GOLDMAN SACHS GROUP INC Form 424B2 October 30, 2018

October 2018

Pricing Supplement filed pursuant to Rule 424(b)(2) dated October 26, 2018 /

Registration Statement No. 333-219206

STRUCTURED INVESTMENTS

Opportunities in U.S. and International Equities

GS Finance Corp.

\$3,050,000 Contingent Income Callable Securities Based on the Value of the Worst-Performing of the S&P 500® Index, the Russell 2000® Index and the EURO STOXX 50® Index due April 29, 2021

Principal at Risk Securities

The securities are unsecured notes issued by GS Finance Corp. and guaranteed by The Goldman Sachs Group, Inc. The amount that you will be paid on your securities is based on the performance of the worst performing of the S&P 500® Index, the Russell 2000® Index and the EURO STOXX 50® Index.

We may redeem your securities at our discretion at 100% of their principal amount plus any coupon then due on any coupon payment date on or after January 31, 2019 up to the coupon payment date on January 29, 2021.

<u>Unless previously redeemed</u>, (i) if the index closing value of <u>any</u> underlying index is *less than* its downside threshold level (1,861.083 with respect to the S&P 500® Index, 1,038.6747 with respect to the Russell 2000® Index and 2,194.423 with respect to the EURO STOXX 50® Index, which in each case represents 70.00% of its initial index value of 2,658.69, 1,483.821 and 3,134.89, respectively) on <u>any</u> index business day during the preceding quarterly coupon observation period, **you will <u>not</u> receive a payment on the applicable coupon payment date** and (ii) if the index closing value of <u>each</u> underlying index is *greater than* or *equal to* its downside threshold level on <u>every</u> index business day during the preceding quarterly coupon observation period, you will receive on the applicable coupon payment date a payment of \$24.375 for each \$1,000 principal amount of your securities. A quarterly coupon observation period is the period from but excluding an observation end date (or the pricing date, in the case of the first quarterly coupon observation period) to and including the next succeeding observation end date.

At maturity, if not previously redeemed, (i) if the final index value of <u>each</u> underlying index on the valuation date is *greater than* or *equal to* its downside threshold level you will receive the principal amount of your securities plus any coupon then due, (ii) if the final index value of <u>any</u> underlying index on the valuation date is *less than* its downside threshold level, you will <u>not</u> receive a

coupon payment and the payment at maturity will be based on the performance of the underlying index with the *lowest* index performance factor (the *quotient* of the final index value *divided* by the initial index value). Investors will not participate in any appreciation of any underlying index.

At maturity, for each \$1,000 principal amount of your securities, in addition to any coupon then due, you will receive an amount in cash equal to:

- if the final index value of <u>each</u> underlying index is *greater than or equal to* its downside threshold level, \$1,000 (you will <u>not</u> participate in any appreciation of the underlying indexes); or
- if the final index value of <u>any</u> underlying index is *less than* its downside threshold level, the *product* of (i) \$1,000 *times* (ii) the worst of the index performance factors (you will receive significantly less than the principal amount of your securities).

The securities are for investors who seek to earn a coupon at an above current market rate in exchange for the risk of receiving few or no quarterly coupons and losing a significant portion of the principal amount of their securities.

The estimated value of your securities at the time the terms of your securities are set on the pricing date is equal to approximately \$968 per \$1,000 principal amount. For a discussion of the estimated value and the price at which Goldman Sachs & Co. LLC would initially buy or sell your securities, if it makes a market in the securities, see the following page.

Your investment in the securities involves risks, including the credit risk of GS Finance Corp. and The Goldman Sachs Group, Inc. See page PS-15. You should read the disclosure herein to better understand the terms and risks of your investment.

Original issue date: October 31, 2018 Original issue price: 100.00% of the principal

amount

Underwriting discount: 2.425% (\$73,962.50 in Net proceeds to the issuer: 97.575% (\$2,976,037.50 in

total)* total)

*Morgan Stanley Wealth Management, acting as dealer for the offering, will receive a selling concession of \$22.50 for each security it sells. It has informed us that it intends to internally allocate \$5.00 of the selling concession for each security as a structuring fee. Goldman Sachs & Co. LLC will receive an underwriting discount of \$1.75 for each security.

Neither the Securities and Exchange Commission nor any other regulatory body has approved or disapproved of these securities or passed upon the accuracy or adequacy of this prospectus. Any representation to the contrary is a criminal offense.

The securities are not bank deposits and are not insured by the Federal Deposit Insurance Corporation or any other governmental agency, nor are they obligations of, or guaranteed by, a bank.

Goldman Sachs & Co. LLC

Pricing Supplement No. 4,537 dated October 26, 2018

The issue price, underwriting discount and net proceeds listed above relate to the securities we sell initially. We may decide to sell additional securities after the date of this pricing supplement, at issue prices and with underwriting discounts and net proceeds that differ from the amounts set forth above. The return (whether positive or negative) on your investment in the securities will depend in part on the issue price you pay for such securities.

GS Finance Corp. may use this prospectus in the initial sale of the securities. In addition, Goldman Sachs & Co. LLC or any other affiliate of GS Finance Corp. may use this prospectus in a market-making transaction in a security after its initial sale. *Unless GS Finance Corp. or its agent informs the purchaser otherwise in the confirmation of sale, this prospectus is being used in a market-making transaction.*

Estimated Value of Your Securities

The estimated value of your securities at the time the terms of your securities are set on the pricing date (as determined by reference to pricing models used by Goldman Sachs & Co. LLC (GS&Co.) and taking into account our credit spreads) is equal to approximately \$968 per \$1,000 principal amount which is less than the original issue price. The value of your securities at any time will reflect many factors and cannot be predicted; however, the price (not including GS&Co. s customary bid and ask spreads) at which GS&Co. would initially buy or sell securities (if it makes a market, which it is not obligated to do) and the value that GS&Co. will initially use for account statements and otherwise is equal to approximately the estimated value of your securities at the time of pricing, plus an additional amount (initially equal to \$32 per \$1,000 principal amount).

Prior to January 28, 2019, the price (not including GS&Co. s customary bid and ask spreads) at which GS&Co. would buy or sell your securities (if it makes a market, which it is not obligated to do) will equal approximately the sum of (a) the then-current estimated value of your securities (as determined by reference to GS&Co. s pricing models) plus (b) any remaining additional amount (the additional amount will decline to zero on a straight-line basis from the time of pricing through January 27, 2019). On and after January 28, 2019, the price (not including GS&Co. s customary bid and ask spreads) at which GS&Co. would buy or sell your securities (if it makes a market) will equal approximately the then-current estimated value of your securities determined by reference to such pricing models.

About Your Securities

The securities are notes that are part of the Medium-Term Notes, Series E program of GS Finance Corp. and are fully and unconditionally guaranteed by The Goldman Sachs Group, Inc. This pricing supplement includes this pricing supplement and the accompanying documents listed below. This pricing supplement constitutes a supplement to the documents listed below and should be read in conjunction with such documents:

- General terms supplement no. 1,735 dated July 10, 2017
- Prospectus supplement dated July 10, 2017

Prospectus dated July 10, 2017

The information in this pricing supplement supersedes any conflicting information in the documents listed above. In addition, some of the terms or features described in the listed documents may not apply to your securities.

October 2018

Registration Statement No. 333-219206

STRUCTURED INVESTMENTS

Opportunities in U.S. and International Equities

GS Finance Corp.

\$3,050,000 Contingent Income Callable Securities Based on the Value of the Worst-Performing of the S&P 500® Index, the Russell 2000® Index and the EURO STOXX 50® Index due April 29, 2021

Principal at Risk Securities

The securities are unsecured notes issued by GS Finance Corp. and guaranteed by The Goldman Sachs Group, Inc. The amount that you will be paid on your securities is based on the performance of the worst performing of the S&P 500® Index, the Russell 2000® Index and the EURO STOXX 50® Index.

We may redeem your securities at our discretion at 100% of their principal amount plus any coupon then due on any coupon payment date on or after January 31, 2019 up to the coupon payment date on January 29, 2021.

<u>Unless previously redeemed</u>, (i) if the index closing value of <u>any</u> underlying index is *less than* its downside threshold level (1861.083 with respect to the S&P 500® Index, 1,038.6747 with respect to the Russell 2000® Index and 2,194.423 with respect to the EURO STOXX 50® Index, which in each case represents 70.00% of its initial index value of 2,658.69, 1,483.821 and 3,134.89, respectively) on <u>any</u> index business day during the preceding quarterly coupon observation period, **you will not receive a payment on the applicable coupon payment date** and (ii) if the index closing value of <u>each</u> underlying index is *greater than* or *equal to* its downside threshold level on <u>every</u> index business day during the preceding quarterly coupon observation period, you will receive on the applicable coupon payment date a payment of \$24.375 for each \$1,000 principal amount of your securities. A quarterly coupon observation period is the period from but excluding an observation end date (or the pricing date, in the case of the first quarterly coupon observation period) to and including the next succeeding observation end date.

At maturity, if not previously redeemed, (i) if the final index value of <u>each</u> underlying index on the valuation date is *greater than* or *equal to* its downside threshold level you will receive the principal amount of your securities plus any coupon then due, (ii) if the final index value of <u>any</u> underlying index on the valuation date is *less than* its downside threshold level, you will <u>not</u> receive a coupon payment and the payment at maturity will be based on the performance of the underlying index with the *lowest* index performance factor (the *quotient* of the final index value *divided* by the initial index value). Investors will not participate in any appreciation of any underlying index.

At maturity, for each \$1,000 principal amount of your securities, in addition to any coupon then due, you will receive an amount in cash equal to:

• if the final index value of <u>each</u> underlying index is *greater than or equal to* its downside threshold level, \$1,000 (you will <u>not</u> participate in any appreciation of the underlying indexes); or

• if the final index value of <u>any</u> underlying index is *less than* its downside threshold level, the *product* of (i) \$1,000 *times* (ii) the worst of the index performance factors (you will receive significantly less than the principal amount of your securities).

The securities are for investors who seek to earn a coupon at an above current market rate in exchange for the risk of receiving few or no quarterly coupons and losing a significant portion of the principal amount of their securities.

FINAL TERMO			
FINAL TERMS			
Issuer / Guarantor:	GS Finance Corp. / The Goldman Sachs Group, Inc.		
Underlying indexes:	S&P 500® Index, Russell 2000® Index and EURO STOXX 50® Index		
Aggregate principal amount:	\$3,050,000		
Pricing date:	October 26, 2018		
Original issue date:	October 31, 2018		
Observation end dates:	as set forth under Observation end dates below		
Coupon payment dates:	as set forth under Coupon payment dates below		
Valuation date:	the last observation end date, April 26, 2021, subject to postponement		
Stated maturity date:	April 29, 2021, subject to postponement		
Estimated value:	approximately \$968		
Early redemption right:	we have the right to redeem your securities at our discretion , in whole but not in part, at a price equal to 100% of the principal amount <i>plus</i> any coupon then due, on each coupon payment date commencing with the coupon payment date occurring on January 31, 2019 and ending with the coupon payment date occurring on January 29, 2021, subject to at least three business days prior notice; no payments will be made after they have been redeemed		
	if the final index value of <u>each</u> underlying index is <i>greater than</i> or <i>equal to</i> its		
	downside threshold level, \$1,000; or		
Payment at maturity (in addition to the final coupon, if any):	if the final index value of \underline{any} underlying index is $less\ than$ its downside threshold level, \$1,000 × the worst performing index performance factor		
	This amount will be less than the stated principal amount of \$1,000, will represent a loss of more than 30.00% and could be zero.		
Initial index value:	2,658.69 with respect to the S&P 500® Index, 1,483.821 with respect to the Russell 2000® Index and 3,134.89 with respect to the EURO STOXX 50® Index, which in each case is equal to the index closing value of such underlying index on the pricing date		
Final index value:	with respect to each underlying index, the index closing value of such underlying index on the valuation date		

Downside threshold level:	1,861.083 with respect to the S&P 500® Index, 1,038.6747 with respect to the Russell 2000® Index and 2,194.423 with respect to the EURO STOXX 50® Index, in each case 70.00% of such underlying index s initial index value	
Contingent quarterly coupon:	• if the index closing value of <u>each</u> underlying index on <u>every</u> index business day during the preceding quarterly coupon observation period is <i>greater than</i> or <i>equal to</i> its downside threshold level, \$24.375 per security; or	
	• if the index closing value of <u>any</u> underlying index on <u>any</u> index business day during the preceding quarterly coupon observation period is <i>less than</i> its downside threshold level, \$0.00	
Quarterly coupon observation period:	the period from but excluding each observation end date (or the pricing date, in the case of the first quarterly coupon observation period) to and including the next succeeding observation end date excluding any date or dates on which the calculation agent determines that a market disruption event with respect to any underlying index occurs or is continuing or that the calculation agent determines is not an index business day with respect to any underlying index, as described in more detail under Additional Information About the Securities Additional Provisions Quarterly coupon observation period on page PS-35	
Index performance factor:	with respect to each underlying index, the final index value / the initial index value	
Worst performing underlying index:	the underlying index with the lowest index performance factor	
Worst performing index performance factor:	the index performance factor of the worst performing underlying index	
CUSIP / ISIN:	40056EC30 / US40056EC309	
Stated principal amount/Original issue price:	\$1,000 per security / 100% of the principal amount	
Listing:	the securities will not be listed on any securities exchange	
Underwriter:	Goldman Sachs & Co. LLC	

Observation end dates*	Coupon payment dates**
January 28, 2019	January 31, 2019
April 26, 2019	May 1, 2019
July 26, 2019	July 31, 2019
October 28, 2019	October 31, 2019
January 27, 2020	January 30, 2020
April 27, 2020	April 30, 2020
July 27, 2020	July 30, 2020
October 26, 2020	October 29, 2020
January 26, 2021	January 29, 2021
April 26, 2021 (valuation date)	April 29, 2021 (stated maturity date)

^{*}Subject to postponement for non-index business days and market disruption events as described under Additional Information About the Securities Additional Provisions Quarterly coupon observation period on page PS-35 of this pricing supplement

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^{**}Subject to postponement as described under Additional Information About the Securities Additional Provisions Postponement of coupon payment dates on page PS-35 of this pricing supplement

Contingent Income Callable Securities Based on the Value of the Worst-Performing of the S&P 500® Index, the Russell 2000® Index and the EURO STOXX 50® Index due April 29, 2021

Principal at Risk Securities

We refer to the securities we are offering by this pricing supplement as the offered securities or the securities. Each of the securities has the terms described under Final Terms and Additional Provisions in this pricing supplement. Please note that in this pricing supplement, references to GS Finance Corp., we, our and us mean only GS Finance Corp. and do not include its subsidiaries or affiliates, references to The Goldman Sachs Group, Inc., our parent company, mean only The Goldman Sachs Group, Inc. and do not include its subsidiaries or affiliates and references to Goldman Sachs mean The Goldman Sachs Group, Inc. together with its consolidated subsidiaries and affiliates, including us. Also, references to the accompanying prospectus supplement mean the accompanying prospectus, dated July 10, 2017, references to the accompanying prospectus supplement mean the accompanying general terms supplement no. 1,735 mean the accompanying general terms supplement no. 1,735, dated July 10, 2017, in each case of GS Finance Corp. and The Goldman Sachs Group, Inc. The securities will be issued under the senior debt indenture, dated as of October 10, 2008, as supplemented by the First Supplemental Indenture, dated as of February 20, 2015, each among us, as issuer, The Goldman Sachs Group, Inc., as guarantor, and The Bank of New York Mellon, as trustee. This indenture, as so supplemented and as further supplemented thereafter, is referred to as the GSFC 2008 indenture in the accompanying prospectus supplement.

Investment Summary

The Contingent Income Callable Securities Based on the Value of the Worst-Performing of the S&P 500® Index, the Russell 2000® Index and the EURO STOXX 50® Index due April 29, 2021 (the securities) do not provide for the regular payment of interest. Instead, the securities will pay a contingent quarterly coupon but only if the index closing value of each underlying index is at or above 70.00% of its initial index value, which we refer to as its downside threshold level, on every index business day during the preceding guarterly coupon observation period. If the index closing value of any underlying index is less than its downside threshold level on any index business day during the preceding guarterly coupon observation period, we will not pay any coupon for the related quarterly period. If the securities are redeemed early, no more contingent quarterly coupon payments will be made. It is possible that the index closing value of any underlying index could be below its downside threshold level on an index business day during most or all of the quarterly coupon observation periods so that you will receive few or no contingent quarterly coupons during the term of the securities. We refer to these coupons as contingent because there is no guarantee that you will receive a coupon payment on any coupon payment date. Even if each underlying index was to be at or above its downside threshold level on every index business day during some guarterly coupon observation periods, one or more underlying indexes may fluctuate below the respective downside threshold level(s) on one or more index business days during others. In addition, if the securities have not been redeemed by us prior to maturity and the final index value of any underlying index is less than the downside threshold level, investors will be fully exposed to the decline in the worst performing underlying index on a 1-to-1 basis, and will receive a payment at maturity that is less than 70.00% of the stated principal amount of the securities and could be zero. Accordingly, investors in the securities must be willing to accept the risk of

losing their entire initial investment and also the risk of not receiving any contingent quarterly coupons throughout the entire term of the securities. In addition, investors will not participate in any appreciation of any underlying index.

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Contingent Income Callable Securities Based on the Value of the Worst-Performing of the S&P 500® Index, the Russell 2000® Index and the EURO STOXX 50® Index due April 29, 2021

Principal at Risk Securities

Maturity:

Approximately 2.5 years (unless redeemed early)

Contingent quarterly coupon:

- If the index closing value of <u>each</u> underlying index on <u>every</u> index business day during the preceding quarterly coupon observation period is *greater than* or *equal to* its downside threshold level, \$24.375 per security; or
- If the index closing value of <u>any</u> underlying index on <u>any</u> index business day during the preceding quarterly coupon observation period is *less than* its downside threshold level, \$0.00

Early redemption right:

we have the right to redeem your securities at our discretion, in whole but not in part, at a price equal to 100% of the principal amount *plus* any coupon then due, on each coupon payment date commencing with the coupon payment date occurring on January 31, 2019 and ending with the coupon payment date occurring on January 29, 2021, subject to at least three business days prior notice

Payment at maturity (in addition to the final coupon, if any):

- If the final index value of <u>each</u> underlying index is *greater than* or *equal to* its downside threshold level, \$1,000; or
- If the final index value of <u>any</u> underlying index is less than its downside threshold level, \$1,000 × the worst performing index performance factor

Key Investment Rationale

The securities do not provide for the regular payment of interest. Instead, the securities will pay a contingent quarterly coupon **but only if** the index closing value of <u>each</u> underlying index is **at or above** its downside threshold level on <u>every</u> index business day during the related quarterly coupon observation period. The securities have been designed for investors who are willing to accept the risk of receiving few or no coupon payments for the entire term of the securities and losing all or a significant portion of the principal of their securities in exchange for an opportunity to earn a coupon at an above current market rate if each underlying index closes at or above its downside threshold level on every index business day during each quarterly coupon observation period until the securities are redeemed by us or reach maturity. The following scenarios are for illustrative purposes only to demonstrate how the coupon and the payment at maturity (if the securities have not been redeemed by us) are calculated, and do not attempt to demonstrate every situation that may occur. Accordingly, the securities may or may not be redeemed by us, the contingent coupon may be payable in none of, or some but not all of, the quarterly periods during the term of the securities and the payment at maturity may be less than 70.00% of the stated principal amount of the securities and may be zero.

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Contingent Income Callable Securities Based on the Value of the Worst-Performing of the S&P 500® Index, the Russell 2000® Index and the EURO STOXX 50® Index due April 29, 2021

Principal at Risk Securities

Scenario 1: the securities are redeemed prior to maturity

This scenario assumes that we redeemed your securities, in whole but not in part, at a price equal to 100% of the principal amount plus any coupon then due, on any coupon payment date prior to maturity. If the securities are redeemed by us, no more contingent quarterly coupon payments will be made.

Scenario 2: the securities are not redeemed prior to maturity and investors receive principal back (and possibly a final coupon) at maturity

This scenario assumes that the securities are not redeemed by us and that each underlying index closes at or above its downside threshold level on every index business day during some quarterly coupon observation periods, but one or more underlying indexes close below the respective downside threshold level(s) on one or more index business days during others. Consequently, investors receive the contingent quarterly coupon for the quarterly periods for which each index closing value is at or above its downside threshold level on every index business day during the related quarterly coupon observation period, but not for the quarterly periods for which any index closing value is below its downside threshold level on any index business day during the related quarterly coupon observation period. On the valuation date, each underlying index closes at or above its downside threshold level. At maturity, investors will receive the stated principal amount and, if each index closing value was at or above its downside threshold level on every index business day during the final quarterly coupon observation period, the contingent quarterly coupon with respect to the final quarterly coupon observation period.

Scenario 3: the securities are not redeemed prior to

This scenario assumes that the securities are not redeemed by us and that each underlying index closes at or above its downside threshold level on every index business day during some quarterly coupon observation periods, but one or more underlying indexes close below the respective downside maturity and investors threshold level(s) on one or more index business days during others. Consequently, investors receive suffer a substantial loss the contingent quarterly coupon for the quarterly coupon observation periods for which each index of principal at maturity closing value is at or above its downside threshold level on every index business day during such quarterly coupon observation period, but not for the quarterly periods for which any index closing value is below its downside threshold level on any index business day during the related guarterly coupon observation period. On the valuation date, one or more underlying indexes close below the respective downside threshold level(s). At maturity, investors will receive an amount equal to the product of the stated principal amount times the worst performing index performance factor. Under these circumstances, the payment at maturity will be less than 70.00% of the stated principal amount and could be zero. No coupon will be paid at maturity in this scenario.

GS Finance Corp

Contingent Income Callable Securities Based on the Value of the Worst-Performing of the S&P 500® Index, the Russell 2000® Index and the EURO STOXX 50® Index due April 29, 2021

Principal at Risk Securities

How the Securities Work

The following diagrams illustrate the potential outcomes for the securities depending on (1) the index closing values during each quarterly coupon observation period and (2) the final index values. Please see Hypothetical Examples below for illustration of hypothetical payouts on the securities.

Diagram #1: Contingent Quarterly Coupons

Diagram #2: Payment at Maturity if the Securities are Not Redeemed

Contingent Income Callable Securities Based on the Value of the Worst-Performing of the S&P 500® Index, the Russell 2000® Index and the EURO STOXX 50® Index due April 29, 2021

Principal at Risk Securities

Hypothetical Examples

The below examples are based on the following terms:

Stated principal amount: \$1,000 per security

Contingent quarterly coupon: \$24.375 per security

Initial index values: 2,658.69 with respect to the S&P 500® Index, 1,483.821 with

respect to the Russell 2000® Index and 3.134.89 with

respect to the EURO STOXX 50® Index

Downside threshold levels: 1,861.083 with respect to the S&P 500® Index, 1,038.6747

with respect to the Russell 2000® Index and 2,194.423 with respect to the EURO STOXX 50® Index (in each case, 70.00% of such underlying index s initial index

value)

How to determine whether a contingent quarterly coupon is payable with respect to a quarterly coupon observation period:

Hypothetical Quarterly	Lowest Index Closing Value on an Index Business Day During the Applicable Quarterly Coupon Observation Period			Contingent
Coupon Observation Period	S&P 500® Index	Russell 2000® Index	EURO STOXX 50® Index	Quarterly Coupon
#1	2,400.00 (at or above the downside threshold level)	1,600.000 (at or above the downside threshold level)	3,100.00 (at or above the downside threshold level)	\$24.375
#2	1,200.00 (below the downside threshold level)	1,500.000 (at or above the downside threshold level)	3,000.00 (at or above the downside threshold level)	\$0.00

#3	2,500.00 (at or above the downside threshold level)	700.000 (below the downside threshold level)	2,100.00 (below the downside threshold level)	\$0.00
#4 - #10	1,250.00 (below the downside threshold level)	650.000 (below the downside threshold level)	2,100.00 (below the downside threshold level)	\$0.00

On each index business day during hypothetical quarterly coupon observation period #1, each of the S&P 500® Index, Russell 2000® Index and EURO STOXX 50® Index closes at or above its downside threshold level. Therefore, a contingent quarterly coupon is paid on the relevant coupon payment date.

On at least one index business day during each of the hypothetical quarterly coupon observation periods #2 and #3, at least one underlying index closes at or above its downside threshold level but at least one other underlying index closes below its downside threshold level. Therefore, no contingent quarterly coupon is paid on the relevant coupon payment date.

GS Finance Corp

Contingent Income Callable Securities Based on the Value of the Worst-Performing of the S&P 500® Index, the Russell 2000® Index and the EURO STOXX 50® Index due April 29, 2021

Principal at Risk Securities

On at least one index business day during each of the hypothetical quarterly coupon observation periods #4 - #10, each underlying index closes below its downside threshold level and, accordingly, no contingent quarterly coupon is paid on the relevant coupon payment date.

You will not receive a contingent quarterly coupon on any coupon payment date if the index closing value of any underlying index is below its downside threshold level on any index business day during the related quarterly coupon observation period.

How to calculate the payment at maturity (if the securities have not been redeemed):

	Index Closing Value (Final Index Value)			
Example				Payment at
	S&P 500® Index	Russell 2000® Index	EURO STOXX 50® Index	Maturity
#1	2,180.00 (at or above the downside threshold level)	1,300.000 (at or above the downside threshold level)	3,100.00 (at or above the downside threshold level)	\$1,000*
#2	2,100.00 (at or above the downside threshold level)	667.719 (below the downside threshold level)	2,000.00 (below the downside threshold level)	\$1,000 × the worst performing index performance factor = \$1,000 × (667.719 / 1,483.821) = \$450.00
#3	1,196.41 (below the downside threshold level)	1,300.000 (at or above the downside threshold level)	2,700.00 (at or above the downside threshold level)	\$1,000 × (1,196.41 / 2,658.69) = \$450.00
#4	797.61 (below the downside threshold level)	519.337 (below the downside threshold level)	1,097.21 (below the downside threshold level)	\$1,000 × (797.61 / 2,658.69) = \$300.00