

Final Terms dated May 27, 2013

**GOLDMAN SACHS INTERNATIONAL**

Programme for the issuance of Warrants, Notes and Certificates

**Issue of up to SEK 250'000'000 Five-Year SEK Phoenix Worst of Autocallable Certificates  
on a Share Basket, due July 18, 2018  
(the "Certificates" or "Securities")**

**Guaranteed by The Goldman Sachs Group, Inc. ("GSG")**

**The Securities are not bank deposits and are not insured or guaranteed by the United States Federal Deposit Insurance Corporation, the Deposit Insurance Fund or any other governmental agency. The Securities are guaranteed by GSG pursuant to a guaranty (the "Guaranty") and the Guaranty will rank pari passu with all other unsecured and unsubordinated indebtedness of GSG.**

**DESCRIPTION OF CERTAIN MAIN FEATURES OF THE CERTIFICATES**

The description below contains selective information about the Certificates and the underlying assets and is an introduction to these final terms. Any decision to invest in the Certificates should be based on a consideration of these final terms and the base prospectus as supplemented (defined below) as a whole, including the documents incorporated by reference.

<b>ISIN</b>	SE0005217676	<b>Issue Date</b>	June 24, 2013
		<b>Offer Period</b>	The period commencing on (and including) May 27, 2013 and ending on (and including) June 24, 2013
<b>Common Code</b>	083933135	<b>Valuation Dates</b>	The Valuation Dates shall be each date as set forth in the "Redemption and Interest Payment Date Table" immediately following the "Description of Certain Main Features of the Certificates" in the column entitled "Valuation Date"
<b>Valor Number</b>	21019871		
<b>Settlement Currency</b>	SEK	<b>Initial Valuation Date</b>	July 9, 2013
<b>Issue Price</b>	100 per cent. (100%) of the Nominal Amount	<b>Final Valuation Date</b>	The Valuation Date scheduled to fall on July 9, 2018
<b>Aggregate Nominal Amount</b>	Up to SEK 250'000'000	<b>Interest Payment Dates</b>	Each date as set forth in the "Redemption and Interest Payment Date Table" immediately following the "Description of Certain Main Features of the Certificates" in the column entitled "Interest Payment Date"
<b>Nominal</b>	SEK 10'000	<b>Automatic Early Exercise Dates</b>	Each date set forth in the "Redemption and Interest Payment Date Table" immediately following the "Description of Certain Main Features of the Certificates" in the column entitled "Interest Payment Date", other than October 18, 2013, January 20, 2014, April 22, 2014 and the Maturity Date
<b>Reference Price</b>	In respect of each Underlying Asset and any relevant day, the official closing price of such Underlying Asset on the relevant Exchange on such day	<b>Maturity Date</b>	July 18, 2018
		<b>Coupon</b>	In respect of each Valuation Date, 2 per cent. (2.00%) (expressed, for the purposes of calculation, as 0.02), provided that the Issuer may (but shall not be obliged to), in its

						sole and absolute discretion, on the Initial Valuation Date increase the Coupon Value to an amount greater than 2 per cent. (2%), but to no greater than 2.5 per cent. (2.5%), and, if the Issuer does so, the Issuer will give notice of such increase to the Holders (and for the avoidance of doubt, no supplement to these Final Terms or the Base Prospectus will be published in relation thereto)
<b>Reference Price (Final)</b>		In respect of each Underlying Asset, the Reference Price of such Underlying Asset on the Final Valuation Date, as determined by the Calculation Agent	<b>Worst Performing Underlying</b>			The Underlying Asset with the lowest Final Underlying Performance, as determined by the Calculation Agent, provided that, in the event that two or more of the Underlying Assets have the same lowest Final Underlying Performance, then the Calculation Agent shall determine in its sole and absolute discretion which of such Underlying Assets shall be the Worst Performing Underlying
<b>Final Performance</b>	<b>Underlying</b>	In respect of each Underlying Asset, an amount determined by the Calculation Agent equal to the <i>quotient</i> of (i) the Reference Price (Final) of such Underlying Asset, <i>divided</i> by (ii) the Reference Price (Initial) of such Underlying Asset	<b>Minimum Underlying Performance</b>			The Final Underlying Performance of the Worst Performing Underlying
<b>Redemption Value</b>		100.00 per cent.				

Underlying Assets	ISIN	Bloomberg page	Reuters screen	Reference Price (Initial)	Trigger Level*	Barrier Level	Exchange	Coupon Level
The ordinary shares of Daimler AG	DE0007100000	DAI GY <Equity>	DAIGn.DE	The Reference Price of the Underlying Asset on the Initial Valuation Date	90 per cent. (90%) of the Reference Price (Initial)	60 per cent. (60%) of the Reference Price (Initial)	Xetra	60 per cent. (60%) of the Reference Price (Initial)
The ordinary shares of Volvo AB (B Shares)	SE0000115446	VOLVB SS <Equity>	VOLVb.ST	The Reference Price of the Underlying Asset on the Initial Valuation Date	90 per cent. (90%) of the Reference Price (Initial)	60 per cent. (60%) of the Reference Price (Initial)	NASDAQ OMX Stockholm Exchange	60 per cent. (60%) of the Reference Price (Initial)
The ordinary shares of Scania AB (B Shares)	SE0000308280	SCVB SS <Equity>	SCVb.ST	The Reference Price of the Underlying Asset on the Initial Valuation Date	90 per cent. (90%) of the Reference Price (Initial)	60 per cent. (60%) of the Reference Price (Initial)	NASDAQ OMX Stockholm Exchange	60 per cent. (60%) of the Reference Price (Initial)

#### AUTOMATIC EARLY EXERCISE

If the Reference Price in respect of each Underlying Asset on a Valuation Date (other than the Valuation Dates scheduled to fall on October 9, 2013, January 9, 2014 and April 9, 2014, and the Final Valuation Date) is equal to or greater than its respective Trigger Level, each Certificate (of the Nominal) will be automatically exercised early on such Valuation Date, and you will receive for each Certificate (of the Nominal) on the Automatic Early Exercise Date scheduled to fall immediately after such Valuation Date the Automatic Early Exercise Amount, being an amount in the Settlement Currency equal to the *product* of (i) the Nominal, *multiplied* by (ii) the Redemption Value. For the avoidance of doubt, together with the Interest Amount payable on the Interest Payment Date falling on such Automatic Early Exercise Date.

#### REDEMPTION ON MATURITY

Unless your Certificates are automatically or otherwise exercised early, are purchased and cancelled, or are adjusted, in each case in accordance with the Conditions, you will receive on the Maturity Date for each Certificate (of the Nominal) that you hold:

- (i) if the Reference Price (Final) in respect of each Underlying Asset is equal to or greater than its respective Barrier Level, an amount in the Settlement Currency equal to the Nominal, i.e., SEK 10'000 (together with the Interest Amount payable on the Maturity Date, as described below); or
- (ii) if the Reference Price (Final) in respect of any Underlying Asset is less than its Barrier Level, an amount in the Settlement

Currency equal to the *product* of (a) the Nominal, *multiplied* by (b) the Minimum Underlying Performance. **THIS MEANS THAT YOU COULD LOSE SOME OR ALL OF YOUR ORIGINAL INVESTED AMOUNT.**

**CALCULATION OF INTEREST AMOUNT**

Unless your Certificates are automatically or otherwise exercised early, are purchased and cancelled, or are adjusted, in each case in accordance with the Conditions, in respect of each Certificate (of the Nominal) that you hold:

- (i) if the Reference Price in respect of each Underlying Asset on a Valuation Date is equal to or greater than its respective Coupon Level, you will receive on the Interest Payment Date scheduled to fall immediately after such Valuation Date the Interest Amount, being an amount in the Settlement Currency equal to the *product* of (a) the Nominal, *multiplied* by (b) the Coupon for such Valuation Date; or
- (ii) if the Reference Price in respect of any Underlying Asset on a Valuation Date is less than its respective Coupon Level, you will not receive any Interest Amount on the Interest Payment Date scheduled to fall immediately after such Valuation Date.

A fee may be payable in respect of the transaction, details of which are available on request.

**PLEASE ALSO REFER TO THE SECTION ENTITLED "RISK FACTORS" IN THE BASE PROSPECTUS.**

<b>Redemption and Interest Payment Date Table</b>	
<b>Valuation Dates</b>	<b>Interest Payment Dates</b>
October 9, 2013	October 18, 2013
January 9, 2014	January 20, 2014
April 9, 2014	April 22, 2014
July 9, 2014	July 18, 2014
October 9, 2014	October 20, 2014
January 9, 2015	January 20, 2015
April 9, 2015	April 20, 2015
July 9, 2015	July 20, 2015
October 9, 2015	October 20, 2015
January 11, 2016	January 20, 2016
April 11, 2016	April 20, 2016
July 11, 2016	July 20, 2016
October 10, 2016	October 19, 2016
January 9, 2017	January 18, 2017
April 10, 2017	April 21, 2017
July 10, 2017	July 19, 2017
October 9, 2017	October 18, 2017
January 9, 2018	January 18, 2018
April 9, 2018	April 18, 2018
July 9, 2018	Maturity Date

## SCENARIO ANALYSIS

**THE SCENARIOS AND FIGURES PRESENTED BELOW ARE FOR ILLUSTRATIVE PURPOSES ONLY. THE INTEREST AMOUNT (IF ANY), THE AUTOMATIC EARLY EXERCISE AMOUNT (IF APPLICABLE) AND THE SETTLEMENT AMOUNT IN RESPECT OF EACH CERTIFICATE (OF THE NOMINAL) WILL BE CALCULATED IN ACCORDANCE WITH THE TERMS OF THE CERTIFICATES AS SET OUT IN THE GENERAL INSTRUMENT CONDITIONS AND IN THESE FINAL TERMS.**

The Nominal per Certificate is SEK 10'000, the Aggregate Nominal Amount is up to SEK 250'000'000 and the Issue Price per Certificate (of the Nominal) is 100 per cent. (100%) of the Nominal. The Trigger Level is 90 per cent. (90%) of the Reference Price (Initial). The Barrier Level is 60 per cent. (60%) of the Reference Price (Initial). The Coupon Level is 60 per cent. (60%) of the Reference Price (Initial). The Coupon in respect of each Valuation Date is 2 per cent. (2%).

### **Scenario 1**

**The Reference Price in respect of each Underlying Asset on a Valuation Date scheduled to fall on October 9, 2013, January 9, 2014 or April 9, 2014 is equal to or greater than its respective Coupon Level.**

The Certificates will not be exercised on such Valuation Date. An Interest Amount of SEK 200.00 (being an amount equal to the *product* of (i) the Nominal, *multiplied* by (ii) the Coupon in respect of such Valuation Date) will be payable per Certificate (of the Nominal) on the Interest Payment Date immediately following such Valuation Date.

### **Scenario 2**

**The Reference Price in respect of any Underlying Asset on a Valuation Date scheduled to fall on October 9, 2013, January 9, 2014 and April 9, 2014 is less than its respective Coupon Level.**

The Certificates will not be exercised on such Valuation Date. No Interest Amount shall be payable in respect of such Valuation Date.

### **Scenario 3**

**The Reference Price in respect of each Underlying Asset on a Valuation Date (other than the Valuation Dates scheduled to fall on October 9, 2013, January 9, 2014 and April 9, 2014, and the Final Valuation Date) is greater than or equal to its respective Trigger Level.**

The Certificates will be exercised on such Valuation Date and the Automatic Early Exercise Amount per Certificate (of the Nominal) payable on the Automatic Early Exercise Date immediately following such Valuation Date will be an amount equal to the *product* of (i) the Redemption Value in respect of such Valuation Date, *multiplied* by (ii) the Nominal, i.e., SEK 10'000, *plus* an Interest Amount of SEK 200.00 (being an amount equal to the *product* of (i) the Nominal, *multiplied* by (ii) the Coupon in respect of such Valuation Date), i.e., SEK 10'200.00 in total.

### **Scenario 4**

**The Reference Price in respect of any Underlying Asset on a Valuation Date (other than the Valuation Dates scheduled to fall on October 9, 2013, January 9, 2014 and April 9, 2014, and the Final Valuation Date) is less than its respective Trigger Level. The Reference Price of each Underlying Asset in respect of such Valuation Date is equal to or greater than its respective Coupon Level.**

The Certificates will not be exercised on such Valuation Date. An Interest Amount of SEK 200.00 (being an

amount equal to the *product* of (i) the Nominal, *multiplied* by (ii) the Coupon in respect of such Valuation Date) will be payable per Certificate (of the Nominal) on the Interest Payment Date immediately following such Valuation Date.

#### **Scenario 5**

**The Reference Price in respect of any Underlying Asset on a Valuation Date (other than the Valuation Dates scheduled to fall on October 9, 2013, January 9, 2014 and April 9, 2014, and the Final Valuation Date) is less than its respective Coupon Level.**

The Certificates will not be exercised on such Valuation Date. No Interest Amount shall be payable in respect of such Valuation Date.

#### **Scenario 6**

**The Certificates have not been exercised on a Valuation Date prior to the Final Valuation Date and the Reference Price (Final) in respect of each Underlying Asset is equal to or greater than its respective Barrier Level.**

The Certificates will be exercised on the Final Valuation Date and the Settlement Amount per Certificate (of the Nominal) payable on the Maturity Date will be 100 per cent. (100%) of the Nominal, i.e., SEK 10'000, *plus* an Interest Amount of SEK 200.00 (being an amount equal to the *product* of (i) the Nominal, *multiplied* by (ii) the Coupon in respect of such Valuation Date), i.e., SEK 10'200.00 in total, will be payable on the Maturity Date.

#### **Scenario 7**

**The Certificates have not been exercised on a Valuation Date prior to the Final Valuation Date and the Reference Price (Final) in respect of any Underlying Asset is less than its respective Barrier Level. The Final Underlying Performance of the Worst Performing Share in respect of the Final Valuation Date is 0.59.**

The Certificates will be exercised on the Final Valuation Date and the Settlement Amount per Certificate (of the Nominal) payable on the Maturity Date will be 59 per cent. (59%) of the Nominal, i.e., SEK 5'900. No Interest Amount will be payable on the Interest Payment Date falling on the Maturity Date. **In this scenario, an investor who purchased the Certificates at the Issue Price will sustain a substantial loss of the amount invested in the Certificates (apart from any Interest Amount paid prior to the Maturity Date).**

#### **Scenario 8**

**The Certificates have not been exercised on a Valuation Date prior to the Final Valuation Date and the Reference Price (Final) in respect of one Underlying Asset is zero per cent. (0%) of its Reference Price (Initial).**

The Certificates will be exercised on the Final Valuation Date and the Settlement Amount per Certificate (of the Nominal) payable on the Maturity Date will be zero. No Interest Amount will be payable on the Interest Payment Date falling on the Maturity Date. **In this scenario, an investor will sustain a total loss of the amount invested in the Certificates (apart from any Interest Amount paid prior to the Maturity Date).**

The Base Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that, except as provided in sub-paragraph (ii) below, any offer of Certificates in any Member State of the European Economic Area which has implemented Directive 2003/71/EC (as amended by Directive 2010/73/EU, the "**Prospectus Directive**", and each, a "**Relevant Member State**") will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Certificates. Accordingly, any person making or intending to make an offer of the Certificates may only do so in:

- (i) circumstances in which no obligation arises for the Issuer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer; or
- (ii) the Public Offer Jurisdiction mentioned below, provided such person is one of the persons mentioned below and that such offer is made during the Offer Period specified for such purpose therein.

The Issuer has not authorised, nor does it authorise, the making of any offer of Certificates in any other circumstances.

### **CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the General Instrument Conditions set forth in the base prospectus dated June 26, 2012 (the "**Base Prospectus**") and the supplement(s) to the Base Prospectus listed in the section entitled "Supplement(s) to the Base Prospectus" below (and any further supplements up to, and including, June 24, 2013) which together constitute a base prospectus for the purposes of the Prospectus Directive. This document constitutes the Final Terms of the Certificates described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus as so supplemented. Full information on the Issuer, the Guarantor and the offer of the Certificates is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. The Base Prospectus and the supplement(s) to the Base Prospectus are available for viewing at [www.bourse.lu](http://www.bourse.lu) and during normal business hours at the registered office of the Issuer, and copies may be obtained from the specified office of the Programme Agent in Luxembourg. These Final Terms are available for viewing at [www.bourse.lu](http://www.bourse.lu).

1. (i) **Issuer:** Goldman Sachs International.
- (ii) **Guarantor:** The Goldman Sachs Group, Inc.
2. (i) **ISIN:** SE0005217676.
- (ii) **Common Code:** 083933135.
- (iii) **Valor Number:** 21019871.
- (iv) **Tranche Number:** One.
- (v) **PIPG Tranche Number:** 30847.
3. **Settlement Currency(ies):** Swedish Krona ("**SEK**").
4. **Aggregate Nominal Amount of Certificates in the Series:**
  - (i) **Series:** Up to SEK 250'000'000.

- (ii) **Tranche:** Up to SEK 250'000'000. The final Aggregate Nominal Amount of Certificates to be issued under this Tranche will be determined by the Issuer on or around the Initial Valuation Date.
- Where "**Aggregate Nominal Amount**" means up to SEK 250'000'000. The final Aggregate Nominal Amount of Certificates to be issued under this Tranche will be determined by the Issuer on or around the Initial Valuation Date.
5. **Issue Price:** 100 per cent. (100%) of the Nominal Amount.
6. **Inducements, commissions and/or other fees:** A selling commission of up to 6.00 per cent. (6.00%) of the Aggregate Nominal Amount will be paid by the Issuer. Further details are available on request.
7. **Issue Date:** June 24, 2013.
8. **Maturity Date:** If an Automatic Early Exercise Event does not occur, the Maturity Date shall be July 18, 2018 (the "**Scheduled Maturity Date**"), or, if later, the seventh Business Day following the Latest Reference Date in respect of the Final Valuation Date.
- The "**Strike Date**" is July 9, 2013. The adjustment to the Maturity Date set out in paragraph (ii) of the definition of "Maturity Date" in General Instrument Condition 2(a) shall not apply.
9. **Underlying Assets:** The Shares (as defined in paragraph 34 below).

#### VALUATION PROVISIONS

10. **Valuation Dates:** The Valuation Dates shall be each date as set forth in the "Redemption and Interest Payment Date Table" immediately following the "Description of Certain Main Features of the Certificates" in the column entitled "Valuation Date", and each such date shall be subject to adjustment in accordance with Share Linked Provision 1.5 (*Share Basket and Reference Dates – Common Scheduled Trading Day but Individual Disrupted Day*)).
- The Valuation Date scheduled to fall on July 9, 2018 shall be the "**Final Valuation Date**".
11. **Initial Valuation Date:** July 9, 2013.
12. **Averaging Dates:** Not Applicable.
13. **Initial Averaging Date(s):** Not Applicable.

#### INTEREST PROVISIONS



14. **Interest linked to one or more Underlying Assets Provisions:** Yes – General Instrument Condition 13 is applicable, save that General Instrument Condition 13(c) shall be deleted and replaced with the following for the purpose of these Certificates (and General Instrument Condition 13 shall be amended accordingly):

*"Calculation of Interest:* Unless the Certificates are automatically or otherwise redeemed early, are purchased and cancelled, or are adjusted, in each case in accordance with the Conditions, the Interest Amount (if any) payable in respect of each Certificate (of the Nominal) on each Interest Payment Date shall be an amount in the Settlement Currency determined by the Calculation Agent in accordance with paragraph (i) or (ii) below, as applicable:

- (i) if the Calculation Agent determines that the Reference Price of each Share in the Share Basket on the Valuation Date immediately preceding such Interest Payment Date is equal to or greater than its respective Coupon Level, the Interest Amount payable in respect of each Certificate (of the Nominal) on such Interest Payment Date shall be equal to the *product* of (a) the Notional Amount per Certificate (as specified in paragraph 14(i) below), *multiplied* by (b) the Coupon; or
- (ii) if the Calculation Agent determines that the Reference Price of any Share in the Share Basket on the Valuation Date immediately preceding such Interest Payment Date is less than its Coupon Level, no Interest Amount shall be payable on such Interest Payment Date.

Where:

**"Coupon"** means, in respect of each Valuation Date, 2 per cent. (2.00%) (expressed, for the purposes of calculation, as 0.02), provided that the Issuer may (but shall not be obliged to), in its sole and absolute discretion, on the Initial Valuation Date increase the Coupon Value to an amount greater than 2 per cent. (2%), but to no greater than 2.5 per cent. (2.5%), and, if the Issuer does so, the Issuer will give notice of such increase to the Holders (and for the avoidance of doubt, no supplement to these Final Terms or the Base Prospectus will be published in relation thereto).

**"Coupon Level "** means, in respect of each Share in the Share Basket, an amount being equal to 60 per cent. (60%) of the Reference Price (Initial) of such Share, as determined by the Calculation Agent.

**"Reference Price"** means, in respect of any relevant day and each Share, the official closing price of such Share on the

relevant Exchange on such day, expressed in the applicable Share Currency, each as determined by the Calculation Agent.

"**Reference Price (Initial)**" means, in respect of each Share in the Share Basket, the Reference Price of such Share on the Initial Valuation Date, as determined by the Calculation Agent (and for the avoidance of doubt, no supplement to these Final Terms or the Base Prospectus will be published in relation thereto).

"**Share Basket**" means the basket comprising the Shares.

"**Share Currency**" means, in respect of:

- (i) DAI, EUR, as defined on page 5 of the Base Prospectus;
- (ii) VOLVB, SEK; and
- (iii) SCVB, SEK.

- (i) Notional Amount per Certificate: SEK 10'000 per Certificate.
- (ii) Interest Amount: In respect of each Valuation Date and the corresponding Interest Payment Date, an amount determined in accordance with General Instrument Condition 13 as amended by paragraph 14 above.

The definition of "Interest Amount" in General Instrument Condition 2(a) (*Definitions*) shall not apply.

- (iii) Day Count Fraction: Not Applicable.
- (iv) Interest Valuation Date: Not Applicable.
- (v) Interest Commencement Date: Not Applicable.
- (vi) Interest Payment Dates: The Interest Payment Dates shall be:
  - (i) in respect of each Valuation Date (other than the Valuation Dates scheduled to fall on October 9, 2013, January 9, 2014 and April 9, 2014, and the Final Valuation Date, the Automatic Early Exercise Date scheduled to fall immediately after such Valuation Date;
  - (ii) in respect of the Valuation Dates scheduled to fall on:
    - (a) October 9, 2013, October 18, 2013;
    - (b) January 9, 2014, January 20, 2014; and
    - (c) April 9, 2014, April 22, 2014,(each a "**Scheduled Interest Payment Date**), or, in the

case of each Scheduled Interest Payment Date, if later, the corresponding Interest Payment Date shall be the seventh Business Day following the Latest Reference Date in respect of the Valuation Date corresponding to such Scheduled Interest Payment Date; and

(iii) in respect of the Final Valuation Date, the Maturity Date,

provided that the Interest Payment Date (if any) falling immediately after the Valuation Date (if any) on which an Automatic Early Exercise Event has occurred shall be the final Interest Payment Date, and there shall be no further Interest Payment Dates.

(vii) Business Day Convention: Not Applicable.

### SETTLEMENT PROVISIONS

15. **Settlement:** Cash Settlement.

16. **Call Option:** Not Applicable.

17. **Automatic Early Exercise:** Yes – General Instrument Condition 15 is applicable in respect of each Valuation Date other than the Valuation Dates scheduled to fall on October 9, 2013, January 9, 2014 and April 9, 2014, and the Final Valuation Date.

(i) Automatic Early Exercise Event: The Reference Price in respect of each Share in the Share Basket on a Valuation Date (other than the Valuation Dates scheduled to fall on October 9, 2013, January 9, 2014 and April 9, 2014, and the Final Valuation Date) is greater than or equal to its respective Trigger Level, as determined by the Calculation Agent.

Where "**Trigger Level**" means, in respect of each Share in the Share Basket, an amount being equal to 90 per cent. (90%) of the Reference Price (Initial) of such Share, as determined by the Calculation Agent.

(ii) Automatic Early Exercise Dates: Each date as set forth in the "Redemption and Interest Payment Date Table" immediately following the "Description of Certain Main Features of the Certificates", in the column entitled "Interest Payment Date" (each a "**Scheduled Automatic Early Exercise Date**"), other than October 18, 2013, January 20, 2014, April 22, 2014 and the Maturity Date, or, in each case, if later, the seventh Business Day following the Latest Reference Date in respect of the Valuation Date scheduled to fall immediately prior to such Scheduled Automatic Early Exercise Date.

The adjustment as set out in the definition of "Automatic Early Exercise Date" in Share Linked Provision 8 (*Definitions*) shall

not apply.

- (iii) Automatic Early Exercise Amount: In respect of each Certificate (of the Nominal) and the Automatic Early Exercise Date following the first Valuation Date on which an Automatic Early Exercise Event occurs, an amount in the Settlement Currency determined by the Calculation Agent to be equal to the *product* of (i) the Nominal, *multiplied* by (ii) the Redemption Value corresponding to such Valuation Date (for the avoidance of doubt, together with the Interest Amount payable on the Interest Payment Date falling on such Automatic Early Exercise Date).

Where:

"Redemption Value" means 100 per cent. (expressed as one).

"Nominal" means SEK 10'000.

18. **Settlement Amount:**

Unless an Automatic Early Exercise Event has occurred on a Valuation Date (other than the Valuation Dates scheduled to fall on October 9, 2013, January 9, 2014 and April 9, 2014 and the Final Valuation Date), the Settlement Amount payable in respect of each Certificate (of the Nominal) on the Maturity Date shall be an amount in the Settlement Currency determined by the Calculation Agent in accordance with paragraph (i) or (ii) below, as applicable:

- (i) if the Reference Price (Final) in respect of each Share in the Share Basket is greater than or equal to its respective Barrier Level (as determined by the Calculation Agent), the Settlement Amount payable in respect of each Certificate (of the Nominal) shall be an amount in the Settlement Currency equal to the Nominal (together with the Interest Amount payable on the Maturity Date, as determined in accordance with paragraph 14 above); or
- (ii) if the Reference Price (Final) in respect of any Share in the Share Basket is less than its Barrier Level (as determined by the Calculation Agent), the Settlement Amount payable in respect of each Certificate (of the Nominal) shall be an amount in the Settlement Currency determined by the Calculation Agent in accordance with the following formula:

$$\text{Nominal} \times \text{MUP} .$$

Where:

"Barrier Level" means, in respect of each Share in the Share Basket an amount being equal to 60 per cent. (60%) of the Reference Price (Initial) of such Share, as determined by the

Calculation Agent.

**"Final Underlying Performance"** means, in respect of each Share in the Share Basket, an amount determined by the Calculation Agent in accordance with the following formula:

$$\frac{\text{Reference Price(Final)}}{\text{Reference Price(Initial)}}$$

**"Minimum Underlying Performance"** or **"MUP"** means the Final Underlying Performance of the Worst Performing Underlying.

**"Reference Price (Final)"** means, in respect of each Share in the Share Basket, the Reference Price of such Share on the Final Valuation Date, as determined by the Calculation Agent.

**"Worst Performing Underlying"** means the Share in the Share Basket with the lowest Final Underlying Performance, as determined by the Calculation Agent. In the event that two or more Shares in the Share Basket have the same lowest Final Underlying Performance, then the Calculation Agent shall determine in its sole and absolute discretion which of the Shares shall be the Worst Performing Underlying, and such Share as so selected shall be deemed the Worst Performing Underlying.

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| 19. <b>Physical Settlement:</b>                  | Not Applicable.  |
| 20. <b>Non-scheduled Early Repayment Amount:</b> | Fair Market Value, and adjusted to account fully for any reasonable expenses and costs of the Issuer and/or its affiliates, including those relating to the unwinding of any underlying and/or related hedging and funding arrangements, as determined by the Calculation Agent. |

#### **EXERCISE PROVISIONS**

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| 21. <b>Exercise Style of Certificates:</b> | The Certificates are European Style Instruments. General Instrument Condition 7(b) is applicable.  |
| 22. <b>Exercise Period:</b>                | Not Applicable.  |
| 23. <b>Specified Exercise Dates:</b>       | Not Applicable.  |
| 24. <b>Expiration Date:</b>                | If: <ul style="list-style-type: none"><li>(i) an Automatic Early Exercise Event occurs on any Valuation Date (other than the Valuation Dates scheduled to fall on October 9, 2013, January 9, 2014 and April 9, 2014 and the Final Valuation Date), the first such Valuation Date; or</li><li>(ii) an Automatic Early Exercise Event does not occur on</li></ul> |

any Valuation Date (other than the Valuation Dates scheduled to fall on October 9, 2013, January 9, 2014 and April 9, 2014 and the Final Valuation Date), the Final Valuation Date.

The Expiration Date shall not be subject to the postponement set out in the definition of "Expiration Date" in General Instrument Condition 2(a).

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| 25. <b>Automatic Exercise:</b>          | Yes – General Instrument Condition 7(k) is applicable, save that General Instrument Condition 7(k)(iii) is not applicable. |
| 26. <b>Multiple Exercise:</b>           | Not Applicable.  |
| 27. <b>Minimum Exercise Number:</b>     | Not Applicable.  |
| 28. <b>Permitted Multiple:</b>          | Not Applicable.  |
| 29. <b>Maximum Exercise Number:</b>     | Not Applicable.  |
| 30. <b>Strike Price:</b>                | Not Applicable.  |
| 31. <b>Yield or Share Certificates:</b> | Not Applicable.  |
| 32. <b>Closing Value:</b>               | Not Applicable.  |

**SHARE LINKED INSTRUMENT / INDEX LINKED INSTRUMENT / COMMODITY LINKED INSTRUMENT / FX LINKED INSTRUMENT / INFLATION LINKED INSTRUMENT / OTHER VARIABLE LINKED INSTRUMENT PROVISIONS**

- |                                      |   |
|--------------------------------------|---|
| 33. <b>Type of Certificates:</b>     | The Certificates are Share Linked Instruments – the Share Linked Provisions are applicable (as amended below).  |
| 34. <b>Share Linked Instruments:</b> | Applicable.   |
| (i) Single Share or Share Basket:    | Share Basket.   |
| (ii) Name of Share(s):               | The ordinary shares of: <ul style="list-style-type: none"><li>(i) Daimler AG (<i>Bloomberg Ticker: DAI GY &lt;Equity&gt;; Reuters Code: DAIGN.DE; ISIN: DE0007100000</i>) ("<b>DAI</b>");</li><li>(ii) Volvo AB (B Shares) (<i>Bloomberg Ticker: VOLVB SS &lt;Equity&gt;; Reuters Code: VOLVb.ST; ISIN: SE0000115446</i>) ("<b>VOLVB</b>"); and</li><li>(iii) Scania AB (B Shares) (<i>Bloomberg Ticker: SCVB SS &lt;Equity&gt;; Reuters Code: SCVb.ST; ISIN: SE0000308280</i>) ("<b>SCVB</b>" and together with DAI and VOLVB, are collectively the "<b>Shares</b>", and each a "<b>Share</b>").</li></ul> |

See also the Annex (*Information relating to the Underlying*

*Assets*) hereto.

- (iii) Exchange(s): In respect of:
- (i) DAI, Xetra;
  - (ii) VOLVB, NASDAQ OMX Stockholm Stock Exchange;  
and
  - (iii) SCVB, NASDAQ OMX Stockholm Stock Exchange.
- (iv) Related Exchange(s): In respect of each Share, All Exchanges.
- (v) Options Exchange: In respect of each Share, Related Exchange.
- (vi) Valuation Time: In respect of each Share, as specified in Share Linked Provision 8 (*Definitions*).
- (vii) Market Disruption Events: In respect of each Share, as specified in Share Linked Provision 8 (*Definitions*).
- (viii) Single Share and Reference Dates – Consequences of Disrupted Days: Not Applicable.
- (ix) Single Share and Averaging Reference Dates – Consequences of Disrupted Days: Not Applicable.
- (x) Share Basket and Reference Dates – Basket Valuation (Individual Scheduled Trading Day and Individual Disrupted Day): Not Applicable.
- (xi) Share Basket and Averaging Reference Dates – Basket Valuation (Individual Scheduled Trading Day and Individual Disrupted Day): Not Applicable.
- (xii) Share Basket and Reference Dates – Basket Valuation (Common Scheduled Trading Day but Individual Disrupted Day): Applicable – as specified in Share Linked Provision 1.5 (*Share Basket and Reference Dates – Common Scheduled Trading Day but Individual Disrupted Day*).
- (a) Maximum Days of Disruption: As specified in Share Linked Provision 8 (*Definitions*).
  - (b) No Adjustment: Not Applicable.
- (xiii) Share Basket and Reference Dates – Basket Valuation: Not Applicable.

(Common Scheduled Trading Day and Common Disrupted Day):

- (xiv) Fallback Valuation Date: Not Applicable.
- (xv) Observation Period: Not Applicable.
- (xvi) Change in Law: Applicable.
- (xvii) Extraordinary Event – Share Substitution: Applicable.
- (xviii) Additional Disruption Events: Not Applicable.
- (xix) Correction of Share Price: Applicable.
- (xx) Correction Cut-off Date: Applicable. In respect of:
  - (i) the Initial Valuation Date and each Valuation Date (other than the Final Valuation Date), the seventh Business Day prior to the first Interest Payment Date following such Valuation Date; and
  - (ii) the Final Valuation Date, the seventh Business Day prior to the Maturity Date.
- (xxi) Depository Receipts Provisions: Not Applicable.
- (xxii) Dividend Amount Provisions: Not Applicable.
- 35. **Index Linked Instruments:** Not Applicable.
- 36. **Commodity Linked Instruments (Single Commodity or Commodity Basket):** Not Applicable.
- 37. **Commodity Linked Instruments (Commodity Index or Commodity Strategy):** Not Applicable.
- 38. **FX Linked Instruments:** Not Applicable.
- 39. **Inflation Linked Instruments:** Not Applicable.
- 40. **Other Variable Linked Instruments:** Not Applicable.

#### GENERAL PROVISIONS APPLICABLE TO THE CERTIFICATES

- 41. **FX Disruption Event/CNY FX Disruption Event:** Not Applicable.
- 42. **Additional Business Centre(s):** TARGET (and, for the avoidance of doubt, Stockholm).
- 43. **Form of Certificates:** Euroclear Sweden Registered Instruments.



44. **Minimum Trading Number:** One Certificate (corresponding to a nominal amount of SEK 10'000).
45. **Permitted Trading Multiple:** One Certificate (corresponding to a nominal amount of SEK 10'000).
46. **Date approval for issuance of Instruments obtained:** Not Applicable.
47. **Other final terms:** Not Applicable.

#### **DISTRIBUTION**

48. **Method of distribution:** Non-syndicated.
- (i) If syndicated, names and addresses of Managers and underwriting commitments: Not Applicable.
- (ii) Date of Subscription Agreement: Not Applicable.
- (iii) Stabilising Manager(s) (if any): Not Applicable.
- (iv) If non-syndicated, name and address of Dealer: Goldman Sachs International, Peterborough Court, 133 Fleet Street, London EC4A 2BB, England.
49. **Additional selling restrictions:** Not Applicable.
50. **Non-exempt Offer:** An offer of the Certificates may be made by the managers other than pursuant to Article 3(2) of the Prospectus Directive in the Kingdom of Sweden ("**Public Offer Jurisdiction**") during the period commencing on (and including) May 27, 2013 and ending on (and including) June 24, 2013 ("**Offer Period**"). See further paragraph entitled "Terms and Conditions of the Offer" below.

#### **PURPOSE OF FINAL TERMS**

These Final Terms comprise the final terms required for issue, public offer in the Public Offer Jurisdiction, and admission to trading on the regulated market of the NDX Nordic Derivatives Exchange, of the Certificates described herein pursuant to the Programme for the issuance of Warrants, Notes and Certificates of Goldman Sachs International, Goldman, Sachs & Co. Wertpapier GmbH and Goldman Sachs Bank (Europe) plc.

#### **RESPONSIBILITY**

The Issuer and the Guarantor accept responsibility for the information contained in these Final Terms. To the best of the knowledge and belief of the Issuer and the Guarantor (which have taken all reasonable care to ensure that such is the case) the information contained in the Base Prospectus (as supplemented), as completed and/or amended by these Final Terms in relation to the Series of Certificates referred to above, is true and accurate in all material respects and, in the context of the issue of this Series, there are no other material facts the omission of which would make any statement in such information misleading.

The information set out in the Annex (*Information relating to the Underlying Assets*) hereto has been extracted from the sources specified therein. The Issuer confirms that such information has been accurately reproduced

and that, so far as it is aware, and is able to ascertain from information published by such sources, no facts have been omitted which would render the reproduced information inaccurate or misleading.

**Information about the past and further performance of the Underlying Assets and their volatility can be obtained from the Reuters or Bloomberg pages (or their successors thereto) as specified in the section entitled "Description of Certain Main Features of the Certificates" of this document. Past performance of the Underlying Assets is not an indication of the future performance of the Underlying Assets.**

**Neither the Issuer nor the Guarantor has independently verified any such information, and neither accepts any responsibility for errors or omissions contained in such information. For the avoidance of doubt, such information is not incorporated by reference in, and does not form part of, the Base Prospectus or these Final Terms. Prospective purchasers of the Certificates may acquire such further information as they deem necessary in relation to the Underlying Assets from such publicly available information as they deem appropriate. Investors should make their own investment, hedging and trading decisions (including decisions regarding the suitability of this investment), based upon their own judgement and upon advice from such advisers as such investors deem necessary and not upon any view expressed by the Issuer or the Guarantor.**

**In deciding whether or not to purchase the Certificates, investors should form their own view of the merits of the Certificates based upon their own investigations and not in reliance upon the above information.**

**A fee may be paid in respect of this transaction, details of which are available on request.**

**REPRESENTATION**

Each Holder will be deemed to have agreed that it will not offer, sell or deliver the Certificates in any jurisdiction except under circumstances that will result in compliance with the applicable laws thereof, and that such Holder will take at its own expense whatever action is required to permit its purchase and resale of the Certificates. European Economic Area standard selling restrictions apply.

Signed on behalf of Goldman Sachs International:

By: .....

Duly authorised

## OTHER INFORMATION

**LISTING AND ADMISSION TO TRADING** Application will be made by the Issuer (or on its behalf) for the Securities to be listed on the Official List and admitted to trading on the regulated market of the NDX Nordic Derivatives Exchange with effect from, at the earliest, the Issue Date. No assurances can be given that such application for listing and admission to trading will be granted (or, if granted, will be granted by the Issue Date).

The Issuer has no duty to maintain the listing (if any) of the Securities on the relevant stock exchange(s) over their entire lifetime. Securities may be suspended from trading and/or de-listed at any time in accordance with applicable rules and regulations of the relevant stock exchange(s).

## INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE OFFER

Save as discussed in the risk factor, "Risks associated with conflicts of interest between Goldman Sachs and purchasers of Securities" in the Base Prospectus, so far as the Issuer is aware, no person involved in the offer of the Certificates has an interest material to the offer.

## REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- |                                 |                 |
|---------------------------------|-----------------|
| (i) Reasons for the offer:      | Not Applicable. |
| (ii) Estimated net proceeds:    | Not Applicable. |
| (iii) Estimated total expenses: | Not Applicable. |

## PERFORMANCE OF SHARE / INDEX / COMMODITY / FX RATE / INFLATION INDEX / OTHER VARIABLE, AND OTHER INFORMATION CONCERNING THE UNDERLYING

Information about the past and further performance and volatility of the Shares may be obtained from Bloomberg® and Reuters. However, past performance is not indicative of future performance.

The Issuer does not intend to provide post-issuance information, except if required by any applicable laws and regulations.

See also "Description of Certain Main Features of the Certificates" and "Scenario Analysis".

## OPERATIONAL INFORMATION

Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): Euroclear Sweden System.

Delivery: Delivery against payment.

Names and addresses of additional Programme Agent(s) (if any): Not Applicable.

Operational contact for Principal Programme eq-sd-operations@gs.com.

Agent:

## TERMS AND CONDITIONS OF THE OFFER

Offer Period:	An offer of the Certificates may be made by the managers other than pursuant to Article 3(2) of the Prospectus Directive in the Public Offer Jurisdiction during the period commencing on (and including) May 27, 2013 and ending on (and including) June 24, 2013.
Offer Price:	Issue Price, being 100 per cent. (100%) of the Nominal Amount.
Conditions to which the offer is subject:	<p>The offer of the Certificates for sale to the public in the Public Offer Jurisdiction is subject to the relevant regulatory approvals having been granted, and the Certificates being issued.</p> <p>The Offer Period is subject to adjustment by or on behalf of the Issuer in accordance with the applicable regulations and any adjustments to such period will be set out in one or more notices to be made available during normal business hours at the registered office of the placer.</p> <p>The offer of the Certificates may be withdrawn in whole or in part at any time before the Issue Date at the discretion of the Issuer.</p>
Description of the application process:	Not Applicable.
Description of possibility to reduce subscription and manner for refunding excess amount paid by applicant:	Not Applicable.
Details of the minimum and/or maximum amount of application:	Not Applicable.
Details of the method and time limits for paying up and delivering the Certificates:	The Certificates will be issued on the Issue Date against payment to the Issuer of the net subscription moneys.
Manner in and date on which results of the offer are to be made public:	The results of the offering will be available on the website of the Issuer on or around the end of the Offer Period.
Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:	Not Applicable.
Categories of potential investors to which the Certificates are offered and whether tranche(s) have been reserved for certain countries:	Offers may only be made by offerors authorised to do so in the Public Offer Jurisdiction. None of the Issuer, the Guarantor or the Dealer has taken or will take any action specifically in relation to the Certificates referred to herein to permit a public offering of such Certificates in any jurisdiction other than the Public Offer Jurisdiction.

Following approval of the base prospectus dated June 26, 2012 (the "**Base Prospectus**") (and the supplement(s) to the Base Prospectus listed in the section entitled "Supplement(s) to the Base Prospectus" below and any further supplements up to, and including, June 24, 2013), and notification of the Base Prospectus (as so supplemented) to the Swedish Financial Supervisory Authority (*Sw. Finansinspektionen*), Securities issued under the Programme may be offered to the public in the Public Offer Jurisdiction not later than 12 months after the date of approval of the Base Prospectus and subject to, in certain cases, submission of Final Terms, all in accordance with the Prospectus Directive as implemented in the Public Offer Jurisdiction. Full information on the Issuer, the Guarantor and the offer of the Certificates is only available on the basis of the combination of these Final Terms and the Base Prospectus.

In other EEA countries, offers will only be made pursuant to an exemption from the obligation under the Prospectus Directive as implemented in such countries to publish a prospectus.

Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made: Not Applicable.

Amount of any expenses and taxes specifically charged to the subscriber or purchaser: Please refer to "Swedish withholding tax" in the section entitled "Taxation" in the Base Prospectus.

Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place: Mangold Fondkommission AB  
Engelbrektsplan 2  
114 34 Stockholm.

### **Consent to use the Base Prospectus**

Identity of financial intermediary(ies) that are allowed to use the Base Prospectus: Mangold Fondkommission AB has the Issuer's consent to use the Base Prospectus.

Offer period during which subsequent resale or final placement of Instruments by financial intermediaries can be made: The Offer Period.

Conditions attached to the consent: The financial intermediary named above (i) has the Issuer's consent to use the Base Prospectus in respect of offers of the Securities made in the Public Offer Jurisdiction provided that it complies with all applicable laws and regulations, and (ii) has the Issuer's consent to use the Base Prospectus in respect of private placements of the Securities that do not subject the Issuer or any affiliate of the Issuer to any additional obligation to make any filing, registration, reporting or similar requirement with any financial regulator or other governmental or quasi governmental authority or body or

securities exchange, or subject any officer, director or employee of the Issuer or any affiliate of the Issuer to personal liability, where such private placements are conducted in compliance with the applicable laws of the relevant jurisdictions thereof.

## **ANNEX**

### **INFORMATION RELATING TO THE UNDERLYING ASSETS**

Information on the Shares and the issuers of the Shares can be obtained from, in respect of DAI, <http://xetra.com/xetra/dispatch/en/kir/navigation/xetra> and in respect of VOLVB and SCVB, <http://www.nasdaqomxnordic.com/> (and the information appearing on such websites does not form part of these Final Terms).



## **SUPPLEMENT(S) TO THE BASE PROSPECTUS**

The Base Prospectus dated June 26, 2012 has been supplemented by the following Supplement(s):

<b>Supplement</b>	<b>Date</b>
Supplement No. 1	July 25, 2012
Supplement No. 2	August 13, 2012
Supplement No. 3	October 12, 2012
Supplement No. 4	October 18, 2012
Supplement No. 5	November 8, 2012
Supplement No. 6	January 17, 2013
Supplement No. 7	February 1, 2013
Supplement No. 8	March 4, 2013
Supplement No. 9	March 22, 2013
Supplement No. 10	April 19, 2013
Supplement No. 11	May 3, 2013
Supplement No. 12	May 16, 2013