

O'NEILL TIMOTHY J.

Form 3

October 05, 2018

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
2005Estimated average  
burden hours per  
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting  
Person \*

O'NEILL TIMOTHY J.

(Last)

(First)

(Middle)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

10/01-04:00/2018

3. Issuer Name **and** Ticker or Trading Symbol

GOLDMAN SACHS GROUP INC [GS]

4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner

\_\_\_\_ Officer \_\_\_\_ Other

(give title below) (specify below)

Vice Chairman

6. Individual or Joint/Group

Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting  
Person\_\_\_\_ Form filed by More than One  
Reporting PersonC/O GOLDMAN SACHS & CO.  
LLC, 200 WEST STREET

(Street)

NEW YORK, NY 10282

(City)

(State)

(Zip)

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common Stock, par value \$0.01 per share

128,971 <sup>(1)</sup>

D

A

Common Stock, par value \$0.01 per share

9,667

I

See footnote <sup>(2)</sup>

Common Stock, par value \$0.01 per share

200

I

See footnote <sup>(3)</sup>Reminder: Report on a separate line for each class of securities beneficially  
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form displays a  
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)3. Title and Amount of  
Securities Underlying

4. Conversion

5. Ownership

6. Nature of Indirect  
Beneficial Ownership

# Edgar Filing: O'NEILL TIMOTHY J. - Form 3

	Date Exercisable	Expiration Date	Derivative Security (Instr. 4)  Title	Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Restricted Stock Units	Â (4)	Â (4)	Common Stock, par value \$0.01 per share	57,537	\$ (4)	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
O'NEILL TIMOTHY J. C/O GOLDMAN SACHS & CO. LLC 200 WEST STREET NEW YORK, NY 10282	Â	Â	Â Vice Chairman	Â

## Signatures

/s/ Beverly L. O'Toole,  
Attorney-in-fact

10/05-04:00/2018

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- Certain of these shares cannot be transferred before dates ranging from January 2019 to January 2023. Additionally, certain of these
- (1) shares are subject to a non-competition covenant which will lapse in three approximately equal installments on or about each of December 31, 2018, 2019 and 2020, subject to other terms and conditions of the applicable award agreement.
  - (2) Held through a trust, the sole trustee of which is the Reporting Person's spouse and the sole beneficiaries of which are immediate family members of the Reporting Person. The Reporting Person disclaims beneficial ownership of these shares.
  - (3) Held by a family member. The Reporting Person disclaims beneficial ownership of these shares.
  - (4) A portion of these Restricted Stock Units ("RSUs") were granted in January 2016, with the remainder granted in January 2017. These RSUs are fully vested and a portion will generally convert into shares of the Issuer's common stock in January 2019, with the remainder converting in January 2020. The shares of common stock delivered pursuant to these RSUs generally cannot be sold or transferred before January 2021 (with respect to RSUs granted in January 2016) and January 2022 (with respect to RSUs granted in January 2017).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.