in respect of the Underlying Asset for the first Valuation Date is less than the Coupon Barrier Level.

In this Example, the Certificates will not be exercised on such Valuation Date and no Coupon Amount will be payable on the Coupon Payment Date immediately following such Valuation Date.

# <u>Example 4 – Automatic Early Exercise plus Coupon Amount:</u> The Reference Price in respect of the Underlying Asset for the third Valuation Date is greater than or equal to the Autocall Level.

In this Example, the Certificates will be exercised on such Valuation Date, and the Automatic Early Exercise Amount payable per Certificate on the Automatic Early Exercise Date immediately following such Valuation Date will be an amount equal to the Autocall Event Amount for the third Valuation Date, i.e., EUR 100. Additionally, a Coupon Amount per Certificate will be payable on the Coupon Payment Date falling on such Automatic Early Exercise Date, and such Coupon Amount will be equal to the *difference* between (i) the *product* of (a) the Calculation Amount, *multiplied* by (b) 0.2055, *minus* (ii) the *aggregate* of the Coupon Amounts (if any) per Certificate previously paid on the Coupon Payment Dates preceding such Coupon

Payment Date.

Example 5 – no Automatic Early Exercise but Coupon Amount: The Reference Price in respect of the Underlying Asset for the third Valuation Date is less than the Autocall Level but greater than or equal to the Coupon Barrier Level.

In this Example, the Certificates will not be exercised on the third Valuation Date. A Coupon Amount per Certificate will be payable on the Coupon Payment Date immediately following such Valuation Date, and such Coupon Amount will be equal to the *difference* between (i) the *product* of (a) the Calculation Amount, *multiplied* by (b) 0.2055, *minus* (ii) the *aggregate* of the Coupon Amounts (if any) per Certificate previously paid on the Coupon Payment Dates preceding such Coupon Payment Date.

<u>Example 6 – no Automatic Early Exercise and no Coupon Amount:</u> The Reference Price in respect of the Underlying Asset for the third Valuation Date is less than the Coupon Barrier Level.

In this Example, the Certificates will not be exercised on the third Valuation Date and no Coupon Amount will be payable on the Coupon Payment Date falling immediately after such Valuation Date.

#### SETTLEMENT AMOUNT

<u>Example 7 – neutral scenario plus Coupon Amount:</u> The Certificates have not been exercised on an Applicable Date, and the Final Closing Price in respect of the Underlying Asset is 70 per cent. (70%) or more of the Asset Initial Price.

In this Example, the Settlement Amount payable in respect of each Certificate on the Maturity Date will be 100 per cent. (100%) of the Calculation Amount, i.e., EUR 100. Additionally, a Coupon Amount per Certificate will be payable on the Coupon Payment Date falling on the Maturity Date, and such Coupon Amount will be equal to the *difference* between (i) the *product* of (a) the Calculation Amount, *multiplied* by (b) 0.3425, *minus* (ii) the *aggregate* of the Coupon Amounts (if any) per Certificate previously paid on the Coupon Payment Dates preceding the Maturity Date.

<u>Example 8 – negative scenario and no Coupon Amount:</u> The Certificates have not been exercised on an Applicable Date, the Final Closing Price in respect of the Underlying Asset is 69 per cent. (69%) of the Asset Initial Price.

In this Example, the Settlement Amount payable in respect of each Certificate on the Maturity Date will be an amount equal to the *product* of (i) the Calculation Amount, *multiplied* by (ii) the *quotient* of (a) the Final Reference Value, *divided* by (b) the Initial Reference Value, i.e., EUR 69. No Coupon Amount will be payable on the Coupon Payment Date falling on the Maturity Date. In this Example, an investor who purchased the Certificates at the Issue Price will sustain a substantial loss of the amount invested in the Certificates.

<u>Example 9 – negative scenario and no Coupon Amount:</u> The Certificates have not been exercised on an Applicable Date, the Final Closing Price in respect of the Underlying Asset is zero per cent. (0%) of the Asset Initial Price.

In this Example, the Settlement Amount payable in respect of each Certificate on the Maturity Date will be equal to the *product* of (i) the Calculation Amount, *multiplied* by (ii) the *quotient* of (a) the Final Reference Value, *divided* by (b) the Initial Reference Value, i.e., zero. No Coupon Amount will be payable on the Coupon Payment Date falling on the Maturity Date. In this Example, an investor will sustain a total loss of the amount invested in the Certificates (apart from any Coupon Amounts paid prior to the Maturity Date).

# ISSUE-SPECIFIC SUMMARY OF THE SECURITIES

- Summaries are made up of disclosure requirements known as "Elements". These elements are numbered in Sections A E (A.1 E.7).
- This summary contains all the Elements required to be included in a summary for this type of security and Issuer. Because some Elements are not required to be addressed, there may be gaps in the numbering sequence of the Elements.
- Even though an Element may be required to be inserted in the summary because of the type of security and Issuer, it is possible that no relevant information can be given regarding the Element. In this case a short description of the Element is included in the summary with the mention of "not applicable".

SECTION	SECTION A – INTRODUCTION AND WARNINGS			
A.1	Introduction and warnings	This summary should be read as an introduction to the Base Prospectus. Any decision to invest in the Securities should be based on consideration of the Base Prospectus as a whole by the investor. Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff investor might, under the national legislation of the Member States, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled the summary including any translation thereof, but only if the summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in such Securities.		
A.2	Consents	Subject to the conditions set out below, in connection with a Non-exempt Offer (as defined below) of Securities, the Issuer consents to the use of the Base Prospectus by:		
		(1) Deutsche Bank S.p.A.: Piazza del Calendario, 3 - 20126 Milan, Italy, and Finanza & Futuro Banca S.p.A.: Piazza del Calendario, 1 - 20126, Milan, Italy (the " <b>Initial Authorised Offerors</b> "); and		
		(2) if the Issuer appoints additional financial intermediaries after the date of the Final Terms dated June 22, 2018 and publishes details in relation to them on its website ( <i>www.goldman-sachs.it</i> ), each financial intermediary whose details are so published,		
		in the case of (1) or (2) above, for as long as such financial intermediaries are authorised to make such offers under the Markets in Financial Instruments Directive (Directive 2004/39/EC)		
		(each an "Authorised Offeror" and together the "Authorised Offerors").		
		The consent of the Issuer is subject to the following conditions:		
		(i) the consent is only valid during the period from (and including) June 22, 2018 to (and including) July 26, 2018 (the " <b>Offer Period</b> "); and		
		(ii) the consent only extends to the use of the Base Prospectus to make Non-exempt Offers (as defined below) of the tranche of Securities in the Republic of Italy.		
		A "Non-exempt Offer" of Securities is an offer of Securities that is not within an exemption from the requirement to publish a prospectus under Directive 2003/71/EC (as amended, including by Directive 2010/73/EU).		
		Any person (an "Investor") intending to acquire or acquiring any Securities from an Authorised Offeror will do so, and offers and sales of Securities to an Investor by an Authorised Offeror will be made, in accordance with any terms and other arrangements in place between such Authorised Offeror and such Investor including as to price, allocations and settlement arrangements. The Issuer will not be a party to any such arrangements with Investors in connection with the offer or sale of the Securities and, accordingly, the Base Prospectus and the Final Terms will not contain such information and an Investor must obtain such information from the Authorised Offeror. Information in relation to an offer to the public will be		

		made available at the time such sub-offer is made, and such information will also be provided by the relevant Authorised Offeror at the time of such offer.				
SECTIO	ON B – ISSUER ANI	D GUARANTOR	(IF APPLICAE	BLE)		
B.1	Legal and commercial name of the Issuer	Goldman Sachs International ("GSI" or the "Issuer").				
B.2	Domicile, legal form, legislation and country of incorporation of the Issuer	GSI is a private unlimited liability company incorporated in England and Wales. GSI mainly operates under English law. The registered office of GSI is Peterborough Court, 133 Fleet Street, London EC4A 2BB, England.				
B.4b	Known trends with respect to the Issuer	GSI's prospects will be affected, potentially adversely, by developments in global, regional and national economies, including in the United Kingdom, movements and activity levels, in financial, commodities, currency and other markets, interest rate movements, political and military developments throughout the world, client activity levels and legal and regulatory developments in the United Kingdom and other countries where GSI does business.				
B.5	The Issuer's group	Goldman Sachs Group UK Limited, a company incorporated under English law has a 100 per cent. shareholding in GSI. Goldman Sachs (UK) L.L.C. is established under the laws of the State of Delaware and holds 100 per cent. of the ordinary shares of Goldman Sachs Group UK Limited. The Goldman Sachs Group, Inc. is established in Delaware and has a 100 per cent. shareholding in Goldman Sachs (UK) L.L.C.				
B.9	Profit forecast or estimate	Not applicable; G	SSI has not made	e any profit fore	ecasts or estimate	es.
B.10	Audit report qualifications		Not applicable; there are no qualifications in the audit report of GSI on its historical financial information.			
B.12	Selected historical key	The following table shows selected key historical financial information relation to GSI:				
	financial information of			ne three months naudited)	As at and for t	•
	the Issuer	(in USD millions)	March 31, 2018	March 31, 2017	December 31, 2017	December 31, 2016
		Operating Profit Profit on ordinary activities before taxation	796 737	676 584	2,389 2,091	2,280 1,943
		Profit for the financial period	539	428	1,557	1,456
		(in USD millions)		naudited) 31, 2018	As of (a December 31, 2017	udited) December 31, 2016
		Fixed Assets Current Assets Total Shareholder's funds	1,009	9,915 347	210 939,863 31,701	140 934,129 27,533
		There has been no material adverse change in the prospects of GS December 31, 2017.			s of GSI since	
		Not applicable: there has been no significant change in the financial or trac position particular to GSI subsequent to March 31, 2018.				ancial or trading

	Recent events material to the evaluation of the Issuer's solvency	Not applicable; there have been no recent events particular to GSI which are to a material extent relevant to the evaluation of GSI's solvency.	
B.14	Issuer's position	Please refer to Element B.5 above.	
	in its corporate group	GSI is part of a group of companies of which The Goldman Sachs Group, Inc. is the holding company (the "Goldman Sachs Group") and transacts with, and depends on, entities within such group accordingly.	
B.15	Principal activities	The principal activities of GSI consist of securities underwriting and distribution, trading of corporate debt and equity services, non-U.S. sovereign debt and mortgage securities, execution of swaps and derivative instruments, mergers and acquisitions, financial advisory services for restructurings/private placements/lease and project financings, real estate brokerage and finance, merchant banking, stock brokerage and research.	
B.16	Ownership and control of the Issuer	Goldman Sachs Group UK Limited, a company incorporated under English law has a 100 per cent. shareholding in GSI. Goldman Sachs (UK) L.L.C. is established under the laws of the State of Delaware and holds 100 per cent. of the ordinary shares of Goldman Sachs Group UK Limited. The Goldman Sachs Group, Inc. is established in Delaware and has a 100 per cent. shareholding in Goldman Sachs (UK) L.L.C.	
SECTIO	ON C – SECURITIE	S	
C.1	Type and class of Securities	Cash settled Securities comprised of Share Linked Securities, being up to 300,000 Five-Year EUR Memory Phoenix Autocallable Certificates linked to the ordinary shares of Enel S.p.A., due August 2, 2023 (the "Securities").	
		ISIN: GB00BG2MH598; Common Code: 178872931; Valoren: 42239117.	
C.2	Currency	The currency of the Securities is Euro ("EUR").	
C.5	Restrictions on the free transferability	The Securities and (if applicable) securities to be delivered upon exercise or settlement of the Securities may not be offered, sold or delivered within the United States or to U.S. persons as defined in Regulation S under the Securities Act (" <b>Regulation S</b> "), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities law.	
		Rights arising under the Securities (if applicable) will be exercisable by the holder of Securities only upon certification as to non-U.S. beneficial ownership	
		Further, the Securities may not be acquired by, on behalf of, or with the assets of any plans subject to ERISA or Section 4975 of the U.S. Internal Revenue Code of 1986, as amended, other than certain insurance company general accounts.	
		Subject to the above, the Securities will be freely transferable.	
C.8	Rights attached to the securities	<b>Rights</b> : The Securities give the right to each holder of Securities (a " <b>Holder</b> ") to receive a potential return on the Securities (see Element C.18 below), together with certain ancillary rights such as the right to receive notice of certain determinations and events and to vote on future amendments. The terms and conditions are governed under English law.	
		<b>Ranking</b> : The Securities are direct, unsubordinated and unsecured obligations of the Issuer and rank equally with all other direct, unsubordinated and unsecured obligations of the Issuer.	
		Limitations to rights:	
		<ul> <li>Notwithstanding that the Securities are linked to the performance of the underlying asset(s), Holders do not have any rights in respect of the underlying asset(s).</li> <li>The terms and conditions of the Securities contain provisions for calling meetings of Holders to consider matters affecting their interests generally</li> </ul>	

		<ul> <li>including Holders who did not attend and vote at the relevant meeting and Holders who voted in a manner contrary to the majority. Further, in certain circumstances, the Issuer may amend the terms and conditions of the Securities, without the Holders' consent.</li> <li>The terms and conditions of the Securities permit the Issuer and the Calculation Agent (as the case may be), on the occurrence of certain events and in certain circumstances, without the Holders' consent, to make adjustments to the terms and conditions of the Securities, to redeem the Securities prior to maturity (where applicable), to postpone valuation of the underlying asset(s) or scheduled payments under the Securities, to change the currency in which the Securities are denominated, to substitute the Issuer with another permitted entity subject to certain conditions, and to take certain other actions with regard to the Securities and the underlying asset(s) (if any).</li> </ul>
C.11	Admission to trading on a regulated market	Not applicable; the Securities will not be admitted to trading on any regulated market, but application will be made to admit the Securities to trading on the Euro TLX market, a multilateral trading facility organised and managed by Euro TLX SIM S.p.A., which is not a regulated market for the purposes of Directive 2004/39/EC on Markets in Financial Instruments.
C.15	Effect of underlying instrument on value of investment	The amount payable on the Securities will depend on the performance of the underlying asset(s).  If the Securities are not exercised early, then the cash settlement amount payable on the maturity date will be determined in accordance with Element C.18 of this Summary.  If the Securities are exercised early following an Autocall Event, the Autocall Event Amount payable on the Autocall Payment Date will be determined in accordance with Element C.18 of this Summary.  The value of the Securities and whether any Coupon Amount is payable on a Coupon Payment Date will depend on the performance of the underlying asset on the Coupon Observation Date corresponding to such Coupon Payment Date.
C.16	Expiration or maturity date	Provided that an Autocall Event does not occur or the Securities are not otherwise exercised early, the maturity date is August 2, 2023, subject to adjustment in accordance with the terms and conditions.
C.17	Settlement procedure	Settlement of the Securities shall take place through Euroclear Bank SA/NV / Clearstream Banking, société anonyme.  The Issuer will have discharged its payment obligations by payment to, or to the order of, the relevant clearing system in respect of the amount so paid.
C.18	Return on the Securities	<ul> <li>the potential payment of a Coupon Amount on a Coupon Payment Date following the occurrence of a "Coupon Payment Event" (as described below);</li> <li>the potential payment of an Autocall Event Amount following redemption of the Securities prior to scheduled maturity due to the occurrence of an "Autocall Event" (as described below);</li> <li>the potential payment of a Non-scheduled Early Repayment Amount upon an unscheduled early redemption of the Securities (as described below); and</li> <li>if the Securities are not previously exercised, or purchased and cancelled, the payment of the Settlement Amount on the scheduled maturity date of the Securities.</li> </ul> Coupon If a Coupon Payment Event has occurred on a Coupon Observation Date, then a Coupon Amount in EUR calculated in accordance with the following formula will be payable on the Coupon Payment Date corresponding to such Coupon

Observation Date in the table below:

$$(CA \times CV) - APCA$$

If no Coupon Payment Event has occurred on a Coupon Observation Date, then no Coupon Amount will be payable on the Coupon Payment Date corresponding to such Coupon Observation Date.

Following the occurrence of an Autocall Event on an Autocall Observation Date, the Coupon Payment Date corresponding to the Coupon Observation Date falling on such Autocall Observation Date will be the final Coupon Payment Date and no further Coupon Amounts will be payable.

Defined terms used above:

- **APCA:** Aggregate Preceding Coupon Amounts, being the sum of each Coupon Amount paid in respect of one Security on all Coupon Payment Date(s) (if any) preceding the relevant Coupon Payment Date.
- CA: Calculation Amount, EUR 100.
- Coupon Observation Date: each date set out in the column entitled "Coupon Observation Date" in the table below, subject to adjustment in accordance with the terms and conditions.
- Coupon Payment Date: each date set out in the column entitled "Coupon Payment Date" in the table below, subject to adjustment in accordance with the terms and conditions.
- **CV**: Coupon Value, being the amount in the column entitled "Coupon Value (CV)" in the same row as the relevant Coupon Observation Date set out in the table below.

Coupon Observation Date	Coupon Payment Date	Coupon Value (CV)		
July 26, 2019	August 2, 2019	0.0685		
July 27, 2020	August 3, 2020	0.1370		
July 26, 2021	August 2, 2021	0.2055		
July 26, 2022	August 2, 2022	0.2740		
July 26, 2023	August 2, 2023	0.3425		

# **Coupon Payment Event**

A "Coupon Payment Event" occurs if the Coupon Barrier Reference Value of the Underlying Asset is greater than or equal to its Coupon Barrier Level on a Coupon Observation Date.

Defined terms used above:

- **Asset Initial Price:** the Initial Closing Price of the Underlying Asset.
- **Coupon Barrier Level**: 70 per cent. (70%) of the Asset Initial Price.
- **Coupon Barrier Reference Value**: the Reference Price of the Underlying Asset on the relevant Coupon Observation Date.
- **Initial Closing Price**: the Reference Price of the Underlying Asset on July 26, 2018, subject to adjustment in accordance with the terms and conditions.
- **Reference Price:** the closing share price of the Share for the relevant date.

#### **Autocall**

If an Autocall Event occurs on an Autocall Observation Date, then the Issuer shall exercise each Security on such Autocall Observation Date and shall pay the Autocall Event Amount corresponding to such Autocall Observation Date on the immediately following Autocall Payment Date.

Defined terms used above:

Autocall Event: see below.

- Autocall Event Amount: EUR 100.
- **Autocall Observation Date**: each date set out in the column entitled "Autocall Observation Date" in the table below, in each case, subject to adjustment in accordance with the terms and conditions.
- **Autocall Payment Date**: each date set out in the column entitled "Autocall Payment Date" in the table below, in each case, subject to adjustment in accordance with the terms and conditions.

Autocall Observation Date	Autocall Payment Date
July 26, 2019	August 2, 2019
July 27, 2020	August 3, 2020
July 26, 2021	August 2, 2021
July 26, 2022	August 2, 2022

#### **Autocall Event**

An "Autocall Event" occurs if the Autocall Reference Value of the Underlying Asset on any Autocall Observation Date is greater than or equal to the Autocall Level for such Autocall Observation Date.

Defined terms used above:

- **Autocall Level**: 100 per cent. (100%) of the Asset Initial Price.
- Autocall Reference Value: the Reference Price of the Underlying Asset on the relevant Autocall Observation Date.

# Non-scheduled Early Repayment Amount

Unscheduled early redemption: The Securities may be redeemed prior to the scheduled maturity (i) at the Issuer's option (a) if the Issuer determines a change in applicable law has the effect that performance by the Issuer or its affiliates under the Securities or hedging transactions relating to the Securities has become (or there is a substantial likelihood in the immediate future that it will become) unlawful or impracticable (in whole or in part), (b) where applicable, if the Calculation Agent determines that certain additional disruption events or adjustment events as provided in the terms and conditions of the Securities have occurred in relation to the underlying asset(s) or (ii) upon notice by a Holder declaring such Securities to be immediately repayable due to the occurrence of an event of default which is continuing.

In such case, the Non-scheduled Early Repayment Amount payable on such unscheduled early redemption shall be, for each Security, an amount representing the fair market value of the Security taking into account all relevant factors less all costs incurred by the Issuer or any of its affiliates in connection with such early redemption, including those related to unwinding of any underlying and/or related hedging and funding arrangement.

The Non-scheduled Early Repayment Amount may be less than your initial investment and therefore you may lose some or all of your investment on an unscheduled early redemption.

# **Settlement Amount**

Unless previously exercised early, or purchased and cancelled, the Settlement Amount payable in respect of each Security on the maturity date will be:

If a Barrier Event has not occurred, the Settlement Amount payable in respect of each Security will be calculated in accordance with the formula below:

#### CA × Redemption Percentage

If a Barrier Event has occurred, the Settlement Amount payable in respect of each Security will be calculated in accordance with the formula below:

	T					
		CA× Final Reference Value				
		Initial Reference Value				
		Defined terms used	Defined terms used above:			
		• <b>Final Closing Price</b> : the Reference Price of the Underlying Asset on July 26, 2023, subject to adjustment in accordance with the terms and				
			conditions.  • Final Reference Value: the Final Value.			
			e: the Final Closi		nderlying As	set.
		Initial Refe	erence Value: the	Initial Value.		
			ue: 100 per cent	(100%) of the	Initial Closi	ng Price of the
		<ul><li>Underlying</li><li>Redemptio</li></ul>	n Percentage: 10	00 per cent. (100°	%).	
			 <b>B</b> a	nrrier Event		
		A "Barrier Event Level.	·		Value is less	than the Barrier
		Defined terms used	d above:			
		Barrier Re	vel: 70 per cent. (eference Value:			
		Asset.				
C.19	Exercise price/final reference price of the	The closing share price of the Share will be determined on July 26, 2023, subject to adjustment in accordance with the terms and conditions.				
	of the underlying					
C.20	The underlying asset		The underlying asset is specified in the column entitled "Underlying Asset" (the "underlying asset" or "Underlying Asset") in the table below.			
		Underlying Asset	ISIN	Bloomberg page	Reuters screen	Exchange
		The ordinary shares of Enel S.p.A. IT0003128367 ENEL IM ENEL.MI Borsa Italiana Equity>		Borsa Italiana		
			Share: the ordinary share set forth in the table above in the column entitled "Underlying Asset".			
SECTIO	N D – RISKS					
D.2	Key risks that are specific to the Issuer	The payment of any amount due on the Securities is subject to our credit risk. The Securities are our unsecured obligations. The Securities are not bank deposits and are not insured or guaranteed by the UK Financial Services Compensation Scheme or any other government or governmental or private agency, or deposit protection scheme in any jurisdiction. The value of and return on your securities will be subject to our credit risk and to changes in the market's view of our creditworthiness.				
		References in Element B.12 above to the "prospects" and "financial or trading position" of the Issuer, are specifically to the Issuer's ability to meet its full payment obligations under the Securities in a timely manner. Material information about the Issuer's financial condition and prospects is included in GSI's annual and interim reports. You should be aware, however, that each of the key risks highlighted below could have a material adverse effect on the Issuer's businesses, operations, financial and trading position and prospects,				
		which, in turn, co		erial adverse ef	fect on the 1	return investors
		receive on the Secu		Low rieke		
		The Issuer is subje		•	a to be adve-	cally affected by
			esses have been a in the global f			

generally.

- GSI's businesses and those of its clients are subject to extensive and pervasive regulation around the world.
- GSI's businesses have been and may be adversely affected by declining asset values. This is particularly true for those businesses in which it has net "long" positions, receives fees based on the value of assets managed, or receives or posts collateral.
- GSI's businesses have been and may be adversely affected by disruptions in the credit markets, including reduced access to credit and higher costs of obtaining credit.
- GSI's investment banking, client execution and investment management businesses have been adversely affected and may continue to be adversely affected by market uncertainty or lack of confidence among investors and CEOs due to general declines in economic activity and other unfavourable economic, geopolitical or market conditions.
- GSI's investment management business may be affected by the poor investment performance of its investment products.
- GSI may incur losses as a result of ineffective risk management processes and strategies.
- GSI's liquidity, profitability and businesses may be adversely affected by an inability to access the debt capital markets or to sell assets or by a reduction in its credit ratings or by an increase in its credit spreads.
- A failure to appropriately identify and address potential conflicts of interest could adversely affect GSI's businesses.
- A failure in GSI's operational systems or infrastructure, or those of third parties, as well as human error, could impair GSI's liquidity, disrupt GSI's businesses, result in the disclosure of confidential information, damage GSI's reputation and cause losses.
- A failure to protect GSI's computer systems, networks and information, and GSI's clients' information, against cyber-attacks and similar threats could impair GSI's ability to conduct GSI's businesses, result in the disclosure, theft or destruction of confidential information, damage GSI's reputation and cause losses.
- GSI's businesses, profitability and liquidity may be adversely affected by deterioration in the credit quality of, or defaults by, third parties who owe GSI money, securities or other assets or whose securities or obligations GSI holds.
- Concentration of risk increases the potential for significant losses in GSI's market-making, underwriting, investing and lending activities.
- The financial services industry is both highly competitive and interrelated.
- GSI faces enhanced risks as new business initiatives lead it to transact with a broader array of clients and counterparties and exposes it to new asset classes and new markets.
- Derivative transactions and delayed settlements may expose GSI to unexpected risk and potential losses.
- GSI's businesses may be adversely affected if GSI is unable to hire and retain qualified employees.
- GSI may be adversely affected by increased governmental and regulatory scrutiny or negative publicity.
- Substantial legal liability or significant regulatory action against GSI
  could have material adverse financial effects or cause significant
  reputational harm to GSI, which in turn could seriously harm GSI's
  business prospects.

The growth of electronic trading and the introduction of new trading technology may adversely affect GSI's business and may increase competition. GSI's commodities activities, particularly its power generation interests and physical commodities activities, subject GSI to extensive regulation, potential catastrophic events and environmental, reputational and other risks that may expose it to significant liabilities and costs. In conducting its businesses around the world, GSI is subject to political, economic, legal, operational and other risks that are inherent in operating in many countries. GSI may incur losses as a result of unforeseen or catastrophic events. including the emergence of a pandemic, terrorist attacks, extreme weather events or other natural disasters. Favourable or simply less adverse developments or market conditions involving industries or markets in a business where GSI has a lower concentration of clients in such industry or market may result in GSI underperforming relative to a similar business of a competitor that has a higher concentration of clients in such industry or market. For example, GSI has a smaller corporate client base in its market-making businesses than many of its peers and therefore GSI's competitors may benefit more from increased activity by corporate clients. Certain of GSI's businesses and its funding may be adversely affected by changes in the reference rates, currencies, indexes, baskets, exchangetraded funds or other financial metrics to which the products offered by GSI or funding raised by GSI are linked. D.6 Key risks that Your capital is at risk. Depending on the performance of the are specific to underlying asset(s), you may lose some or all of your investment. the Securities You could also lose some or all of your investment in the Securities where: We (as Issuer) fail or are otherwise unable to meet our payment obligations; You do not hold your Securities to maturity and the secondary sale price you receive is less than the original purchase price; or Your Securities are redeemed early due to an unexpected event and the amount you receive is less than the original purchase price. The estimated value of your Securities (as determined by reference to pricing models used by us) at the time the terms and conditions of your Securities are set on the trade date, will be less than the original issue price of your Securities. Your Securities may not have an active trading market, and you may be unable to dispose of them. We give no assurance that application for listing and admission to trading will be granted (or, if granted, will be granted by the issue date) or that an active trading market in the Securities will develop. We may discontinue any such listing at any time. The potential for the value of the Securities to increase is limited as the performance of the underlying asset(s) to which the Securities are linked is capped. *Risks associated with Securities linked to underlying asset(s):* The value and return on the Securities depends on the performance of such underlying asset(s), which may be subject to unpredictable change over time. Past performance of an underlying asset is not indicative of future performance. You will not have any rights of ownership in the underlying asset(s), and our obligations under the Securities to you are not secured by any assets. Following a disruption event, the valuation of the underlying asset(s) may

		<ul> <li>be postponed and/or valued by us (as Calculation Agent) in our discretion.</li> <li>Following the occurrence of certain extraordinary events in relation to the underlying asset(s) or in relation to index linked securities, following the occurrence of an index adjustment event, depending on the terms and conditions of the particular Securities, amongst other potential consequences, the terms and conditions of your Securities may be adjusted, the underlying asset may be substituted or the Securities may be redeemed early at the non-scheduled early repayment amount. Such amount may be less than your initial investment and you could lose some or all of your investment.</li> <li>The performance of shares is dependent upon many unpredictable factors. You may receive a lower return on the Securities than you would have received from investing in the shares directly because the price of the shares may not include the value of dividends.</li> <li>The issuer of a share may take any actions in respect of a share without regard to your interests as Holders of the Securities, and any of these actions could negatively affect the value of and return on the Securities.</li> <li>Your Securities may be adjusted or redeemed prior to maturity due to a change in law. Any such adjustment may have a negative effect on the value of and return on your Securities; the amount you receive following an early redemption may be less than your initial investment and you could lose some or all of your investment.</li> <li>The Issuer of your Securities may be substituted with another company.</li> <li>We may amend the terms and conditions of your Securities in certain circumstances without your consent.</li> </ul>
SECTIO	N E – THE OFFER	
E.2b	Reasons for the offer and use of proceeds	The net proceeds of the offer will be used in the general business of the Issuer.
E.3	Terms and conditions of the offer	An offer of the Securities may be made other than pursuant to Article 3(2) of the Prospectus Directive in the Republic of Italy ("Public Offer Jurisdiction") during the period from (and including) June 22, 2018 to (and including) July 26, 2018 ("Offer Period") by the Authorised Offeror.
		The Offer Period for the Securities placed in Italy outside the premises of the distributors ("door-to-door"), pursuant to Article 30 of Legislative Decree No. 58 of February 24, 1998, as amended (the "Financial Services Act") shall be from and including July 19, 2018 to and including June 18, 2018.
		Pursuant to Article 30, paragraph 6, of the Financial Service Act, the effects of the subscriptions made "door-to-door" are suspended for a period of seven days from the date of the subscription. During such period, investors have the right to withdraw from the subscription without any charge or fee, by means of notification to the relevant placer.
		In the event that the Certificates are placed in Italy via distance communication techniques, including subscriptions made through a website, the Offer Period shall be from and including June 22, 2018 to and including July 12, 2018.
		Pursuant to Article 67-duodecies of Legislative Decree No. 206 of September 6, 2005, subscriptions made via distance communication techniques are suspended for a period of fourteen days from the date of acceptance of the subscription by the relevant placers. During such period, investors have the right to withdraw from the subscription without any charge or fee and without having to indicate any reasons thereof, by means of notification pursuant to the modalities set forth on the relevant website where the subscription was made.
		The Offer Price is EUR 100 per Security (the "Issue Price"). The Authorised Offeror will offer and sell the Securities to its customers in accordance with arrangements in place between the Authorised Offeror and its customers by

		reference to the Issue Price and market conditions prevailing at the time.  Offers of Securities are conditional on their issue and are subject to the admission to trading of the Securities on the Euro TLX market (a multilateral trading facility organised and managed by Euro TLX SIM S.p.A., which is not a regulated market for the purposes of Directive 2004/39/EC on Markets in Financial Instruments) occurring by the issue date, being July 31, 2018. As between the Authorised Offeror and its customers, offers of the Securities are further subject to such conditions as may be agreed between them and/or as is specified in the arrangements in place between them.
E.4	Interests material to the issue/offer	Save as disclosed in Element E.7 below, so far as the Issuer is aware, no person involved in the issue of the Securities has an interest material to the offer, including conflicting interests.
E.7	Estimated expenses	The Issue Price of EUR 100 per Security includes a selling commission per Certificate of up to 4.00 per cent. (4.00%) of the Issue Price which has been paid by the Issuer.