

Regulator File No.

84-01100

In accordance with Rule 202 of Regulation S-T, this amendment to Form TA-1 is being filed in paper pursuant to a continuing hardship exemption.

OMB Approval

OMB Number: 3235-0084
Expires: April 30, 2012
Estimated average burden hours per response.....2.0



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

FORM TA-1 / A

UNIFORM FORM FOR REGISTRATION AS A TRANSFER AGENT AND FOR AMENDMENT TO REGISTRATION
PURSUANT TO SECTION 17A OF THE SECURITIES AND EXCHANGE ACT OF 1934

GENERAL: Form TA-1 is to be used to register or amend registration as a transfer agent with the Comptroller of the Currency, the Board of Governors of the Federal Reserve System, the Federal Deposit Insurance Corporation or the Securities and Exchange Commission pursuant to Section 17A of the Securities Exchange Act of 1934. Read all instructions before completing this form. Please print or type all responses.

1. Appropriate regulatory agency (check one) (See General Instruction D):	
<input type="checkbox"/> Comptroller of the Currency	<input type="checkbox"/> Board of Governors of the Federal Reserve System
<input type="checkbox"/> Federal Deposit Insurance Corporation	<input checked="" type="checkbox"/> Securities and Exchange Commission
2. Filing Status of this form (check one):	
<input type="checkbox"/> Registration	<input checked="" type="checkbox"/> Amendment to Registration
3. a. Full name of registrant: Goldman, Sachs & Co.	
Previous name, if being amended: N/A	
b. Financial Industry Number Standard (FINS) number (See Special Instruction A1): 990050	
c. Address of principal office where transfer agent activities are, or will be, performed (See Special Instruction A2): (Number and Street) (City) (State) (Zip Code) 71 S. Wacker Dr. Suite 500 Chicago, IL 60606	
d. Mailing address, if different from response to Question 3c. N/A	
e. Telephone Number: (Include Area Code) 312-655-4400	
SECURITIES AND EXCHANGE COMMISSION RECEIVED OCT 12 2011 REGISTRATIONS BRANCH	
4. Does registrant conduct, or will conduct transfer agent activities at any location other than that given in question 3c above? If "yes", provide address(es):	
Yes <input type="checkbox"/>	No <input type="checkbox"/>
5. Does registrant act, or will it act, as a transfer agent solely for its own securities and/or securities of an affiliate(s)? (See Special Instruction A5)	
Yes <input type="checkbox"/>	No <input type="checkbox"/>

SEC 1528 (9-01)

Persons who are to 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.

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Applicant Name: Goldman, Sachs & Co.

Date: October 11, 2011

6. Has registrant, as a named transfer agent, engaged, or will it engage, a service company to perform any transfer agent functions? Yes No

If "yes," provide the name(s) and address(es) of all service companies engaged, or that will be engaged, by the registrant to perform its transfer agent functions:

Name:

Address: (Number and Street) (City) (State) (Zip Code)

Name:

Address: (Number and Street) (City) (State) (Zip Code)

7. Has registrant been engaged, or will it be engaged, as a service company by a named transfer agent to perform transfer agent functions? Yes No

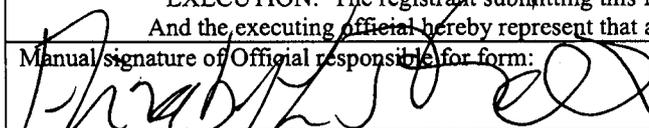
If "yes," provide the name(s) and FINS number(s) of the named transfer agent(s) for which the registrant has been engaged, or will be engaged as a service company to perform transfer agent functions:

Delete

Name: FINS Number:

**ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT
CONSTITUTE FEDERAL CRIMINAL VIOLATIONS. See 18 U.S. C. 1001 and 15 U.S.C. 78ff(a)**

EXECUTION: The registrant submitting this form, and as required, the SEC supplement and Schedules A-D, And the executing official hereby represent that all the information contained herein is true, correct and complete.

Manual signature of Official responsible for form:


Title:
Chief Compliance Officer

Name of Official responsible for form:
(First name, Middle name, Last name)
Elizabeth Janelle Ford

Date Executed (Month/Day/Year):
October 11, 2011

Regulator/File No. 84-01100	SEC Supplement to Form TA-1	OMB APPROVAL OMB Number: 3235-0084 Expires: April 30, 2012 Estimated average burden hours per response.....2.0
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Completion of the SEC Supplement to Form TA-1 is required of all independent, non-issuer registrants
Whose appropriate regulatory agency is the Securities and Exchange Commission.

Full name of registrant:
Goldman, Sachs & Co.

1. If registrant is a:
 Corporation – Complete Schedule A Sole Proprietorship – Complete Schedule C
 Partnership – Complete Schedule B Other (specify): _____ - Complete Section C

2. Does any person or entity not named in Schedules A, B or C:

(a) directly or indirectly, through agreement or otherwise exercise or have the power to exercise control over the management or policies of applicant; or..... Yes No

(If yes, state on Schedule D the exact name of each person or entity and describe the agreement or other basis through which such person or entity exercises or has the power to exercise control.)

(b) wholly or partially finance the business of applicant, directly or indirectly, in any manner other than by a public offering of securities made pursuant to the Securities Act of 1933 or by credit extended in the ordinary course of business by suppliers, banks and others?..... Yes No

(If yes, state on Schedule D the exact name of each person or entity and describe the agreement or arrangement through which such financing is made available, including the amount thereof.)

3. Definitions:

Control Affiliate: - An individual or firm that directly or indirectly controls, is under common with, or is controlled by applicant. Included are any employees identified in Schedules A, B, C or D of this form as exercising control. Excluded are any employees who perform solely clerical, administrative support of similar functions, or who, regardless of title, perform no executive duties or have no senior policy making authority.

Investment or investment related: - Pertaining to securities, commodities, banking, insurance, or real estate (including, but not limited to, acting as or being associated with a broker-dealer, investment company, investment adviser, futures sponsor, bank, or savings and loan association).

Involved: - Doing an act of aiding, abetting, counseling, commanding, inducing, conspiring with or failing reasonably to supervise another in doing an act.

A. In the past ten years has the applicant or a control affiliate been convicted of or plead guilty or nolo contendere (“no contest”) to:

(1) A felony or misdemeanor involving: investment or an investment-related business, fraud, false statements or omissions, wrongful taking of property, or bribery, forgery, counterfeiting or extortion? Yes No

(2) Any other felony?..... Yes No

B. Has any court in the past ten years:

(1) Enjoined the applicant or a control affiliate in connection with any investment-related activity?..... Yes No

(2) Found that the applicant or a control affiliate was involved in a violation of investment-related statutes or regulations? Yes No

C. Has the U.S. Securities and Exchange Commission or the Commodity Futures Trading Commission ever:

(1) Found the applicant or a control affiliate to have made a false statement or omission?..... Yes No

(2) Found the applicant or a control affiliate to have been involved in a violation of its regulations or statutes?..... Yes No

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(3) Found the applicant or a control affiliate to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked or restricted?..... Yes No

(4) Entered an order denying, suspending or revoking the applicant's or a control affiliate's registration or otherwise disciplined it by restricting its activities?..... Yes No

D. Has any other Federal regulatory agency or any state regulatory agency:

(1) ever found the applicant or a control affiliate to have made a false statement or omission or to have been dishonest, unfair, or unethical? Yes No

(2) ever found the applicant or a control affiliate to have been involved in a violation of investment-related regulations or statutes? Yes No

(3) ever found the applicant or a control affiliate to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked, or restricted? Yes No

(4) in the past ten years entered an order against the applicant or a control affiliate in connection with investment-related activity? Yes No

(5) ever denied, suspended, or revoked the applicant's or a control affiliate's registration or license, or prevented it from associating with an investment-related business, or otherwise disciplined it by restricting its activities? Yes No

(6) ever revoked or suspended the applicant's or a control affiliate's license as an attorney or accountant? Yes No

E. Has any self-regulatory organization or commodities exchange ever:

(1) found the applicant or a control affiliate to have made a false statement or omission? Yes No

(2) found the applicant or a control affiliate to have been involved in a violation of its rules? Yes No

(3) found the applicant or a control affiliate to have been the cause of an investment-related business losing its authorization to do business? Yes No

(4) Disciplined the applicant or a control affiliate by expelling or suspending it from membership, by barring or suspending its association with other members, or by otherwise restricting its activities? Yes No

F. Has any foreign government, court, regulatory agency, or exchange ever entered an order against the applicant or a control affiliate related to investments or fraud? Yes No

G. Is the applicant or a control affiliate now the subject of any proceeding that could result in a yes answer to parts A-F of this item? Yes No

H. Has a bonding company denied, paid out on, or revoked a bond for the applicant or a control affiliate? Yes No

I. Does the applicant or a control affiliate have any unsatisfied judgments or liens against it? Yes No

4. For each yes to Item 3, provide on Schedule D the following details of any court or regulatory action:

- The individuals named in the action
- The title and date of the action
- The court or body taking the action and its location

A description of the proceeding

File Number 84-01100	Schedule A of SEC Supplement to Form TA-1 For Corporate Registrants	
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This form requests information on corporate registrants.

1. Please complete appropriate columns for:
 - A. each Chief Executive Officer, Chief Financial Officer, Chief Operations Officer, Chief Legal Officer, Chief Compliance Officer, Director, and persons with similar status or functions and
 - B. each other person who is, directly or indirectly the beneficial owner of 5% or more of any class of equity security of registrant.
2. Check "Control Person" column if person has "control". Control is defined as:
Control – the power to direct or cause the direction of the management or policies of a company, whether through ownership of securities, by contract, or otherwise. Any individual or firm that is a director, partner or officer exercising executive responsibility (or having similar status or functions) or that directly or indirectly has the right to vote 25 percent or more of the voting securities or is entitled to 25 percent or more of the profits is presumed to control that company.
3. Ownership codes are:
 NA – 0 – 5% B – 10% up to 25% D – 50% - 75%
 A – 5% - 10% C – 25% up to 50% E – 75% - 100%

ADD	Section for Initial Registration and for Amendments Reporting Additional Persons.
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Full Name	Social Security Number	Date of Relationship (beginning)	Title or Status	Ownership Code	Control Person
Last First Middle					

AMEND	Section for amendments reporting changes in the title, status or ownership code of previously reported persons.
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DELETE	Section for amendments to report deletion of previously reported persons.
	Ending

File Number 84-01100	Schedule B of SEC Supplement to Form TA-1 For Partnership Registrants	
Date: Mo/Day/Yr 10/11/2011	Full Name of Registrant: Goldman, Sachs & Co.	

This form requests information on partnership registrants.

1. Please complete for all general partners and list all limited and special partners who have contributed 5% or more of the partnership's capital.
2. For each partner, complete appropriate columns below.
3. Check "Control Person" column if person has "control." Control is defined as:
Control: The power to direct or cause the direction of the management or policies of a company, whether through ownership of securities, by contract, or otherwise. Any individual or firm that is a director, partner or officer exercising executive responsibility (or having similar status or functions) or that directly or indirectly has the right to vote 25 percent or more of the voting securities or is entitled to 25 percent or more of the profits is presumed to control that company.
4. Ownership codes are:
NA - 0 - 5% B - 10% up to 25% D - 50% - 75%
A - 5% - 10% C - 25% up to 50% E - 75% - 100%

ADD	Section for Initial Registration and for Amendments Reporting Additional Persons.
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Full Name			Social Security Number	Date of Relationship (beginning)	Title or Status	Ownership Code	Control Person
Last	First	Middle					

AMEND	Section for amendments reporting changes in the title, status or ownership code of previously reported persons.

DELETE	Section for amendments to report deletion of previously reported persons.
	Ending

File Number 84-01100	Schedule C of SEC Supplement to Form TA-1 For Partnership Registrants	
Date: Mo/Day/Yr 10/11/2011	Full Name of Registrant: Goldman, Sachs & Co.	

This form requests information on applicants other than partnerships and corporations.

1. Please complete for any person, including a trustee, who directs, manages, or participates in directing or managing the affairs of registrant. 2. Give each listed person's title or status and describe the nature of his authority and his beneficial interest in applicant.							
ADD	Section for Initial Registration and for Amendments Reporting Additional Persons.						
Full Name			Social Security Number	Date of Relationship (beginning)	Title or Status	Ownership Code	Control Person
Last	First	Middle					
AMEND	Section for amendments reporting changes in the title, status or ownership code of previously reported persons.						
DELETE	Section for amendments to report deletion of previously reported persons.						
				Ending			

File Number	Schedule D of SEC Supplement to Form TA-1	
84-01100		
Date: Mo/Day/Yr 10/11/2011	Full Name of Registrant: Goldman, Sachs & Co.	

Use this Schedule to report details of affirmative responses to questions contained in the SEC Supplement.

Item on Form (Identify)	Answer
3G	<p>Australian Securities Exchange, File No. 2010029</p> <p>In a Contravention Notice dated August 12, 2011 (the "Notice"), the Australian Securities Exchange ("ASX") alleged that, during the period from November 4, 2009 to August 26, 2010, (i) Goldman Sachs & Partners Australia Pty Ltd ("GS&PA") contravened ASX Market Rule 7.11.1 by failing to comply with the relevant provisions of the Australian Corporations Act (and its accompanying regulations) governing the keeping and treatment of money paid, or property given, to GS&PA in connection with services provided to, or products held by, clients of GS&PA, and (ii) GS&PA contravened ASX Market Rule 7.11.10 by failing to perform a reconciliation in relation to the relevant trust account in the time, form and manner required by the ASX. The alleged contraventions have been referred to the ASX Disciplinary Tribunal for determination.</p>
3F	<p>Bourse de Montréal Inc.</p> <p>In an originating notice to Goldman Sachs International ("GSI") dated June 28, 2011, and received by GSI on July 1, 2011, the Bourse de Montréal Inc. (the "Bourse") alleged that, during the period from May 27, 2008 to November 2, 2010, GSI provided certain personnel access to the electronic trading system of the Bourse without having obtained the prior approval of the Bourse, in alleged contravention of section A) of Article 6366 of the Rules of the Bourse. By way of an offer of settlement approved on August 30, 2011 by the Special Committee – Regulatory Division of the Bourse, GSI agreed to pay a fine in the amount of CAD\$50,000, as well as an additional amount of CAD\$2,500 for costs, which amount was paid by submission of a wire on September 22, 2011. As indicated in a circular published by the Bourse on September 7, 2011: (i) GSI did not have any prior disciplinary record with the Bourse, and provided the Bourse with full cooperation throughout its inquiries and (ii) GSI's actions did not result in any harm or financial loss to customers or to other approved participants, nor did it give rise to a financial gain to GSI or its employees.</p>
3D(4)	<p>Board of Governors of the Federal Reserve System, Docket No. 11-112-B-HC/SM</p> <p>The Board of Governors of the Federal Reserve System (the "Federal Reserve") alleged that, prior to September 1, 2011, The Goldman Sachs Group, Inc. ("GS Group") and Goldman Sachs Bank USA ("GS Bank", and together with GS Group, "Goldman Sachs") engaged in a pattern of misconduct and negligence relating to deficient practices in residential mortgage loan servicing and foreclosure processing involving Litton Loan Servicing LP ("Litton"), a former subsidiary. Without admitting or denying the allegations, GS Group and GS Bank entered into a Consent Order (the "Consent") with the Federal Reserve on September 1, 2011, in which Goldman Sachs consented to retain an independent consultant to review foreclosure proceedings, initiated by Litton, that were pending at any time in 2009 or 2010. The review is intended to provide remediation to certain borrowers who may have suffered financial injury as a result of wrongful foreclosures or other deficiencies identified in a review of the foreclosure process, and will be conducted consistent with the reviews currently underway at the 14 large mortgage servicers that consented to enforcement actions brought by the banking agencies on April 13, 2011. If GS Group re-enters the mortgage servicing business while the Consent is in effect, it will be required to implement enhanced corporate governance, risk-management, compliance, borrower communication, servicing and foreclosure practices. The Federal Reserve believes monetary sanctions are appropriate and plans to announce monetary penalties against Goldman Sachs that will be in addition to the corrective actions that Goldman Sachs will be taking pursuant to the Consent. In the Consent, Goldman Sachs has acknowledged responsibility for satisfying any civil money penalty that the Federal Reserve could have assessed against Litton for its alleged conduct, and will pay and appropriately report any monetary penalty announced.</p>

3F

Central Bank of Ireland, File No. ASP/GSBE/BSD

On April 11, 2011, the Central Bank of Ireland (the "Central Bank") provided Goldman Sachs Bank (Europe) p.l.c. ("GSBE") a Notice of Commencement of Examination (the "Notice"), pursuant to Part IIIC of the Irish Central Bank Act of 1942 (the "Act"), in connection with Central Bank concerns that GSBE may have committed certain prescribed contraventions for the purpose of section 33AO(1) of the Act. The prescribed contraventions cited by the Central Bank are that from in or around December 2008 to October 2010, GSBE failed: (i) to have or to implement, any, or any effective, processes to identify, manage, monitor or report the counterparty risks it was or might have been exposed to, in alleged contravention of Regulation 16(3)(b) of the European Communities (Licensing and Supervision of Credit Institutions) Regulations 1992 (the "Regulations"), and (ii) to have or maintain any or adequate internal control mechanism to identify that the Capital Adequacy Tracking System-Counterparty Risk Requirement application was incorrectly calculating the regulatory capital requirements, in alleged contravention of Regulation 16(3)(c) of the Regulations. On September 8, 2011, GSBE entered into a settlement agreement (the "Settlement Agreement") with the Central Bank in relation to breaches of the Regulations, relating to GSBE's failure, during the period from July 16, 2008 to December 17, 2010, to comply with: (i) regulation 16(3)(b) of the Regulations, in that GSBE's processes failed to manage, monitor and report accurately its regulatory counterparty risk capital requirement, and (ii) regulation 16(3)(c) of the Regulations, in that GSBE's internal control mechanism failed to identify that its regulatory counterparty risk capital requirement was incorrectly calculated. GSBE agreed to a reprimand and to the payment of a monetary penalty to the Central Bank in the amount of €160,000, which amount was paid by submission of a wire on September 14, 2011. The Settlement Agreement specifically states that the error at issue did not result in any breach of the capital adequacy ratios and no counterparties were impacted and that, in deciding the appropriate penalty to impose, the Central Bank took into account: (i) the regulatory capital maintained by GSBE between July 16, 2008 to December 17, 2010 was at all times in excess of its capital requirements, (ii) GSBE self reported the issue to the Central Bank and has taken appropriate remedial steps to rectify the breaches and (iii) the cooperation of GSBE during the investigation and in settling at an early stage in the administrative sanctions procedure. The Central Bank confirms that the matter is closed.