



This document is important and requires your immediate attention. If you are in doubt as to the action you should take you should seek advice from your investment professional, bank manager, solicitor, accountant or other independent financial adviser. If you have sold or transferred all of your Shares in Goldman Sachs Funds please pass this document at once to the purchaser or transferee or to the investment professional, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee as soon as possible. If you are a custodian, nominee, intermediary or other platform provider, please pass this document on to the beneficial owner of the Shares.

Unless otherwise defined in this document, all capitalised terms have the same meaning as capitalised terms used in the latest prospectus for Goldman Sachs Funds (the "Prospectus"). Copies of the Fund's Prospectus, the Hong Kong covering document and the product key facts statements of each sub-fund of the Fund authorized by the Securities and Futures Commission ("SFC") (together the "Hong Kong Offering Documents"), as well as the Articles and the latest annual report and accounts and semi-annual report of the Fund are available free of charge during normal business hours from your distributor or the Hong Kong Representative. The latest Hong Kong Offering Documents are also available at <https://www.gsam.com/content/gsam/hkg/en/individual/homepage.html>.

GOLDMAN SACHS FUNDS

Société d'Investissement à Capital Variable

Registered Office

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By registered mail

28 January 2019

Notice to Shareholders of Goldman Sachs Funds (the "Fund"), currently managed by Goldman Sachs Asset Management Global Services Limited (the "Current Management Company").

Dear Shareholder,

We are writing to advise you of certain changes to the prospectus of the Fund (the "**Prospectus**"). The changes will be effective on 28 February 2019 or shortly thereafter (the "**Effective Date**"). Any Shareholder who does not agree with such changes may redeem its Shares free of charge on any Dealing Day prior to the Effective Date.

The changes listed below are a summary of the updates made to the Prospectus, which also includes additional minor changes or clarifications. These changes may affect you regardless of which Portfolio you are invested in. Shareholders should obtain and read the Prospectus for details.

1. Change of Management Company

In view of the forthcoming departure of the United Kingdom from the European Union, the board of directors of the Fund (the “**Board**”) has decided to replace the Current Management Company, **Goldman Sachs Asset Management Global Services Limited**, with another entity of the Goldman Sachs Group Inc. located in a European Union Member State, **Goldman Sachs Asset Management Fund Services Limited** (the “**New Management Company**”), subject to approval by the Luxembourg supervisory authority of the Fund, the *Commission de Surveillance du Secteur Financier*.

The New Management Company is authorized and regulated by the Central Bank of Ireland and has its registered office at 47 St. Stephen’s Green, Dublin 2, Ireland.

The Fund will appoint the New Management Company as the new management company of the Fund, under the overall supervision and control of the Board, to perform investment management services, administrative agency, registrar and transfer agency services, as well as marketing, principal and sales services, as detailed in the management company services agreement entered into with the New Management Company and in the Prospectus.

The New Management Company will in turn delegate the investment management functions to **Goldman Sachs Asset Management International** which is the Fund’s current investment adviser (the “**Investment Adviser**”).

The central administration functions will be delegated to the Fund’s current central administration agent, **State Street Bank Luxembourg S.C.A.**, and the registrar and transfer agent function to **RBC Investors Services Bank S.A.**, the Fund’s current registrar and transfer agent.

The New Management Company will act as principal distributor in replacement of Goldman Sachs International and have the authority to appoint sub-distributors.

2. Fee Flow Change

In addition, there will be a change to how fees are paid such that the New Management Company will pay the fees and expenses of its delegates out of the assets of the Fund (currently, the Fund pays the delegates of the Current Management Company directly). The New Management Company will receive cash from the Fund for the purpose of paying the fees and expenses of the New Management Company’s delegates and the New Management Company will then pay the fees and expenses of its delegates directly, reflecting the implementation of IFRS 15 accounting standards. There will be no changes in the fee structure, the fee level or cost borne by the Fund and the Portfolios of the Fund.

3. Section 4 “Risk Considerations”

The Paragraph 4.2.10 “Investments in China” will be amended in order to add clarifications regarding the tax treatment applicable to investments in China.

The changes outlined above do not have any implications on the features and risks applicable to the Fund and the Portfolios of the Fund and save and except for the changes mentioned above, there will be no change to the operation and manner in which the Fund and the Portfolios of the Fund are

managed. The changes outlined in this notice will also have no adverse impact on, nor do they materially prejudice, the rights or interests of existing investors.

All costs resulting from the changes outlined above (excluding costs related to the authorization of the New Management Company which will be borne by the New Management Company) will be approximately USD230,000¹, and will be incurred by the Fund and allocated across the Portfolios of the Fund on a fair and equitable basis.

Disclosures for Hong Kong Investors

With respect to the Fund and each SFC authorized sub-fund of the Fund, for so long as the Fund and each sub-fund of the Fund remains authorized by the SFC in Hong Kong, the New Management Company shall at all times delegate its investment management functions with respect to the Fund and such SFC authorized sub-funds to the Investment Adviser (subject to any third country delegation provisions imposed by the relevant European Union competent authority), or other qualified entities acceptable to the SFC, and must obtain SFC's prior approval for any changes to the investment management delegation arrangement.

The Hong Kong Offering Documents will be updated to reflect the abovementioned changes as necessary in due course.

Investors may contact the Hong Kong Representative for any enquiries in relation to the above at the Hong Kong Representative's registered office Cheung Kong Center, 68th Floor, 2 Queen's Road Central, Hong Kong, People's Republic of China, or by phone at +852 2978 0107.

The Current Management Company accepts full responsibility for the accuracy of the information contained in this document as being accurate at the date of publication.

Yours sincerely



On behalf of the Board of Directors of Goldman Sachs Funds.

¹ Based on the exchange rate as of the date of this notice. Actual costs may be higher or lower.