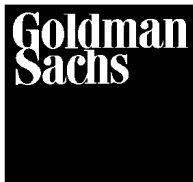


PROSPECTUS SUPPLEMENT TO THE BASE PROSPECTUS DATED NOVEMBER 14, 2018 IN RESPECT OF THE FINAL TERMS DATED JUNE 3, 2019 RELATING TO THE ISSUE OF UP TO PLN 10,000,000 FIVE-YEAR QUANTO PLN AUTOCALLABLE CERTIFICATES ON THE STOXX® EUROPE 600 AUTOMOBILES & PARTS (PRICE EUR) INDEX, DUE JULY 8, 2024 (ISIN: XS1987522155) (TRANCHE 129740)



GOLDMAN SACHS INTERNATIONAL
(Incorporated with unlimited liability in England)

**as Issuer and as Guarantor in respect of Securities issued by
Goldman, Sachs & Co. Wertpapier GmbH**

*Securities issued by Goldman Sachs International hereunder are
not guaranteed by any other entity*

GOLDMAN, SACHS & CO. WERTPAPIER GMBH
(Incorporated with limited liability in Germany)

as Issuer

Securities issued by Goldman, Sachs & Co. Wertpapier GmbH hereunder are guaranteed by
Goldman Sachs International

**SERIES K PROGRAMME FOR THE ISSUANCE OF
WARRANTS, NOTES AND CERTIFICATES**

This Prospectus Supplement

This prospectus supplement (the "**Prospectus Supplement**") to the base prospectus dated November 14, 2018 prepared by Goldman, Sachs & Co. Wertpapier GmbH ("**GSW**") as issuer and Goldman Sachs International ("**GSI**") as issuer and as guarantor in respect of Securities issued by GSW (the "**Original Base Prospectus**") under their Series K programme for the issuance of warrants, notes and certificates with respect to the securities (the "**Programme**"), constitutes a supplement to the base prospectus for the purposes of Article 13 of Chapter 1 of Part II of the Luxembourg Law on Prospectuses for Securities dated July 10, 2005 (as amended) (the "**Luxembourg Law**") and should be read in conjunction therewith and with Prospectus Supplement No. 1 to the Original Base Prospectus dated January 28, 2019, Prospectus Supplement No. 2 to the Original Base Prospectus dated March 28, 2019 and Prospectus Supplement No. 3 to the Original Base Prospectus dated May 17, 2019 (the Original Base Prospectus as so supplemented, the "**Base Prospectus**"). On November 14, 2018, the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") approved the Original Base Prospectus for the purposes of Article 7 of the Luxembourg Law.

Terms defined in the Base Prospectus have the same meaning when used in this Prospectus Supplement unless otherwise defined herein. This Prospectus Supplement shall form part of and be read in conjunction with the Base Prospectus.

This supplement is available on the website of the Luxembourg Stock Exchange at www.bourse.lu.

Purpose of this Supplement

The purpose of this Supplement is to amend the information contained in the Final Terms dated June 3, 2019 (the "**Final Terms**") relating to the issue of up to PLN 10,000,000 Five-Year Quanto PLN Autocallable Certificates on the STOXX® Europe 600 Automobiles & Parts (Price EUR) Index, due July 8, 2024 (ISIN: XS1987522155) (Tranche 129740) (the "**Securities**") in order to amend the Aggregate Amount of Certificates in the Series in respect of the Final Terms. **This Prospectus Supplement supplements the Base Prospectus only as it relates to the Securities and shall only amend information in the Final Terms for the Securities.**

Rights of withdrawal

In accordance with Article 13 paragraph 2 of the Luxembourg Law, investors who have already agreed to purchase or subscribe for the Securities before this Prospectus Supplement is published have the right exercisable until July 2, 2019, which is two working days after the publication of this Prospectus Supplement, to withdraw their acceptances.

Information being supplemented

Amendments to the Final Terms and the Issue-Specific Summary

The Final Terms and the Issue-Specific Summary are amended and supplemented as follows:

1. *Amendments to the information contained in the Final Terms for the Securities*

1.1 The title of the Final Terms on page 1 shall be deleted in its entirety and replaced with: "Up to PLN 30,000,000 Five-Year Quanto PLN Autocallable Certificates on the STOXX[®] Europe 600 Automobiles & Parts (Price EUR) Index, due July 8, 2024".

1.2 Paragraph 3 (*Aggregate Amount of Certificates in the Series*) of the Contractual Terms on page 1 shall be deleted in its entirety and replaced with the following:

"3. Aggregate Amount of Certificates in the Series:

- (i) Series: Up to PLN 30,000,000.
- (ii) Tranche: Up to PLN 30,000,000.
- (iii) Trading in Nominal: Applicable.
- (iv) Non-standard Securities Format: Applicable."

1.3 Sub-paragraph (i) under the section "Examples" in the Final Terms on page 19 shall be deleted in its entirety and replaced with:

"(i) the Issue Price is 100 per cent. (100%) of the Aggregate Amount, the Aggregate Amount is up to PLN 30,000,000 and the Calculation Amount is PLN 100;"

2. *Amendments to the information contained in the Issue-Specific Summary for the Securities*

2.1 Element C.1 (*Type and class of Securities*) of Section C of the Issue-Specific Summary of the Securities on page 23 shall be deleted in its entirety and replaced with the following:

"C.1	Type and class of Securities	Cash settled Securities comprised of Share Linked Securities, being up to PLN 30,000,000 Five-Year Quanto PLN Autocallable Certificates on the STOXX [®] Europe 600 Automobiles & Parts (Price EUR) Index, due July 8, 2024 (the " Securities "). ISIN: XS1987522155; Common Code: 198752215; Valoren: 48177222."
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2.2 Element E.3 (*Terms and conditions of the offer*) of Section E of the Issue-Specific Summary of the Securities on page 30 shall be deleted in its entirety and replaced with the following:

"E.3	Terms and conditions of the offer	<p>An offer of the Securities may be made other than pursuant to Article 3(2) of the Prospectus Directive in the Republic of Poland ("Public Offer Jurisdiction") during the period from (and including) June 3, 2019 to (and including) June 28, 2019 ("Offer Period") by the Authorised Offeror.</p> <p>The Offer Price is 100 per cent. (100%) of the Aggregate Amount of up to PLN 30,000,000 (the "Issue Price"). The Authorised Offeror will offer and sell the Securities to its customers in accordance with arrangements in place between the Authorised Offeror and its customers by reference to the Issue Price and market conditions prevailing at the time."</p>
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Responsibility

Each of Goldman Sachs International and Goldman, Sachs & Co. Wertpapier GmbH. accepts responsibility for the information given in this Prospectus Supplement and confirms that, having taken all reasonable care to ensure that such is the case, the information contained in this Prospectus Supplement is, to the best of their knowledge, in accordance with the facts and does not omit anything likely to affect its import.

Interpretation

To the extent that there is any inconsistency between (a) any statement in this Prospectus Supplement and (b) any other statement in or incorporated by reference into the Base Prospectus, the statements in (a) above will prevail.

U.S. notice

This Prospectus Supplement is not for use in, and may not be delivered to or inside, the United States.

The date of this Prospectus Supplement is June 28, 2019