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):
July 22, 2009

THE GOLDMAN SACHS GROUP, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

No. 001-14965
Commission
File Number

No. 13-4019460
IRS Employer
Identification No.

85 Broad Street
New York, New York
(Address of principal executive offices)

10004
Zip Code

Registrant’s telephone number, including area code: (212) 902-1000

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))
TABLE OF CONTENTS

Item 8.01 Other Events
SIGNATURE
Item 8.01 Other Events.

On July 22, 2009, The Goldman Sachs Group, Inc. (Company) repurchased in full from the United States Department of the Treasury (Treasury) the warrant to purchase 12,205,045 shares of the Company’s common stock (Warrant) that was issued to the Treasury pursuant to the Treasury’s TARP Capital Purchase Program. The purchase price paid by the Company to the Treasury for the Warrant was $1.1 billion.
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: July 22, 2009

By: /s/ David A. Viniar

Name: David A. Viniar
Title: Chief Financial Officer