



*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 Supplement to 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 22 December 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:
Not applicable

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

Attachment(s):
Supplement dated 22 December 2011

Ref.: C-11869
Luxembourg, 22 December 2011
Commission de Surveillance du Secteur Financier

