

6 August 2014

**Goldman Sachs (UK) L.L.C.**  
**Amendment to terms and conditions of**  
**US\$8,578,000,000 Subordinated Mandatorily Convertible Securities due 2021**

On 15 December 2011, the Cayman Islands Stock Exchange admitted to listing US\$8,578,000,000 Subordinated Mandatorily Convertible Securities due 2021 (the "**Securities**") issued by Goldman Sachs (UK) L.L.C. (the "**Company**").

On 6 August 2014, amendments were made to the terms and conditions of the Securities (previously modified on 17 October 2013 and 18 December 2013) (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.