

Goldman Sachs International, Goldman Sachs Bank Europe SE (formerly known as Goldman Sachs AG) and Goldman Sachs & Co. LLC

CSD Participant Cost Disclosure Statement

Introduction

Each of Goldman Sachs International (**GSI**), Goldman Sachs Bank Europe SE (formerly known as Goldman Sachs AG) (**GSBE**) and Goldman Sachs & Co. LLC (**GS&Co.**) (each, a “**GS CSD Participant**”) is subject to the requirements in Article 38 of the EU Central Securities Depository Regulation (“**CSDR**”) and/or Article 73 of the Swiss Financial Market Infrastructure Act (“**FMIA**”) and/or any corresponding UK regulation on central securities depositories implemented in the UK, following the UK leaving the EU (the “**UK CSD Regulation**”). Together the CSDR, the FMIA and the UK CSD Regulation comprise the “**CSD Legislation**”, as applicable to each GS CSD Participant.

The CSD Legislation requires each GS CSD Participant to offer its clients the choice between omnibus client segregation in an Omnibus Client Segregated Account (an “**OSA**”) and individual client segregation in an Individual Client Segregated Account (an “**ISA**”) at each Central Securities Depository in the EEA, Switzerland or the UK (a “**CSD**”) at which each GS CSD Participant is a direct participant and may hold securities in custody for such clients. The CSD Legislation also imposes obligations on each GS CSD Participant to disclose costs associated with each account type.

Further information on OSAs and ISAs, the respective levels of protection associated with the different levels of segregation, including the main legal implications of the respective levels of segregation offered, are set out in the CSD Participant Disclosure Document for each GS CSD Participant (each, a “**General Disclosure Document**”). Each General Disclosure Document is based on the industry disclosure template developed by AFME with the support of external legal counsel and is available at <http://www.goldmansachs.com/disclosures/index.html>.

This disclosure statement (which should be read in conjunction with the relevant General Disclosure Document) is intended to provide an introduction to more detailed, client specific, pricing discussions between you and your Goldman Sachs relationship contacts and to assist you in making an informed choice as to which account type best suits your circumstances and requirements (the “Cost Disclosure”).

Throughout this document references to “we”, “our” and “us” are references to GS. References to “you” and “your” are references to the client.

Organisation of this Cost Disclosure

This Cost Disclosure is set out as follows:

- Part 1: General Information
- Part 2: Overview Costs Information
- Part 3: Costs Information – OSA vs. ISA
- Part 4: Indicative Charges for ISAs and OSAs

Part 1: General Information

This Cost Disclosure is intended for information purposes only. It does not constitute legal or any other form of advice and must not be relied upon as such. Much of the information provided is generic and subject to variation depending on a number of factors, including those set out in Part 2 below.

This Cost Disclosure does not provide all the information you may need in order to determine which account type is most suitable for you. It is your responsibility to review and conduct your own due diligence on the relevant rules, legal documentation and any other information provided to you by us or a third party. You may wish to appoint your own professional advisors to assist you with this.

We shall not in any circumstances be liable, whether in contract, tort, breach of statutory duty or otherwise for any losses or damages that may be suffered as a result of you relying on this Cost Disclosure. Such losses or damages include (a) any loss of profit or revenue, damage to reputation, loss of any contract or other business opportunity or goodwill; and (b) any indirect or consequential loss. This paragraph does not extend to an exclusion of liability for, or remedy in respect of, fraudulent misrepresentation.

Part 2: Overview Costs Information

The information provided in this Part 2 is designed to provide an overview of those general factors which are likely to have an impact upon the cost of setting up and operating an account at CSD level. We anticipate that the relevant factors are likely to include:

- The chosen account type i.e. OSA or ISA;
- The number of accounts you require; this will dictate how much of our time and resources will be dedicated to setting up your accounts and maintaining them on an ongoing basis.
- The set-up and maintenance costs and fees (if any) charged by the relevant CSD(s) where you require your client account(s) to be opened; any such costs or fees will be passed through to you;
- The incremental operational overhead with respect to your account(s) (which may be affected by the above three factors as well as by your trading behavior, e.g. trading volume and asset types traded).

Part 3: Costs Information – OSA vs. ISA

This Part 3 provides an overview as to the type of costs that are likely to arise as a result of setting up and maintaining an OSA or ISA at the CSD level.

Account Set-Up and Maintenance Costs

Account set-up and maintenance costs are likely to differ depending on whether an OSA or ISA is chosen.

Omnibus Segregated Account

As explained in the General Disclosure Document, an OSA is a shared account at CSD level used by you and one or more of our other clients. OSAs form part of the existing account structure which we currently offer at CSDs and therefore we would not expect our account opening and ongoing maintenance charges to differ significantly from existing levels. Additional charges could however apply for certain types of products and portfolio types. All charges are subject to periodic and ongoing review and change by us and the relevant CSDs.

Individual Segregated Account

The cost of us setting up and maintaining an ISA on your behalf is likely to be somewhat higher than if you opt to use an OSA. This is largely due to the enhanced level of operational time and resources required in order for us to effectively operate and monitor such ISA (which may require daily maintenance). Such costs will be passed through to you. In addition, CSDs may charge additional charges due to the operational overhead on their side. All charges are subject to periodic and ongoing review and change by us and the relevant CSDs.

For further details, see Part 4 below.

Part 4: Indicative charges for ISAs and OSAs

This Part 4 provides indicative information regarding our anticipated charging structure for ISAs and OSAs, which we expect will consist of two general charging components:

- Account set-up and maintenance costs incurred by us in connection with your portfolio (“**Set-up and Maintenance Charge**”); these are applicable to both ISAs and OSAs; and
- Additional account set-up and maintenance costs incurred by us as a result of CSD and agent bank fees (“**Third Party Charges**”); these are applicable to both ISAs and OSAs.

Our current expectation is that the Set-up and Maintenance Charge and Third Party Charges (further details of which are provided below) represent a complete overview of our intended charging structure with respect to OSAs and ISAs. However, the charging structure may be adapted in exceptional cases and is subject to change over time, in particular as the market develops and we gain further clarity around the various CSDs’ account offerings.

(a) Set-up and Maintenance Charge

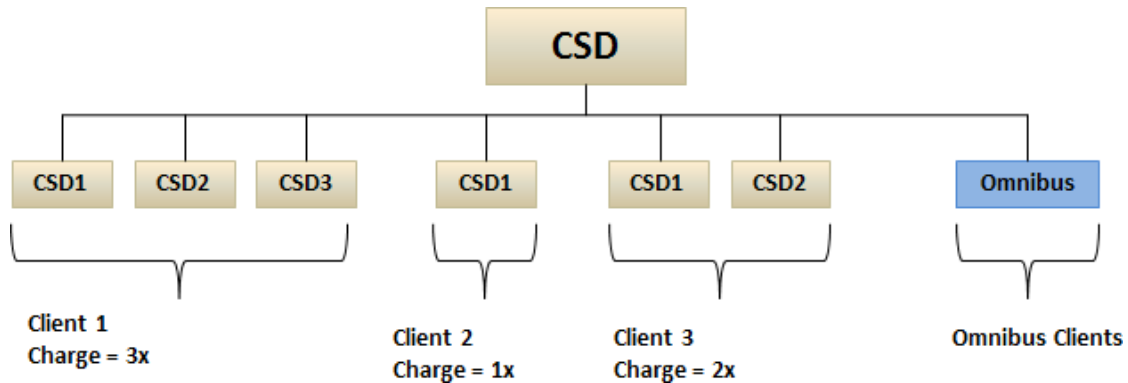
The Set-up and Maintenance Charge is likely to be higher for ISAs than OSAs, due to the additional operational complexity and cost involved in setting up and maintaining an ISA for each client at the relevant CSD (as described in Part 3).

We currently plan to apply the Set-up and Maintenance Charge to each client account at each CSD. For example, if a client settles securities at two CSDs and selects an ISA at each CSD, the Set-up and Maintenance Charge will apply separately to both accounts.

The Set-up and Maintenance Charge is expected to be based principally on (i) the size of the relevant client’s balance in each client account; (ii) the client’s transaction volumes and (iii) asset types or products traded.

The illustration below, in which the cost of an OSA is shared among three theoretical clients, demonstrates the additional operational complexity and cost involved in setting up and maintaining an ISA and therefore why the Set-up and Maintenance Charge is likely to be higher in relation to such account. The Set-up and Maintenance Charge for OSAs and ISAs is subject to periodic and ongoing review and change by us.

Clients 1, 2 and 3 each select ISAs. Client 1 operates three ISAs and would therefore incur three yearly Set-up and Maintenance Charge.



(b) Third Party Charges

Third Party Charges are largely expected to consist of CSD account set-up and maintenance charges as well as agent bank transaction fees.

Third Party Charges will apply to both ISAs and OSAs, but are generally expected to be higher for ISAs due to the additional complexity and cost incurred by relevant third parties in relation to such accounts (see Part 3).

Certain Third Party Charges may apply periodically (e.g., if a CSD charged a monthly or annual facilitation fee per ISA). All Third Party Charges are subject to periodic and ongoing review and change by the relevant third parties from time to time.

* * *

The information set out herein is provided as an indication of possible costs likely to be incurred by an average client when choosing an OSA or ISA. The indicative charges referred to are subject to ongoing review and change by us and the relevant third parties. We would be happy to discuss what the precise costs are likely to be in respect of setting up and maintaining an account at CSD level based on your individual circumstances and requirements. Please contact your Goldman Sachs relationship contact to arrange such discussion.