VINIAR DAVID A Form 4

March 31, 2005

# FORM 4

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

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)

(Last)

1. Name and Address of Reporting Person \* VINIAR DAVID A

(First) (Middle)

C/O GOLDMAN, SACHS & CO., 85 BROAD STREET

NEW YORK,, NY 10004

(Street)

2. Issuer Name and Ticker or Trading

Symbol

**GOLDMAN SACHS GROUP INC/** [GS]

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

03/29/2005

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Director 10% Owner X\_ Officer (give title Other (specify below)

Executive VP - CFO

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

(City) (State) (Zin)

(City)	(State)	<sup>(Zip)</sup> Tabl	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 tior(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock, par value \$0.01 per share	03/29/2005		S	600	D	\$ 108.85	1,025,901	D	
Common Stock, par value \$0.01 per share	03/29/2005		S	500	D	\$ 108.84	1,025,401	D	
	03/29/2005		S	400	D		1,025,001	D	

Common Stock, par value \$0.01 per share					\$ 108.83		
Common Stock, par value \$0.01 per share	03/29/2005	S	300	D	\$ 108.82	1,024,701	D
Common Stock, par value \$0.01 per share	03/29/2005	S	600	D	\$ 108.81	1,024,101	D
Common Stock, par value \$0.01 per share	03/29/2005	S	800	D	\$ 108.8	1,023,301	D
Common Stock, par value \$0.01 per share	03/29/2005	S	1,200	D	\$ 108.79	1,022,101	D
Common Stock, par value \$0.01 per share	03/29/2005	S	1,100	D	\$ 108.78	1,021,001	D
Common Stock, par value \$0.01 per share	03/29/2005	S	100	D	\$ 108.77	1,020,901	D
Common Stock, par value \$0.01 per share	03/29/2005	S	100	D	\$ 108.76	1,020,801	D
Common Stock, par value \$0.01 per share	03/29/2005	S	100	D	\$ 108.75	1,020,701	D
	03/29/2005	S	100	D		1,020,601	D

Common Stock, par value \$0.01 per share					\$ 108.74			
Common Stock, par value \$0.01 per share	03/29/2005	S	400	D	\$ 108.73	1,020,201	D	
Common Stock, par value \$0.01 per share	03/29/2005	S	200	D	\$ 108.71	1,020,001	D	
Common Stock, par value \$0.01 per share	03/29/2005	S	700	D	\$ 108.52	1,019,301	D	
Common Stock, par value \$0.01 per share	03/29/2005	S	800	D	\$ 108.45	1,018,501	D	
Common Stock, par value \$0.01 per share	03/29/2005	S	700	D	\$ 108.4	1,017,801	D	
Common Stock, par value \$0.01 per share	03/29/2005	S	600	D	\$ 108.38	1,017,201	D	
Common Stock, par value \$0.01 per share						33,716	I	See footnote (1)
Common Stock, par value \$0.01 per share						7,083	I	See footnote (2)

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)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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 Exerc	cisable and	7. Title	and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration D	ate	Amoun	nt of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	
	Derivative				Securities			(Instr. 3	3 and 4)		
	Security				Acquired						
					(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date Expiration Exercisable Date	Expiration		or Name le con		
								Number			
				C-1- 1	7. (A) (D)				of		
				Code V	I (A) (D)				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 VP - CFO

## **Signatures**

/s/ Roger S. Begelman, Attorney-in-fact

03/31/2005

\*\*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).
- (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.
- (2) As trustee of grantor retained annuity trust.

#### Remarks:

This is the fifth of five 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.

Reporting Owners 4

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