## Edgar Filing: VINIAR DAVID A - Form 4

VINIAR DAV Form 4											
February 05, 2											
FORM	4 UNITED	STATES	SECU	RITIES /	AND EX	CHANGE	COMMISSIO		PPROVAL		
<b>CONVICE</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287		
Check this if no longe			Expires:	January 31, 2005							
subject to STATEMENT OF CHANGES IN BENEFICIAL C Section 16. SECURITIES Form 4 or							Estimated average burden hours per response				
Form 5 obligations may contin <i>See</i> Instruct 1(b).	s Section 17(	a) of the l	Public U	Jtility Hol	lding Cor		nge Act of 1934, of 1935 or Section 940				
(Print or Type Re	esponses)										
1. Name and Ad VINIAR DA	2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer						
			GOLDMAN SACHS GROUP IN [GS]				C (Check all applicable)				
				Date of Earliest Transaction			Director X Officer (given the second se		% Owner her (specify		
				(Month/Day/Year) 02/05/2010			below) below) Executive Vice President - CFO				
				. If Amendment, Date Original iled(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
NEW YORK	.,, NY 10004						Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date any (Month/Day/Year)						(A) or of (D) 4 and 5)	Securities Beneficially Owned Following Reported	SecuritiesForm: DirectIndirectBeneficially(D) or IndirectBeneficialOwned(I)OwnershipFollowing(Instr. 4)(Instr. 4)			
				Code V	Amount	or (D) Price	(Instr. 3 and 4)				
Reminder: Repo	rt on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly of	or indirectly.				
					Perso inforn requir	ns who res nation cont red to response ays a current	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab					posed of, or convertible :	Beneficially Owned securities)	1			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8.1
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	iorDerivative	Expiration Date	Underlying Securities	De

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8	) Acqu or D (D) (Inst	Acquired (A) or Disposed of		(Month/Day/Year)		(Instr. 3 and 4)		Sec (In
				Code	V (4	A) (	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Year-End Restricted Stock Units	ш	02/05/2010		А	58,	381		<u>(1)</u>	(1)	Common Stock, par value \$0.01 per share	58,381	

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
FB	Director	10% Owner	Officer	Other				
VINIAR DAVID A C/O GOLDMAN, SACHS & CO. 85 BROAD STREET NEW YORK,, NY 10004			Executive Vice President - CFO					
Signatures								
/s/ Roger S. Begelman, Attorney-in-fact		02/05/2010						
**Signature of Reporting Person		Date						

## **Explanation of Responses:**

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

One-third of these 2009 year-end Restricted Stock Units ("RSUs") will convert into shares of the Issuer's common stock in each of
January 2011, January 2012 and January 2013. The shares of common stock delivered pursuant to these RSUs cannot be sold or transferred before January 2015. These RSUs comprise 100% of the Reporting Person's discretionary compensation for 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.