UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Form 8-K

CURRENT REPORT PURSUANT TO SECTION 13 or 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): January 12, 2024

The Goldman Sachs Group, Inc.  
(Exact name of registrant as specified in its charter)  
Commission File Number: 001-14965

Delaware  
(State or other jurisdiction of  
incorporation or organization)  
200 West Street, New York, N.Y.  
(Address of principal executive offices)  
13-4019460  
(IRS Employer  
Identification No.)  
(212) 902-1000  
(Registrant’s telephone number, including area code)  
N/A  
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Title of each class  
Trading Symbol  
Exchange on which registered

Common stock, par value $.01 per share  
GS  
NYSE

Depositary Shares, Each Representing 1/1,000th Interest in a Share of Floating Rate Non-Cumulative Preferred Stock, Series A  
GS PrA  
NYSE

Depositary Shares, Each Representing 1/1,000th Interest in a Share of Floating Rate Non-Cumulative Preferred Stock, Series C  
GS PrC  
NYSE

Depositary Shares, Each Representing 1/1,000th Interest in a Share of Floating Rate Non-Cumulative Preferred Stock, Series D  
GS PrD  
NYSE

Depositary Shares, Each Representing 1/1,000th Interest in a Share of 6.375% Fixed-to-Floating Rate Non-Cumulative Preferred Stock, Series K  
GS PrK  
NYSE

Depositary Shares, Each Representing 1/1,000th Interest in a Share of 5.793% Fixed-to-Floating Rate Normal Automatic Preferred Enhanced Capital Securities of Goldman Sachs Capital II  
GS/43PE  
NYSE

Depositary Shares, Each Representing 1/1,000th Interest in a Share of 5.793% Fixed-to-Floating Rate Normal Automatic Preferred Enhanced Capital Securities of Goldman Sachs Capital III  
GS/43PF  
NYSE

Medium-Term Notes, Series F, Callable Fixed and Floating Rate Notes due March 2031 of GS Finance Corp.  
GS/31B  
NYSE

Medium-Term Notes, Series F, Callable Fixed and Floating Rate Notes due May 2031 of GS Finance Corp.  
GS/31X  
NYSE

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 under the Securities Act (17 CFR 230.405) or Rule 12b-2 of the Exchange Act (17 CFR 240.12b-2).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐
Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of
Certain Officers.

(b) Following the January 12, 2024 announcement of the agreement for BlackRock, Inc. to acquire Global Infrastructure Partners, the Board of Directors (the “Board”) of The Goldman Sachs Group, Inc. determined, on the recommendation of its Corporate Governance and Nominating Committee (“Governance Committee”), that Adebayo Ogunlesi, the Lead Director and Chair of the Governance Committee, shall not stand for re-election at the Company’s 2024 Annual Meeting, at which time he will retire from our Board.

Item 8.01 Other Events.

The independent directors of the Board have designated the appointment of David Viniar as the new independent Lead Director, and, as recommended by the Governance Committee, the Board has approved Mr. Viniar as Chair of the Governance Committee and the appointment of Thomas Montag as Chair of the Risk Committee. These appointments will be effective upon Mr. Ogunlesi’s retirement.
SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE GOLDMAN SACHS GROUP, INC.
(Registrant)

Date: January 19, 2024

By: /s/ Kathryn H. Ruemmler
Name: Kathryn H. Ruemmler
Title: Chief Legal Officer and General Counsel