GOLDMAN SACHS GROUP INC/

Form 4 March 28, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287 Number:

OMB APPROVAL

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

5. Relationship of Reporting Person(s) to

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

Check this box

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

2. Issuer Name and Ticker or Trading

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

03/24/2006

GO			Symbol GOLD [GS]	MAN SA	CHS GF	ROUF	P INC/	Issuer (Check all applicable)				
(Last)	(First)	(Middle)	(Month/I	of Earliest T Day/Year)	ransaction			Director 10% Owner _X_ Officer (give title Other (specibelow) below)				
	MAN, SACHS OAD STREET		03/24/2	2006				Executive Vice President - CFO				
	(Street)			endment, D		al		6. Individual or Joint/Group Filing(Check				
NEW YOR	K,, NY 10004		THEU(MO	пши Даул Теа	1)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(City) (State) (Zip) Table I - Non-Derivative Secu						rities Acqı	iired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Execution	med on Date, if Day/Year)	3. Transactic Code (Instr. 8)	(Instr. 3,	ispose 4 and (A) or	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)		
Common Stock, par value \$0.01 per share	03/24/2006			S	3,000	D	\$ 151.42	29,000	I	See Footnote (1)		
Common Stock, par value \$0.01 per share	03/24/2006			S	4,000	D	\$ 151.15	25,000	I	See Footnote (1)		

S

4,000 D

\$ 151.1 21,000

Ι

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Common Stock, par value \$0.01 per share								See Footnote (1)
Common Stock, par value \$0.01 per share	03/24/2006	S	3,000	D	\$ 151.06	18,000	I	See Footnote
Common Stock, par value \$0.01 per share	03/24/2006	S	4,000	D	\$ 151.01	14,000	I	See Footnote
Common Stock, par value \$0.01 per share	03/24/2006	S	3,000	D	\$ 150.99	11,000	I	See Footnote
Common Stock, par value \$0.01 per share	03/24/2006	S	2,000	D	\$ 150.93	9,000	I	See Footnote
Common Stock, par value \$0.01 per share	03/24/2006	S	5,000	D	\$ 150.92	4,000	I	See Footnote
Common Stock, par value \$0.01 per share						929,151	D	

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

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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	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui

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(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 Shares	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

VINIAR DAVID A C/O GOLDMAN, SACHS & CO. 85 BROAD STREET NEW YORK,, NY 10004

Executive Vice President - CFO

Bene Own Follo Repo Trans (Instr

Signatures

/s/ Roger S. Begelman, Attorney-in-fact 03/28/2006

**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).
- (1) Held through trusts, the sole trustee of which is the Reporting Person's spouse and the sole beneficiaries of which are immediate family members of the Reporting Person. The Reporting Person disclaims beneficial ownership of these shares.

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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