

GOLDMAN SACHS GROUP INC/  
Form 4  
March 30, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
KAPLAN ROBERT S

2. Issuer Name and Ticker or Trading Symbol  
GOLDMAN SACHS GROUP INC/  
[GS]

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

(Last) (First) (Middle)  
  
C/O GOLDMAN, SACHS &  
CO., 85 BROAD STREET  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/28/2005

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
Vice Chairman of the Corp.

NEW YORK, NY 10004

4. If Amendment, Date Original Filed(Month/Day/Year)

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)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3)          | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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) |   |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|---|
|  |                                      |  |                                | (A) or (D)  | Price   |  |   |   |
|  |                                      |  |                                | Code  | V   | Amount   |   |   |
| Common Stock, par value \$0.01 per share | 03/28/2005                           |  | S                              | 800   | D   | \$ 109.92  | 2,149,200   | D |
| Common Stock, par value \$0.01 per share | 03/28/2005                           |  | S                              | 5,000   | D   | \$ 109.85  | 2,144,200   | D |
|  | 03/28/2005                           |  | S                              | 200   | D   |  | 2,144,000   | D |

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|  |            |   |       |   |              |           |   |
|--|------------|---|-------|---|--------------|-----------|---|
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share |            |   |       |   | \$<br>109.84 |           |   |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 4,200 | D | \$<br>109.83 | 2,139,800 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 5,800 | D | \$<br>109.81 | 2,134,000 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 1,400 | D | \$ 109.8     | 2,132,600 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 200   | D | \$<br>109.79 | 2,132,400 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 700   | D | \$<br>109.78 | 2,131,700 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 1,600 | D | \$<br>109.77 | 2,130,100 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 1,600 | D | \$<br>109.76 | 2,128,500 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 2,600 | D | \$<br>109.75 | 2,125,900 | D |
|  | 03/28/2005 | S | 300   | D |              | 2,125,600 | D |

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|  |            |   |       |   |              |           |   |
|--|------------|---|-------|---|--------------|-----------|---|
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share |            |   |       |   | \$<br>109.74 |           |   |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 200   | D | \$<br>109.73 | 2,125,400 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 1,600 | D | \$<br>109.72 | 2,123,800 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 1,100 | D | \$<br>109.71 | 2,122,700 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 700   | D | \$ 109.7     | 2,122,000 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 3,600 | D | \$<br>109.68 | 2,118,400 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 300   | D | \$<br>109.67 | 2,118,100 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 100   | D | \$<br>109.66 | 2,118,000 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 3,400 | D | \$<br>109.65 | 2,114,600 | D |
|  | 03/28/2005 | S | 2,700 | D |              | 2,111,900 | D |

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|  |            |   |       |   |              |           |   |
|--|------------|---|-------|---|--------------|-----------|---|
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share |            |   |       |   | \$<br>109.64 |           |   |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 200   | D | \$<br>109.62 | 2,111,700 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 2,800 | D | \$<br>109.61 | 2,108,900 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 300   | D | \$ 109.6     | 2,108,600 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 300   | D | \$<br>109.59 | 2,108,300 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 1,600 | D | \$<br>109.57 | 2,106,700 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 600   | D | \$<br>109.56 | 2,106,100 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 7,100 | D | \$<br>109.55 | 2,099,000 | D |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 03/28/2005 | S | 300   | D | \$<br>109.54 | 2,098,700 | D |
|  | 03/28/2005 | S | 500   | D |              | 2,098,200 | D |

Common Stock, par value \$0.01 per share \$ 109.53

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 Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| KAPLAN ROBERT S<br>C/O GOLDMAN, SACHS & CO.<br>85 BROAD STREET<br>NEW YORK, NY 10004 |               |           | Vice Chairman of the Corp. |       |

## Signatures

/s/ Roger S. Begelman, Attorney-in-fact 03/30/2005

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).

**Remarks:**

This is the first of two Forms 4 being filed by the Reporting Person as of the date of this Form 4.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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