



Information Circular: Goldman Sachs Group, Inc. GS Connect Exchange Traded Notes

To: Head Traders, Technical Contacts, Compliance Officers, Heads of ETF Trading, Structured Products Traders

From: BX Listing Qualifications Department

DATE: January 15, 2009

Index-Linked Notes

Symbol CUSIP Number

GS Connect Exchange Traded Notes linked to the S&P GSCI™ Enhanced Commodity Total Return Strategy Index

GSC 38144L852

Information on the Notes

Goldman Sachs Group, Inc. (the "Issuer") has issued GS Connect Exchange Traded Notes (the "Notes") linked to the S&P GSCI™ Enhanced Commodity Total Return Strategy Index (the "Index"). The Notes were priced at \$50 each and mature on May 8, 2037. The Notes are not principal protected.

The Notes will be issued with a face amount of \$50. The Notes may be redeemed in whole or in part on a weekly basis. The Notes may be redeemed only in amounts of 50,000 Notes or more.

The Notes will pay an amount in cash, if any, on the stated maturity date, equal to the greater of (i) zero and (ii) the result of (1) the product of the outstanding face amount of the notes times the index factor (the quotient of the closing level of the index on such day divided by the initial index level) for the determination date minus (2) the investor fees for the determination date. The determination date is expected to be five trading days before the originally scheduled stated maturity date unless the calculation agent determines that a market disruption event occurs or is continuing on that designated trading day.

Upon early redemption, the Notes will pay an amount in cash, if any, on the applicable redemption date, equal to the greater of (i) zero and (ii) the redemption value for the applicable valuation date. The redemption value is an amount in cash, if any, equal to the greater of (i) zero and (ii) the result of (1) the product of the face amount of the notes being redeemed times the index factor for such valuation date minus (2) the investor fees for such valuation date.

The Calculation Agent is Goldman Sachs International.

The Index is a total return index which reflects the excess returns and the interest on funds that are potentially available through an unleveraged investment in the same futures contracts as are included in the index, calculated by Standard & Poor's (the "Sponsor") on a basis similar to the index, but modified to apply certain dynamic and seasonal rolling rules. The excess return component of the index reflects the price movements in the underlying futures contracts as well as the discount or premium obtained by "rolling" hypothetical positions in such contracts forward as they approach expiration.

It is expected that the market value of the Notes will depend substantially on the value of the Index and may be affected by a number of other interrelated factors including, among other things: the general level of interest rates and yields, the volatility of the Index, the time remaining to maturity, and the credit ratings of the Issuer.

Trading in the Notes on BX is on a UTP basis and is subject to BX equity trading rules. The Notes will trade from 7:00 a.m. until 8:00 p.m. Eastern Time. Additional risks may exist with respect to trading the Notes during BX's Pre-Market and Post-Market sessions, when the Index value may not be disseminated.

Trading of the Notes on BX is subject to the provisions of BX Rule 2310. Members recommending transactions in the Notes to customers should make a determination that the recommendation is suitable for the customer. In addition, members must possess sufficient information to satisfy the "know your customer" obligation that is embedded in the BX Conduct Rules.

Members also should review [NASD Notice to Members 03-71](#) for guidance on trading these products. The Notice reminds members of their obligations to: (1) conduct adequate due diligence to understand the features of the product; (2) perform a reasonable-basis suitability analysis; (3) perform customer-specific suitability analysis in connection with any recommended transactions; (4) provide a balanced disclosure of both the risks and rewards associated with the particular product, especially when selling to retail investors; (5) implement appropriate internal controls; and (6) train registered persons regarding the features, risk and suitability of these products.

This Information Circular is not a statutory prospectus. BX members should consult the registration statement or prospectus for the Notes for additional information.

Inquiries regarding this Information Circular should be directed to:

- Will Slattery, BX Listing Qualifications, at 301.978.8088
- BX Market Sales at 800.846.0477