

21 March 2017

**Goldman Sachs (UK) L.L.C.**  
**Amendment to terms and conditions of**  
**US\$11,196,000,000 Cat 1B Subordinated Mandatorily Convertible Securities due 2022**

On 6 March 2012, the Cayman Islands Stock Exchange admitted to listing US\$11,196,000,000 Cat 1B Subordinated Mandatorily Convertible Securities due 2022 (the "**Securities**") issued by Goldman Sachs (UK) L.L.C. (the "**Company**").

On 16 March 2017, amendments were made to the terms and conditions of the Securities (previously modified on, 17 October 2013, 18 December 2013, 6 August 2014 and 24 June 2015) (the "**Conditions**") with the sanction of an extraordinary resolution passed by the sole holder of the Securities.

A copy of a notice sent to the sole holder of the Securities containing the extraordinary resolution and the revised Conditions has been filed with the Cayman Islands Stock Exchange.