PROSPECTUS SUPPLEMENT NO. 9 TO THE BASE PROSPECTUS DATED 22 OCTOBER 2013 FOR THE GUARANTEED SENIOR SECURED NOTES PROGRAMME

GOLDMAN SACHS INTERNATIONAL
(*Incorporated with unlimited liability in England*)

PROGRAMME FOR THE ISSUANCE OF SECURED NOTES

in respect of which the payment and delivery
obligations of Goldman Sachs International
are guaranteed by

THE GOLDMAN SACHS GROUP, INC.
(*A corporation organised under the laws of the State of Delaware, United States of America*)

This Prospectus Supplement No. 9 (the "**Prospectus Supplement**") to the Base Prospectus dated 22 October 2013 as amended by Prospectus Supplement No. 1 dated 13 November 2013, Prospectus Supplement No. 2 dated 20 November 2013, Prospectus Supplement No. 3 dated 21 January 2014, Prospectus Supplement No.4 dated 6 March 2014, Prospectus Supplement No. 5 dated 1 April 2014, Prospectus Supplement No. 6 dated 15 April 2014, Prospectus Supplement No. 7 dated 24 April 2014 and Prospectus Supplement No.8 dated 14 May 2014 (as so amended, the "**Base Prospectus**") prepared by Goldman Sachs International ("**GSI**" or the "**Issuer**") as Issuer and The Goldman Sachs Group, Inc. ("**GSG**", the "**GS Group**" or the "**Guarantor**") as the guarantor of the payment and delivery obligations of the Issuer under the programme for the issuance of Secured Notes is issued in accordance with Article 16 of Directive 2003/71/EC ("**Prospectus Directive 2003/71/EC**"). The Prospectus Supplement constitutes a supplement to the Base Prospectus and should be read in conjunction with the Base Prospectus. This document also constitutes a Supplementary Listing Particulars for the purpose of listing on the Official List of the Irish Stock Exchange and trading on the Global Exchange Market of the Irish Stock Exchange and should be read in conjunction with the Base Listing Particulars. Terms defined in the Base Prospectus have the same meaning when used in this Prospectus Supplement.

The Issuer and the Guarantor have taken all reasonable care to ensure that the information contained in the Base Prospectus as supplemented by this Prospectus Supplement is, to the best of their knowledge, in accordance with the facts and contains no omission likely to affect its import and accept responsibility accordingly.

The Prospectus Supplement has been approved by the Central Bank of Ireland (the "**Central Bank**"), as competent authority under the Prospectus Directive 2003/71/EC. The Central Bank only approves this Prospectus Supplement as meeting the requirements imposed under Irish and EU law pursuant to the Prospectus Directive 2003/71/EC. Application has been made to the Irish Stock Exchange to approve this Supplementary Listing Particulars and to admit certain Secured Notes to listing on the Official List of the Irish Stock Exchange and to trading on the Global Exchange Market of the Irish Stock Exchange.

This Prospectus Supplement incorporates by reference the Current Report on Form 8-K of GS Group (the "**15 July Form 8-K**") which were filed with the SEC on 15 July 2014.

The 15 July Form 8-K is incorporated into, and forms part of, this Prospectus Supplement and the information contained in this Prospectus Supplement, and the 15 July Form 8-K shall be deemed to update any information contained in the Base Prospectus or any document incorporated by reference therein. This Prospectus Supplement will be available on the website of the Irish Stock Exchange at http://www.ise.ie/app/DeptSecurityDocuments.aspx?progID=366&uID=3538&FIELDSORT=docId. In addition, the 15 July Form 8-K will be available on the website of the Guarantor at http://www.goldmansachs.com/investor-relations/financials/index.html.

DOCUMENTS INCORPORATED BY REFERENCE

The information below is included to provide investors with additional information about documents that have been incorporated by reference into the Base Prospectus, as of the date of this Prospectus Supplement.

The Goldman Sachs Group, Inc.

The Guarantor files documents and information with the SEC, pursuant to Section 13(a), 13(c), 14 and 15(d) of the Exchange Act 1934. The following documents, which the Guarantor has filed with the SEC and with the Irish Stock Exchange, are hereby incorporated by reference into this Base Prospectus:

- Annual Report on Form 10-K for the fiscal year ended 31 December 2013 (the "**2013 Form 10-K**"), containing financial statements relating to the fiscal year ended 31 December 2013 which was filed with the SEC on 28 February 2014.
- Current Report on Form 8-K of GS Group which was filed with the SEC on 26 March 2014 (the "**26 March Form 8-K**").
- Proxy Statement of GS Group relating to the 2014 Annual Meeting of Shareholders on 16 May 2014 which was filed with the SEC on 4 April 2014.
- Current Report on Form 8-K of GS Group which was filed with the SEC on 17 April 2014 (the "**17 April Form 8-K**").
- Quarterly Report on Form 10-Q of GS Group for the fiscal quarter ended 31 March 2014 which was filed with the SEC on 8 May 2014 (the "**2014 Q1 Form 10-Q**")
- Current Report on Form 8-K of GS Group which was filed with the SEC on 15 July 2014 (the "**15 July Form 8-K**").

This above list supersedes the list of documents incorporated by reference on page 32 of the Base Prospectus. The above documents are available as described on page 32 of the Base Prospectus.

The following table supersedes the table on page 33 of the Base Prospectus in relation to the GS Group and indicates where information to be disclosed in, and incorporated by reference into, the Base Prospectus can be found in the documents referred to above:

Information	**Information Location**
Selected financial information for the fiscal years ended 31 December 2013, 31 December 2012 and 31 December 2011	2013 Form 10-K (p. 231)
Risk factors relating to GS Group	2013 Form 10-K (pp. 24-39) 2014 Q1 Form 10-Q (p. 171)
History and development of the company	2013 Form 10-K (p. 1) 26 March Form 8-K (p.2) 17 April Form 8-K (pp.2-5) 2014 Q1 Form 10-Q (p.7) 15 July Form 8-K (pp.2-5)
Principal activities	2013 Form 10-K (pp. 1-5, pp. 7-22, p. 128)
Organisational structure	2013 Form 10-K (p. 29; Exhibit 21.1)
Administrative, management and supervisory bodies, including conflicts of interest	2014 Proxy Statement (pp.6-25, pp. 61-63) 2013 Form 10-K (p. 41) The business address of the Directors is: 200 West Street

Information	Information Location
	New York, New York 10282
Beneficial owners of more than five per cent.	2014 Proxy Statement (p.66)
Audited historical financial information for the fiscal years ended 31 December 2012, 31 December 2011 and 31 December 2010	2013 Form 10-K (pp. 123-228)
Audit report	2013 Form 10-K (p. 122)
Balance sheet	2013 Form 10-K (p. 125)
Income statement	2013 Form 10-K (pp. 123-124)
Cash flow statement	2013 Form 10-K (p. 127)
Accounting policies and explanatory notes	2013 Form 10-K (pp. 49-52; pp. 128-228)
Legal and arbitration proceedings	2013 Form 10-K (p. 40; pp. 218-224) 2014 Q1 Form 10-Q (pp. 92-99; 174)
Material contracts	2013 Form 10-K (pp. 87-89)
Unaudited interim historical information and explanatory notes	17 April Form 8-K (pp.6-9) 2014 Q1 Form 10-Q (pp. 2-102) 15 July Form 8-K (pp.6-10)
Share capital	2013 Form 10-K (p. 125, pp. 200-202) 26 March Form 8-K (p.2) 17 April Form 8-K (p.4) 2014 Q1 Form 10-Q (pp. 74-76) 15 July Form 8-K (p.4)
Credit ratings	2013 Form 10-K (p. 100-101) 2014 Q1 Form 10-Q (pp. 151-152)

The credit ratings included or referred to in the documents incorporated by reference have been issued, for the purposes of Regulation (EC) No 1060/2009 as amended by Regulation (EU) No 513/2011 (as amended, the "**CRA Regulation**"), by Moody's Investors Service, Inc. ("**Moody's**"), Fitch, Inc. ("**Fitch**") and Standard & Poor's Financial Services LLC ("**S&P**"). None of Moody's, Fitch or S&P is established in the European Union and none of them has applied for registration under the CRA Regulation. The European Securities and Markets Authority ("**ESMA**") is currently assessing the relevant regulatory framework of the third countries from which credit rating agencies have indicated their intention to endorse credit ratings, with a view to verifying compliance with the CRA Regulation.

Subject to the fulfilment of the conditions set out in Article 4(3) of the CRA Regulation, a credit rating agency established in the European Union and registered in accordance with the CRA Regulation (an "**EU CRA**") may endorse (for regulatory purposes in the European Union) credit ratings issued outside the European Union where (i) the credit rating activities resulting in the issuing of the credit rating are undertaken in whole or in part by a credit rating agency or credit rating agencies belonging to the same group (a "**Non-EU CRA**"); and (ii) the EU CRA has verified and is able to demonstrate on an ongoing basis to ESMA that the conduct of the credit rating activities by the Non-EU CRA resulting in the issuing of the credit rating to be endorsed fulfils requirements which are "at least as stringent as" the requirements of the CRA Regulation. On 15 March 2012, ESMA announced that it considers the regulatory framework for credit rating agencies in the United States to be "as stringent as" the requirements of the CRA Regulation.

Subject to the fulfilment of the conditions set out in Article 4(3) of the CRA Regulation, the credit ratings issued by Moody's, Fitch and S&P may be endorsed for regulatory purposes in the European Union by an

EU CRA belonging to the same group. There can be no assurance that such endorsements of the credit ratings issued by Moody's, Fitch and S&P will be made. In general, and subject to certain exceptions, European investors are restricted from using a credit rating for regulatory purposes if such a credit rating is not issued by a credit rating agency established in the European Union and registered under the CRA Regulation.

There has been no material adverse change in the prospects of the Guarantor or any of its subsidiaries since 31 December 2013, except as it may otherwise be indicated in the Base Prospectus, as supplemented by this Prospectus Supplement. There has been no material adverse change in the prospects of GSI or any of its subsidiaries since 31 December 2013, except as it may otherwise be indicated in the Base Prospectus, as supplemented by this Prospectus Supplement.

There has been no significant change in the financial or trading position of the Guarantor or any of the Guarantor's subsidiaries since 30 June 2014, except as it may otherwise be indicated in the Base Prospectus, as supplemented by this Prospectus Supplement. There has been no significant change in the financial or trading position of GSI or any of GSI's subsidiaries since 31 December 2013, except as it may otherwise be indicated in the Base Prospectus, as supplemented by this Prospectus Supplement.

Any website addresses contained in this Prospectus Supplement do not form part of the Prospectus Supplement.

References to the Base Prospectus shall hereafter mean the Base Prospectus as supplemented by this Prospectus Supplement.

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

Prospectus Supplement, dated 25 July 2014