

Edgar Filing: GOLDMAN SACHS GROUP INC/ - Form 4

GOLDMAN SACHS GROUP INC/  
Form 4  
December 26, 2002

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

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1. Name and Address of Reporting Person\*

|                          |          |          |
|--------------------------|----------|----------|
| Kaplan,                  | Robert   | S.       |
| -----                    | -----    | -----    |
| (Last)                   | (First)  | (Middle) |
| c/o Goldman, Sachs & Co. |          |          |
| 85 Broad Street          |          |          |
| -----                    | -----    | -----    |
|                          | (Street) |          |
| New York,                | New York | 10004    |
| -----                    | -----    | -----    |
| (City)                   | (State)  | (Zip)    |

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2. Issuer Name and Ticker or Trading Symbol

The Goldman Sachs Group, Inc.  
(GS)

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3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

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4. Statement for Month/Day/Year

December 23, 2002

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5. If Amendment, Date of Original (Month/Day/Year)

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

|       |                            |     |                       |
|-------|----------------------------|-----|-----------------------|
| [ ]   | Director                   | [ ] | 10% Owner             |
| [ X ] | Officer (give title below) | [ ] | Other (specify below) |

Vice Chairman of the Corporation

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7. Individual or Joint/Group Filing (Check Applicable Line)

[ X ] Form filed by One Reporting Person

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[ ] Form filed by More than One Reporting Person

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

| 1.  | 2.  | 2A.   | 3.  | 4.  | 5.                  |
|---|---|---|---|---|---------------------|
| Title of Security<br>(Instr. 3)             | Transaction<br>Date<br>(Month/Day/<br>Year) | Deemed<br>Execution<br>Date, if<br>any (Month/<br>Day/Year) | Transaction<br>Code<br>(Instr. 8)<br>Code V | Securities Acquired (A) or<br>Disposed of (D)<br>Amount<br>or<br>Price<br>(D) | (Instr. 3, 4 and 5) |
| Common Stock,<br>par value \$0.01 per share | 12/23/02                                    |   | G V   | 16,958 D  |                     |

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

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1.   | 2.   | 3.  | 3A.   | 4.  | 5.   | 6.   | 7.  |
|--|--|---|---|---|--|--|---|
| Title of<br>Derivative<br>Security<br>(Instr. 3) | Derivative<br>Security<br>Date<br>(Month/<br>Day/<br>Year) | Transaction<br>Date<br>(Month/<br>Day/<br>Year) | Transaction<br>Code<br>(Instr. 3,<br>4 and 5)<br>Code V | Transaction<br>Code<br>(Instr. 3,<br>4 and 5)<br>Code V | Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>(D)<br>(Instr. 3,<br>4 and 5)<br>(A) (D) | Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>Date<br>Expiration<br>Date | Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4)<br>Amount<br>or<br>Number<br>of<br>Shares |
|  |  |   |   |   |  |  |   |

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By: /s/ Roger S. Begelman

December 26, 2002

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\*\*Signature of Reporting Person  
Attorney-in-fact

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Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

Alternatively, this Form is permitted to be submitted to the Commission in electronic format at the option of the reporting person pursuant to Rule 101(b)(4) of Regulation S-T.