

## PROSPECTUS SUPPLEMENT NO. 11 TO THE BASE PROSPECTUS DATED 20 JUNE 2014



**GOLDMAN SACHS INTERNATIONAL**  
*(Incorporated with unlimited liability in England)*

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

### **SERIES A 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 20 June 2014 prepared by Goldman, Sachs & Co. Wertpapier GmbH ("**GSW**") as issuer, Goldman Sachs International ("**GSI**") as issuer and The Goldman Sachs Group, Inc. ("**GSG**") as guarantor under their programme for the issuance of warrants, notes and certificates with respect to the securities (the "**Programme**") (the "**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 and amended on 3 July 2012 (the "**Luxembourg Law**") and should be read in conjunction therewith and with Prospectus Supplement No. 1 to the Base Prospectus, dated 17 July 2014, Prospectus Supplement No. 2 to the Base Prospectus, dated 8 August 2014, Prospectus Supplement No. 3 to the Base Prospectus, dated 28 August 2014, Prospectus Supplement No. 4 to the Base Prospectus, dated 3 September 2014, Prospectus Supplement No. 5 to the Base Prospectus, dated 17 October 2014, Prospectus Supplement No. 6 to the Base Prospectus, dated 6 November 2014, Prospectus Supplement No. 7 to the Base Prospectus, dated 7 November 2014, Prospectus Supplement No. 8 to the Base Prospectus, dated 21 January 2015, Prospectus Supplement No. 9 to the Base Prospectus, dated 25 February 2015 and Prospectus Supplement No. 10 to the Base Prospectus, dated 12 March 2015 (the Original Base Prospectus as so supplemented, the "**Base Prospectus**"). On 20 June 2014, the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") approved the Original 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.

#### **Information being supplemented**

##### ***Supplement No. 10 to the Registration Document***

This Prospectus Supplement supplements the Base Prospectus by incorporating by reference in its entirety Supplement No. 10 to the Registration Document dated 20 June 2014 ("**Supplement No. 10 to the Registration Document**"), approved by the CSSF on 31 March 2015. Supplement No. 10 to the Registration Document incorporates by reference the Annual Report for the fiscal year ended 31 December 2014 of GSI as filed with the CSSF ("**GSI's 2014 Annual Report**").

Supplement No. 10 to the Registration Document is entirely incorporated by reference into, and forms part of, this Prospectus Supplement, and the information contained in this Prospectus Supplement and Supplement No. 10 to the Registration Document shall be deemed to update and, where applicable, supersede any information contained in the Base Prospectus, or any documents incorporated by reference therein.

This Prospectus Supplement and the documents incorporated by reference into this Prospectus Supplement will be available on the website of the Luxembourg Stock Exchange at [www.bourse.lu](http://www.bourse.lu).

### Additional changes to the Base Prospectus

The following supplemental change shall be made to the Base Prospectus by virtue of this Prospectus Supplement:

Element B.12 (*Selected historical key financial information of the Issuer*) on pages 3 and 4 of the Original Base Prospectus shall now read as follows:

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<b>B.12 Selected historical key financial information of the Issuer</b>	[The following table shows selected key historical financial information in relation to GSI:		
	<b>As and for the Year ended</b>		
		<b>December 31, 2014 (USD)</b>	<b>December 31, 2013 (USD)</b>
	Operating Profit	2,274,132,000	618,173,000
	Profit on ordinary activities before taxation	2,080,475,000	297,566,000
	Profit on ordinary activities after taxation	1,624,471,000	168,664,000
	<b>As at</b>		
		<b>December 31, 2014 (USD)</b>	<b>December 31, 2013 (USD)</b>
	Fixed Assets	13,876,000	15,537,000
	Current Assets	992,689,684,000	816,202,624,000
	Total Shareholders' Funds	21,997,080,000	20,300,471,000
	[The following table shows selected key historical financial information in relation to GSW:		
	<b>As and for the Year ended</b>		
		<b>31 December 2013</b>	<b>31 December 2012</b>
		<b>(EUR)</b>	
	Operating income	380,836.28	710,866.34
	Taxation on income	120,965.71	224,054.41
	Net Income	259,870.57	486,811.93
		<b>31 December 2013</b>	<b>31 December 2012</b>
		<b>(EUR)</b>	
	Total assets	4,443,043,003.63	4,146,594,026.29
	Total capital and reserves	2,516,304.26	2,256,433.69
	[There has been no material adverse change in the prospects of GSI since 31 December		

		2014.] [There has been no material adverse change in the prospects of GSW since 31 December 2013.] [Not applicable; there has been no significant change in the financial or trading position particular to GSI subsequent to 31 December 2014.] [Not applicable; there has been no significant change in the financial or trading position particular to GSW subsequent to 30 June 2014.]
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### **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 7 April 2015, 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.

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Prospectus Supplement, dated 1 April 2015