WINKELRIED JON

Form 4

January 11, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

1. Name and Address of Reporting Person *

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

2. Issuer Name and Ticker or Trading

GOLDMAN SACHS GROUP INC/

Symbol

[GS]

1(b).

(Print or Type Responses)

WINKELRIED JON

				[GD]								
					of Earliest 7 Day/Year) 2007	Fransactio	n		X Director 10% OwnerX Officer (give title Other (specify below) President and Co-COO			
				endment, Donth/Day/Yea		nal		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
	(City)	(State)	(Zip)	Tab	ole I - Non-	Derivativ	e Seci	urities Acq	uired, Disposed of, or Beneficially Owned			
	1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		Date, if	3. Transactic Code (Instr. 8)	(Instr. 3,	(A)	ed of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Stock, par value \$0.01 per share	01/09/2007			S	2,500	D	\$ 203.54	789,240	D		
	Common Stock, par value \$0.01 per share	01/09/2007			S	100	D	\$ 203.41	789,140	D		
		01/09/2007			S	100	D		789,040	D		

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Common Stock, par value \$0.01 per share					\$ 203.39		
Common Stock, par value \$0.01 per share	01/09/2007	S	400	D	\$ 203.37	788,640	D
Common Stock, par value \$0.01 per share	01/09/2007	S	400	D	\$ 203.36	788,240	D
Common Stock, par value \$0.01 per share	01/09/2007	S	2,000	D	\$ 203.34	786,240	D
Common Stock, par value \$0.01 per share	01/09/2007	S	2,000	D	\$ 203.25	784,240	D
Common Stock, par value \$0.01 per share	01/09/2007	S	100	D	\$ 203.21	784,140	D
Common Stock, par value \$0.01 per share	01/09/2007	S	2,900	D	\$ 203.2	781,240	D
Common Stock, par value \$0.01 per share	01/09/2007	S	2,100	D	\$ 203	779,140	D
Common Stock, par value \$0.01 per share	01/09/2007	S	100	D	\$ 202.83	779,040	D
	01/09/2007	S	100	D		778,940	D

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Common Stock, par value \$0.01 per share					\$ 202.82			
Common Stock, par value \$0.01 per share	01/09/2007	S	200	D	\$ 202.79	778,740	D	
Common Stock, par value \$0.01 per share	01/09/2007	S	100	D	\$ 202.78	778,640	D	
Common Stock, par value \$0.01 per share	01/09/2007	S	500	D	\$ 202.68	778,140	D	
Common Stock, par value \$0.01 per share	01/09/2007	S	400	D	\$ 202.51	777,740	D	
Common Stock, par value \$0.01 per share	01/09/2007	S	1,000	D	\$ 202.5	776,740	D	
Common Stock, par value \$0.01 per share						642,458	I	By limited partnership

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secu

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Bene Own Follo Repo Trans (Instr

Shares

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr.	8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Secur (Instr	ities . 3 and 4)	(Instr. 5)	
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

WINKELRIED JON C/O GOLDMAN, SACHS & CO. 85 BROAD STREET NEW YORK,, NY 10004

X President and Co-COO

Signatures

/s/ Roger S. Begelman, Attorney-in-fact 01/11/2007

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).

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.

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