

Edgar Filing: Gridsum Holding Inc. - Form SC 13G/A

Gridsum Holding Inc.  
Form SC 13G/A  
February 11, 2019

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

SCHEDULE 13G  
Under the Securities Exchange Act of 1934  
(Amendment No. 2)\*

GRIDSUM HOLDING INC.

-----  
(Name of Issuer)

Class B Ordinary Shares, par value US\$0.001 per share

-----  
(Title of Class of Securities)

398132100

-----  
(CUSIP Number)

December 31, 2018

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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-----  
CUSIP No. 398132100  
-----

13G

- 1. Name of Reporting Person  
I.R.S. Identification No. of above Person

THE GOLDMAN SACHS GROUP, INC.

- 2. Check the Appropriate Box if a Member of a Group

(a)

(b)

- 3. SEC Use Only

- 4. Citizenship or Place of Organization

Delaware

- 5. Sole Voting Power

Number of 0

Shares

Beneficially

- 6. Shared Voting Power

2,275,157

Owned by

Each

- 7. Sole Dispositive Power

Reporting 0

Person

- 8. Shared Dispositive Power

With:

2,275,157

- 9. Aggregate Amount Beneficially Owned by Each Reporting Person

2,275,157

- 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

- 11. Percent of Class Represented by Amount in Row (9)

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7.4 %

-----  
12. Type of Reporting Person

HC-CO  
-----

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-----  
CUSIP No. 398132100

13G  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GOLDMAN SACHS & CO. LLC  
-----

2. Check the Appropriate Box if a Member of a Group

(a)

(b)   
-----

3. SEC Use Only  
-----

4. Citizenship or Place of Organization

New York  
-----

5. Sole Voting Power

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

2,275,157

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With:

2,275,157  
-----

9. Aggregate Amount Beneficially Owned by Each Reporting Person

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2,275,157

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

[ ]

-----  
11. Percent of Class Represented by Amount in Row (9)

7.4 %

-----  
12. Type of Reporting Person

BD-IA

-----  
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-----  
CUSIP No. 398132100

13G

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

BROAD STREET PRINCIPAL INVESTMENTS, L.L.C.

-----  
2. Check the Appropriate Box if a Member of a Group

(a) [ ]

(b) [ ]

-----  
3. SEC Use Only

-----  
4. Citizenship or Place of Organization

Delaware

-----  
5. Sole Voting Power

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

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Owned by 1,657,444  
-----  
Each 7. Sole Dispositive Power  
Reporting 0  
-----  
Person 8. Shared Dispositive Power  
With: 1,657,444

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

1,657,444

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

-----  
11. Percent of Class Represented by Amount in Row (9)

5.4 %

-----  
12. Type of Reporting Person

00

-----  
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-----  
CUSIP No. 398132100

13G

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

BRIDGE STREET OPPORTUNITY ADVISORS, L.L.C.

-----  
2. Check the Appropriate Box if a Member of a Group

(a)

(b)

-----  
3. SEC Use Only

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-----  
4. Citizenship or Place of Organization

Delaware

-----  
5. Sole Voting Power

Number of  
Shares

0

Beneficially

-----  
6. Shared Voting Power

462,009

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting

0

Person

-----  
8. Shared Dispositive Power

With:

462,009

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

462,009

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

-----  
11. Percent of Class Represented by Amount in Row (9)

1.5 %

-----  
12. Type of Reporting Person

00

-----  
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1. Name of Reporting Person  
I.R.S. Identification No. of above Person

BRIDGE STREET 2015, L.P.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of 0

Shares

Beneficially

6. Shared Voting Power

258,332

Owned by

Each

7. Sole Dispositive Power

Reporting 0

Person

8. Shared Dispositive Power

With:

258,332

9. Aggregate Amount Beneficially Owned by Each Reporting Person

258,332

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11. Percent of Class Represented by Amount in Row (9)

0.8 %

12. Type of Reporting Person

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PN

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1. Name of Reporting Person  
I.R.S. Identification No. of above Person

Bridge Street 2015 Offshore, L.P.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Cayman Islands

5. Sole Voting Power

Number of 0

Shares

6. Shared Voting Power

Beneficially

96,231

Owned by

Each

7. Sole Dispositive Power

Reporting

0

Person

8. Shared Dispositive Power

With:

96,231

9. Aggregate Amount Beneficially Owned by Each Reporting Person

96,231



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10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11. Percent of Class Represented by Amount in Row (9)

0.3 %

12. Type of Reporting Person

PN

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CUSIP No. 398132100

13G

1. Name of Reporting Person  
I.R.S. Identification No. of above Person

Stone Street 2015, L.P.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of 0

Shares

Beneficially

6. Shared Voting Power

75,377

Owned by

Each

7. Sole Dispositive Power

Reporting 0

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Person -----  
8. Shared Dispositive Power  
With: 75,377

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

75,377

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

[ ]

-----  
11. Percent of Class Represented by Amount in Row (9)

0.2 %

-----  
12. Type of Reporting Person

PN

-----  
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13G

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

Stone Street 2015 Offshore, L.P.

-----  
2. Check the Appropriate Box if a Member of a Group

(a) [ ]

(b) [ ]

-----  
3. SEC Use Only

-----  
4. Citizenship or Place of Organization

Cayman Islands

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-----  
5. Sole Voting Power  
Number of 0  
Shares -----  
Beneficially 6. Shared Voting Power  
Owned by 32,069  
-----  
Each 7. Sole Dispositive Power  
Reporting 0  
-----  
Person 8. Shared Dispositive Power  
With: 32,069  
-----

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
  
32,069  
-----

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares  
  
  
-----

-----  
11. Percent of Class Represented by Amount in Row (9)  
  
0.1 %  
-----

-----  
12. Type of Reporting Person  
  
PN  
-----

-----  
CUSIP No. 398132100 13G  
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-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person  
  
MBD ADVISORS, L.L.C.  
-----

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2. Check the Appropriate Box if a Member of a Group

(a)

(b)

-----  
3. SEC Use Only

-----  
4. Citizenship or Place of Organization

Delaware

-----  
5. Sole Voting Power

Number of 0

Shares

-----  
6. Shared Voting Power

Beneficially

90,472

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting

0

Person

-----  
8. Shared Dispositive Power

With:

90,472

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

90,472

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

-----  
11. Percent of Class Represented by Amount in Row (9)

0.3 %

-----  
12. Type of Reporting Person

00

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-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person  
  
MBD 2015, L.P.  
-----

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

-----  
3. SEC Use Only  
-----

-----  
4. Citizenship or Place of Organization

Delaware  
-----

5. Sole Voting Power

Number of  
Shares

0

Beneficially

-----  
6. Shared Voting Power

66,539

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting

0

Person

With:

-----  
8. Shared Dispositive Power

66,539

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

66,539  
-----

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

-----  
11. Percent of Class Represented by Amount in Row (9)

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0.2 %

-----  
12. Type of Reporting Person

PN  
-----

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-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

MBD 2015 Offshore, L.P.  
-----

2. Check the Appropriate Box if a Member of a Group

(a)

(b)   
-----

3. SEC Use Only  
-----

4. Citizenship or Place of Organization

Cayman Islands  
-----

5. Sole Voting Power

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

23,933

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With:

23,933  
-----

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-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

23,933

-----  
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

[ ]

-----  
11. Percent of Class Represented by Amount in Row (9)

0.1 %

-----  
12. Type of Reporting Person

PN

-----  
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Item 1(a). Name of Issuer:  
GRIDSUM HOLDING INC.

Item 1(b). Address of Issuer's Principal Executive Offices:  
South Wing, High Technology Building  
No. 229 North 4th Ring Road  
Haidian District, Beijing 100083  
Peoples Republic of China

Item 2(a). Name of Persons Filing:  
  
THE GOLDMAN SACHS GROUP, INC.  
GOLDMAN SACHS & CO. LLC  
BROAD STREET PRINCIPAL INVESTMENTS, L.L.C.  
BRIDGE STREET OPPORTUNITY ADVISORS, L.L.C.  
BRIDGE STREET 2015, L.P.  
Bridge Street 2015 Offshore, L.P.  
Stone Street 2015, L.P.  
Stone Street 2015 Offshore, L.P.  
MBD ADVISORS, L.L.C.  
MBD 2015, L.P.  
MBD 2015 Offshore, L.P.

Item 2(b). Address of Principal Business Office or, if none, Residence:  
  
THE GOLDMAN SACHS GROUP, INC.  
GOLDMAN SACHS & CO. LLC  
BROAD STREET PRINCIPAL INVESTMENTS, L.L.C.  
BRIDGE STREET OPPORTUNITY ADVISORS, L.L.C.  
BRIDGE STREET 2015, L.P.

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Bridge Street 2015 Offshore, L.P.  
Stone Street 2015, L.P.  
Stone Street 2015 Offshore, L.P.  
MBD ADVISORS, L.L.C.  
MBD 2015, L.P.  
MBD 2015 Offshore, L.P.

200 West Street,  
New York, NY 10282

- Item 2(c).           Citizenship:  
THE GOLDMAN SACHS GROUP, INC. - Delaware  
GOLDMAN SACHS & CO. LLC - New York  
BROAD STREET PRINCIPAL INVESTMENTS, L.L.C. - Delaware  
BRIDGE STREET OPPORTUNITY ADVISORS, L.L.C. - Delaware  
BRIDGE STREET 2015, L.P. - Delaware  
Bridge Street 2015 Offshore, L.P. - Cayman Islands  
Stone Street 2015, L.P. - Delaware  
Stone Street 2015 Offshore, L.P. - Cayman Islands  
MBD ADVISORS, L.L.C. - Delaware  
MBD 2015, L.P. - Delaware  
MBD 2015 Offshore, L.P. - Cayman Islands
- Item 2(d).           Title of Class of Securities:  
Class B Ordinary Shares, par value US\$0.001 per share
- Item 2(e).           CUSIP Number:  
398132100
- Item 3.              If this statement is filed pursuant to Rules 13d-1(b) or  
13d-2(b) or (c), check whether the person filing is a:
- (a).  Broker or dealer registered under Section 15 of the Act  
(15 U.S.C. 78o).
  - (b).  Bank as defined in Section 3(a)(6) of the Act  
(15 U.S.C. 78c).
  - (c).  Insurance company as defined in Section 3(a)(19) of the Act  
(15 U.S.C. 78c).
  - (d).  Investment company registered under Section 8 of the  
Investment Company Act of 1940 (15 U.S.C. 80a-8).
  - (e).  An investment adviser in accordance with  
Rule 13d-1(b)(1)(ii)(E);
  - (f).  An employee benefit plan or endowment fund in accordance  
with Rule 13d-1(b)(1)(ii)(F);
  - (g).  A parent holding company or control person in accordance  
with Rule 13d-1(b)(1)(ii)(G);
  - (h).  A savings association as defined in Section 3(b) of the  
Federal Deposit Insurance Act (12 U.S.C. 1813);
  - (i).  A church plan that is excluded from the definition of an  
investment company under Section 3(c)(14) of the  
Investment Company Act of 1940 (15 U.S.C. 80a-3);
  - (j).  A non-U.S. institution in accordance with  
Rule 13d-1(b)(1)(ii)(J);



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- (k). [ ] A group, in accordance with Rule 13d-1(b)(1)(ii) (A) through (K).

If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please specify the type of institution:

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Item 4. Ownership.\*

- (a). Amount beneficially owned:

Broad Street Principal Investments, L.L.C. directly holds 1,657,444 Class B ordinary shares; Bridge Street 2015, L.P. directly holds 258,332 Class B ordinary shares; Bridge Street 2015 Offshore, L.P. directly holds 96,231 Class B ordinary shares; MBD 2015, L.P. directly holds 66,539 Class B ordinary shares; MBD 2015 Offshore, L.P. directly holds 23,933 Class B ordinary shares; Stone Street 2015, L.P. directly holds 75,377 Class B ordinary shares; and Stone Street 2015 Offshore, L.P. directly holds 32,069 Class B ordinary shares (together, the "GS Investing Entities"). Each Reporting Person other than the GS Investing Entities may be deemed to beneficially own the Class B ordinary shares beneficially owned by the GS Investing Entities directly or indirectly controlled by it, and The Goldman Sachs Group, Inc. and Goldman, Sachs & Co. may also be deemed to beneficially own 65,232 Class B ordinary shares in the form of American depositary shares held by certain other investment entities of which Goldman, Sachs & Co. acts as the investment manager.

Neither the filing of this Schedule 13G nor any of its contents shall be deemed to constitute an admission that any Reporting Person (other than the GS Investing Entities to the extent they directly hold Class B ordinary shares) is the beneficial owner of Class B ordinary shares referred to herein for purposes of Section 13(d) of the U.S. Securities Exchange Act of 1934, as amended (the "Act"), or for any other purpose, and each of the Reporting Persons expressly disclaims beneficial ownership of such Class B ordinary shares. The filing of this statement should not be construed to be an admission that any of the Reporting Persons are members of a "group" for the purposes of Sections 13(d) and 13(g) of the Act.

- (b). Percent of Class:

Calculations of the percentage of Class B ordinary shares beneficially owned are based upon 30,825,740 ordinary shares of the Issuer reported to be outstanding according to the form 6-K filed by the Issuer with the U.S. Securities and Exchange Commission on January 8, 2019.

- (c). Number of shares as to which such person has:

(i). Sole power to vote or to direct the vote: See the

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response(s) to Item 5 on the attached cover page(s).

- (ii). Shared power to vote or to direct the vote: See the response(s) to Item 6 on the attached cover page(s).
- (iii). Sole power to dispose or to direct the disposition of: See the response(s) to Item 7 on the attached cover page(s).
- (iv). Shared power to dispose or to direct the disposition of: See the response(s) to Item 8 on the attached cover page(s).

Item 5. Ownership of Five Percent or Less of a Class.  
Not Applicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Clients of the Reporting Person(s) have or may have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, securities held in their accounts. Clients known to have such right or power with respect to more than 5% of the class of securities to which this report relates are:  
NONE

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.  
See Exhibit (99.2)

Item 8. Identification and Classification of Members of the Group.  
Not Applicable

Item 9. Notice of Dissolution of Group.  
Not Applicable

Item 10. Certification.  
Not Applicable

-----  
\*In accordance with the Securities and Exchange Commission Release No. 34-39538 (January 12, 1998) (the "Release"), this filing reflects the securities beneficially owned by certain operating units (collectively, the "Goldman Sachs Reporting Units") of The Goldman Sachs Group, Inc. and its subsidiaries and affiliates (collectively, "GSG"). This filing does not reflect securities, if any, beneficially owned by any operating units of GSG whose ownership of securities is disaggregated from that of the Goldman Sachs Reporting Units in accordance with the Release. The Goldman Sachs Reporting Units disclaim beneficial ownership of the securities beneficially owned by (i) any client accounts with respect to which the Goldman Sachs Reporting Units or their employees have voting or investment discretion or both, or with respect to which there are limits on their voting or investment authority or both and (ii) certain investment entities of which the Goldman Sachs Reporting Units act as the general partner, managing general partner or other manager, to the extent interests in such entities are held by persons other than the Goldman Sachs Reporting Units.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 11, 2019

THE GOLDMAN SACHS GROUP, INC.

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

GOLDMAN SACHS & CO. LLC

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

BROAD STREET PRINCIPAL INVESTMENTS, L.L.C.

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

BRIDGE STREET OPPORTUNITY ADVISORS, L.L.C.

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

BRIDGE STREET 2015, L.P.

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

Bridge Street 2015 Offshore, L.P.

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

Stone Street 2015, L.P.

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

Stone Street 2015 Offshore, L.P.

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By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

MBD ADVISORS, L.L.C.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

MBD 2015, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

MBD 2015 Offshore, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

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INDEX TO EXHIBITS

Exhibit No. -----	Exhibit -----
99.1	Joint Filing Agreement
99.2	Item 7 Information
99.3	Power of Attorney, relating to THE GOLDMAN SACHS GROUP, INC.
99.4	Power of Attorney, relating to GOLDMAN SACHS & CO. LLC
99.5	Power of Attorney, relating to BROAD STREET PRINCIPAL INVESTMENTS, L.L.C.
99.6	Power of Attorney, relating to BRIDGE STREET OPPORTUNITY ADVISORS, L.L.C.
99.7	Power of Attorney, relating to BRIDGE STREET 2015, L.P.
99.8	Power of Attorney, relating to Bridge Street 2015 Offshore, L.P.
99.9	Power of Attorney, relating to Stone Street 2015, L.P.
99.10	Power of Attorney, relating to Stone Street 2015 Offshore, L.P.
99.11	Power of Attorney, relating to MBD ADVISORS, L.L.C.
99.12	Power of Attorney, relating to MBD 2015, L.P.
99.13	Power of Attorney, relating to MBD 2015 Offshore, L.P.

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EXHIBIT (99.1)

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) (1) promulgated under the Securities Exchange Act of 1934, the undersigned agree to the joint filing of a Statement on Schedule 13G (including any and all amendments thereto) with respect to the Class B Ordinary Shares, par value US \$0.001 per share, of GRIDSUM HOLDING INC. and further agree to the filing of this agreement as an Exhibit thereto. In addition, each party to this Agreement expressly authorizes each other party to this Agreement to file on its behalf any and all amendments to such Statement on Schedule 13G.

Date: February 11, 2019

THE GOLDMAN SACHS GROUP, INC.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

GOLDMAN SACHS & CO. LLC

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

BROAD STREET PRINCIPAL INVESTMENTS, L.L.C.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

BRIDGE STREET OPPORTUNITY ADVISORS, L.L.C.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

BRIDGE STREET 2015, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Bridge Street 2015 Offshore, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Stone Street 2015, L.P.

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By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Stone Street 2015 Offshore, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

MBD ADVISORS, L.L.C.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

MBD 2015, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

MBD 2015 Offshore, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

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EXHIBIT (99.2)

ITEM 7 INFORMATION

The securities being reported on by The Goldman Sachs Group, Inc. ("GS Group"), as a parent holding company, are owned by Bridge Street 2015, L.P. Bridge Street 2015 Offshore, L.P., MBD 2015, L.P., MBD 2015 Offshore, L.P., Stone Street 2015, L.P. and Stone Street 2015 Offshore, L.P. (together, the "GS Investing Entities"), or are owned, or may be deemed to be beneficially owned, by Goldman Sachs & Co. LLC ("Goldman Sachs"), a broker or dealer registered under Section 15 of the Act and an investment adviser registered under Section 203 of the U.S. Investment Advisers Act of 1940. The general partner, managing general partner or other manager of each of the GS Investing Entities is an affiliate of GS Group. Goldman Sachs is a subsidiary of GS Group. Goldman Sachs is the investment manager of certain of the GS Investing Entities.

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EXHIBIT (99.3)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that THE GOLDMAN SACHS GROUP, INC.

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(the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Jose Canas, Abdul Khayum, Jerry Li and Rachel Fraizer, acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf, whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company pursuant to Rule 13f-1 or Regulation 13D-G under the Securities Exchange Act of 1934, (as amended, the Act), which may be required of the Company with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each side Attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said Attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until December 31, 2020 unless earlier revoked by written instrument, or in the event an Attorney-in-fact ceases to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates or ceases to perform the function in connection with which he or she was appointed Attorney-in-fact prior to December 31, 2020, this Power of Attorney shall cease to have effect in relation to such Attorney-in-fact upon such cessation but shall continue in full force and effect in relation to the remaining Attorneys-in-fact. The Company has the unrestricted right unilaterally to revoke the Power of Attorney.

This Power of Attorney shall be governed by, and construed in accordance with, the laws of the State of New York, without regard to rules of conflicts of law.

This Power of Attorney supersedes the Power of Attorney granted by the Company to Eddie Arhagba, Jose Canas, Abdul Khayum, and Jerry Li on June 26, 2017.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of June 19, 2018.

THE GOLDMAN SACHS GROUP, INC.

By: /s/ Gregory K. Palm

Name: Gregory K. Palm

Title: Executive Vice President and  
General Counsel and Secretary of the Corporation

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EXHIBIT (99.4)

### POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS GOLDMAN SACHS & CO. LLC (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Jose Canas, Abdul Khayum, Jerry Li and Rachel Fraizer acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf, whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company pursuant to Rule 13f-1 or Regulation 13D-G under the Securities Exchange Act of 1934, (as amended, the Act), which may be required of the Company with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each side Attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby

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ratifying and confirming all that said Attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until December 31, 2020 unless earlier revoked by written instrument, or in the event an Attorney-in-fact ceases to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates or ceases to perform the function in connection with which he or she was appointed Attorney-in-fact prior to December 31, 2020, this Power of Attorney shall cease to have effect in relation to such Attorney-in-fact upon such cessation but shall continue in full force and effect in relation to the remaining Attorneys-in-fact. The Company has the unrestricted right unilaterally to revoke the Power of Attorney.

This Power of Attorney shall be governed by, and construed in accordance with, the laws of the State of New York, without regard to rules of conflicts of law.

This Power of Attorney supersedes the Power of Attorney granted by the Company to Eddie Arhagba, Jose Canas, Abdul Khayum, and Jerry Li on June 26, 2017.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of June 19, 2018

GOLDMAN SACHS & CO. LLC

By: /s/ Gregory K. Palm

\_\_\_\_\_  
Name: Gregory K. Palm  
Title: Executive Vice President and  
General Counsel and Secretary of the Corporation

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EXHIBIT (99.5)

### POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS BROAD STREET PRINCIPAL INVESTMENTS, L.L.C. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, and Jose Canas (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an



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employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

BROAD STREET PRINCIPAL INVESTMENTS, L.L.C.

By: /s/ Scott Kilpatrick

\_\_\_\_\_  
Name: Scott Kilpatrick  
Title: Authorized Signatory, Vice President

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EXHIBIT (99.6)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS Stone Street 2015 Offshore, L.P. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, and Jose Canas (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

Stone Street 2015 Offshore, L.P.

By: BRIDGE STREET OPPORTUNITY ADVISORS, L.L.C., its general partner

By: /s/ William Y. Eng

\_\_\_\_\_  
Name: William Y. Eng  
Title: Authorized Signatory, Vice President

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EXHIBIT (99.7)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS Bridge Street 2015, L.P. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, and Jose Canas (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

Bridge Street 2015, L.P.

By: BRIDGE STREET OPPORTUNITY ADVISORS, L.L.C., its general partner

By: /s/ William Eng

\_\_\_\_\_  
Name: William Eng

Title: Authorized Signatory, Vice President

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EXHIBIT (99.8)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS Bridge Street 2015 Offshore, L.P. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, and Jose Canas (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and

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purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

Bridge Street 2015 Offshore, L.P.

By: BRIDGE STREET OPPORTUNITY ADVISORS, L.L.C., its general partner

By: /s/ William Eng

\_\_\_\_\_  
Name: William Eng

Title: Authorized Signatory, Vice President

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EXHIBIT (99.9)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS Stone Street 2015, L.P. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, and Jose Canas, acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf, whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company pursuant to Rule 13f-1 or Regulation 13D-G under the Securities Exchange Act of 1934, (as amended, the Act), which may be required of the Company with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said Attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said Attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

Stone Street 2015, L.P.

By: BRIDGE STREET OPPORTUNITY ADVISORS, L.L.C., its general partner

By: /s/ William Y. Eng

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Name: William Y. Eng  
Title: Authorized Signatory, Vice President

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EXHIBIT (99.10)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS Stone Street 2015 Offshore, L.P. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, and Jose Canas (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

Stone Street 2015 Offshore, L.P.

By: BRIDGE STREET OPPORTUNITY ADVISORS, L.L.C., its general partner

By: /s/ William Y. Eng

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Name: William Y. Eng  
Title: Authorized Signatory, Vice President

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EXHIBIT (99.11)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS MBD ADVISORS, L.L.C. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, and Jose Canas, acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf, whether the Company is acting

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individually or as representative of others, any and all filings required to be made by the Company pursuant to Rule 13f-1 or Regulation 13D-G under the Securities Exchange Act of 1934, (as amended, the Act), which may be required of the Company with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each side Attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said Attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

MBD ADVISORS, L.L.C.

By: /s/ Scott Kilpatrick

Name: Scott Kilpatrick

Title: Authorized Signatory, Vice President

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EXHIBIT (99.12)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS MBD 2015, L.P. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, and Jose Canas, acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf, whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company pursuant to Rule 13f-1 or Regulation 13D-G under the Securities Exchange Act of 1934, (as amended, the Act), which may be required of the Company with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each side Attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said Attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

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IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

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MBD 2015, L.P.

By: MBD ADVISORS, L.L.C., its general partner

By: /s/ William Y. Eng

\_\_\_\_\_  
Name: William Y. Eng

Title: Authorized Signatory, Vice President

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EXHIBIT (99.13)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS MBD 2015 Offshore, L.P. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, and Jose Canas, acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf, whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company pursuant to Rule 13f-1 or Regulation 13D-G under the Securities Exchange Act of 1934, (as amended, the Act), which may be required of the Company with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each side Attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said Attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

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IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

MBD 2015 Offshore, L.P.

By: MBD ADVISORS, L.L.C., its general partner

By: /s/ William Y. Eng

\_\_\_\_\_  
Name: William Y. Eng

Title: Authorized Signatory, Vice President

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