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

SCHEDULE 14A
**Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to Section 240.14a-12

The Goldman Sachs Group, Inc.

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required
 - Fee paid previously with preliminary materials
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
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The Goldman Sachs Group, Inc.

SUPPLEMENT TO THE NOTICE OF 2024 ANNUAL MEETING OF SHAREHOLDERS TO BE HELD ON APRIL 24, 2024 AND ACCOMPANYING PROXY STATEMENT

Withdrawal of Shareholder Proposal

On March 22, 2024, The New York City Carpenters Pension Fund withdrew “Item 12. Shareholder Proposal Regarding Director Election Resignation Bylaw.”

As such, “Item 12. Shareholder Proposal Regarding Director Election Resignation Bylaw” will not be considered at the 2024 Annual Meeting and all votes and voting instructions with respect thereto will be disregarded.

None of the other agenda items are affected by this Supplement. **If you have already submitted your vote, you do not need to take any action unless you wish to change your vote.**

For more information on voting and our Annual Meeting, please see the 2024 Proxy Statement.