



Prospectus Supplement No. 2 to European Base Prospectus, dated April 21, 2016

The Goldman Sachs Group, Inc. Euro Medium-Term Notes, Series F

This Prospectus Supplement No. 2 (the "Prospectus Supplement") to the European Base Prospectus, dated April 21, 2016 and approved by the Commission de Surveillance du Secteur Financier (the "CSSF") on April 21, 2016 (the "European Base Prospectus"), constitutes a supplement to the European Base Prospectus for the purposes of Article 13 of Chapter 1 of Part II of the Luxembourg Law on Prospectuses for Securities dated July 10, 2005 (the "Luxembourg Law") and should be read in conjunction therewith, and with Prospectus Supplement No. 1, dated May 9, 2016. The terms defined in the European Base Prospectus have the same meaning when used in this Prospectus Supplement.

The credit ratings of The Goldman Sachs Group, Inc. referred to in the European Base Prospectus have been issued by DBRS, Inc., Fitch, Inc., Moody's Investors Service and Standard & Poor's Ratings Services, each of which is established in the United States (together, the "US CRAs").

In general, European regulated investors are restricted from using a rating for regulatory purposes if such rating is not either (1) issued or validly endorsed by a credit rating agency established in the European Union (an "EU CRA") and registered with the European Securities and Markets authority ("ESMA") under Regulation (EU) No. 1060/2009, amended by Regulation (EU) No 513/2011 (as amended, the "CRA Regulation") or (2) issued by a credit rating agency established outside the European Union which is certified under the CRA Regulation.

The EU affiliates of DBRS, Inc., Fitch, Inc., Moody's Investors Service and Standard & Poor's Ratings Services are registered EU CRAs on the official list, available at <http://www.esma.europa.eu/page/List-registered-and-certified-CRAs>. ESMA has approved the endorsement by such EU affiliates of credit ratings issued by the corresponding US CRAs. Accordingly, credit ratings issued by the US CRAs may be used for regulatory purposes in the EU. In addition to the US CRAs mentioned, Rating and Investment Information, Inc. ("R&I") has issued a credit rating. This rating is incorporated in the European Base Prospectus for information purposes only. R&I is incorporated in a third country but has not applied for the registration under the CRA Regulation.

To the extent that there is any inconsistency between (a) any statement in this Prospectus Supplement or any statement incorporated by reference in this Prospectus Supplement and (b) any other statement in or incorporated by reference in the European Base Prospectus and Supplement No. 1, the statements in (a) above will prevail. Save as disclosed in this Prospectus Supplement, as at the date hereof there has been no other significant new factor, material mistake or inaccuracy which would affect the assessment of securities to be offered to the public or listed and admitted to trading on an EU regulated market pursuant to the European Base Prospectus as previously supplemented by Supplement No. 1, relating to the information included in the European Base Prospectus, since the publication of Supplement No. 1.

This Prospectus Supplement incorporates by reference:

- the Current Report on Form 8-K dated May 20, 2016 (the "May 20 Form 8-K"), which we filed with the U.S. Securities and Exchange Commission (the "SEC") on May 20, 2016.
- the Current Report on Form 8-K dated June 29, 2016 (the "June 29 Form 8-K"), which we filed with the SEC on June 29, 2016.

Copies of the May 20 Form 8-K and the June 29 Form 8-K have been filed with the CSSF in its capacity as competent authority under the Prospectus Directive.

The May 20 Form 8-K and the June 29 Form 8-K are incorporated by reference into, and forms part of, this Prospectus Supplement, and the information contained in the May 20 Form 8-K or the June 29 Form 8-K shall be deemed to update any information contained in the European Base Prospectus and any document incorporated by reference therein. The May 20 Form 8-K and the June 29 Form 8-K will be available as described in the section "Documents Incorporated By Reference" in the European Base Prospectus. This Prospectus Supplement, the May 20 Form 8-K and the June 29 Form 8-K will be available on the website of the Luxembourg Stock Exchange at <http://www.bourse.lu>.

Investors who have already agreed to purchase or subscribe for securities offered under the European Base Prospectus before this Prospectus Supplement is published shall have the right, exercisable within two working days

after the publication of this Prospectus Supplement, up to and including July 5, 2016, to withdraw their acceptances in accordance with Article 13 paragraph 2 of the Luxembourg Law.

Documents Incorporated by Reference

The European Base Prospectus, as supplemented by this Prospectus Supplement, incorporates by reference the following documents (the "Reports"):

1. the Proxy Statement relating to our 2015 Annual Meeting of Shareholders on May 21, 2015 (the "2015 Proxy Statement"), which we filed with the SEC on April 10, 2015;
2. the Proxy Statement relating to our 2016 Annual Meeting of Shareholders on May 20, 2016 (the "2016 Proxy Statement"), which we filed with the SEC on April 8, 2016;
3. the Current Report on Form 8-K dated May 21, 2015 (the "May 21 Form 8-K"), which we filed with the SEC on May 21, 2015;
4. the Current Report on Form 8-K dated April 19, 2016 (the "April 19 Form 8-K"), which we filed with the SEC on April 19, 2016;
5. the Annual Report on Form 10-K for the fiscal year ended December 31, 2015 (which we refer to as the 2015 Form 10-K), including Exhibit 21.1 thereto (which we refer to as the 2015 Exhibit 21.1), which we filed with the SEC on February 22, 2016;
6. the terms and conditions of the Notes contained on pages 32-100 of the base prospectus dated June 11, 2010;
7. the terms and conditions of the Notes contained on pages 33-102 of the base prospectus dated June 10, 2011;
8. the 1st bullet on page 2 of the prospectus supplement dated October 19, 2011 to the base prospectus dated June 10, 2011, amending the original terms and conditions of the Notes in the base prospectus dated June 10, 2011;
9. the terms and conditions of the Notes contained on pages 31-92 of the base prospectus dated June 8, 2012;
10. the terms and conditions of the Notes contained on pages 29-77 of the base prospectus dated June 10, 2013;
11. the terms and conditions of the Notes contained on pages 47-105 of the base prospectus dated June 5, 2014;
12. the terms and conditions of the Notes contained on pages 52-115 of the base prospectus dated June 5, 2015;
13. the Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 2016, dated May 5, 2016 (the "2016 First Quarter Form 10-Q"), which we filed with the U.S. Securities and Exchange Commission (the "SEC") on May 6, 2016;
14. the May 20 Form 8-K; and
15. the June 29 Form 8-K.

This list supersedes the list of documents incorporated by reference on page 52 of the European Base Prospectus.

The following table supersedes the table contained on pages 53-54 of the European Base Prospectus and indicates where information required by the Prospectus Regulation to be disclosed in, or incorporated by reference into, this Prospectus Supplement can be found in the Reports. Unless otherwise specified, page references are to the body of each Report rather than to exhibits attached thereto. The information incorporated by reference that is not included in the cross-reference list is considered as additional information and is not required by the relevant schedules of the Commission Regulation (EC) 809/2004.

Information required by the Prospectus Regulation**Document/Location**

Selected financial information for the fiscal years ended December 31, 2015, December 31, 2014 and December 31, 2013 (<i>Annex IV, Section 3 of the Prospectus Regulation</i>)	2015 Form 10-K (p. 210)
Risk factors (<i>Annex IV, Section 4 of the Prospectus Regulation</i>)	2015 Form 10-K (pp. 25-43)
Information about us	
History and development of our company (<i>Annex IV, Section 5.1 of the Prospectus Regulation</i>)	2015 Form 10-K (p. 1)
Investments (<i>Annex IV, Section 5.2 of the Prospectus Regulation</i>)	2015 Form 10-K (pp. 81-83, 175-176) June 29 Form 8-K (p. 2)
Business overview	
Our principal activities (<i>Annex IV, Section 6.1 of the Prospectus Regulation</i>)	2015 Form 10-K (pp. 1-6, 121)
Our principal markets (<i>Annex IV, Section 6.2 of the Prospectus Regulation</i>)	2015 Form 10-K (pp. 1-7, 46, 50-51, 195-196)
Organizational structure (<i>Annex IV, Section 7 of the Prospectus Regulation</i>)	2015 Form 10-K (pp. 34-35, Exhibit 21.1)
Trend information (<i>Annex IV, Section 8 of the Prospectus Regulation</i>)	2015 Form 10-K (p. 48-112) 2016 First Quarter Form 10-Q (pp. 93-153)
Administrative, management and supervisory bodies, including conflicts of interest (<i>Annex IV, Section 10 of the Prospectus Regulation</i>)	2015 Proxy Statement (pp. 1, 4, 10-11, 14-35, 86-88) 2016 Proxy Statement (pp. 1, 4, 11-32, 72-74) May 21 Form 8-K (p. 2) 2015 Form 10-K (p. 45) May 20 Form 8-K (p. 2)
Audit committee (<i>Annex IV, Section 11.1 of the Prospectus Regulation</i>)	2015 Proxy Statement (pp. 25, 79-80) 2016 Proxy Statement (pp. 21, 64-65)
Beneficial owners of more than five per cent. (<i>Annex IV, Section 12 of the Prospectus Regulation</i>)	2015 Proxy Statement (p. 91) 2016 Proxy Statement (p. 77)
Financial information	
Audited historical financial information for the fiscal years ended December 31, 2015, December 31, 2014 and December 31, 2013 (<i>Annex IV, Section 13.1-13.4 of the Prospectus Regulation</i>)	2015 Form 10-K (p. 116-208)
Audit report (<i>Annex IV, Section 13.1 of the Prospectus Regulation</i>)	2015 Form 10-K (p. 115)
Balance sheet (<i>Annex IV, Section 13.1 of the Prospectus Regulation</i>)	2015 Form 10-K (p. 118)
Income statement (<i>Annex IV, Section 13.1 of the Prospectus Regulation</i>)	2015 Form 10-K (p. 116-117)
Cash flow statement (<i>Annex IV, Section 13.1 of the Prospectus Regulation</i>)	2015 Form 10-K (p. 120)
Accounting policies and explanatory notes (<i>Annex IV, Section 13.1 of the Prospectus Regulation</i>)	2015 Form 10-K (p. 51-54, 121-208)

Unaudited Interim and other financial information (<i>Annex IV, Section 13.5 of the Prospectus Regulation</i>)	2015 Form 10-K (p. 209) 2016 First Quarter Form 10-Q (pp. 2-91)
Balance sheet (<i>Annex IV, Section 13.5 of the Prospectus Regulation</i>)	2016 First Quarter Form 10-Q (p. 4)
Income statement (<i>Annex IV, Section 13.5 of the Prospectus Regulation</i>)	2016 First Quarter Form 10-Q (pp. 2-3)
Cash flow statement (<i>Annex IV, Section 13.5 of the Prospectus Regulation</i>)	2016 First Quarter Form 10-Q (p. 6)
Accounting policies and explanatory notes (<i>Annex IV, Section 13.5 of the Prospectus Regulation</i>)	2016 First Quarter Form 10-Q (pp. 7-90)
Legal and arbitration proceedings (<i>Annex IV, Section 13.6 of the Prospectus Regulation</i>)	2015 Form 10-K (p. 44, 198-205) 2016 First Quarter Form 10-Q (pp. 82-89)
Share capital (<i>Annex IV, Section 14.1 of the Prospectus Regulation</i>)	2015 Form 10-K (p. 118, 180-182) 2016 First Quarter Form 10-Q (pp. 4-5; 65-67)

References to the European Base Prospectus in the European Base Prospectus shall hereafter mean the European Base Prospectus as supplemented by this Prospectus Supplement and Prospectus Supplement No. 1, dated May 9, 2016. The Goldman Sachs Group, Inc. has taken all reasonable care to ensure that the information contained in the European Base Prospectus, as supplemented by this 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.

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

Prospectus Supplement, dated July 1, 2016