Edgar Filing: GOLDMAN SACHS GROUP INC - Form 4

GOLDMAN Form 4	N SACHS GROU	UP INC										
October 20, FORN Check t	14 _{UNITEI}	S SECURITIES AND EXCHANGE CO Washington, D.C. 20549					OMMISSION	OMB AF OMB Number:	PPROVAL 3235-0287			
if no lor subject Section Form 4 Form 5 obligation may con <i>See</i> Inst 1(b).	nger to 16. or Filed p Section 1'	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESExpires:Januar Estimated average burden hours per responseFiled pursuant to Section 16(a) of the Securities Exchange Act of 1934, ection 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940Section 1940										
(Print or Type	Responses)											
1. Name and Address of Reporting Person <u>*</u> SMITH SARAH G			2. Issuer France and Frener of Frading					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) C/O GOLDMAN, SACHS & CO., 85 BROAD STREET			(Month/I					Director 10% Owner X Officer (give title Other (specify below) below) Principal Accounting Officer				
				Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Secur	ities Acqu	ired, Disposed of	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	 Execution any 			4. Securit ord Dispos (Instr. 3, 4	ed 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)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock, par value \$0.01 per share	10/16/2009			Code V	Amount 16,129	(D) D	Price \$ 186.57	3,979	D			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
SMITH SARAH G C/O GOLDMAN, SACHS & CO. 85 BROAD STREET NEW YORK,, NY 10004			Principal Accounting Officer					
Signatures								
/s/ Roger S. Begelman, Attorney-in-fact		10/20/2009						
**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).

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.