



*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:

Finanzmarktaufsicht (FMA) (Austria)
Autorité des services et marchés financiers (FSMA) (Belgium)
Finanstilsynet (Denmark)
Finanssivalvonta (Finland)
Autorité des Marchés Financiers (AMF) (France)
Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin) (Germany)
Hungarian Financial Supervisory Authority (PSZAF) (Hungary)
Central Bank of Ireland (Ireland)
Commissione Nazionale per le Società e la Borsa (Consob) (Italy)
The Financial Supervisory Authority of Norway (Norway)
Polish Financial Supervision Authority (PFSA) (Poland)
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)
Autoriteit Financiële Markten (AFM) (The Netherlands)
Financial Services Authority (FSA) (United Kingdom)
Bulgarian Financial Supervision Commission (Bulgaria)

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 15 July 2011.

Name of Issuer(s):

Goldman Sachs International
Goldman Sachs (Jersey) Limited
Goldman Sachs & Co. Wertpapier GmbH
Goldman Sachs Bank (Europe) plc

Registered Office(s)/Seat(s):

London, United Kingdom
St. Helier, Jersey
Frankfurt am Main, Germany
Dublin, Ireland

Type of Securities:

Programme for the issuance of Warrants, Notes and Certificates

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

Guarantor(s) (if any):
Goldman Sachs International
The Goldman Sachs Group, Inc.

For information purposes, we would like to draw your attention to the fact that the approved document has been drawn up in several languages.

Attachment(s):

Prospectus
German translation of the summary
Dutch translation of the summary
Bulgarian translation of the summary
Spanish translation of the summary
French translation of the summary
Hungarian translation of the summary
Italian translation of the summary
Polish translation of the summary
Portuguese translation of the summary
Slovak translation of the summary
Czech translation of the summary
Swedish translation of the summary
Danish translation of the summary

Ref.: C-11108
Luxembourg, 15 July 2011
Commission de Surveillance du Secteur Financier

