



*Commission de Surveillance
du Secteur Financier*

**Certificate of Approval of a Prospectus
in accordance with the Luxembourg Law on Prospectuses for Securities
(transposing Articles 17 and 18 of Directive 2003/71/EC)**

To:

Commission Bancaire, Financière et des Assurances (CBFA) (Belgium)
Finanstilsynet (Denmark)
Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin) (Germany)
Finanssivalvonta (Finland)
Autorité des Marchés Financiers (AMF) (France)
Hellenic Capital Market Commission (CMC) (Greece)
Hungarian Financial Supervisory Authority (PSZAF) (Hungary)
Commissione Nazionale per le Società e la Borsa (Consob) (Italy)
Comissão do Mercado de Valores Mobiliários (CMVM) (Portugal)
National Bank of Slovakia / Národná banka Slovenska (NBS) (Slovak Republic)
Comisión Nacional del Mercado de Valores (CNMV) (Spain)
Finansinspektionen (FI) (Sweden)
Czech National Bank (CNB) (The Czech Republic)
Finanzmarktaufsicht (FMA) (Austria)
Irish Financial Services Regulatory Authority (IFSRA) (Ireland)
Autoriteit Financiële Markten (AFM) (The Netherlands)
Financial Services Authority (FSA) (United Kingdom)
The Financial Supervisory Authority of Norway (Norway)

From:

Commission de Surveillance du Secteur Financier

We hereby certify that the Prospectus detailed below has been drawn up in accordance with the Luxembourg Law on Prospectuses for Securities transposing Directive 2003/71/EC and was approved by us on 11 June 2010.

Name of Issuer(s):

The Goldman Sachs Group, Inc.

Registered Office(s)/Seat(s):

New York, United States of America

Type of Securities:

Euro Medium-Term Notes, Series F
Subordinated Euro Medium-Term Notes, Series G

References to the annexes of Commission Regulation (EC) N° 809/2004 according to which the Prospectus was drawn up:
IV, V, XII

Guarantor(s) (if any):

Not applicable

Attachment(s):

Prospectus

German translation of the summary

Dutch translation of the summary

French translation of the summary

Danish translation of the summary

Spanish translation of the summary

Swedish translation of the summary

Portuguese translation of the summary

Greek translation of the summary

Czech translation of the summary

Hungarian translation of the summary

Finnish translation of the summary

Slovak translation of the summary

Italian translation of the summary

Ref.: C-09398

Luxembourg, 14 June 2010

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