Edgar Filing: GOLDMAN SACHS GROUP INC - Form 4

GOLDMAN SA Form 4 January 28, 2011		P INC								
	_							OMB A	PPROVAL	
FORM 4	UNITED	STATES	S SECURITIES AND EXCHANGE COMMISSIO Washington, D.C. 20549				COMMISSIO	N OMB Number:	3235-0287	
Check this bo if no longer								Expires:	January 31,	
subject to Section 16. Form 4 or	STATEN	IENT OI	F CHAI	NGES IN SECUI	WNERSHIP OF	Estimated burden hor response	urs per			
Form 5 obligations may continue.Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 19401(b).30(h) of the Investment Company Act of 1940										
(Print or Type Respo	onses)									
1. Name and Address of Reporting Person <u>*</u> JULIBER LOIS D			2. Issuer Name and Ticker or Trading Symbol GOLDMAN SACHS GROUP INC [GS]				5. Relationship of Reporting Person(s) to Issuer			
							C (Check all applicable)			
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year) 01/26/2011				Director 10% Owner Officer (give title Other (specify			
C/O GOLDMA CO., 200 WEST	below) below)									
		4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check					
	Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting						
NEW YORK,, N				Person						
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	ransaction Date nth/Day/Year)		Date, if	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	(D) Price	(filsti. 5 and 4)			
Reminder: Report o	n a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.			
					inforn requii	nation cont red to resp ays a curre	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 Owner securities)	d		

1. Title of
Derivative2.3. Transaction Date3A. Deemed4.5. Number6. Date Exercisable and
Expiration Date7. Title and Amount of
Underlying Securities8. Pr1. Title of
Derivative2.3. Transaction Date4.5. Number6. Date Exercisable and
Underlying Securities7. Title and Amount of
Underlying Securities8. Pr

Edgar Filing: GOLDMAN SACHS GROUP INC - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code y/Year) (Instr. 8)		ies ed ed of 3, 4,	(Month/Day/Year)		(Instr. 3 and 4)		Secu (Inst
				Code V	7 (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	01/26/2011		А	2,965		<u>(1)</u>	<u>(1)</u>	Common Stock, par value \$0.01 per share	2,965	\$

Reporting Owners

Reporting Owner Name / Address		Relationsh					
	Director	10% Owner	Officer	Other			
JULIBER LOIS D C/O GOLDMAN, SACHS & CO. 200 WEST STREET NEW YORK,, NY 10282	Х						
Signatures							
/s/ Roger S. Begelman, Attorney-in-fact		01/28/2011					
**Signature of Reporting Person		Date					
Evaluation of Poononooo							

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).
- (1) These Restricted Stock Units will convert into shares of the Issuer's common stock on the first eligible trading day in the third quarter in the year following the year of the retirement of the Reporting Person from the Issuer's Board of Directors.

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.