

GOLDMAN SACHS GROUP INC/
Form 4
April 21, 2006

FORM 4

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

OMB APPROVAL

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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 *
NORA JOHNSON SUZANNE M

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)
04/19/2006

____ Director
 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)
 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)
			Code	V Amount (A) or (D) Price			
Common Stock, par value \$0.01 per share	04/19/2006		S	100 D \$ 164.53	416,702	I	See footnote (1)
Common Stock, par value \$0.01 per share	04/19/2006		S	300 D \$ 164.51	416,402	I	See footnote (1)
	04/19/2006		S	400 D \$ 164.5	416,002	I	

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Common Stock, par value \$0.01 per share								See footnote <u>(1)</u>
Common Stock, par value \$0.01 per share	04/19/2006	S	300	D	\$ 164.47	415,702	I	See footnote <u>(1)</u>
Common Stock, par value \$0.01 per share	04/19/2006	S	200	D	\$ 164.46	415,502	I	See footnote <u>(1)</u>
Common Stock, par value \$0.01 per share	04/19/2006	S	1,200	D	\$ 164.45	414,302	I	See footnote <u>(1)</u>
Common Stock, par value \$0.01 per share	04/19/2006	S	900	D	\$ 164.44	413,402	I	See footnote <u>(1)</u>
Common Stock, par value \$0.01 per share	04/19/2006	S	1,300	D	\$ 164.43	412,102	I	See footnote <u>(1)</u>
Common Stock, par value \$0.01 per share	04/19/2006	S	200	D	\$ 164.42	411,902	I	See footnote <u>(1)</u>
Common Stock, par value \$0.01 per share	04/19/2006	S	100	D	\$ 164.4	411,802	I	See footnote <u>(1)</u>
Common Stock, par value \$0.01 per share	04/19/2006	S	100	D	\$ 164.38	411,702	I	See footnote <u>(1)</u>
	04/19/2006	S	3,000	D		408,702	I	

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Common Stock, par value \$0.01 per share					\$ 164.35			See footnote <u>(1)</u>
Common Stock, par value \$0.01 per share	04/19/2006	S	300	D	\$ 164.3	408,402	I	See footnote <u>(1)</u>
Common Stock, par value \$0.01 per share	04/19/2006	S	300	D	\$ 164.22	408,102	I	See footnote <u>(1)</u>
Common Stock, par value \$0.01 per share	04/19/2006	S	900	D	\$ 164.21	407,202	I	See footnote <u>(1)</u>
Common Stock, par value \$0.01 per share	04/19/2006	S	100	D	\$ 164.19	407,102	I	See footnote <u>(1)</u>
Common Stock, par value \$0.01 per share	04/19/2006	S	2,300	D	\$ 164.18	404,802	I	See footnote <u>(1)</u>
Common Stock, par value \$0.01 per share	04/19/2006	S	4,600	D	\$ 164.15	400,202	I	See footnote <u>(1)</u>
Common Stock, par value \$0.01 per share	04/19/2006	S	300	D	\$ 164.14	399,902	I	See footnote <u>(1)</u>
Common Stock, par value \$0.01 per share	04/19/2006	S	200	D	\$ 164.12	399,702	I	See footnote <u>(1)</u>
	04/19/2006	S	100	D		399,602	I	

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Common Stock, par value \$0.01 per share					\$ 164.11			See footnote (1)
Common Stock, par value \$0.01 per share	04/19/2006	S	800	D	\$ 164.1	398,802	I	See footnote (1)
Common Stock, par value \$0.01 per share	04/19/2006	S	800	D	\$ 164.03	398,002	I	See footnote (1)
Common Stock, par value \$0.01 per share	04/19/2006	S	500	D	\$ 164.02	397,502	I	See footnote (1)
Common Stock, par value \$0.01 per share	04/19/2006	S	500	D	\$ 164.01	397,002	I	See footnote (1)
Common Stock, par value \$0.01 per share	04/19/2006	S	22,200	D	\$ 164	374,802	I	See footnote (1)
Common Stock, par value \$0.01 per share	04/20/2006	G	V 23,700	D	\$ 0	351,102	I	See footnote (1)
Common Stock, par value \$0.01 per share						13,609	D	

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

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