

PROSPECTUS SUPPLEMENT TO THE PROSPECTUSES LISTED IN THE SCHEDULE



GOLDMAN SACHS INTERNATIONAL
(Incorporated with unlimited liability in England)

as Issuer

SERIES K PROGRAMME FOR THE ISSUANCE OF WARRANTS, NOTES AND CERTIFICATES

This Prospectus Supplement

This prospectus supplement (the "**Prospectus Supplement**") to each of the prospectuses listed in the Schedule hereto, each of which comprises a separate prospectus in respect of Goldman Sachs International ("**GSI**") as issuer (each such prospectus, as supplemented up to the date of this Prospectus Supplement, a "**Prospectus**" and collectively, the "**Prospectuses**") under the Series K programme for the issuance of warrants, notes and certificates with respect to the securities (the "**Programme**"), constitutes a supplement to each 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, as amended on July 3, 2012, December 21, 2012 and May 10, 2016 (the "**Luxembourg Law**") and has been approved by the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") in its capacity as competent authority in Luxembourg.

Terms defined in the relevant Prospectus shall have the same meaning when used in this Prospectus Supplement unless otherwise defined herein. This Prospectus Supplement is supplemental to, and should be read in conjunction with the relevant Prospectus, including any other supplements thereto.

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 31 January 2019, which is two working days after the publication of this Prospectus Supplement, to withdraw their acceptances.

Purpose of this Prospectus Supplement

The purpose of this Prospectus Supplement is to (a) incorporate by reference GSI's Regulatory Ratios, 31 December 2018 (as defined below) and (b) incorporate by reference GSI's Notice of Recent Events, 18 January 2019 (as defined below).

This Prospectus Supplement and the documents incorporated by reference will be available on the website of the Luxembourg Stock Exchange at www.bourse.lu.

Information being supplemented

Incorporation by reference

This Prospectus Supplement supplements each Prospectus by incorporating by reference the report on the Regulatory Ratios of Goldman Sachs International for the fiscal quarter ended 31 December 2018 ("**GSI's Regulatory Ratios, 31 December 2018**") and the disclosure notice of Goldman Sachs International in relation to key recent events dated 18 January 2019 ("**GSI's Notice of Recent Events, 18 January 2019**").

Copies of GSI's Regulatory Ratios, 31 December 2018 and GSI's Notice of Recent Events, 18 January 2019 have been filed with the CSSF in its capacity as competent authority under the Prospectus Directive.

GSI's Regulatory Ratios, 31 December 2018 and GSI's Notice of Recent Events, 18 January 2019 are incorporated by reference into, and forms part of, this Prospectus Supplement, and the information contained in this Prospectus Supplement, GSI's Regulatory Ratios, 31 December 2018 and GSI's Notice of Recent Events, 18 January 2019, shall be deemed to update and, where applicable, supersede any information contained in each Prospectus, or any documents incorporated by reference therein.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy since the publication of the Prospectuses.

Amendments to each Prospectus

Each Prospectus, as supplemented prior to this Prospectus Supplement, is amended and supplemented as follows:

1. Amendments to the section entitled "Documents Incorporated by Reference"

The information in the section entitled "Documents Incorporated by Reference" of each Prospectus shall be amended and supplemented as follows:

- (a) inserting an additional sub-paragraphs (vii) and (viii) on: (i) page 36 of the Real Estate Equities Callable Note 2027 Prospectus and (ii) page 36 of the MSCI World ESG Coupon Plus 2029 Prospectus, under the list of documents incorporated by reference as follows:

- (vii) The report on the Regulatory Ratios of Goldman Sachs International for the fiscal quarter ended 31 December 2018 ("**GSI's Regulatory Ratios, 31 December 2018**").
- (viii) The disclosure notice of Goldman Sachs International in relation to key recent events dated 18 January 2019 ("**GSI's Notice of Recent Events, 18 January 2019**").

- (b) inserting an additional sub-paragraph (vii) on page 37 of the Autocallable MSCI World ESG Note 2027 Prospectus under the list of documents incorporated by reference as follows:

- (vii) The disclosure notice of Goldman Sachs International in relation to key recent events dated 18 January 2019 ("**GSI's Notice of Recent Events, 18 January 2019**").

- (c) inserting the following information under the sub-heading "Information Incorporated by Reference" on (i) page 39 of the Real Estate Equities Callable Note 2027 Prospectus and (ii) page 37 of the MSCI World ESG Coupon Plus 2029 Prospectus, as follows:

From GSI's Regulatory Ratios, 31 December 2018*

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- (d) inserting the following information under the sub-heading "Information Incorporated by Reference" on page 38 of the Autocallable MSCI World ESG Note 2027 Prospectus, as follows:

From GSI's Notice of Recent Events, 18 January 2019

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Responsibility

GSI 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 its knowledge, in accordance with the facts and does not omit anything likely to affect its import.

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 each Prospectus, the statements in (a) above will prevail.

References to the Prospectus shall hereafter mean the relevant 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.

The date of this Prospectus Supplement is 29 January 2019

SCHEDULE

LIST OF PROSPECTUSES

1. The prospectus dated January 23, 2019 relating to the issue of up to EUR 20,000,000 Eight-Year Two-Month EUR Autocallable Participation Notes on the MSCI World ESG Yield Select Variance Index, due June 10, 2027 (referred to by the Distributor as "Goldman Sachs International (UK) Auto-Callable MSCI World ESG Note 2027") (ISIN: XS1901817079) (the "**Autocallable MSCI World ESG Note 2027 Prospectus**").
2. The prospectus dated January 3, 2019 relating to the issue of up to EUR 20,000,000 Eight-Year EUR Callable Participation Notes on the Euronext[®] Reitsmarket Global Balanced Price Return Index, due March 8, 2027 (referred to by the Distributor as "Goldman Sachs International (UK) Real Estate Equities Callable Note 2027") (ISIN: XS1866725341) (the "**Real Estate Equities Callable Note 2027 Prospectus**").
3. The prospectus dated December 27, 2018 relating to the Issue of up to EUR 50,000,000 Ten-Year EUR Participation Notes on the MSCI World ESG Yield Select Variance Index (Price EUR), due March 1, 2029 (referred to by the Distributor as "Goldman Sachs International (UK) MSCI World ESG Coupon Plus 2029") (ISIN: XS1901761269) (the "**MSCI World ESG Coupon Plus 2029 Prospectus**").