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Prospectus Supplement to the Prospectus dated April 6, 2009,
and the Prospectus Supplement dated April 6, 2009 — No. 614

The Goldman Sachs Group, Inc.

Medium-Term Notes, Series D

$9,000,000

Fixed and Floating Swap Rate-Linked Notes due 2022

(Linked to the 10-year USD Swap Rate)

We will pay a fixed rate of interest at a rate of 3.50% per annum quarterly on February 22, May 22, August 22 and Nov commencing on February 22, 2011. After May 22, 2013, interest will be payable quarterly on February 22, May 22, August year, commencing on August 22, 2013 to, and including, the stated maturity date, at a floating rate equal to the then-applic rate swap rate (which we refer to as the reference rate). The interest rate for every interest payment date after May 22, 201 maximum rate (12% per annum). On the stated maturity date, you will also receive $1,000 for each $1,000 of your face am

The interest on your notes for the interest periods commencing on November 22, 2010 to, but excluding, May 22, 201 3.50% per annum.

The interest on your notes for the interest periods commencing on May 22, 2013 to, but excluding, the stated maturity “floating rate interest period”, will be a rate equal to:

- if the reference rate on the interest determination date for an interest period is *less than* the maximum rate, the r determination date; or
- if the reference rate on the interest determination date for an interest period is *equal to* or *greater than* the maxin

For the interest periods commencing on August 22, 2013 and ending on the stated maturity date, even if the re determination date is greater than the maximum rate per annum, the notes will accrue only 12% per annum in the a

Original issue date:	November 22, 2010	**Underwriting discount:**	2.975% of the fac
Original issue price:	100% of the face amount	**Net proceeds to issuer:**	97.025% of the fac

The issue price, underwriting discount and net proceeds listed above relate to the notes we sell initially.

Because we have provided only a brief summary of the terms of your notes above, you should read the detailed descr found in “Specific Terms of Your Notes” on page S-2, as well as the “Additional Risk Factors Specific to Your Notes” on pag

In addition, assuming no changes in market conditions or our creditworthiness and other relevant factors, the on the trade date (as determined by reference to pricing models used by Goldman, Sachs & Co. and taking into ac and the price you may receive for your notes may be, significantly less than the original issue price. The value or any time will reflect many factors and cannot be predicted; however, the price at which Goldman, Sachs & Co. wou

(if Goldman, Sachs & Co. makes a market) and the value that Goldman, Sachs & Co. will initially use for accou will significantly exceed the value of your notes using such pricing models. We encourage you to read "Additiona Your Notes" on page S-6 of this prospectus supplement so that you may better understand those risks.

Neither the Securities and Exchange Commission nor any other regulatory body has approved or disapproved passed upon the accuracy or adequacy of this prospectus supplement. Any representation to the contrary is a cri

The notes are not bank deposits and are not insured by the Federal Deposit Insurance Corporation or any othe are they obligations of, or guaranteed by, a bank.

Goldman Sachs may use this prospectus supplement in the initial sale of the offered notes. In addition, Goldman, Sac Goldman Sachs may use this prospectus supplement in a market-making transaction in a note after its initial sale. ***Unless informs the purchaser otherwise in the confirmation of sale, this prospectus supplement is being used in a marke***

Goldman, Sachs & Co.

Prospectus Supplement dated November 15, 2010.

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SPECIFIC TERMS OF YOUR NOTES

We refer to the notes we are offering by this prospectus supplement as the "offered notes" or the "notes". Please supplement, references to "The Goldman Sachs Group, Inc.", "we", "our" and "us" mean only The Goldman Sachs Gro its consolidated subsidiaries. Also, references to the "accompanying prospectus" mean the accompanying prospectus, supplemented by the accompanying prospectus supplement, dated April 6, 2009, relating to Medium-Term Notes, Seri Sachs Group, Inc. Please note that in this section entitled "Specific Terms of Your Notes", references to "holders" mea registered in their own names, on the books that we or the trustee maintain for this purpose, and not those who own be registered in street name or in notes issued in book-entry form through The Depository Trust Company. Please review that apply to owners of beneficial interests in the accompanying prospectus, under "Legal Ownership and Book-Entry I

Key Terms

Issuer: The Goldman Sachs Group, Inc.

Face amount: each note will have a face amount equal to $1,000; $9,000,000 in the aggregate for all the offered notes; the aggregate face amount of the offered notes may be increased if the issuer, at its sole option, decides to sell an additional amount of the offered notes on a date subsequent to the date of this prospectus supplement but prior to the settlement date

Reference rate: the 10-Year U.S. Dollar Interest Rate Swap (the 10-Year CMS rate) as it appears on Reuters page ISDAFIX3 (or any successor or replacement service or page) at 11:00 a.m., New York time, on any rate business day, subject to adjustments as described under "Reference Rate" on page S-11

Stated maturity date: November 22, 2022

Trade date: November 15, 2010

Original issue date (settlement date): November 22, 2010

Specified currency: U.S. dollars ("$")

Denominations: $1,000 or integral multiples of $1,000 in excess thereof

Fixed interest rate: for each fixed rate int notes will be 3.50% per annum

Fixed rate interest payment dates: quart February 22, May 22, August 22 and Nove February 22, 2011 to, and including, May 2

Fixed rate interest periods: quarterly; the a fixed rate interest payment date (or the c case of the first fixed rate interest period) t following fixed rate interest payment date,

Floating interest rate: for each floating ra on the notes will be the then-applicable ref the relevant interest determination date, su

- if the reference rate on an interest d *than* the maximum rate, the referen determination date will apply; or
- if the reference rate on an interest d *to* or *greater than* the maximum rate apply

Floating rate interest payment dates: qu February 22, May 22, August 22 and Nove

August 22, 2013 and ending on the stated

Original issue discount notes: the notes will be treated as issued with de-minimis original issue discount for tax purposes

Form of notes: global form only

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Floating rate interest periods: quarterly; the periods from and including the final fixed rate interest payment date to, but excluding, the next succeeding floating rate interest payment date (or the stated maturity date, in the case of the final floating rate interest period)

Maximum rate: 12% per annum

Initial reference rate: the reference rate in effect on May 18, 2013; *provided, however*, that if the calculation agent cannot determine the reference rate as described on page S-11 under "Reference Rate", then the initial reference rate will be 3.50%

Business day convention: following unadjusted; applicable to interest payment dates and interest reset dates

Interest determination dates: the second rate business day preceding the applicable interest reset date. The calculation agent will determine the floating interest rate for each applicable floating rate interest period. Once determined by the calculation agent, the applicable floating interest rate for each quarterly floating rate interest period will apply from and including the interest reset date, to, but excluding, the next interest reset date

Interest reset dates: each February 22, May 22, August 22 and November 22, commencing on May 22, 2013

Day count fraction: 30/360 (ISDA)

Rate business day: any day except for a Saturday, Sunday or a day on which The Securities Industry and Financial Markets Association (formerly known as The Bond Market Association) recommends that the fixed income departments of its members be closed for the entire day for purposes of tr securities

Interest regular record dates: the busine preceding each interest payment date

Defeasance: not applicable

No listing: the notes will not be listed or d exchange or interdealer market quotation s

No redemption: the notes will not be subj price dependent redemption right

Business day: New York

Conflicts of interest: Goldman, Sachs & Goldman Sachs Group, Inc. and, as such, in this offering within the meaning of NASD the offering is being conducted in complian Rule 2720. Goldman, Sachs & Co. is not p offering to an account over which it exercis without the prior specific written approval o

Calculation agent: Goldman, Sachs & Co

CUSIP no.: 38143UPL9

ISIN no.: US38143UPL97

FDIC: the notes are not bank deposits and Federal Deposit Insurance Corporation or agency; nor are they obligations of, or gua

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HYPOTHETICAL EXAMPLES

The following table is provided for purposes of illustration only. It should not be taken as an indication or prediction of future investment results and is intended merely to illustrate the method we will use to calculate the amount of interest accrued during each interest period following the tenth interest period.

The table below is based on reference rates that are entirely hypothetical; no one can predict what the reference rate will be on any day during the term of your notes, and no one can predict the interest that will accrue on your notes in any interest period during the term of your notes. The reference rate has been highly volatile — meaning that it has changed substantially in relatively short periods — in the past and it cannot be predicted for any future period.

For these reasons, the actual reference rate, as well as the interest payable at each interest payment date, may bear little relation to the hypothetical table shown below or to the historical reference rate shown elsewhere in this prospectus supplement. For information about the reference rate during recent periods, see "Reference Rate — Historical Levels of the Reference Rate" on page S-11. Before investing in the offered notes, you should consult publicly available information to determine the reference rate between the date of this prospectus supplement and the date of your purchase of the offered notes.

The following table illustrates the meth
the interest rate at which interest will accru
each interest period, subject to the key ter

The percentage amounts in the left co
represent hypothetical final reference rates
determination date. The center and right co
represent the hypothetical interest, as a pe
amount of each note, that would be payabl
payment date, based on the corresponding
rate. Thus, a hypothetical interest paymen
annum with respect to a given interest pay
value of the cash payment that we would c
the outstanding face amount of the offered
payment date would equal 8.00% per annu
note.

The information in the table also reflec
assumptions in the box below.

Key Terms and Assu
Face amount
Maximum rate

Also, the hypothetical examples show
account the effects of appli

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Hypothetical reference rate	Hypothetical per annum in payable on an interest p	
	Before August 22, 2013	
0.00%	3.50%	0.00%
2.00%	3.50%	2.00%
4.00%	3.50%	4.00%
6.00%	3.50%	6.00%
8.00%	3.50%	8.00%
10.00%	3.50%	10.00
12.00%	3.50%	12.00
14.00%	3.50%	12.00

** Interest is capped at the maximum rate of 12% per annum for the interest payment dates on or after August 22, 2013.*

Payments on the notes are economically equivalent to the amounts that would be paid on a combination of other instrum payments on the notes are economically equivalent to the amounts that would be paid on a combination of an interest-be option bought, by the holder (with an implicit option premium paid over time by the holder). The discussion in this paragra the terms of the notes or the United States income tax treatment of the notes, as described elsewhere in this prospectus

We cannot predict the actual reference rate on any day or the market value of your notes, nor can we predict th the reference rate and the market value of your notes at any time prior to the stated maturity date. The actual in holder of the offered notes will receive at each interest payment date and the rate of return on the offered note actual reference rate determined by the calculation agent on each interest determination date. Moreover, the a hypothetical table is based may turn out to be inaccurate. Consequently, the interest amount to be paid in resp each interest payment date may be very different from the information reflected in the table above.

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ADDITIONAL RISK FACTORS SPECIFIC TO YOUR NOTES

An investment in your notes is subject to the risks described below. Your notes are a riskier investment than ordina carefully consider whether the offered notes are suited to your particular circumstances.

Assuming No Changes in Market Conditions or Any Other Relevant Factors, the Value of Your Notes on the Trade Date (As Determined by Reference to Pricing Models Used by Goldman, Sachs & Co.) Is, and the Price You May Receive for Your Notes May Be, Significantly Less than the Original Issue Price

The price at which Goldman, Sachs & Co. would initially buy or sell notes (if Goldman, Sachs & Co. makes a market) and the value that Goldman, Sachs & Co. will initially use for account statements and otherwise will significantly exceed the value of your notes using such pricing models.

The value or quoted price of your notes at any time, however, will reflect many factors and cannot be predicted. If Goldman Sachs makes a market in the notes, the price quoted by Goldman, Sachs & Co. would reflect any changes in market conditions and other relevant factors, including a deterioration in our creditworthiness or perceived creditworthiness whether measured by our credit ratings or other credit measures. These changes may adversely affect the market price of your notes, including the price you may receive for your notes in any market making transaction. In addition, even if our creditworthiness does not decline, the value of your notes on the trade date is significantly less than the original issue price taking into account our credit spreads on that date. The quoted price (and the value of your notes that Goldman, Sachs & Co. will use for account statements or otherwise) could be higher or lower than the original issue price, and may be higher or lower than the value of your notes as determined by reference to pricing models used by Goldman, Sachs & Co.

If at any time a third party dealer quotes a price to purchase your notes or otherwise values your notes, that price may be significantly different (higher or lower) than any price quoted by Goldman, Sachs & Co. See "— The Market Value of Your Notes May Be Influenced by Many Factors That Are Unpredictable and Interrelated in Complex

Furthermore, if you sell your notes, yo commission for secondary market transac reflect a dealer discount.

There is no assurance that Goldman, party will be willing to purchase your notes Goldman, Sachs & Co. is not obligated to See "— Your Notes May Not Have an Acti

The Amount of Interest Payable On Th Periods Is Cap

For each interest period commencing the applicable interest determination date, subject to the maximum rate, which will lim may receive on each interest payment dat from any increases in the reference rate a Accordingly, the notes may provide more investment in a similar instrument.

We May Sell an Additional Aggregate F a Different Issue

At our sole option, we may decide to s face amount of the notes subsequent to th supplement but prior to the settlement date in the subsequent sale may differ substant issue price you paid as provided on the co supplement.

If the Level of the Reference Rate Is No ISDAFIX3 on the Determination Date, Determine the Reference Rate on Tha

Ways" below.

Procedures

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If the level of the reference rate does not appear on Reuters page ISDAFIX3 (or any successor or replacement page) under the heading 10-year index maturity for rates at approximately 11:00 a.m., New York time, or shortly thereafter, on the applicable interest determination date, unless the calculation is made earlier and the rate is available from that source at that time, then the reference rate will be determined on the basis of the mid-market semi-annual swap rate quotations provided by five leading third-party swap dealers in the New York interbank market at approximately 11:00 a.m., New York time, on the applicable interest determination date. The calculation agent will select the five third-party swap dealers in its sole discretion and will request the principal New York office of each of those dealers to provide a quotation of its rate. If at least three such quotations are provided, the reference rate for such rate business day will be the arithmetic mean of the quotations, eliminating the highest and lowest quotations or, in the event of equality, one of the highest and one of the lowest quotations. If two quotations are provided as requested, the reference rate for such rate business day will be the arithmetic mean of the quotations. If one quotation is provided as requested, the reference rate for such rate business day will be such quoted rate. If no quotations are provided as requested, the calculation agent will determine the reference rate in a manner it considers appropriate in its sole discretion. See “Reference Rate” below for a discussion of the procedures that the calculation agent will follow in order to determine the reference rate.

The Amount of Interest Payable on Your Notes Will Not Be Affected by the Reference Rate on Any Day Other Than an Interest Determination Date

For each interest period commencing on or after May 22, 2013, the amount of interest payable on each interest payment date is calculated based on the reference rate on the applicable interest determination date. Although the actual reference rate on an interest payment date may be higher than the reference rate on the applicable interest determination date, you will not benefit from the

reference rate at any time other than on th
for such interest period.

The Historical Levels of the Reference
the Future Levels of the R

In the past, the level of the reference ra
fluctuations. You should note that historica
trends are not necessarily indicative of futu
rate. Any historical upward or downward tr
reference rate is not an indication that the
more or less likely to increase or decrease
your notes, and you should not take the hi
rate as an indication of its future performa

The Market Value of Your Notes Ma
Factors That Are Unpredictable and In

When we refer to the market value of yo
that you could receive for your notes if you
market before the stated maturity date. A n
which are beyond our control, will influenc
notes, including:

- the reference rate;
- the volatility — i.e., the frequency and m
level of the reference rate;
- economic, financial, regulatory, political
affect interest rates generally;
- interest rates and yield rates in the mark
- the time remaining until your notes matu
- our creditworthiness, whether actual or
actual or anticipated upgrades or downg
changes in other credit measures.

These factors, and many other factors,
receive if you sell your notes before matur
may receive for your notes in any market r
your notes before maturity,

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you may receive less than the face amount of your notes.

You cannot predict the future performance of the reference rate based on its historical performance. The actual performance of the reference rate, as well as the interest payable on each interest payment date, may bear little or no relation to the hypothetical levels of the reference rate or to the hypothetical examples shown elsewhere in this prospectus supplement.

If the Reference Rate Changes, the Market Value of Your Notes May Not Change in the Same Manner

The price of your notes may move differently than the reference rate. Changes in the reference rate may not result in a comparable change in the market value of your notes. We discuss some of the reasons for this disparity under "— The Amount of Interest Payable on Your Notes Will Not Be Affected by the Reference Rate on Any Day Other Than an Interest Determination Date" and "— The Market Value of Your Notes May Be Influenced by Many Factors That Are Unpredictable and Interrelated in Complex Ways" above.

Our Business Activities May Create Conflicts of Interest Between Your Interest in Your Notes and Us

As we discuss under "Use of Proceeds and Hedging" below, Goldman, Sachs & Co. and our other affiliates expect to engage or have engaged in trading activities related to the reference rate that are not for your account or on your behalf. These trading activities may present a conflict between your interest in your notes and the interests Goldman, Sachs & Co. and our other affiliates will have in their proprietary accounts, in facilitating transactions, including block trades, for their customers and in accounts under their management. These trading activities, if they influence the level of the reference rate or any other factor that may affect the amount of interest that may be paid on any interest payment date, could be adverse to your interests as a beneficial owner of your notes.

As Calculation Agent, Goldman, Sachs & Co. Will Have the Authority to Make Determinations that Could Affect the Value of Your Notes and the Amount
On Any Interest Payr

As calculation agent for your notes, Go
discretion in making certain determination
including determining the reference rate o
date, which we will use to determine the a
applicable interest payment date during th
Rate" below. The exercise of this discretio
could adversely affect the value of your no
Goldman, Sachs & Co. with a conflict of in
under "— Our Business Activities May Cre
Between Your Interest in Your Notes and
the calculation agent at any time without n
Co. may resign as calculation agent at any
notice to Goldman Sachs.

Your Notes May Not Have an A

Your notes will not be listed or displaye
or included in any interdealer market quota
be little or no secondary market for your no
market for your notes develops, it may not
and we expect that transaction costs in an
high. As a result, the difference between b
notes in any secondary market could be su

Certain Considerations for Insurance
Benefit Plan

Any insurance company or fiduciary of
employee benefit plan that is subject to the
of the Employee Retirement Income Secu
which we call "ERISA", or the Internal Rev
amended, including an IRA or a Keogh pla
which similar prohibitions apply), and that
offered notes with the assets of the insura
such a plan, should consult with its counse
purchase or holding of the offered notes co
transaction" under ERISA, the Internal Rev

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Code or any substantially similar prohibition in light of the representations a purchaser or holder in any of the above categories is deemed to make by purchasing and holding the offered notes. This is discussed in more detail under “Employee Retirement Income Security Act” below.

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USE OF PROCEEDS AND HEDGING

We will use the net proceeds we receive from the sale of the offered notes for the purposes we describe in the accompanying prospectus under "Use of Proceeds". We or our affiliates may also use those proceeds in transactions intended to hedge our obligations under the offered notes as described below.

In anticipation of the sale of the offered notes, we and/or our affiliates have entered or expect to enter into hedging transactions involving purchases of instruments linked to the reference rate. In addition, from time to time, we and/or our affiliates expect to enter into additional hedging transactions and to unwind those we have entered into, in connection with the offered notes and perhaps in connection with other notes we issue, some of which may have returns linked to the reference rate. Consequently, with regard to your notes, from time to time, we and/or our affiliates:

- expect to acquire or dispose of position futures or other instruments linked to th
- may take short positions in securities of i.e., we and/or our affiliates may sell sec not own or that we borrow for delivery t

We and/or our affiliates may also acq securities similar to your notes from time t sole discretion, hold or resell those securit

In the future, we and/or our affiliates e positions relating to the offered notes and notes with returns linked to the reference r

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REFERENCE RATE

In this prospectus supplement, when we refer to the reference rate, we mean the rate as it appears on Reuters page ISDAFIX3 (or any successor or replacement page) under the heading 10-year index maturity for rates at approximately 11:00 a.m. New York time, on any rate business day. If the level of the reference rate cannot be determined in this manner on the applicable interest determination date, the following procedures will apply to your notes.

If the level of the reference rate does not appear on Reuters page ISDAFIX3 under the heading 10-year index maturity for rates at approximately 11:00 a.m. New York time, or shortly thereafter, on the applicable interest determination date, unless the calculation is made earlier and the rate is available from that source at that time, then the reference rate on such date will be determined on the basis of the mid-market semi-annual swap rate quotations provided by five leading third-party swap dealers in the New York interbank market at approximately 11:00 a.m., New York time, on such rate business day. For this purpose, the semiannual swap rate means the arithmetic mean of the bid and offer rates for the semi-annual fixed leg, calculated on a 30/360 day count basis, of a fixed-for-floating U.S. dollar interest rate swap transaction with a term equal to ten years commencing on such rate business day with an acknowledged dealer of good

credit in the swap market, where the floati actual/360 day count basis, is equivalent t index maturity of three months, as such ra accordance with the provisions set forth ur May Offer — Interest Rates — LIBOR Not prospectus. The calculation agent will sele dealers in its sole discretion and will reque office of each of those dealers to provide a

If at least three quotations are provide applicable interest determination date will quotations, eliminating the highest and low of equality, one of the highest and one of t

If two quotations are provided as requ the applicable interest determination date the quotations. If one quotation is provided rate on the applicable interest determinatio rate. If no quotations are provided as requ will determine the reference rate on the de it considers appropriate in its sole discretio

Historical levels of the Reference Rate

The level of the reference rate has fluctuated in the past and may, in the future, experience significant fluctuations. Any historical upward or downward trend in the level of the reference rate during any period shown below is not an indication that the reference rate is more or less likely to increase or decrease at any time during the life of your notes.

You should not take the historical levels of the reference rate as an indication of the future performance of the reference rate. We cannot give you any assurance that the future performance of the reference rate will result in your receiving an amount greater than the outstanding face amount of your notes on the stated maturity date. In light of the

increased volatility currently being experie sector and U.S. and global securities mark declines, the trends reflected in the histori reference rate may be less likely to be indi your notes over the life of your notes than the case.

Neither we nor any of our affiliates ma as to the performance of the reference rat the reference rate over the life of your note supplemental amount payable at maturity, to the historical levels shown below.

Prospectus Supplement No. 614 dated November 15, 2010

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The table below shows the high, low and last levels of the reference rate for each of the four calendar quarters in 2007, 2008, 2009 and 2010 (through November 15, 2010). We obtaine the table below from Reuters, without inde

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Quarterly High, Low and Closing Levels of the Reference Rate

	High	
2007		
Quarter ended March 31	5.404%	5
Quarter ended June 30	5.839%	5
Quarter ended September 30	5.814%	4
Quarter ended December 31	5.316%	4
2008		
Quarter ended March 31	4.666%	3
Quarter ended June 30	4.972%	4
Quarter ended September 30	4.872%	3
Quarter ended December 31	4.671%	2
2009		
Quarter ended March 31	3.337%	2
Quarter ended June 30	4.311%	2
Quarter ended September 30	4.231%	3
Quarter ended December 31	4.009%	3
2010		
Quarter ended March 31	3.943%	3
Quarter ended June 30	3.999%	3
Quarter ended September 30	3.131%	2
Quarter ending December 31 (through November 15, 2010)	2.983%	2

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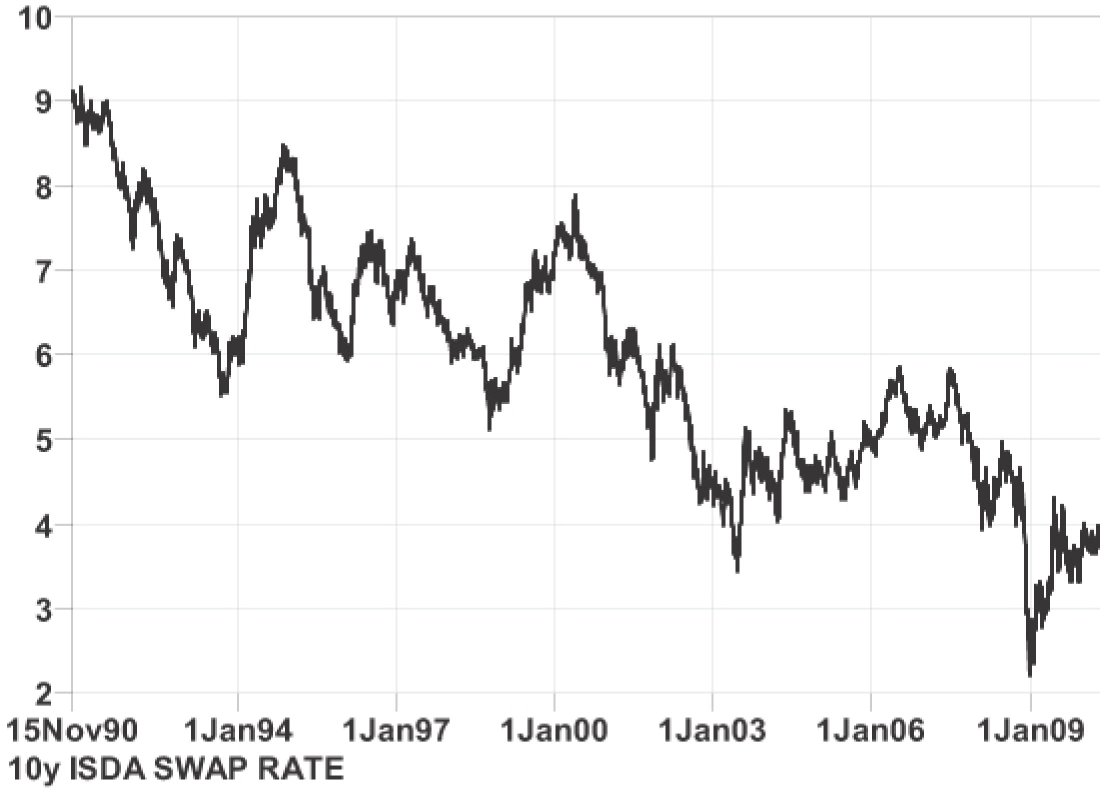
The graph set forth below illustrates the historical levels of the reference rate from November 15, 1990 through November
reference rates shown in the graph from Reuters, without independent verification.



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SUPPLEMENTAL DISCUSSION OF U.S. FEDERAL INCOME TAX CONSEQUENCES

The following section supplements the discussion of U.S. federal income taxation in the accompanying prospectus.

The following section is the opinion of Sullivan & Cromwell LLP, counsel to The Goldman Sachs Group, Inc. It applies to you only if you hold your notes as a capital asset for tax purposes. This section does not apply to you if you are a member of a class of holders subject to special rules, such as:

- a dealer in securities or currencies;
- a trader in securities that elects to use a mark-to-market method of accounting for your securities holdings;
- a bank;
- a life insurance company;
- a tax-exempt organization;
- a person that owns the notes as a hedge or that is hedged against interest rate risks;
- a person that owns the notes as part of a straddle or conversion transaction for tax purposes; or
- a United States holder whose functional currency for tax purposes is not the U.S. dollar.

This section is based on the U.S. Internal Revenue Code of 1986, as amended, its legislative history, existing and proposed regulations under the Internal Revenue Code, published rulings and court decisions, all as currently in effect. These laws are subject to change, possibly on a retroactive basis.

You should consult your tax advisor concerning the U.S. federal income tax, and other tax consequences of your investment in the notes, including the application of state, local or other tax laws and the possible effects of changes in federal or other tax laws.

United States Ho

This subsection describes the tax con
holder. You are a United States holder if y
notes and you are:

- a citizen or resident of the United States
- a domestic corporation;
- an estate whose income is subject to U
tax regardless of its source; or
- a trust if a United States court can exerc
the trust's administration and one or mo
authorized to control all substantial deci

If you are not a United States holder,
you and you should refer to "— United Sta

Your notes will be treated as a variab
United States federal income tax purposes
governing the determination of original iss
instrument that has a fixed rate followed b
that your notes should be treated as issue
federal income tax purposes, and therefor
subject to the rules requiring inclusion of O
federal income tax purposes. The discussi
notes will be so treated. Under this charac
the interest payments on the notes in ordin
receive or accrue such payments, depend
accounting for tax purposes, and any gain
the sale or maturity of your notes should b

You will generally recognize gain or lo
of your notes in an amount equal to the dif
amount of cash you receive at such time a
notes. See the discussion under

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"United States Taxation — Taxation of Debt Securities — United States Holders — Purchase, Sale and Retirement of the Debt Securities" for more information.

If you purchase the notes at a price lower than the original issue price, you will be subject to the rules governing market discount as described under "United States Taxation — Taxation of Debt Securities — United States Holders — Market Discount" in the accompanying prospectus. If you purchase the notes at a price higher than the original issue price, you will be subject to the rules governing premium as described under "United States Taxation — Taxation of Debt Securities — United States Holders — Debt Securities Purchased at a Premium" in the accompanying prospectus. The original issue price of your notes is equal to the principal amount of the notes.

Medicare Tax. For taxable years beginning after December 31, 2012, a U.S. holder that is an individual or estate, or a trust that does not fall into a special class of trusts that is exempt from such tax, will be subject to a 3.8% tax on the lesser of (1) the U.S. holder's "net investment income" for the relevant taxable year and (2) the excess of the U.S. holder's modified adjusted gross income for the taxable year over a certain threshold (which in the case of individuals will be between $125,000 and $250,000, depending on the individual's circumstances). A holder's net investment income will generally include its gross interest income and its net gains from the maturity or disposition of the notes, unless such interest payments or net gains are derived in the ordinary course of the conduct of a trade or business (other than a trade or business

that consists of certain passive or trading a
holder that is an individual, estate or trust,
tax advisors regarding the applicability of t
income and gains in respect of your invest

United States Alien

If you are a United States alien holder,
under "United States Taxation — Taxation
States Alien Holders" in the accompanying
of the tax consequences relevant to you. Y
holder if you are the beneficial owner of th
States federal income tax purposes:

- a nonresident alien individual;
- a foreign corporation; or
- an estate or trust that in either case is n
federal income tax on a net income bas
notes.

Backup Withholding and Info

Please see the discussion under "Unite
of Debt Securities — Backup Withholding
the accompanying prospectus for a descri
backup withholding and information report
on your notes. In addition, pursuant to rec
payments on the notes made to corporate
December 31, 2011 may be subject to info
withholding.

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EMPLOYEE RETIREMENT INCOME SECURITY ACT

This section is only relevant to you if you are an insurance company or the fiduciary of a pension plan or an employee benefit plan (including a governmental plan, an IRA or a Keogh Plan) proposing to invest in the notes.

The U.S. Employee Retirement Income Security Act of 1974, as amended ("ERISA") and the U.S. Internal Revenue Code of 1986, as amended (the "Code"), prohibit certain transactions ("prohibited transactions") involving the assets of an employee benefit plan that is subject to the fiduciary responsibility provisions of ERISA or Section 4975 of the Code (including individual retirement accounts, Keogh plans and other plans described in Section 4975(e)(1) of the Code) (a "Plan") and certain persons who are "parties in interest" (within the meaning of ERISA) or "disqualified persons" (within the meaning of the Code) with respect to the Plan; governmental plans may be subject to similar prohibitions unless an exemption applies to the transaction. The assets of a Plan may include assets held in the general account of an insurance company that are deemed "plan assets" under ERISA or assets of certain investment vehicles in which the Plan invests. Each of The Goldman Sachs Group, Inc. and certain of its affiliates may be considered a "party in interest" or a "disqualified person" with respect to many Plans, and, accordingly, prohibited transactions may arise if the notes are acquired by or on behalf of a Plan unless those notes are acquired and held pursuant to an available exemption. In general, available exemptions are: transactions effected on behalf of that Plan by a "qualified professional asset manager" (prohibited transaction exemption 84-14) or an "in-house asset manager" (prohibited transaction exemption 96-23), transactions involving insurance company general accounts (prohibited transaction exemption 95-60), transactions involving insurance company pooled separate accounts

(prohibited transaction exemption 90-1), tr
collective investment funds (prohibited tra
transactions with service providers under S
and Section 4975(d)(20) of the Code wher
and pays no more than "adequate conside
Section 408(b)(17) of ERISA and Section
person making the decision on behalf of a
shall be deemed, on behalf of itself and th
holding the notes, or exercising any rights
that (a) the plan will receive no less and pa
consideration" (within the meaning of Sect
Section 4975(f)(10) of the Code) in conne
holding of the notes, (b) none of the purch
the notes or the exercise of any rights rela
nonexempt prohibited transaction under E
respect to a governmental plan, under any
regulation), and (c) neither The Goldman S
its affiliates is a "fiduciary" (within the mea
ERISA) or, with respect to a governmental
applicable law or regulation) with respect t
connection with such person's acquisition,
notes, or as a result of any exercise by Th
or any of its affiliates of any rights in conne
advice provided by The Goldman Sachs G
affiliates has formed a primary basis for an
on behalf of such purchaser or holder in co
the transactions contemplated with respec

If you are an insurance company or the fiduciary of a pension plan or an employee benefit plan (including a govern Keogh plan), and propose to invest in the notes, you should consult your legal counsel.

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SUPPLEMENTAL PLAN OF DISTRIBUTION

The Goldman Sachs Group, Inc. has agreed to sell to Goldman, Sachs & Co., and Goldman, Sachs & Co. has agreed to purchase from The Goldman Sachs Group, Inc., the aggregate face amount of the offered notes specified on the front cover of this prospectus supplement. Goldman, Sachs & Co. proposes initially to offer the notes to the public at the original issue price set forth on the cover page of this prospectus supplement and to certain securities dealers at such price less a concession not in excess of 2.5% of the face amount.

In the future, Goldman, Sachs & Co. or other affiliates of The Goldman Sachs Group, Inc. may repurchase and resell the offered notes in market-making transactions, with resales being made at prices related to prevailing market prices at the time of resale or at negotiated prices. The Goldman Sachs Group, Inc. estimates that its share of the total offering expenses, excluding underwriting discounts and commissions, will be approximately $29,000. For more information about the plan of distribution and possible market-making activities, see “Plan of Distribution” in the accompanying prospectus.

We will to deliver the notes against payment therefor in New York, New York on November 22, 2010, which is the fifth scheduled business day following the trade date and of the pricing of the notes. Under Rule 15c6-1 of the Exchange Act, trades in the secondary market generally are required to settle in three business days, unless the parties to any such trade expressly agree otherwise. Accordingly, purchasers who wish to trade notes on any day prior to three business days before delivery will be required, by virtue of the fact that the notes will initially settle in five business days (T + 5), to specify alternative settlement arrangements to prevent a failed settlement.

In relation to each Member State of the European Economic Area which has implemented the Prospectus Directive (each, a Relevant Member State), Goldman, Sachs & Co. has represented and agreed that with effect from and including the date on which the Prospectus Directive is implemented in that Relevant Member State (the Relevant Implementation Date) it has not made and will not make an offer of the notes to the public in that

Relevant Member State prior to the publica
relation to the notes which has been appro
authority in that Relevant Member State or
in another Relevant Member State and no
authority in that Relevant Member State, a
Prospectus Directive, except that it may, w
the Relevant Implementation Date, make a
public in that Relevant Member State at ar

(a) to legal entities which are authoriz
the financial markets or, if not so authorize
corporate purpose is solely to invest in sec

(b) to any legal entity which has two o
least 250 employees during the last financ
sheet of more than €43,000,000 and (3) an
than €50,000,000, as shown in its last ann

(c) to fewer than 100 natural or legal p
investors as defined in the Prospectus Dire
prior consent of the representatives for any

(d) in any other circumstances which
by the Issuer of a prospectus pursuant to A
Directive.

For the purposes of this provision, the
to the public” in relation to any notes in any
means the communication in any form and
information on the terms of the offer and th
enable an investor to decide to purchase o
same may be varied in that Relevant Mem
implementing the Prospectus Directive in t
and the expression Prospectus Directive m
and includes any relevant implementing m
Member State.

Goldman, Sachs & Co. has represent

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(a) it has only communicated or caused to be communicated and will only communicate or cause to be communicated an invitation or inducement to engage in investment activity (within the meaning of Section 21 of the FSMA) received by it in connection with the issue or sale of the notes in circumstances in which Section 21(1) of the FSMA does not apply to The Goldman Sachs Group, Inc.; and

(b) it has complied and will comply with all applicable provisions of the FSMA with respect to anything done by it in relation to the notes in, from or otherwise involving the United Kingdom.

The notes may not be offered or sold by means of any document other than (i) in circumstances which do not constitute an offer to the public within the meaning of the Companies Ordinance (Cap. No. 32, Laws of Hong Kong), or (ii) to "professional investors" within the meaning of the Securities and Futures Ordinance (Cap. No. 571, Laws of Hong Kong) and any rules made thereunder, or (iii) in other circumstances which do not result in the document being a "prospectus" within the meaning of the Companies Ordinance (Cap. No. 32, Laws of Hong Kong), and no advertisement, invitation or document relating to the notes may be issued or may be in the possession of any person for the purpose of issue (in each case whether in Hong Kong or elsewhere), which is directed at, or the contents of which are likely to be accessed or read by, the public in Hong Kong (except if permitted to do so under the laws of Hong Kong) other than with respect to notes which are or are intended to be disposed of only to persons outside Hong Kong or only to "professional investors" within the meaning of the Securities and Futures Ordinance (Cap. No. 571, Laws of Hong Kong) and any rules made thereunder.

The notes have not been and will not be registered under the Financial Instruments and Exchange Law of Japan (Law No. 25 of 1998, as amended, the "FIEL") and Goldman, Sachs & Co. has agreed that it will not offer or sell any offered notes, directly or indirectly, in Japan or to, or for the benefit of, any resident of Japan, or to others for re-offering or resale, directly or indirectly, in Japan or to a resident of Japan, except pursuant to an exemption from the registration requirements of, and otherwise in compliance with, the FIEL and any other applicable laws, regulations and ministerial guidelines of Japan. As used in this

resident of Japan means any person resid
corporation or other entity organized unde

This prospectus supplement has not be
with the Monetary Authority of Singapore.
supplement and any other document or m
offer or sale, or invitation for subscription o
not be circulated or distributed, nor may th
be made the subject of an invitation for su
whether directly or indirectly, to persons in
institutional investor under Section 274 of
Act, Chapter 289 of Singapore (the "SFA")
(pursuant to Section 275(1), or any person
and in accordance with the conditions, spe
SFA or (iii) otherwise pursuant to, and in a
of, any other applicable provision of the SF

Where the notes are subscribed or purc
the SFA by a relevant person which is: (a)
accredited investor (as defined in Section
business of which is to hold investments a
which is owned by one or more individuals
accredited investor; or (b) a trust (where th
investor) whose sole purpose is to hold inv
beneficiary of the trust is an individual who
shares, debentures and units of shares an
corporation or the beneficiaries' rights and
described) in that trust shall not be transfe
that corporation or that trust has acquired
made under Section 275 of the SFA excep
investor (for corporations, under Section 2
person defined in Section 275(2) of the SF
to an offer that is made on terms that such
of shares and debentures of that corporati
in that trust are acquired at a consideratio
(or its equivalent in a foreign currency) for
such amount is to be paid for in cash or by
other assets, and further for corporations,

paragraph,

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conditions specified in Section 275 of the SFA; (2) where no consideration is or will be given for the transfer; or (3) where the transfer is by operation of law.

Conflicts of Interest

Goldman, Sachs & Co. is an affiliate of The Goldman Sachs Group, Inc. and, as such, has a "conflict of interest" in this offering within the

meaning of NASD Rule 2720. Consequen
conducted in compliance with the provisio
Sachs & Co. is not permitted to sell notes
over which it exercises discretionary autho
written approval of the account holder.

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No dealer, salesperson or other person is authorized to give any information or to represent anything not contained in this prospectus supplement. You must not rely on any unauthorized information or representations. This prospectus supplement is an offer to sell only the notes offered hereby, but only under circumstances and in jurisdictions where it is lawful to do so. The information contained in this prospectus supplement is current only as of its date.

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Prospectus Supplement

Prospectus Supplement dated April 6, 2009

Prospectus dated April 6, 2009

$9,000,00

**The Goldman
Group, I**

Swap Rate-Linked No
(Linked to the 10-year U

Medium-Term Notes

Prospectus Supplement No. 614 dated November 15, 2010

Goldman, Sac