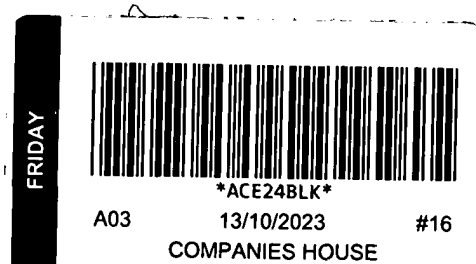


Company Number: FC027788
Cayman Company Number: MC-191334

GS FUNDING EUROPE II LTD.

UNAUDITED ANNUAL REPORT

31 DECEMBER 2022



DIRECTORS' REPORT

The directors present their report and the unaudited financial statements for the year ended 31 December 2022.

1. Principal activities

The principal activity of GS Funding Europe II Ltd. (the company) is to undertake investment business.

The company's ultimate parent undertaking and controlling entity is The Goldman Sachs Group, Inc. (Group Inc.). Group Inc. is a bank holding company and a financial holding company regulated by the Board of Governors of the Federal Reserve System. In relation to the company, "group undertaking" means Group Inc. or any of its subsidiaries. Group Inc., together with its consolidated subsidiaries, form 'GS Group'. GS Group is a leading global financial institution that delivers a broad range of financial services to a large and diversified client base that includes corporations, financial institutions, governments and individuals.

The company primarily operates in a U.S. dollar environment as part of GS group. Accordingly, the company's functional currency is the U.S. dollar and these financial statements have been prepared in that currency.

2. Financial overview

The financial statements have been drawn up for the year ended 31 December 2022. Comparative information has been presented for the year ended 31 December 2021.

The directors consider profit before tax, total assets and total liabilities as the company's key performance indicators.

The results for the year are shown in the profit and loss account on page 3. Profit before taxation for the year ended 31 December 2022 was US\$1.6 million (31 December 2021: US\$248.0 million).

The company had total assets of US\$52.6 million as at 31 December 2022 (31 December 2021: US\$51.1 million) and total liabilities of US\$1.3 million as at 31 December 2022 (31 December 2021: US\$1.1 million).

3. Future outlook

The directors consider that the year end financial position of the company was satisfactory and do not anticipate any significant changes in its activities in the forthcoming year.

4. Dividends

No dividends were paid in 2022 (31 December 2021: US\$10,862.2 million). The directors do not recommend the payment of a final dividend in respect of the year (31 December 2021: US\$nil).

5. Exchange rate

The British pound / U.S. dollar exchange rate at the balance sheet date was £ / US\$ 1.2063 (31 December 2021: £ / US\$ 1.3535). The average rate for the year was £ / US\$ 1.2329 (31 December 2021: £ / US\$ 1.3739).

6. Financial risk management

The company's financial risk management objectives and policies, as well as its risk exposures, are described in note 15 to the financial statements.

DIRECTORS' REPORT (continued)

7. Directors

The directors of the company who served throughout the year and to the date of this report, except where noted, were:

Name	Resigned	Appointed
O. J. Bingham		6 April 2022
B. Dhesi	6 April 2022	
P. N. Curle		
V. Chima		

No director had, throughout the year, any interest requiring note herein.

8. Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the the directors' report and the financial statements in accordance with applicable law and regulation. Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law).

Under company law, directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.

9. Date of authorisation of issue

The financial statements were authorised for issue by the Board of Directors on 12 October 2023.

ON BEHALF OF THE BOARD


Oliver Bingham
Director

GS FUNDING EUROPE II LTD.

PROFIT AND LOSS ACCOUNT

for the year ended 31 December 2022

		Year ended 31 December 2022 (Unaudited) US\$'000	Year ended 31 December 2021 (Unaudited) US\$'000
	Note		
Income from shares in group undertakings	4	-	247,215
Interest receivable and similar income	5	1,573	744
Other income	6	5	-
OPERATING PROFIT AND PROFIT BEFORE TAXATION		1,578	247,959
Tax on profit	8	(300)	1
PROFIT FOR THE FINANCIAL YEAR		1,278	247,960

The operating profits of the company are derived from continuing operations in the current and prior years.

The company has no recognised gains and losses other than those included in the profit and loss account for the years shown above, and therefore no separate statement of comprehensive income has been presented.

The accompanying notes are an integral part of these financial statements.

GS FUNDING EUROPE II LTD.

BALANCE SHEET

as at 31 December 2022

		31 December 2022 (Unaudited) US\$'000	31 December 2021 (Unaudited) US\$'000
	Note		
CURRENT ASSETS			
Debtors: Amounts falling due within one year	9	2,570	1,116
Debtors: Amounts falling due after more than one year	10	50,000	50,000
		52,570	51,116
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	11	(1,258)	(1,082)
NET ASSETS		51,312	50,034
CAPITAL AND RESERVES			
Called up share capital	12	53	53
Profit and loss account		51,259	49,981
TOTAL SHAREHOLDERS' FUNDS		51,312	50,034

The financial statements were approved by the Board of Directors on 12 October 2023 and signed on its behalf by:


Oliver Bingham
Director

The accompanying notes are an integral part of these financial statements.
Company number: FC027788 / Cayman Company number: MC-191334.

GS FUNDING EUROPE II LTD.

STATEMENT OF CHANGES IN EQUITY

for the year ended 31 December 2022

		Called up share capital (Unaudited) US\$'000	Share premium account (Unaudited) US\$'000	Profit and loss account (Unaudited) US\$'000	Total shareholders' funds (Unaudited) US\$'000
	Note				
Balance at 1 January 2021		53	10,663,714	485	10,664,252
Profit for the financial year		-	-	247,960	247,960
Dividends paid	13	-	(10,663,714)	(198,464)	(10,862,178)
Balance at 31 December 2021		53	-	49,981	50,034
Profit for the financial year		-	-	1,278	1,278
Balance at 31 December 2022		53	-	51,259	51,312

No dividends were paid in 2022 (31 December 2021: US\$10,862.2 million). The directors do not recommend the payment of a final dividend in respect of the year (31 December 2021: US\$nil).

The accompanying notes are an integral part of these financial statements.

UNAUDITED NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2022

1. GENERAL INFORMATION

The company is an exempted limited liability company and is incorporated in the Cayman Islands.

The immediate parent undertakings are GLQ International Partners LP, a partnership registered and domiciled in England and Wales, and GLQ Board Street Holdings Ltd, a company incorporated and domiciled in Jersey.

The ultimate parent undertaking and the parent company of the smallest and largest group for which consolidated financial statements are prepared is The Goldman Sachs Group, Inc., a company incorporated in the United States of America. Copies of its consolidated financial statements, as well as certain regulatory filings, for example Quarterly Reports on Form 10-Q and the Annual Report on Form 10-K, that provide further information about GS Group and its business activities, can be obtained from Investor Relations, 200 West Street, New York, NY 10282, United States of America, or at www.goldmansachs.com/investor-relations/.

2. ACCOUNTING POLICIES

The principal accounting policies applied in the presentation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

a. Basis of preparation

These financial statements have been prepared on the going concern basis, under the historical cost convention and in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and the Companies Act 2006 as applicable to overseas companies.

Exemptions from the following disclosure requirements have been applied in the preparation of these financial statements, in accordance with FRS 101:

- (i) IFRS 2 'Share-based Payment' paragraph 45(b) and 46 to 52. These disclosures are provided in the consolidated financial statements of Group Inc.;
- (ii) IFRS 7 'Financial Instruments: Disclosures';
- (iii) IFRS 13 'Fair Value Measurement' paragraphs 91-99;
- (iv) IAS 1 'Presentation of Financial Statements' paragraph 38 to present comparative information in respect of IAS 1 'Presentation of Financial Statements' paragraph 79(a)(iv);
- (v) IAS 1 'Presentation of Financial Statements' paragraphs 10(d), 10(f), 16, 38A, 38B-D, 40A-D and 111;
- (vi) IAS 7 'Statement of Cash Flows';
- (vii) IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors' paragraphs 30 and 31;
- (viii) IAS 24 'Related Party Disclosures' paragraph 17 and 18A; and
- (ix) IAS 24 'Related Party Disclosures' requirements to disclose transactions with companies also wholly owned within GS group.

The company is a subsidiary undertaking of Group Inc., a company incorporated within the United States of America, whose consolidated financial statements include the company and are publicly available. As a result the company has elected not to prepare consolidated financial statements as permitted by section 401 of the Companies Act 2006 as applicable to overseas companies.

UNAUDITED NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2022

2. ACCOUNTING POLICIES (continued)

b. Dividends

Final dividends are recognised as a liability and deducted from equity in the period in which the dividends are approved by the company's shareholder. Interim dividends are recognised and deducted from equity when paid.

c. Foreign currencies

The company's financial statements are presented in U.S. dollars, which is also the company's functional currency. Transactions denominated in foreign currencies are translated into U.S. dollars at rates of exchange prevailing on the date the transaction occurred. Monetary assets and liabilities denominated in foreign currencies are translated into U.S. dollars at rates of exchange prevailing at the balance sheet date. Foreign exchange gains and losses are recognised in the profit and loss account.

d. Fixed asset investments

Fixed asset investments comprises investments in subsidiary undertakings and is stated at cost less provision for any impairment. Dividends receivable are recognised when the right to receive payment has been established.

e. Financial assets and financial liabilities

(i) Recognition and derecognition

Financial assets and financial liabilities are recognised when the company becomes party to the contractual provisions of the instrument.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire or if the company transfers the financial asset and the transfer qualifies for derecognition. A transferred financial asset qualifies for derecognition if the company transfers substantially all the risks and rewards of ownership of the financial asset or if the company neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset but does not retain control. Financial liabilities are derecognised only when they are extinguished (i.e. when the obligation specified in the contract is discharged or cancelled or expires).

(ii) Classification and measurement

Financial assets comprise all of the company's current assets, and financial liabilities comprise all of the company's creditors, with the exception of tax liabilities.

The company classifies financial assets into Financial assets measured at amortised cost on the basis of both the company's business model for managing financial assets and the contractual cash flow characteristics of the financial assets. The company's business model is to hold the assets to collect contractual cash flows and the cash flows represent solely payments of principal and interest. If these conditions were not met, the financial assets would be mandatorily measured at fair value through profit or loss.

Financial assets measured at amortised cost are initially measured at fair value plus transaction costs and subsequently at amortised cost using the effective interest method. The effective interest method is a method of calculating the amortised cost of a financial instrument and allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset or, when appropriate, a shorter period to the net carrying amount of the financial asset. When calculating the effective interest rate, the company estimates cash flows considering all contractual terms of the financial asset but does not consider future credit losses. All finance income is recognised in the profit and loss account. Financial assets measured at amortised cost comprise amounts due within one year and amounts falling due after more than one year.

GS FUNDING EUROPE II LTD.

UNAUDITED NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2022

2. ACCOUNTING POLICIES (continued)

f. Current and deferred tax

The tax expense comprises current and deferred tax. Tax is recognised in the profit and loss account.

Current tax is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the company operates and generates taxable income.

Deferred tax is recognised in respect of all temporary differences that have originated, but not reversed at the balance sheet date, where transactions or events have occurred at that date that will result in an obligation to pay more tax or a right to pay less tax in the future with the following exceptions:

- (i) Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which future reversal of the underlying timing differences can be deducted.
- (ii) Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which temporary differences are expected to reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

g. Share Capital

Ordinary share capital is classified as equity.

3. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the amounts recognised in these financial statements. The nature of estimation means that actual outcomes could differ from those estimates. In the opinion of management, there were no judgements, estimates or assumptions made that had a significant effect on amounts recognised in the financial statements.

4. INCOME FROM SHARES IN GROUP UNDERTAKINGS

	Year ended 31 December 2022 (Unaudited) US\$'000	Year ended 31 December 2021 (Unaudited) US\$'000
Income from shares in group undertakings	-	247,215

5. INTEREST RECEIVABLE AND SIMILAR INCOME

	Year ended 31 December 2022 (Unaudited) US\$'000	Year ended 31 December 2021 (Unaudited) US\$'000
Interest on loans to group undertakings	1,573	744

GS FUNDING EUROPE II LTD.

UNAUDITED NOTES TO THE FINANCIAL STATEMENTS -31 DECEMBER 2022

6. OTHER INCOME

	Year ended 31 December 2022 (Unaudited) US\$'000	Year ended 31 December 2021 (Unaudited) US\$'000
Foreign exchange gains	5	-

7. STAFF COSTS

As in the prior year, the company has no employees. All persons involved in the company's operations are employed by group undertakings and no costs are borne by the company.

8. TAX ON PROFIT

	Year ended 31 December 2022 (Unaudited) US\$'000	Year ended 31 December 2021 (Unaudited) US\$'000
Current tax:		
U.K. corporation tax	300	-
Adjustments in respect of prior periods	-	(1)
Total tax on profit	300	(1)

The company has received losses from group undertakings under group relief arrangements.

The table below presents a reconciliation between tax on profit and the amount calculated by applying the standard rate of U.K. corporation tax applicable to the company for the year of 19% (2021: 19%) to the profit before taxation.

	Year ended 31 December 2022 (Unaudited) US\$'000	Year ended 31 December 2021 (Unaudited) US\$'000
Profit before taxation	1,578	247,959
Profit on ordinary activities multiplied by the standard rate in the U.K. of 19% (2021: 19%)	300	47,112
Permanent differences	-	(46,971)
Tax losses received from group undertakings for nil consideration	-	(141)
Adjustments in respect of prior periods	-	(1)
Total tax on profit	300	(1)

GS FUNDING EUROPE II LTD.

UNAUDITED NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2022

9. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31 December 2022 (Unaudited) US\$'000	31 December 2021 (Unaudited) US\$'000
Amounts due from group undertakings	2,569	1,116
Group relief receivable	1	-
	2,570	1,116

10. DEBTORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	31 December 2022 US\$'000	31 December 2021 US\$'000
Long-term loan due from group undertaking	50,000	50,000

Long-term loan due from group undertaking in the current year includes a loan relationship of US\$50.0 million advanced by the company to GLQ Holdings (UK) Ltd, a fellow group undertaking, under the terms of an existing master loan agreement, dated 18 January 2018. The loan is unsecured and carries interest at a variable margin over the U.S. Federal Reserve's federal funds rate. The loan is repayable at the earlier of 367 days from when the company demands repayment or 18 January 2038.

11. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31 December 2022 (Unaudited) US\$'000	31 December 2021 (Unaudited) US\$'000
Group relief payable	292	-
Corporation tax payable	964	1,082
	1,256	1,082

12. CALLED UP SHARE CAPITAL

At 31 December 2022 and 31 December 2021 called up share capital comprised:

	31 December 2022 (Unaudited)		31 December 2021 (Unaudited)	
	No.	US\$'000	No.	US\$'000
<u>Allotted, called up and fully paid</u>				
Ordinary shares of US\$0.01 each	5,313,314	53	5,313,314	53
		53		53

13. DIVIDENDS PAID

	31 December 2022 (Unaudited) US\$'000	31 December 2021 (Unaudited) US\$'000
Interim dividends paid	-	10,862,178

UNAUDITED NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2022

14. FINANCIAL COMMITMENTS AND CONTINGENCIES

The company had no financial commitments and contingencies outstanding at the year end (31 December 2021: US\$nil).

15. FINANCIAL RISK MANAGEMENT AND CAPITAL MANAGEMENT

The company monitors its capital on an ongoing basis. The company's objective is to be prudently capitalised in terms of the amount and composition of its equity base compared to the company's risk exposures. The appropriate level and composition of equity capital is determined by considering multiple factors including the business environment, conditions in the financial markets and assessments of potential future losses due to adverse changes in market environments.

The company is not subject to any externally imposed capital requirements.

The directors consider that the most important components of the company's financial risk are market risk, credit risk and liquidity risk. The company, as part of a global group, adheres to global risk management policies and procedures.

a. Market risk

Market risk is the risk of loss in value of investments, as well as certain other financial assets and financial liabilities, due to changes in market conditions. Risks are monitored and controlled through strong firmwide oversight and independent control and support functions across the company's business. Relevant market risks for the company are interest rate risk and currency risk.

Interest rate risk results from exposures to changes in level, slope and curvature of yield curves, volatilities of interest rates and credit spreads.

If interest rates had been 0.5 percent higher/lower and all other variables were held constant, the company's profit before taxation for the year ended 31 December 2022 would have been US\$0.3 million higher/lower (2021: US\$0.3 million). This has been determined by assuming that the company's exposure to interest rate risk at balance sheet date was consistent for the whole year.

Currency risk results from exposures to changes in spot prices, forward prices and volatilities of currencies.

The company's functional currency is the U.S. dollar. At 31 December 2022, the company had no material net exposures to other currencies (31 December 2021: none).

The company manages its interest rate and currency risk as part of GS group's risk management policy, by establishing economic hedges, in a group affiliate, as appropriate to the circumstances of the company.

b. Credit risk

Credit risk represents the potential for loss due to the default or deterioration in credit quality of a counterparty. Credit risk is managed by reviewing the credit quality of the counterparties and reviewing, if applicable, the underlying collateral against which the financial assets are secured. The company's maximum exposure to credit risk is equivalent to the carrying value of its financial assets as at 31 December 2022 and 31 December 2021. The company is exposed to credit risk from its amount due from group undertakings, for which the credit risk is considered minimal. As at 31 December 2022, the company had no debtors past due or impaired (31 December 2021: Nil).

UNAUDITED NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2022

15. FINANCIAL RISK MANAGEMENT AND CAPITAL MANAGEMENT (continued)

c. Liquidity risk

Liquidity risk is the risk that the company does not have sufficient cash or collateral to make payments to its counterparties or customers as they fall due. The company manages its liquidity risk in accordance with GS Group's comprehensive and conservative set of liquidity and funding policies to address both company specific and broader industry or market liquidity events.