

GOLDMAN SACHS GROUP INC

Form 10-Q

May 04, 2018

Table of Contents

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 10-Q

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934**

For the quarterly period ended March 31, 2018

or

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934**

For the transition period from _____ **to**
Commission File Number: 001-14965

The Goldman Sachs Group, Inc.

(Exact name of registrant as specified in its charter)

Delaware	13-4019460
(State or other jurisdiction of	(I.R.S. Employer
incorporation or organization)	Identification No.)
200 West Street, New York, N.Y.	10282
(Address of principal executive offices)	(Zip Code)
(212) 902-1000	

(Registrant's telephone number, including area code)

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Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of large accelerated filer, accelerated filer, smaller reporting company and emerging growth company in Rule 12b-2 of the Exchange Act.

	Large accelerated filer	Accelerated filer
Non-accelerated filer	(Do not check if a smaller reporting company)	Smaller reporting company
	Emerging growth company	

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).
Yes No

APPLICABLE ONLY TO CORPORATE ISSUERS

As of April 20, 2018, there were 377,718,087 shares of the registrant's common stock outstanding.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

QUARTERLY REPORT ON FORM 10-Q FOR THE QUARTER ENDED MARCH 31, 2018

INDEX

Form 10-Q Item Number	Page No.
------------------------------	-----------------

PART I

<u>FINANCIAL INFORMATION</u>	1
-------------------------------------	----------

Item 1

<u>Financial Statements (Unaudited)</u>	1
--	----------

<u>Condensed Consolidated Statements of Earnings</u>	1
--	---

<u>Condensed Consolidated Statements of Comprehensive Income</u>	2
--	---

<u>Condensed Consolidated Statements of Financial Condition</u>	3
---	---

<u>Condensed Consolidated Statements of Changes in Shareholders Equity</u>	4
--	---

<u>Condensed Consolidated Statements of Cash Flows</u>	5
--	---

<u>Notes to Condensed Consolidated Financial Statements</u>	6
--	----------

<u>Note 1. Description of Business</u>	6
--	---

<u>Note 2. Basis of Presentation</u>	6
--------------------------------------	---

Table of Contents	3
-------------------	---

<u>Note 3. Significant Accounting Policies</u>	7
<u>Note 4. Financial Instruments Owned and Financial Instruments Sold, But Not Yet Purchased</u>	15
<u>Note 5. Fair Value Measurements</u>	16
<u>Note 6. Cash Instruments</u>	17
<u>Note 7. Derivatives and Hedging Activities</u>	23
<u>Note 8. Fair Value Option</u>	35
<u>Note 9. Loans Receivable</u>	40
<u>Note 10. Collateralized Agreements and Financings</u>	44
<u>Note 11. Securitization Activities</u>	48
<u>Note 12. Variable Interest Entities</u>	50
<u>Note 13. Other Assets</u>	52
<u>Note 14. Deposits</u>	55
<u>Note 15. Short-Term Borrowings</u>	56
<u>Note 16. Long-Term Borrowings</u>	56
<u>Note 17. Other Liabilities and Accrued Expenses</u>	58
<u>Note 18. Commitments, Contingencies and Guarantees</u>	59
<u>Note 19. Shareholders' Equity</u>	63
Table of Contents	4

<u>Note 20. Regulation and Capital Adequacy</u>	65
<u>Note 21. Earnings Per Common Share</u>	73
<u>Note 22. Transactions with Affiliated Funds</u>	73
<u>Note 23. Interest Income and Interest Expense</u>	74
<u>Note 24. Income Taxes</u>	74
<u>Note 25. Business Segments</u>	75
<u>Note 26. Credit Concentrations</u>	77
<u>Note 27. Legal Proceedings</u>	78
	Page No.
<u>Report of Independent Registered Public Accounting Firm</u>	85
<u>Statistical Disclosures</u>	86
Item 2	
<u>Management's Discussion and Analysis of Financial Condition and Results of Operations</u>	88
<u>Introduction</u>	88
<u>Executive Overview</u>	88
<u>Business Environment</u>	89
<u>Critical Accounting Policies</u>	90
	92
Table of Contents	5

Recent Accounting Developments

Use of Estimates 92

Results of Operations 93

Balance Sheet and Funding Sources 102

Equity Capital Management and Regulatory Capital 107

Regulatory Matters and Developments 111

Off-Balance-Sheet Arrangements and Contractual Obligations 112

Risk Management 114

Overview and Structure of Risk Management 114

Liquidity Risk Management 119

Market Risk Management 126

Credit Risk Management 131

Operational Risk Management 137

Model Risk Management 139

Available Information 140

Cautionary Statement Pursuant to the U.S. Private Securities Litigation Reform Act of 1995 141

Item 3 142

Quantitative and Qualitative Disclosures About Market Risk

Item 4

<u>Controls and Procedures</u>	142
---------------------------------------	------------

PART II

<u>OTHER INFORMATION</u>	142
---------------------------------	------------

Item 1

<u>Legal Proceedings</u>	142
---------------------------------	------------

Item 2

<u>Unregistered Sales of Equity Securities and Use of Proceeds</u>	142
---	------------

Item 6

<u>Exhibits</u>	143
------------------------	------------

<u>SIGNATURES</u>	143
--------------------------	------------

Goldman Sachs March 2018 Form 10-Q

Table of Contents**PART I. FINANCIAL INFORMATION****Item 1. Financial Statements (Unaudited)**

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Condensed Consolidated Statements of Earnings**(Unaudited)**

	Three Months Ended March	
<i>in millions, except per share amounts</i>	2018	2017
Revenues		
Investment banking	\$ 1,793	\$1,703
Investment management	1,639	1,397
Commissions and fees	862	771
Market making	3,204	2,418
Other principal transactions	1,620	1,221
Total non-interest revenues	9,118	7,510
Interest income	4,230	2,746
Interest expense	3,312	2,230
Net interest income	918	516
Net revenues, including net interest income	10,036	8,026
Operating expenses		
Compensation and benefits	4,115	3,291
Brokerage, clearing, exchange and distribution fees	844	692
Market development	182	134
Communications and technology	251	223
Depreciation and amortization	299	257
Occupancy	194	176
Professional fees	235	205
Other expenses	497	509
Total non-compensation expenses	2,502	2,196
Total operating expenses	6,617	5,487
Pre-tax earnings	3,419	2,539
Provision for taxes	587	284
Net earnings	2,832	2,255

Preferred stock dividends	95	93
Net earnings applicable to common shareholders	\$ 2,737	\$2,162

Earnings per common share

Basic	\$ 7.02	\$ 5.23
Diluted	\$ 6.95	\$ 5.15

Dividends declared per common share	\$ 0.75	\$ 0.65
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Average common shares

Basic	389.1	412.5
Diluted	393.8	420.1

The accompanying notes are an integral part of these condensed consolidated financial statements.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Condensed Consolidated Statements of Comprehensive Income**(Unaudited)**

	Three Months Ended March	
<i>\$ in millions</i>	2018	2017
Net earnings	\$2,832	\$2,255
Other comprehensive income/(loss) adjustments, net of tax:		
Currency translation	2	(16)
Debt valuation adjustment	270	(139)
Pension and postretirement liabilities	(4)	1
Available-for-sale securities	(158)	
Other comprehensive income/(loss)	110	(154)
Comprehensive income	\$2,942	\$2,101

The accompanying notes are an integral part of these condensed consolidated financial statements.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Condensed Consolidated Statements of Financial Condition**(Unaudited)**

	As of	
	March	December
<i>\$ in millions</i>	2018	2017
Assets		
Cash and cash equivalents	\$120,503	\$110,051
Collateralized agreements:		
Securities purchased under agreements to resell (includes \$131,103 and \$120,420 at fair value)	131,461	120,822
Securities borrowed (includes \$68,730 and \$78,189 at fair value)	177,567	190,848
Receivables:		
Brokers, dealers and clearing organizations	37,746	24,676
Customers and counterparties (includes \$2,485 and \$3,526 at fair value)	70,273	60,112
Loans receivable	71,697	65,933
Financial instruments owned (at fair value and includes \$61,047 and \$50,335 pledged as collateral)	336,879	315,988
Other assets	27,409	28,346
Total assets	\$973,535	\$916,776
Liabilities and shareholders' equity		
Deposits (includes \$27,537 and \$22,902 at fair value)	\$150,940	\$138,604
Collateralized financings:		
Securities sold under agreements to repurchase (at fair value)	94,690	84,718
Securities loaned (includes \$5,776 and \$5,357 at fair value)	16,483	14,793
Other secured financings (includes \$26,666 and \$24,345 at fair value)	26,757	24,788
Payables:		
Brokers, dealers and clearing organizations	11,729	6,672
Customers and counterparties	179,262	171,497
Financial instruments sold, but not yet purchased (at fair value)	124,171	111,930
Unsecured short-term borrowings (includes \$20,648 and \$16,904 at fair value)	47,760	46,922
Unsecured long-term borrowings (includes \$40,550 and \$38,638 at fair value)	225,899	217,687
Other liabilities and accrued expenses (includes \$104 and \$268 at fair value)	12,265	16,922
Total liabilities	889,956	834,533
Commitments, contingencies and guarantees		
Shareholders' equity		
Preferred stock; aggregate liquidation preference of \$11,203 and \$11,853	11,203	11,853

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Common stock; 890,408,670 and 884,592,863 shares issued, and 377,706,096 and 374,808,805 shares outstanding	9	9
Share-based awards	2,415	2,777
Nonvoting common stock; no shares issued and outstanding		
Additional paid-in capital	53,992	53,357
Retained earnings	93,907	91,519
Accumulated other comprehensive loss	(1,770)	(1,880)
Stock held in treasury, at cost; 512,702,576 and 509,784,060 shares	(76,177)	(75,392)
Total shareholders' equity	83,579	82,243
Total liabilities and shareholders' equity	\$973,535	\$916,776

The accompanying notes are an integral part of these condensed consolidated financial statements.

3 Goldman Sachs March 2018 Form 10-Q

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Condensed Consolidated Statements of Changes in Shareholders' Equity**(Unaudited)**

<i>\$ in millions</i>	Three Months Ended March 2018	Year Ended December 2017
Preferred stock		
Beginning balance	\$ 11,853	\$ 11,203
Issued		1,500
Redeemed	(650)	(850)
Ending balance	11,203	11,853
Common stock		
Beginning balance	9	9
Issued		
Ending balance	9	9
Share-based awards		
Beginning balance, as previously reported	2,777	3,914
Cumulative effect of the change in accounting principle related to forfeiture of share-based awards		35
Beginning balance, adjusted	2,777	3,949
Issuance and amortization of share-based awards	807	1,810
Delivery of common stock underlying share-based awards	(1,145)	(2,704)
Forfeiture of share-based awards	(18)	(89)
Exercise of share-based awards	(6)	(189)
Ending balance	2,415	2,777
Additional paid-in capital		
Beginning balance	53,357	52,638
Delivery of common stock underlying share-based awards	1,660	2,934
Cancellation of share-based awards in satisfaction of withholding tax requirements	(1,040)	(2,220)
Preferred stock issuance costs, net of reversals upon redemption	15	8
Cash settlement of share-based awards		(3)
Ending balance	53,992	53,357
Retained earnings		
Beginning balance, as previously reported	91,519	89,039
Cumulative effect of the change in accounting principle related to:		
Revenue recognition from contracts with clients, net of tax	(53)	
Forfeiture of share-based awards, net of tax		(24)
Beginning balance, adjusted	91,466	89,015
Net earnings	2,832	4,286
Dividends and dividend equivalents declared on common stock and share-based awards	(296)	(1,181)
Dividends declared on preferred stock	(80)	(587)
Preferred stock redemption premium	(15)	(14)

Ending balance	93,907	91,519
Accumulated other comprehensive loss		
Beginning balance	(1,880)	(1,216)
Other comprehensive income/(loss)	110	(664)
Ending balance	(1,770)	(1,880)
Stock held in treasury, at cost		
Beginning balance	(75,392)	(68,694)
Repurchased	(800)	(6,721)
Reissued	16	34
Other	(1)	(11)
Ending balance	(76,177)	(75,392)
Total shareholders equity	\$ 83,579	\$ 82,243

The accompanying notes are an integral part of these condensed consolidated financial statements.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Condensed Consolidated Statements of Cash Flows**(Unaudited)**

	Three Months Ended March	
<i>\$ in millions</i>	2018	2017
Cash flows from operating activities		
Net earnings	\$ 2,832	\$ 2,255
Adjustments to reconcile net earnings to net cash used for operating activities:		
Depreciation and amortization	299	257
Share-based compensation	1,329	1,272
Changes in operating assets and liabilities:		
Receivables and payables (excluding loans receivable), net	(10,479)	(6,658)
Collateralized transactions (excluding other secured financings), net	14,304	15,692
Financial instruments owned (excluding available-for-sale securities)	(19,708)	(13,657)
Financial instruments sold, but not yet purchased	12,165	(1,216)
Other, net	(1,706)	(1,334)
Net cash used for operating activities	(964)	(3,389)
Cash flows from investing activities		
Purchase of property, leasehold improvements and equipment	(1,563)	(838)
Proceeds from sales of property, leasehold improvements and equipment	1,007	77
Net cash used for business acquisitions	(68)	(512)
Purchase of investments	(3,188)	
Proceeds from sales and paydowns of investments	183	542
Loans receivable, net	(5,584)	(816)
Net cash used for investing activities	(9,213)	(1,547)
Cash flows from financing activities		
Unsecured short-term borrowings, net	2,875	(1,007)
Other secured financings (short-term), net	2,728	(1,771)
Proceeds from issuance of other secured financings (long-term)	1,262	2,622
Repayment of other secured financings (long-term), including the current portion	(2,282)	(1,377)
Purchase of Trust Preferred Securities	(35)	
Proceeds from issuance of unsecured long-term borrowings	16,029	19,502
Repayment of unsecured long-term borrowings, including the current portion	(9,607)	(13,088)
Derivative contracts with a financing element, net	189	912
Deposits, net	12,336	3,831
Preferred stock redemption	(650)	
Common stock repurchased	(800)	(1,503)
Settlement of share-based awards in satisfaction of withholding tax requirements	(1,040)	(1,498)
Dividends and dividend equivalents paid on common stock, preferred stock and share-based awards	(376)	(366)
Proceeds from issuance of common stock, including exercise of share-based awards		6
Cash settlement of share-based awards		(3)

Net cash provided by financing activities	20,629	6,260
Net increase in cash and cash equivalents	10,452	1,324
Cash and cash equivalents, beginning balance	110,051	121,711
Cash and cash equivalents, ending balance	\$120,503	\$123,035
SUPPLEMENTAL DISCLOSURES:		

Cash payments for interest, net of capitalized interest, were \$3.55 billion and \$2.31 billion, and cash payments for income taxes, net of refunds, were \$326 million and \$257 million during the three months ended March 2018 and March 2017, respectively. Cash flows related to common stock repurchased includes common stock repurchased in the prior period for which settlement occurred during the current period and excludes common stock repurchased during the current period for which settlement occurred in the following period.

Non-cash activities during the three months ended March 2018:

The firm received \$165 million of loans receivable and \$31 million of held-to-maturity securities in connection with the securitization of financial instruments owned and held for sale loans included in receivables from customers and counterparties.

The firm exchanged \$35 million of Trust Preferred Securities and common beneficial interests for \$35 million of certain of the firm's junior subordinated debt.

Non-cash activities during the three months ended March 2017:

The firm received \$23 million of loans receivable in connection with the securitization of financial instruments owned.

The accompanying notes are an integral part of these condensed consolidated financial statements.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Note 1.

Description of Business

The Goldman Sachs Group, Inc. (Group Inc. or parent company), a Delaware corporation, together with its consolidated subsidiaries (collectively, the firm), is a leading global investment banking, securities and investment management firm that provides a wide range of financial services to a substantial and diversified client base that includes corporations, financial institutions, governments and individuals. Founded in 1869, the firm is headquartered in New York and maintains offices in all major financial centers around the world.

The firm reports its activities in the following four business segments:

Investment Banking

The firm provides a broad range of investment banking services to a diverse group of corporations, financial institutions, investment funds and governments. Services include strategic advisory assignments with respect to mergers and acquisitions, divestitures, corporate defense activities, restructurings, spin-offs and risk management, and debt and equity underwriting of public offerings and private placements, including local and cross-border transactions and acquisition financing, as well as derivative transactions directly related to these activities.

Institutional Client Services

The firm facilitates client transactions and makes markets in fixed income, equity, currency and commodity products, primarily with institutional clients such as corporations, financial institutions, investment funds and governments. The firm also makes markets in and clears client transactions on major stock, options and futures exchanges worldwide and provides financing, securities lending and other prime brokerage services to institutional clients.

Investing & Lending

The firm invests in and originates loans to provide financing to clients. These investments and loans are typically longer-term in nature. The firm makes investments, some of which are consolidated, including through its merchant banking business and its special situations group, in debt securities and loans, public and private equity securities, infrastructure and real estate entities. Some of these investments are made indirectly through funds that the firm manages. The firm also makes unsecured and secured loans to retail clients through its digital platforms, *Marcus*: by *Goldman Sachs* (Marcus) and *Goldman Sachs Private Bank Select* (GS Select), respectively.

Investment Management

The firm provides investment management services and offers investment products (primarily through separately managed accounts and commingled vehicles, such as mutual funds and private investment funds) across all major

asset classes to a diverse set of institutional and individual clients. The firm also offers wealth advisory services provided by the firm's subsidiary, The Ayco Company, L.P., including portfolio management and financial planning and counseling, and brokerage and other transaction services to high-net-worth individuals and families.

Note 2.

Basis of Presentation

These condensed consolidated financial statements are prepared in accordance with accounting principles generally accepted in the United States (U.S. GAAP) and include the accounts of Group Inc. and all other entities in which the firm has a controlling financial interest. Intercompany transactions and balances have been eliminated.

These condensed consolidated financial statements are unaudited and should be read in conjunction with the audited consolidated financial statements included in the firm's Annual Report on Form 10-K for the year ended December 31, 2017. References to the 2017 Form 10-K are to the firm's Annual Report on Form 10-K for the year ended December 31, 2017. The condensed consolidated financial information as of December 31, 2017 has been derived from audited consolidated financial statements not included herein.

These unaudited condensed consolidated financial statements reflect all adjustments that are, in the opinion of management, necessary for a fair statement of the results for the interim periods presented. These adjustments are of a normal, recurring nature. Interim period operating results may not be indicative of the operating results for a full year.

All references to March 2018 and March 2017 refer to the firm's periods ended, or the dates, as the context requires, March 31, 2018 and March 31, 2017, respectively. All references to December 2017 refer to the date December 31, 2017. Any reference to a future year refers to a year ending on December 31 of that year. Certain reclassifications have been made to previously reported amounts to conform to the current presentation.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Note 3.

Significant Accounting Policies

The firm's significant accounting policies include when and how to measure the fair value of assets and liabilities, accounting for goodwill and identifiable intangible assets, and when to consolidate an entity. See Notes 5 through 8 for policies on fair value measurements, Note 13 for policies on goodwill and identifiable intangible assets, and below and Note 12 for policies on consolidation accounting. All other significant accounting policies are either described below or included in the following footnotes:

Financial Instruments Owned and Financial Instruments	
Sold, But Not Yet Purchased	Note 4
Fair Value Measurements	Note 5
Cash Instruments	Note 6
Derivatives and Hedging Activities	Note 7
Fair Value Option	Note 8
Loans Receivable	Note 9
Collateralized Agreements and Financings	Note 10
Securitization Activities	Note 11
Variable Interest Entities	Note 12
Other Assets	Note 13
Deposits	Note 14
Short-Term Borrowings	Note 15
Long-Term Borrowings	Note 16
Other Liabilities and Accrued Expenses	Note 17
Commitments, Contingencies and Guarantees	Note 18
Shareholders' Equity	Note 19

Regulation and Capital Adequacy	Note 20
Earnings Per Common Share	Note 21
Transactions with Affiliated Funds	Note 22
Interest Income and Interest Expense	Note 23
Income Taxes	Note 24
Business Segments	Note 25
Credit Concentrations	Note 26
Legal Proceedings	Note 27
Consolidation	

The firm consolidates entities in which the firm has a controlling financial interest. The firm determines whether it has a controlling financial interest in an entity by first evaluating whether the entity is a voting interest entity or a variable interest entity (VIE).

Voting Interest Entities. Voting interest entities are entities in which (i) the total equity investment at risk is sufficient to enable the entity to finance its activities independently and (ii) the equity holders have the power to direct the activities of the entity that most significantly impact its economic performance, the obligation to absorb the losses of the entity and the right to receive the residual returns of the entity. The usual condition for a controlling financial interest in a voting interest entity is ownership of a majority voting interest. If the firm has a controlling majority voting interest in a voting interest entity, the entity is consolidated.

Variable Interest Entities. A VIE is an entity that lacks one or more of the characteristics of a voting interest entity. The firm has a controlling financial interest in a VIE when the firm has a variable interest or interests that provide it with (i) the power to direct the activities of the VIE that most significantly impact the VIE's economic performance and (ii) the obligation to absorb losses of the VIE or the right to receive benefits from the VIE that could potentially be significant to the VIE. See Note 12 for further information about VIEs.

Equity-Method Investments. When the firm does not have a controlling financial interest in an entity but can exert significant influence over the entity's operating and financial policies, the investment is accounted for either (i) under the equity method of accounting or (ii) at fair value by electing the fair value option available under U.S. GAAP. Significant influence generally exists when the firm owns 20% to 50% of the entity's common stock or in-substance common stock.

In general, the firm accounts for investments acquired after the fair value option became available, at fair value. In certain cases, the firm applies the equity method of accounting to new investments that are strategic in nature or closely related to the firm's principal business activities, when the firm has a significant degree of involvement in the cash flows or operations of the investee or when cost-benefit considerations are less significant. See Note 13 for further information about equity-method investments.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Investment Funds. The firm has formed numerous investment funds with third-party investors. These funds are typically organized as limited partnerships or limited liability companies for which the firm acts as general partner or manager. Generally, the firm does not hold a majority of the economic interests in these funds. These funds are usually voting interest entities and generally are not consolidated because third-party investors typically have rights to terminate the funds or to remove the firm as general partner or manager. Investments in these funds are generally measured at net asset value (NAV) and are included in financial instruments owned. See Notes 6, 18 and 22 for further information about investments in funds.

Use of Estimates

Preparation of these condensed consolidated financial statements requires management to make certain estimates and assumptions, the most important of which relate to fair value measurements, accounting for goodwill and identifiable intangible assets, discretionary compensation accruals, income tax expense related to the Tax Cuts and Jobs Act (Tax Legislation), provisions for losses that may arise from litigation and regulatory proceedings (including governmental investigations), the allowance for losses on loans receivable and lending commitments held for investment, and provisions for losses that may arise from tax audits. These estimates and assumptions are based on the best available information but actual results could be materially different.

Revenue Recognition

Financial Assets and Financial Liabilities at Fair Value. Financial instruments owned and financial instruments sold, but not yet purchased are recorded at fair value either under the fair value option or in accordance with other U.S. GAAP. In addition, the firm has elected to account for certain of its other financial assets and financial liabilities at fair value by electing the fair value option. The fair value of a financial instrument is the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Financial assets are marked to bid prices and financial liabilities are marked to offer prices. Fair value measurements do not include transaction costs. Fair value gains or losses are generally included in market making for positions in Institutional Client Services and other principal transactions for positions in Investing & Lending. See Notes 5 through 8 for further information about fair value measurements.

Revenue from Contracts with Clients. Beginning in January 2018, the firm accounts for revenue earned from contracts with clients for services such as investment banking, investment management, and execution and clearing (contracts with clients) under ASU No. 2014-09, Revenue from Contracts with Customers (Topic 606). As such, revenues for these services are recognized when the performance obligations related to the underlying transaction are completed. See Recent Accounting Developments Revenue from Contracts with Customers (ASC 606) for further information.

The firm's net revenues from contracts with clients subject to this ASU represent approximately 40% of the firm's total net revenues for the three months ended March 2018. This includes approximately 75% of the firm's investment banking revenues, substantially all of the investment management revenues, and commissions and fees. See Note 25

for information about the firm's net revenues by business segment.

Investment Banking

Advisory. Fees from financial advisory assignments are recognized in revenues when the services related to the underlying transaction are completed under the terms of the assignment. Beginning in January 2018, non-refundable deposits and milestone payments in connection with financial advisory assignments are recognized in revenues upon completion of the underlying transaction or when the assignment is otherwise concluded. Prior to January 2018, non-refundable deposits and milestone payments were recognized in revenues in accordance with the terms of the contract.

Beginning in January 2018, non-compensation expenses associated with financial advisory assignments are recognized when incurred. Client reimbursements for such expenses are included in financial advisory revenues. Prior to January 2018, such expenses were deferred until the related revenue was recognized or the assignment was otherwise concluded and were presented as non-compensation expenses, net of client reimbursements.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Underwriting. Fees from underwriting assignments are recognized in revenues upon completion of the underlying transaction based on the terms of the assignment.

Non-compensation expenses associated with underwriting assignments are deferred until the related revenue is recognized or the assignment is otherwise concluded. Beginning in January 2018, such expenses are presented as non-compensation expenses. Prior to January 2018, such expenses were presented net within underwriting revenues.

Investment Management

The firm earns management fees and incentive fees for investment management services, which are included in investment management revenues. The firm makes payments to brokers and advisors related to the placement of the firm's investment funds (distribution fees), which are included in brokerage, clearing, exchange and distribution fees.

Management Fees. Management fees for mutual funds are calculated as a percentage of daily net asset value and are received monthly. Management fees for hedge funds and separately managed accounts are calculated as a percentage of month-end net asset value and are generally received quarterly. Management fees for private equity funds are calculated as a percentage of monthly invested capital or committed capital and are received quarterly, semi-annually or annually, depending on the fund. Management fees are recognized over time in the period the investment management services are provided.

Distribution fees paid by the firm are calculated based on either a percentage of the management fee, the investment fund's net asset value or the committed capital. Beginning in January 2018, the firm presents such fees in brokerage, clearing, exchange and distribution fees. Prior to January 2018, where the firm was considered an agent to the arrangement, such fees were presented on a net basis in investment management revenues.

Incentive Fees. Incentive fees are calculated as a percentage of a fund's or separately managed account's return, or excess return above a specified benchmark or other performance target. Incentive fees are generally based on investment performance over a 12-month period or over the life of a fund. Fees that are based on performance over a 12-month period are subject to adjustment prior to the end of the measurement period. For fees that are based on investment performance over the life of the fund, future investment underperformance may require fees previously distributed to the firm to be returned to the fund.

Beginning in January 2018, incentive fees earned from a fund or separately managed account are recognized when it is probable that a significant reversal of such fees will not occur, which is generally when such fees are no longer subject to fluctuations in the market value of investments held by the fund or separately managed account. Therefore, incentive fees recognized during the period may relate to performance obligations satisfied in previous periods. Prior to January 2018, incentive fees were recognized only when all material contingencies were resolved.

Commissions and Fees

The firm earns commissions and fees from executing and clearing client transactions on stock, options and futures markets, as well as over-the-counter (OTC) transactions. Commissions and fees are recognized on the day the trade is executed. The firm also provides third-party research services to clients in connection with certain soft-dollar arrangements.

Beginning in January 2018, costs incurred by the firm for research are presented net within commissions and fees. Prior to January 2018, costs incurred by the firm for research for certain soft-dollar arrangements were presented in brokerage, clearing, exchange and distribution fees.

Remaining Performance Obligations

Remaining performance obligations are services that the firm has committed to perform in the future in connection with its contracts with clients. The firm's remaining performance obligations are generally related to its financial advisory assignments and certain investment management activities. Revenues associated with remaining performance obligations relating to financial advisory assignments cannot be determined until the outcome of the transaction. For the firm's investment management activities, where fees are calculated based on the net asset value of the fund or separately managed account, future revenues associated with remaining performance obligations cannot be determined as such fees are subject to fluctuations in the market value of investments held by the fund or separately managed account.

The firm is able to determine the future revenues associated with management fees calculated based on committed capital. As of March 2018, substantially all of the firm's future net revenues associated with remaining performance obligations will be recognized through 2023. Annual revenues associated with such performance obligations average less than \$250 million through 2023.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Transfers of Financial Assets

Transfers of financial assets are accounted for as sales when the firm has relinquished control over the assets transferred. For transfers of financial assets accounted for as sales, any gains or losses are recognized in net revenues. Assets or liabilities that arise from the firm's continuing involvement with transferred financial assets are initially recognized at fair value. For transfers of financial assets that are not accounted for as sales, the assets are generally included in financial instruments owned and the transfer is accounted for as a collateralized financing, with the related interest expense recognized over the life of the transaction. See Note 10 for further information about transfers of financial assets accounted for as collateralized financings and Note 11 for further information about transfers of financial assets accounted for as sales.

Cash and Cash Equivalents

The firm defines cash equivalents as highly liquid overnight deposits held in the ordinary course of business. As of March 2018 and December 2017, cash and cash equivalents included \$15.53 billion and \$10.79 billion, respectively, of cash and due from banks, and \$104.97 billion and \$99.26 billion, respectively, of interest-bearing deposits with banks. The firm segregates cash for regulatory and other purposes related to client activity. As of March 2018 and December 2017, \$24.96 billion and \$18.44 billion, respectively, of cash and cash equivalents were segregated for regulatory and other purposes. In addition, the firm segregates securities for regulatory and other purposes related to client activity. See Note 10 for further information about segregated securities.

Receivables from and Payables to Brokers, Dealers and Clearing Organizations

Receivables from and payables to brokers, dealers and clearing organizations are accounted for at cost plus accrued interest, which generally approximates fair value. While these receivables and payables are carried at amounts that approximate fair value, they are not accounted for at fair value under the fair value option or at fair value in accordance with other U.S. GAAP and therefore are not included in the firm's fair value hierarchy in Notes 6 through 8. Had these receivables and payables been included in the firm's fair value hierarchy, substantially all would have been classified in level 2 as of both March 2018 and December 2017.

Receivables from Customers and Counterparties

Receivables from customers and counterparties generally relate to collateralized transactions. Such receivables primarily consist of customer margin loans, certain transfers of assets accounted for as secured loans rather than purchases at fair value and collateral posted in connection with certain derivative transactions. Substantially all of these receivables are accounted for at amortized cost net of estimated uncollectible amounts. Certain of the firm's receivables from customers and counterparties are accounted for at fair value under the fair value option, with changes in fair value generally included in market making revenues. See Note 8 for further information about receivables from customers and counterparties accounted for at fair value under the fair value option. In addition, as of March 2018 and December 2017, the firm's receivables from customers and counterparties included \$3.65 billion and \$4.63 billion,

respectively, of loans held for sale, accounted for at the lower of cost or fair value. See Note 5 for an overview of the firm's fair value measurement policies.

As of both March 2018 and December 2017, the carrying value of receivables not accounted for at fair value generally approximated fair value. While these receivables are carried at amounts that approximate fair value, they are not accounted for at fair value under the fair value option or at fair value in accordance with other U.S. GAAP and therefore are not included in the firm's fair value hierarchy in Notes 6 through 8. Had these receivables been included in the firm's fair value hierarchy, substantially all would have been classified in level 2 as of both March 2018 and December 2017. Interest on receivables from customers and counterparties is recognized over the life of the transaction and included in interest income.

Receivables from customers and counterparties includes receivables from contracts with clients and, beginning in January 2018, also includes contract assets. Contract assets represent the firm's right to receive consideration for services provided in connection with its contracts with clients for which collection is conditional and not merely subject to the passage of time. As of March 2018, the firm's receivables from contracts with clients were \$1.95 billion and contract assets were not material.

Goldman Sachs March 2018 Form 10-Q 10

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Payables to Customers and Counterparties

Payables to customers and counterparties primarily consist of customer credit balances related to the firm's prime brokerage activities. Payables to customers and counterparties are accounted for at cost plus accrued interest, which generally approximates fair value. While these payables are carried at amounts that approximate fair value, they are not accounted for at fair value under the fair value option or at fair value in accordance with other U.S. GAAP and therefore are not included in the firm's fair value hierarchy in Notes 6 through 8. Had these payables been included in the firm's fair value hierarchy, substantially all would have been classified in level 2 as of both March 2018 and December 2017. Interest on payables to customers and counterparties is recognized over the life of the transaction and included in interest expense.

Offsetting Assets and Liabilities

To reduce credit exposures on derivatives and securities financing transactions, the firm may enter into master netting agreements or similar arrangements (collectively, netting agreements) with counterparties that permit it to offset receivables and payables with such counterparties. A netting agreement is a contract with a counterparty that permits net settlement of multiple transactions with that counterparty, including upon the exercise of termination rights by a non-defaulting party. Upon exercise of such termination rights, all transactions governed by the netting agreement are terminated and a net settlement amount is calculated. In addition, the firm receives and posts cash and securities collateral with respect to its derivatives and securities financing transactions, subject to the terms of the related credit support agreements or similar arrangements (collectively, credit support agreements). An enforceable credit support agreement grants the non-defaulting party exercising termination rights the right to liquidate the collateral and apply the proceeds to any amounts owed. In order to assess enforceability of the firm's right of setoff under netting and credit support agreements, the firm evaluates various factors including applicable bankruptcy laws, local statutes and regulatory provisions in the jurisdiction of the parties to the agreement.

Derivatives are reported on a net-by-counterparty basis (i.e., the net payable or receivable for derivative assets and liabilities for a given counterparty) in the condensed consolidated statements of financial condition when a legal right of setoff exists under an enforceable netting agreement. Resale and repurchase agreements and securities borrowed and loaned transactions with the same term and currency are presented on a net-by-counterparty basis in the condensed consolidated statements of financial condition when such transactions meet certain settlement criteria and are subject to netting agreements.

In the condensed consolidated statements of financial condition, derivatives are reported net of cash collateral received and posted under enforceable credit support agreements, when transacted under an enforceable netting agreement. In the condensed consolidated statements of financial condition, resale and repurchase agreements, and securities borrowed and loaned, are not reported net of the related cash and securities received or posted as collateral. See Note 10 for further information about collateral received and pledged, including rights to deliver or repledge collateral. See Notes 7 and 10 for further information about offsetting.

Share-based Compensation

The cost of employee services received in exchange for a share-based award is generally measured based on the grant-date fair value of the award. Share-based awards that do not require future service (i.e., vested awards, including awards granted to retirement-eligible employees) are expensed immediately. Share-based awards that require future service are amortized over the relevant service period. Forfeitures are recorded when they occur. See *Recent Accounting Developments* *Improvements to Employee Share-Based Payment Accounting (ASC 718)* for further information.

Cash dividend equivalents paid on outstanding restricted stock units (RSUs) are charged to retained earnings. If RSUs that require future service are forfeited, the related dividend equivalents originally charged to retained earnings are reclassified to compensation expense in the period in which forfeiture occurs.

The firm generally issues new shares of common stock upon delivery of share-based awards. In certain cases, primarily related to conflicted employment (as outlined in the applicable award agreements), the firm may cash settle share-based compensation awards accounted for as equity instruments. For these awards, whose terms allow for cash settlement, additional paid-in capital is adjusted to the extent of the difference between the value of the award at the time of cash settlement and the grant-date value of the award.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Foreign Currency Translation

Assets and liabilities denominated in non-U.S. currencies are translated at rates of exchange prevailing on the date of the condensed consolidated statements of financial condition and revenues and expenses are translated at average rates of exchange for the period. Foreign currency remeasurement gains or losses on transactions in nonfunctional currencies are recognized in earnings. Gains or losses on translation of the financial statements of a non-U.S. operation, when the functional currency is other than the U.S. dollar, are included, net of hedges and taxes, in the condensed consolidated statements of comprehensive income.

Recent Accounting Developments

Revenue from Contracts with Customers (ASC 606). In May 2014, the FASB issued ASU No. 2014-09. This ASU, as amended, provides comprehensive guidance on the recognition of revenue earned from contracts with customers arising from the transfer of goods and services, guidance on accounting for certain contract costs and new disclosures.

The firm adopted this ASU in January 2018 under a modified retrospective approach. As a result of adopting this ASU, the firm, among other things, delays recognition of non-refundable and milestone payments on financial advisory assignments until the assignments are completed, and recognizes certain investment management fees earlier than under the firm's previous revenue recognition policies.

The firm also prospectively changed the presentation of certain costs from a net presentation within revenues to a gross basis, and vice versa. Beginning in 2018, certain underwriting expenses, which were netted against investment banking revenues and certain distribution fees, which were netted against investment management revenues, are presented gross as non-compensation expenses. Costs incurred in connection with certain soft-dollar arrangements, which were presented gross as non-compensation expenses, are presented net within commissions and fees.

The cumulative effect of adopting this ASU as of January 1, 2018 was a decrease to retained earnings of \$53 million (net of tax). In addition, adoption of this ASU resulted in an increase in both net revenues and non-compensation expenses of approximately \$50 million for the three months ended March 2018.

Recognition and Measurement of Financial Assets and Financial Liabilities (ASC 825). In January 2016, the FASB issued ASU No. 2016-01, Financial Instruments (Topic 825) Recognition and Measurement of Financial Assets and Financial Liabilities. This ASU amends certain aspects of recognition, measurement, presentation and disclosure of financial instruments. It includes a requirement to present separately in other comprehensive income changes in fair value attributable to a firm's own credit spreads (debt valuation adjustment or DVA), net of tax, on financial liabilities for which the fair value option was elected.

In January 2016, the firm early adopted this ASU for the requirements related to DVA and reclassified the cumulative DVA, a gain of \$305 million (net of tax), from retained earnings to accumulated other comprehensive loss. The adoption of the remaining provisions of the ASU in January 2018 did not have a material impact on the firm's financial

condition, results of operations or cash flows.

Leases (ASC 842). In February 2016, the FASB issued ASU No. 2016-02, Leases (Topic 842). This ASU requires that, for leases longer than one year, a lessee recognize in the statements of financial condition a right-of-use asset, representing the right to use the underlying asset for the lease term, and a lease liability, representing the liability to make lease payments. It also requires that for finance leases, a lessee recognize interest expense on the lease liability, separately from the amortization of the right-of-use asset in the statements of earnings, while for operating leases, such amounts should be recognized as a combined expense. It also requires that for qualifying sale-leaseback transactions the seller recognize the gain or loss at the time control of the asset is transferred instead of amortizing it over the lease period. In addition, this ASU requires expanded disclosures about the nature and terms of lease agreements.

The ASU is effective for the firm in January 2019 under a modified retrospective approach. Early adoption is permitted. The firm's implementation efforts include reviewing the terms of existing leases and service contracts, which may include embedded leases. Based on the implementation efforts to date, the firm expects a gross up of approximately \$2 billion on its consolidated statements of financial condition upon recognition of the right-of-use assets and lease liabilities.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Improvements to Employee Share-Based Payment Accounting (ASC 718). In March 2016, the FASB issued ASU No. 2016-09, Compensation—Stock Compensation (Topic 718) Improvements to Employee Share-Based Payment Accounting. This ASU includes a requirement that the tax effect related to the settlement of share-based awards be recorded in income tax benefit or expense in the statements of earnings rather than directly to additional paid-in capital. This change has no impact on total shareholders' equity and is required to be adopted prospectively. The ASU also allows for forfeitures to be recorded when they occur rather than estimated over the vesting period. This change is required to be applied on a modified retrospective basis.

The firm adopted the ASU in January 2017 and subsequent to the adoption, the tax effect related to the settlement of share-based awards is recognized in the statements of earnings rather than directly to additional paid-in capital. The firm also elected to account for forfeitures as they occur, rather than to estimate forfeitures over the vesting period, and the cumulative effect of this election upon adoption was an increase of \$35 million to share-based awards and a decrease of \$24 million (net of tax of \$11 million) to retained earnings.

In addition, the ASU modifies the classification of certain share-based payment activities within the statements of cash flows. Upon adoption, the firm reclassified amounts related to such activities within the condensed consolidated statements of cash flows, on a retrospective basis.

Measurement of Credit Losses on Financial Instruments (ASC 326). In June 2016, the FASB issued ASU No. 2016-13, Financial Instruments—Credit Losses (Topic 326) Measurement of Credit Losses on Financial Instruments. This ASU amends several aspects of the measurement of credit losses on financial instruments, including replacing the existing incurred credit loss model and other models with the Current Expected Credit Losses (CECL) model and amending certain aspects of accounting for purchased financial assets with deterioration in credit quality since origination.

Under CECL, the allowance for losses for financial assets that are measured at amortized cost reflects management's estimate of credit losses over the remaining expected life of the financial assets. Expected credit losses for newly recognized financial assets, as well as changes to expected credit losses during the period, would be recognized in earnings. For certain purchased financial assets with deterioration in credit quality since origination, an initial allowance would be recorded for expected credit losses and recognized as an increase to the purchase price rather than as an expense. Expected credit losses, including losses on off-balance-sheet exposures such as lending commitments, will be measured based on historical experience, current conditions and forecasts that affect the collectability of the reported amount.

The ASU is effective for the firm in January 2020 under a modified retrospective approach. Early adoption is permitted in January 2019. Adoption of the ASU will result in earlier recognition of credit losses and an increase in the recorded allowance for certain purchased loans with deterioration in credit quality since origination with a corresponding increase to their gross carrying value. The firm is currently in the process of identifying and developing the changes to the firm's existing allowance models and processes that will be required under CECL. The impact of adoption of this ASU on the firm's financial condition, results of operations and cash flows will depend on, among

other things, the economic environment and the type of financial assets held by the firm on the date of adoption.

Classification of Certain Cash Receipts and Cash Payments (ASC 230). In August 2016, the FASB issued ASU No. 2016-15, Statement of Cash Flows (Topic 230) Classification of Certain Cash Receipts and Cash Payments. This ASU provides guidance on the disclosure and classification of certain items within the statements of cash flows.

The firm adopted this ASU in January 2018 under a retrospective approach. The impact of adoption was an increase of \$25 million to net cash used for operating activities, a decrease of \$26 million to net cash used for investing activities and a decrease of \$1 million to net cash provided by financing activities for the three months ended March 2017.

Clarifying the Definition of a Business (ASC 805). In January 2017, the FASB issued ASU No. 2017-01, Business Combinations (Topic 805) Clarifying the Definition of a Business. The ASU amends the definition of a business and provides a threshold which must be considered to determine whether a transaction is an acquisition (or disposal) of an asset or a business.

The firm adopted this ASU in January 2018 under a prospective approach. Adoption of the ASU did not have a material impact on the firm's financial condition, results of operations or cash flows. The firm expects that fewer transactions will be treated as acquisitions (or disposals) of businesses as a result of adopting this ASU.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Simplifying the Test for Goodwill Impairment (ASC 350). In January 2017, the FASB issued ASU No. 2017-04, Intangibles—Goodwill and Other (Topic 350)—Simplifying the Test for Goodwill Impairment. The ASU simplifies the quantitative goodwill impairment test by eliminating the second step of the test. Under this ASU, impairment will be measured by comparing the estimated fair value of the reporting unit with its carrying value.

The ASU is effective for the firm in 2020. The firm early adopted this ASU in the fourth quarter of 2017. Adoption of the ASU did not have a material impact on the results of the firm's goodwill impairment test.

Clarifying the Scope of Asset Derecognition Guidance and Accounting for Partial Sales of Nonfinancial Assets (ASC 610-20). In February 2017, the FASB issued ASU No. 2017-05, Other Income—Gains and Losses from the Derecognition of Nonfinancial Assets (Subtopic 610-20)—Clarifying the Scope of Asset Derecognition Guidance and Accounting for Partial Sales of Nonfinancial Assets. The ASU clarifies the scope of guidance applicable to sales of nonfinancial assets and also provides guidance on accounting for partial sales of such assets.

The firm adopted this ASU in January 2018 under a modified retrospective approach. Adoption of the ASU did not have an impact on the firm's financial condition, results of operations or cash flows.

Targeted Improvements to Accounting for Hedging Activities (ASC 815). In August 2017, the FASB issued ASU No. 2017-12, Derivatives and Hedging (Topic 815)—Targeted Improvements to Accounting for Hedging Activities. The ASU amends certain rules for hedging relationships, expands the types of strategies that are eligible for hedge accounting treatment to more closely align the results of hedge accounting with risk management activities and amends disclosure requirements related to fair value and net investment hedges.

The firm early adopted this ASU in January 2018 under a modified retrospective approach for hedge accounting treatment, and under a prospective approach for the amended disclosure requirements. Adoption of this ASU did not have a material impact on the firm's financial condition, results of operations or cash flows. See Note 7 for further information.

Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income (ASC 220). In February 2018, the FASB issued ASU No. 2018-02, Income Statement—Reporting Comprehensive Income (Topic 220)—Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income. This ASU permits a reporting entity to reclassify the income tax effects of Tax Legislation on items within accumulated other comprehensive income to retained earnings.

The ASU is effective for the firm in January 2019 under a retrospective or a modified retrospective approach. Early adoption is permitted. Since this ASU only permits reclassification within shareholders' equity, adoption of this ASU will not have a material impact on the firm's financial condition.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)****Note 4.****Financial Instruments Owned and Financial Instruments Sold, But Not Yet Purchased**

Financial instruments owned and financial instruments sold, but not yet purchased are accounted for at fair value either under the fair value option or in accordance with other U.S. GAAP. See Note 8 for information about other financial assets and financial liabilities at fair value.

The table below presents the firm's financial instruments owned and financial instruments sold, but not yet purchased.

	Financial Instruments Owned	Financial Instruments Sold, But Not Yet Purchased
<i>\$ in millions</i>		
<u>As of March 2018</u>		
Money market instruments	\$ 2,181	\$
Government and agency obligations:		
U.S.	74,806	13,980
Non-U.S.	42,053	27,228
Loans and securities backed by:		
Commercial real estate	3,460	1
Residential real estate	12,194	3
Corporate debt instruments	35,228	11,753
State and municipal obligations	1,760	
Other debt obligations	1,872	1
Equity securities	106,513	34,338
Commodities	4,723	
Investments in funds at NAV	4,043	
Subtotal	288,833	87,304
Derivatives	48,046	36,867
Total	\$336,879	\$124,171

As of December 2017

Money market instruments	\$ 1,608	\$
Government and agency obligations:		
U.S.	76,418	17,911
Non-U.S.	33,956	23,311
Loans and securities backed by:		
Commercial real estate	3,436	1
Residential real estate	11,993	
Corporate debt instruments	33,683	7,153
State and municipal obligations	1,471	
Other debt obligations	2,164	1
Equity securities	96,132	23,882
Commodities	3,194	40
Investments in funds at NAV	4,596	
Subtotal	268,651	72,299
Derivatives	47,337	39,631
Total	\$315,988	\$111,930
In the table above:		

Money market instruments includes commercial paper, certificates of deposit and time deposits.

Corporate debt instruments includes corporate loans and debt securities.

Equity securities includes public and private equities, exchange-traded funds and convertible debentures. Such amounts include investments accounted for at fair value under the fair value option where the firm would otherwise apply the equity method of accounting of \$9.44 billion and \$8.49 billion as of March 2018 and December 2017, respectively.

Gains and Losses from Market Making and Other Principal Transactions

The table below presents market making revenues by major product type, as well as other principal transactions revenues.

	Three Months Ended March	
<i>\$ in millions</i>	2018	2017
Interest rates	\$ 905	\$1,364
Credit	318	544
Currencies	402	(318)
Equities	1,136	578
Commodities	443	250
Market making	3,204	2,418
Other principal transactions	1,620	1,221
Total	\$4,824	\$3,639
In the table above:		

Gains/(losses) include both realized and unrealized gains and losses, and are primarily related to the firm's financial instruments owned and financial instruments sold, but not yet purchased, including both derivative and non-derivative financial instruments.

Gains/(losses) exclude related interest income and interest expense. See Note 23 for further information about interest income and interest expense.

Gains/(losses) on other principal transactions are included in the firm's Investing & Lending segment. See Note 25 for net revenues, including net interest income, by product type for Investing & Lending, as well as the amount of net interest income included in Investing & Lending.

Gains/(losses) are not representative of the manner in which the firm manages its business activities because many of the firm's market-making and client facilitation strategies utilize financial instruments across various product types. Accordingly, gains or losses in one product type frequently offset gains or losses in other product types. For example, most of the firm's longer-term derivatives across product types are sensitive to changes in interest rates and may be economically hedged with interest rate swaps. Similarly, a significant portion of the firm's cash instruments and derivatives across product types has exposure to foreign currencies and may be economically hedged with foreign currency contracts.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Note 5.

Fair Value Measurements

The fair value of a financial instrument is the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Financial assets are marked to bid prices and financial liabilities are marked to offer prices. Fair value measurements do not include transaction costs. The firm measures certain financial assets and financial liabilities as a portfolio (i.e., based on its net exposure to market and/or credit risks).

The best evidence of fair value is a quoted price in an active market. If quoted prices in active markets are not available, fair value is determined by reference to prices for similar instruments, quoted prices or recent transactions in less active markets, or internally developed models that primarily use market-based or independently sourced inputs including, but not limited to, interest rates, volatilities, equity or debt prices, foreign exchange rates, commodity prices, credit spreads and funding spreads (i.e., the spread or difference between the interest rate at which a borrower could finance a given financial instrument relative to a benchmark interest rate).

U.S. GAAP has a three-level hierarchy for disclosure of fair value measurements. This hierarchy prioritizes inputs to the valuation techniques used to measure fair value, giving the highest priority to level 1 inputs and the lowest priority to level 3 inputs. A financial instrument's level in this hierarchy is based on the lowest level of input that is significant to its fair value measurement. In evaluating the significance of a valuation input, the firm considers, among other factors, a portfolio's net risk exposure to that input. The fair value hierarchy is as follows:

Level 1. Inputs are unadjusted quoted prices in active markets to which the firm had access at the measurement date for identical, unrestricted assets or liabilities.

Level 2. Inputs to valuation techniques are observable, either directly or indirectly.

Level 3. One or more inputs to valuation techniques are significant and unobservable.

The fair values for substantially all of the firm's financial assets and financial liabilities are based on observable prices and inputs and are classified in levels 1 and 2 of the fair value hierarchy. Certain level 2 and level 3 financial assets and financial liabilities may require appropriate valuation adjustments that a market participant would require to arrive at fair value for factors such as counterparty and the firm's credit quality, funding risk, transfer restrictions, liquidity and bid/offer spreads. Valuation adjustments are generally based on market evidence.

See Notes 6 through 8 for further information about fair value measurements of cash instruments, derivatives and other financial assets and financial liabilities at fair value.

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The table below presents financial assets and financial liabilities accounted for at fair value under the fair value option or in accordance with other U.S. GAAP.

	As of	
	March	December
<i>\$ in millions</i>	2018	2017
Total level 1 financial assets	\$169,447	\$155,086
Total level 2 financial assets	404,152	395,606
Total level 3 financial assets	21,057	19,201
Investments in funds at NAV	4,043	4,596
Counterparty and cash collateral netting	(59,502)	(56,366)
Total financial assets at fair value	\$539,197	\$518,123
Total assets	\$973,535	\$916,776

Total level 3 financial assets divided by:

Total assets	2.2%	2.1%
Total financial assets at fair value	3.9%	3.7%

Total level 1 financial liabilities	\$ 73,176	\$ 63,589
Total level 2 financial liabilities	289,362	261,719
Total level 3 financial liabilities	20,256	19,620
Counterparty and cash collateral netting	(42,652)	(39,866)
Total financial liabilities at fair value	\$340,142	\$305,062

Total level 3 financial liabilities divided by
total financial liabilities at fair value

6.0% 6.4%

In the table above:

Counterparty netting among positions classified in the same level is included in that level.

Counterparty and cash collateral netting represents the impact on derivatives of netting across levels of the fair value hierarchy.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

The table below presents a summary of level 3 financial assets.

	As of	
<i>\$ in millions</i>	March 2018	December 2017
Cash instruments	\$16,942	\$15,395
Derivatives	4,114	3,802
Other financial assets	1	4
Total	\$21,057	\$19,201

Level 3 financial assets as of March 2018 increased compared with December 2017, primarily reflecting an increase in level 3 cash instruments. See Notes 6 through 8 for further information about level 3 financial assets (including information about unrealized gains and losses related to level 3 financial assets and financial liabilities, and transfers in and out of level 3).

Note 6.**Cash Instruments**

Cash instruments include U.S. government and agency obligations, non-U.S. government and agency obligations, mortgage-backed loans and securities, corporate debt instruments, equity securities, investments in funds at NAV, and other non-derivative financial instruments owned and financial instruments sold, but not yet purchased. See below for the types of cash instruments included in each level of the fair value hierarchy and the valuation techniques and significant inputs used to determine their fair values. See Note 5 for an overview of the firm's fair value measurement policies.

Level 1 Cash Instruments

Level 1 cash instruments include certain money market instruments, U.S. government obligations, most non-U.S. government obligations, certain government agency obligations, certain corporate debt instruments and actively traded listed equities. These instruments are valued using quoted prices for identical unrestricted instruments in active markets.

The firm defines active markets for equity instruments based on the average daily trading volume both in absolute terms and relative to the market capitalization for the instrument. The firm defines active markets for debt instruments based on both the average daily trading volume and the number of days with trading activity.

Level 2 Cash Instruments

Level 2 cash instruments include most money market instruments, most government agency obligations, certain non-U.S. government obligations, most mortgage-backed loans and securities, most corporate debt instruments, most state and municipal obligations, most other debt obligations, restricted or less liquid listed equities, commodities and certain lending commitments.

Valuations of level 2 cash instruments can be verified to quoted prices, recent trading activity for identical or similar instruments, broker or dealer quotations or alternative pricing sources with reasonable levels of price transparency. Consideration is given to the nature of the quotations (e.g., indicative or firm) and the relationship of recent market activity to the prices provided from alternative pricing sources.

Valuation adjustments are typically made to level 2 cash instruments (i) if the cash instrument is subject to transfer restrictions and/or (ii) for other premiums and liquidity discounts that a market participant would require to arrive at fair value. Valuation adjustments are generally based on market evidence.

Level 3 Cash Instruments

Level 3 cash instruments have one or more significant valuation inputs that are not observable. Absent evidence to the contrary, level 3 cash instruments are initially valued at transaction price, which is considered to be the best initial estimate of fair value. Subsequently, the firm uses other methodologies to determine fair value, which vary based on the type of instrument. Valuation inputs and assumptions are changed when corroborated by substantive observable evidence, including values realized on sales of financial assets.

Valuation Techniques and Significant Inputs of Level 3 Cash Instruments

Valuation techniques of level 3 cash instruments vary by instrument, but are generally based on discounted cash flow techniques. The valuation techniques and the nature of significant inputs used to determine the fair values of each type of level 3 cash instrument are described below:

Loans and Securities Backed by Commercial Real Estate. Loans and securities backed by commercial real estate are directly or indirectly collateralized by a single commercial real estate property or a portfolio of properties, and may include tranches of varying levels of subordination. Significant inputs are generally determined based on relative value analyses and include:

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Transaction prices in both the underlying collateral and instruments with the same or similar underlying collateral;

Market yields implied by transactions of similar or related assets and/or current levels and changes in market indices such as the CMBX (an index that tracks the performance of commercial mortgage bonds);

A measure of expected future cash flows in a default scenario (recovery rates) implied by the value of the underlying collateral, which is mainly driven by current performance of the underlying collateral, capitalization rates and multiples. Recovery rates are expressed as a percentage of notional or face value of the instrument and reflect the benefit of credit enhancements on certain instruments; and

Timing of expected future cash flows (duration) which, in certain cases, may incorporate the impact of other unobservable inputs (e.g., prepayment speeds).

Loans and Securities Backed by Residential Real Estate. Loans and securities backed by residential real estate are directly or indirectly collateralized by portfolios of residential real estate and may include tranches of varying levels of subordination. Significant inputs are generally determined based on relative value analyses, which incorporate comparisons to instruments with similar collateral and risk profiles. Significant inputs include:

Transaction prices in both the underlying collateral and instruments with the same or similar underlying collateral;

Market yields implied by transactions of similar or related assets;

Cumulative loss expectations, driven by default rates, home price projections, residential property liquidation timelines, related costs and subsequent recoveries; and

Duration, driven by underlying loan prepayment speeds and residential property liquidation timelines.

Corporate Debt Instruments. Significant inputs for corporate debt instruments are generally determined based on relative value analyses, which incorporate comparisons both to prices of credit default swaps that reference the same or similar underlying instrument or entity and to other debt instruments for the same issuer for which observable prices or broker quotations are available. Significant inputs include:

Market yields implied by transactions of similar or related assets and/or current levels and trends of market indices, such as the CDX (an index that tracks the performance of corporate credit);

Current performance and recovery assumptions and, where the firm uses credit default swaps to value the related cash instrument, the cost of borrowing the underlying reference obligation; and

Duration.

Equity Securities. Equity securities includes private equity securities and convertible debentures. Recent third-party completed or pending transactions (e.g., merger proposals, tender offers, debt restructurings) are considered to be the best evidence for any change in fair value. When these are not available, the following valuation methodologies are used, as appropriate:

Industry multiples (primarily EBITDA multiples) and public comparables;

Transactions in similar instruments;

Discounted cash flow techniques; and

Third-party appraisals.

The firm also considers changes in the outlook for the relevant industry and financial performance of the issuer as compared to projected performance. Significant inputs include:

Market and transaction multiples;

Discount rates and capitalization rates; and

For equity securities with debt-like features, market yields implied by transactions of similar or related assets, current performance and recovery assumptions, and duration.

Other Cash Instruments. Other cash instruments consists of non-U.S. government and agency obligations, state and municipal obligations, and other debt obligations. Significant inputs are generally determined based on relative value analyses, which incorporate comparisons both to prices of credit default swaps that reference the same or similar underlying instrument or entity and to other debt instruments for the same issuer for which observable prices or broker quotations are available. Significant inputs include:

Market yields implied by transactions of similar or related assets and/or current levels and trends of market indices;

Current performance and recovery assumptions and, where the firm uses credit default swaps to value the related cash instrument, the cost of borrowing the underlying reference obligation; and

Duration.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Fair Value of Cash Instruments by Level

The tables below present cash instrument assets and liabilities at fair value by level within the fair value hierarchy.

<i>\$ in millions</i>	As of March 2018			
	Level 1	Level 2	Level 3	Total
Assets				
Money market instruments	\$ 320	\$ 1,861	\$	\$ 2,181
Government and agency obligations:				
U.S.	48,245	26,561		74,806
Non-U.S.	34,270	7,777	6	42,053
Loans and securities backed by:				
Commercial real estate		2,194	1,266	3,460
Residential real estate		11,521	673	12,194
Corporate debt instruments	883	30,987	3,358	35,228
State and municipal obligations		1,695	65	1,760
Other debt obligations		1,544	328	1,872
Equity securities	85,700	9,567	11,246	106,513
Commodities		4,723		4,723
Subtotal	\$169,418	\$ 98,430	\$16,942	\$284,790
Investments in funds at NAV				4,043
Total cash instrument assets				\$288,833
Liabilities				
Government and agency obligations:				
U.S.	\$ (13,762)	\$ (218)	\$	\$ (13,980)
Non-U.S.	(25,042)	(2,186)		(27,228)
Loans and securities backed by:				
Commercial real estate		(1)		(1)
Residential real estate		(3)		(3)
Corporate debt instruments	(15)	(11,714)	(24)	(11,753)
Other debt obligations		(1)		(1)
Equity securities	(34,211)	(112)	(15)	(34,338)
Total cash instrument liabilities	\$ (73,030)	\$ (14,235)	\$ (39)	\$ (87,304)

	As of December 2017			
<i>\$ in millions</i>	Level 1	Level 2	Level 3	Total
Assets				

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Money market instruments	\$ 398	\$ 1,209	\$ 1	\$ 1,608
Government and agency obligations:				
U.S.	50,796	25,622		76,418
Non-U.S.	27,070	6,882	4	33,956
Loans and securities backed by:				
Commercial real estate		2,310	1,126	3,436
Residential real estate		11,325	668	11,993
Corporate debt instruments	752	29,661	3,270	33,683
State and municipal obligations		1,401	70	1,471
Other debt obligations		1,812	352	2,164
Equity securities	76,044	10,184	9,904	96,132
Commodities		3,194		3,194
Subtotal	\$155,060	\$ 93,600	\$15,395	\$264,055
Investments in funds at NAV				4,596
Total cash instrument assets				\$268,651
Liabilities				
Government and agency obligations:				
U.S.	\$ (17,845)	\$ (66)	\$	\$ (17,911)
Non-U.S.	(21,820)	(1,491)		(23,311)
Loans and securities backed by commercial real estate		(1)		(1)
Corporate debt instruments	(2)	(7,099)	(52)	(7,153)
Other debt obligations		(1)		(1)
Equity securities	(23,866)		(16)	(23,882)
Commodities		(40)		(40)
Total cash instrument liabilities	\$ (63,533)	\$ (8,698)	\$ (68)	\$ (72,299)
In the tables above:				

Cash instrument assets and liabilities are included in financial instruments owned and financial instruments sold, but not yet purchased, respectively.

Cash instrument assets are shown as positive amounts and cash instrument liabilities are shown as negative amounts.

Money market instruments includes commercial paper, certificates of deposit and time deposits, substantially all of which have a maturity of less than one year.

Corporate debt instruments includes corporate loans and debt securities.

Equity securities includes public and private equities, exchange-traded funds and convertible debentures.

As of both March 2018 and December 2017, substantially all of the firm's level 3 equity securities consisted of private equity securities.

Total cash instrument assets included collateralized loan obligations backed by corporate obligations of \$740 million and \$912 million in level 2, and \$222 million and \$166 million in level 3 as of March 2018 and December 2017, respectively. Collateralized debt obligations (CDOs) included in cash instruments were not material as of both March 2018 and December 2017.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)****Significant Unobservable Inputs**

The table below presents the amount of level 3 assets, and ranges and weighted averages of significant unobservable inputs used to value the firm's level 3 cash instruments.

	Level 3 Assets and Range of Significant	
	Unobservable Inputs (Weighted Average) as of	
	March	December
<i>\$ in millions</i>	2018	2017
Loans and securities backed by commercial real estate		
Level 3 assets	\$1,266	\$1,126
Yield	6.0% to 23.6% (13.2%)	4.6% to 22.0% (13.4%)
Recovery rate	12.3% to 92.9% (49.2%)	14.3% to 89.0% (43.8%)
Duration (years)	0.5 to 6.3 (2.0)	0.8 to 6.4 (2.1)
Loans and securities backed by residential real estate		
Level 3 assets	\$673	\$668
Yield	2.4% to 18.7% (9.3%)	2.3% to 15.0% (8.3%)
Cumulative loss rate	12.2% to 43.1% (21.5%)	12.5% to 43.0% (21.8%)
Duration (years)	0.5 to 15.7 (6.3)	0.7 to 14.0 (6.9)
Corporate debt instruments		
Level 3 assets	\$3,358	\$3,270
Yield	4.1% to 26.0% (13.2%)	3.6% to 24.5% (12.3%)
Recovery rate	0.0% to 85.0% (57.4%)	0.0% to 85.3% (62.8%)
Duration (years)	0.3 to 5.6 (3.1)	0.5 to 7.6 (3.2)
Equity securities		
Level 3 assets	\$11,246	\$9,904
Multiples	1.1x to 37.0x (8.7x)	1.1x to 30.5x (8.9x)
Discount rate/yield	3.0% to 25.0% (14.7%)	3.0% to 20.3% (14.0%)
Capitalization rate	4.3% to 12.9% (5.9%)	4.3% to 12.0% (6.1%)
Other cash instruments		
Level 3 assets	\$399	\$427
Yield	4.1% to 11.8% (8.8%)	4.0% to 11.7% (8.4%)
Duration (years)	3.3 to 8.7 (4.4)	3.5 to 11.4 (5.1)
In the table above:		

Ranges represent the significant unobservable inputs that were used in the valuation of each type of cash instrument.

Weighted averages are calculated by weighting each input by the relative fair value of the cash instruments.

The ranges and weighted averages of these inputs are not representative of the appropriate inputs to use when calculating the fair value of any one cash instrument. For example, the highest multiple for private equity securities is appropriate for valuing a specific private equity security but may not be appropriate for valuing any other private equity security. Accordingly, the ranges of inputs do not represent uncertainty in, or possible ranges of, fair value measurements of the firm's level 3 cash instruments.

Increases in yield, discount rate, capitalization rate, duration or cumulative loss rate used in the valuation of the firm's level 3 cash instruments would result in a lower fair value measurement, while increases in recovery rate or multiples would result in a higher fair value measurement. Due to the distinctive nature of each of the firm's level 3 cash instruments, the interrelationship of inputs is not necessarily uniform within each product type.

Loans and securities backed by commercial and residential real estate, corporate debt instruments and other cash instruments are valued using discounted cash flows, and equity securities are valued using market comparables and discounted cash flows.

The fair value of any one instrument may be determined using multiple valuation techniques. For example, market comparables and discounted cash flows may be used together to determine fair value. Therefore, the level 3 balance encompasses both of these techniques.

Transfers Between Levels of the Fair Value Hierarchy

Transfers between levels of the fair value hierarchy are reported at the beginning of the reporting period in which they occur. See "Level 3 Rollforward" below for information about transfers between level 2 and level 3.

During the three months ended March 2018, transfers into level 2 from level 1 of cash instruments were \$13 million, reflecting transfers of public equity securities due to decreased market activity in these instruments. Transfers into level 1 from level 2 of cash instruments were \$41 million, reflecting transfers of public equity securities due to increased market activity in these instruments.

During the three months ended March 2017, transfers into level 2 from level 1 of cash instruments were \$182 million, reflecting transfers of public equity securities due to decreased market activity in these instruments. Transfers into level 1 from level 2 of cash instruments were \$33 million, reflecting transfers of public equity securities due to increased market activity in these instruments.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)****Level 3 Rollforward**

The table below presents a summary of the changes in fair value for level 3 cash instrument assets and liabilities.

	Three Months	
	Ended March	
<i>\$ in millions</i>	2018	2017
Total cash instrument assets		
Beginning balance	\$15,395	\$18,035
Net realized gains/(losses)	122	131
Net unrealized gains/(losses)	564	402
Purchases	549	683
Sales	(213)	(687)
Settlements	(722)	(716)
Transfers into level 3	1,942	1,605
Transfers out of level 3	(695)	(1,129)
Ending balance	\$16,942	\$18,324
Total cash instrument liabilities		
Beginning balance	\$ (68)	\$ (62)
Net realized gains/(losses)	2	
Net unrealized gains/(losses)	7	4
Purchases	15	36
Sales	(13)	(28)
Settlements	23	(2)
Transfers into level 3	(9)	(2)
Transfers out of level 3	4	5
Ending balance	\$ (39)	\$ (49)
In the table above:		

Changes in fair value are presented for all cash instrument assets and liabilities that are classified in level 3 as of the end of the period.

Net unrealized gains/(losses) relates to instruments that were still held at period-end.

Purchases includes originations and secondary purchases.

If a cash instrument asset or liability was transferred to level 3 during a reporting period, its entire gain or loss for the period is classified in level 3.

For level 3 cash instrument assets, increases are shown as positive amounts, while decreases are shown as negative amounts. For level 3 cash instrument liabilities, increases are shown as negative amounts, while decreases are shown as positive amounts.

Level 3 cash instruments are frequently economically hedged with level 1 and level 2 cash instruments and/or level 1, level 2 or level 3 derivatives. Accordingly, gains or losses that are classified in level 3 can be partially offset by gains or losses attributable to level 1 or level 2 cash instruments and/or level 1, level 2 or level 3 derivatives. As a result, gains or losses included in the level 3 rollforward below do not necessarily represent the overall impact on the firm's results of operations, liquidity or capital resources.

The table below disaggregates, by product type, the information for cash instrument assets included in the summary table above.

<i>\$ in millions</i>	Three Months	
	Ended March 2018	2017
Loans and securities backed by commercial real estate		
Beginning balance	\$ 1,126	\$ 1,645
Net realized gains/(losses)	11	16
Net unrealized gains/(losses)	23	51
Purchases	41	47
Sales	(4)	(55)
Settlements	(78)	(130)
Transfers into level 3	231	147
Transfers out of level 3	(84)	(117)
Ending balance	\$ 1,266	\$ 1,604
Loans and securities backed by residential real estate		
Beginning balance	\$ 668	\$ 845
Net realized gains/(losses)	15	9
Net unrealized gains/(losses)	14	35
Purchases	35	149
Sales	(60)	(156)
Settlements	(29)	(49)
Transfers into level 3	34	39
Transfers out of level 3	(4)	(42)
Ending balance	\$ 673	\$ 830
Corporate debt instruments		
Beginning balance	\$ 3,270	\$ 4,640
Net realized gains/(losses)	48	66
Net unrealized gains/(losses)	74	69
Purchases	141	306

Sales	(92)	(375)
Settlements	(346)	(330)
Transfers into level 3	460	762
Transfers out of level 3	(197)	(585)
Ending balance	\$ 3,358	\$ 4,553
Equity securities		
Beginning balance	\$ 9,904	\$10,263
Net realized gains/(losses)	44	29
Net unrealized gains/(losses)	453	252
Purchases	314	103
Sales	(36)	(56)
Settlements	(239)	(142)
Transfers into level 3	1,205	616
Transfers out of level 3	(399)	(350)
Ending balance	\$11,246	\$10,715
Other cash instruments		
Beginning balance	\$ 427	\$ 642
Net realized gains/(losses)	4	11
Net unrealized gains/(losses)		(5)
Purchases	18	78
Sales	(21)	(45)
Settlements	(30)	(65)
Transfers into level 3	12	41
Transfers out of level 3	(11)	(35)
Ending balance	\$ 399	\$ 622

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Level 3 Rollforward Commentary

Three Months Ended March 2018. The net realized and unrealized gains on level 3 cash instrument assets of \$686 million (reflecting \$122 million of net realized gains and \$564 million of net unrealized gains) for the three months ended March 2018 included gains/(losses) of approximately \$(2) million, \$597 million and \$91 million reported in market making, other principal transactions and interest income, respectively.

The net unrealized gains on level 3 cash instrument assets for the three months ended March 2018 primarily reflected gains on private equity securities, principally driven by strong corporate performance and company-specific events.

Transfers into level 3 during the three months ended March 2018 primarily reflected transfers of certain private equity securities and corporate debt instruments from level 2, principally due to reduced price transparency as a result of a lack of market evidence, including fewer market transactions in these instruments.

Transfers out of level 3 during the three months ended March 2018 primarily reflected transfers of certain private equity securities and corporate debt instruments to level 2, principally due to increased price transparency as a result of market evidence, including market transactions in these instruments, and transfers of certain other corporate debt instruments to level 2, principally due to certain unobservable yield and duration inputs no longer being significant to the valuation of these instruments.

Three Months Ended March 2017. The net realized and unrealized gains on level 3 cash instrument assets of \$533 million (reflecting \$131 million of net realized gains and \$402 million of net unrealized gains) for the three months ended March 2017 included gains/(losses) of approximately \$(10) million, \$396 million and \$147 million reported in market making, other principal transactions and interest income, respectively.

The net unrealized gains on level 3 cash instrument assets for the three months ended March 2017 primarily reflected gains on private equity securities, principally driven by strong corporate performance and company-specific events.

Transfers into level 3 during the three months ended March 2017 primarily reflected transfers of certain corporate debt instruments and private equity securities from level 2, principally due to reduced price transparency as a result of a lack of market evidence, including fewer market transactions in these instruments.

Transfers out of level 3 during the three months ended March 2017 primarily reflected transfers of certain corporate debt instruments to level 2, principally due to certain unobservable yield and duration inputs no longer being significant to the valuation of these instruments and certain private equity securities to level 2, principally due to increased price transparency as a result of market evidence, including transactions in these instruments.

Available-for-Sale Securities

The table below presents details about cash instruments that are accounted for as available-for-sale.

<i>\$ in millions</i>	Amortized Cost	Fair Value	Weighted Average Yield
<u>As of March 2018</u>			
Less than 5 years	\$ 5,976	\$ 5,871	2.10%
Greater than 5 years	6,255	6,131	2.44%
Total U.S. government obligations	12,231	12,002	2.28%
Greater than 5 years	109	111	5.26%
Total other available-for-sale securities	109	111	5.26%
Total available-for-sale securities	\$12,340	\$12,113	2.30%

As of December 2017

Less than 5 years	\$ 3,834	\$ 3,800	1.95%
Greater than 5 years	5,207	5,222	2.41%
Total U.S. government obligations	9,041	9,022	2.22%
Less than 5 years	19	19	0.43%
Greater than 5 years	233	235	4.62%
Total other available-for-sale securities	252	254	4.30%
Total available-for-sale securities	\$ 9,293	\$ 9,276	2.27%

In the table above:

U.S. government obligations were classified in level 1 of the fair value hierarchy as of both March 2018 and December 2017.

Other available-for-sale securities includes corporate debt securities and other debt obligations that were classified in level 2 of the fair value hierarchy as of March 2018. As of December 2017, other available-for-sale securities includes corporate debt securities, other debt obligations, securities backed by commercial real estate and money market instruments, substantially all of which were classified in level 2 of the fair value hierarchy.

The gross unrealized losses included in accumulated other comprehensive loss were \$229 million as of March 2018 and related to U.S. government obligations, which were in a continuous unrealized loss position for less than a year. Such losses were not material as of December 2017.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)****Investments in Funds at Net Asset Value Per Share**

Cash instruments at fair value include investments in funds that are measured at NAV of the investment fund. The firm uses NAV to measure the fair value of its fund investments when (i) the fund investment does not have a readily determinable fair value and (ii) the NAV of the investment fund is calculated in a manner consistent with the measurement principles of investment company accounting, including measurement of the investments at fair value.

Substantially all of the firm's investments in funds at NAV consist of investments in firm-sponsored private equity, credit, real estate and hedge funds where the firm co-invests with third-party investors.

Private equity funds primarily invest in a broad range of industries worldwide, including leveraged buyouts, recapitalizations, growth investments and distressed investments. Credit funds generally invest in loans and other fixed income instruments and are focused on providing private high-yield capital for leveraged and management buyout transactions, recapitalizations, financings, refinancings, acquisitions and restructurings for private equity firms, private family companies and corporate issuers. Real estate funds invest globally, primarily in real estate companies, loan portfolios, debt recapitalizations and property. Private equity, credit and real estate funds are closed-end funds in which the firm's investments are generally not eligible for redemption. Distributions will be received from these funds as the underlying assets are liquidated or distributed.

The firm also invests in hedge funds, primarily multi-disciplinary hedge funds that employ a fundamental bottom-up investment approach across various asset classes and strategies. The firm's investments in hedge funds primarily include interests where the underlying assets are illiquid in nature, and proceeds from redemptions will not be received until the underlying assets are liquidated or distributed.

Many of the funds described above are covered funds as defined in the Volcker Rule of the U.S. Dodd-Frank Wall Street Reform and Consumer Protection Act (Dodd-Frank Act). The Board of Governors of the Federal Reserve System (Federal Reserve Board or FRB) extended the conformance period to July 2022 for the firm's investments in, and relationships with, certain legacy illiquid funds (as defined in the Volcker Rule) that were in place prior to December 2013. This extension is applicable to substantially all of the firm's remaining investments in, and relationships with, covered funds in the table below.

The table below presents the fair value of the firm's investments in funds at NAV and related unfunded commitments.

<i>\$ in millions</i>	Fair Value of Investments	Unfunded Commitments
<u>As of March 2018</u>		
Private equity funds	\$2,933	\$ 610
Credit funds	301	957

Hedge funds	208	
Real estate funds	601	201
Total	\$4,043	\$1,768

As of December 2017

Private equity funds	\$3,478	\$ 614
Credit funds	266	985
Hedge funds	223	
Real estate funds	629	201
Total	\$4,596	\$1,800

Note 7.**Derivatives and Hedging Activities****Derivative Activities**

Derivatives are instruments that derive their value from underlying asset prices, indices, reference rates and other inputs, or a combination of these factors. Derivatives may be traded on an exchange (exchange-traded) or they may be privately negotiated contracts, which are usually referred to as OTC derivatives. Certain of the firm's OTC derivatives are cleared and settled through central clearing counterparties (OTC-cleared), while others are bilateral contracts between two counterparties (bilateral OTC).

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Market Making. As a market maker, the firm enters into derivative transactions to provide liquidity to clients and to facilitate the transfer and hedging of their risks. In this role, the firm typically acts as principal and is required to commit capital to provide execution, and maintains inventory in response to, or in anticipation of, client demand.

Risk Management. The firm also enters into derivatives to actively manage risk exposures that arise from its market-making and investing and lending activities in derivative and cash instruments. The firm's holdings and exposures are hedged, in many cases, on either a portfolio or risk-specific basis, as opposed to an instrument-by-instrument basis. The offsetting impact of this economic hedging is reflected in the same business segment as the related revenues. In addition, the firm may enter into derivatives designated as hedges under U.S. GAAP. These derivatives are used to manage interest rate exposure in certain fixed-rate unsecured long-term and short-term borrowings, and deposits, and to manage foreign currency exposure on the net investment in certain non-U.S. operations.

The firm enters into various types of derivatives, including:

Futures and Forwards. Contracts that commit counterparties to purchase or sell financial instruments, commodities or currencies in the future.

Swaps. Contracts that require counterparties to exchange cash flows such as currency or interest payment streams. The amounts exchanged are based on the specific terms of the contract with reference to specified rates, financial instruments, commodities, currencies or indices.

Options. Contracts in which the option purchaser has the right, but not the obligation, to purchase from or sell to the option writer financial instruments, commodities or currencies within a defined time period for a specified price. Derivatives are reported on a net-by-counterparty basis (i.e., the net payable or receivable for derivative assets and liabilities for a given counterparty) when a legal right of setoff exists under an enforceable netting agreement (counterparty netting). Derivatives are accounted for at fair value, net of cash collateral received or posted under enforceable credit support agreements (cash collateral netting). Derivative assets and liabilities are included in financial instruments owned and financial instruments sold, but not yet purchased, respectively. Realized and unrealized gains and losses on derivatives not designated as hedges under ASC 815 are included in market making and other principal transactions in Note 4.

The tables below present the gross fair value and the notional amounts of derivative contracts by major product type, the amounts of counterparty and cash collateral netting in the condensed consolidated statements of financial condition, as well as cash and securities collateral posted and received under enforceable credit support agreements that do not meet the criteria for netting under U.S. GAAP.

<i>\$ in millions</i>	As of March 2018		As of December 2017	
	Derivative Assets	Derivative Liabilities	Derivative Assets	Derivative Liabilities
Not accounted for as hedges				
Exchange-traded	\$ 1,155	\$ 1,076	\$ 554	\$ 644
OTC-cleared	6,190	3,273	5,392	2,773
Bilateral OTC	269,170	245,084	274,986	249,750
Total interest rates	276,515	249,433	280,932	253,167
OTC-cleared	6,067	5,768	5,727	5,670
Bilateral OTC	16,328	14,923	16,966	15,600
Total credit	22,395	20,691	22,693	21,270
Exchange-traded	19	26	23	363
OTC-cleared	761	604	988	847
Bilateral OTC	87,374	85,424	94,481	95,127
Total currencies	88,154	86,054	95,492	96,337
Exchange-traded	3,637	3,626	4,135	3,854
OTC-cleared	323	319	197	197
Bilateral OTC	9,504	11,254	9,748	12,097
Total commodities	13,464	15,199	14,080	16,148
Exchange-traded	10,977	10,795	10,552	10,335
Bilateral OTC	42,059	45,205	40,735	45,253
Total equities	53,036	56,000	51,287	55,588
Subtotal	453,564	427,377	464,484	442,510
Accounted for as hedges				
OTC-cleared	21		21	
Bilateral OTC	1,823	3	2,309	3
Total interest rates	1,844	3	2,330	3
OTC-cleared	23	38	15	30
Bilateral OTC	69	53	34	114
Total currencies	92	91	49	144
Subtotal	1,936	94	2,379	147
Total gross fair value	\$ 455,500	\$ 427,471	\$ 466,863	\$ 442,657
Offset in condensed consolidated statements of financial condition				
Exchange-traded	\$ (12,990)	\$ (12,990)	\$ (12,963)	\$ (12,963)
OTC-cleared	(9,799)	(9,799)	(9,267)	(9,267)
Bilateral OTC	(326,057)	(326,057)	(341,824)	(341,824)
Counterparty netting	(348,846)	(348,846)	(364,054)	(364,054)
OTC-cleared	(2,640)	(73)	(2,423)	(180)
Bilateral OTC	(55,968)	(41,685)	(53,049)	(38,792)
Cash collateral netting	(58,608)	(41,758)	(55,472)	(38,972)
Total amounts offset	\$(407,454)	\$(390,604)	\$(419,526)	\$(403,026)
Included in condensed consolidated statements of financial condition				
Exchange-traded	\$ 2,798	\$ 2,533	\$ 2,301	\$ 2,233
OTC-cleared	946	130	650	70
Bilateral OTC	44,302	34,204	44,386	37,328
Total	\$ 48,046	\$ 36,867	\$ 47,337	\$ 39,631
Not offset in condensed consolidated statements of financial condition				
Cash collateral	\$ (603)	\$ (1,297)	\$ (602)	\$ (2,375)
Securities collateral	(14,467)	(8,480)	(13,947)	(8,722)

Total	\$ 32,976	\$ 27,090	\$ 32,788	\$ 28,534
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Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

	Notional Amounts as of	
	March	December
<i>\$ in millions</i>	2018	2017
Not accounted for as hedges		
Exchange-traded	\$15,059,754	\$10,212,510
OTC-cleared	17,707,175	14,739,556
Bilateral OTC	15,306,289	12,862,328
Total interest rates	48,073,218	37,814,394
OTC-cleared	418,735	386,163
Bilateral OTC	871,616	868,226
Total credit	1,290,351	1,254,389
Exchange-traded	8,453	10,450
OTC-cleared	106,175	98,549
Bilateral OTC	7,577,689	7,331,516
Total currencies	7,692,317	7,440,515
Exchange-traded	260,059	239,749
OTC-cleared	3,504	3,925
Bilateral OTC	264,550	250,547
Total commodities	528,113	494,221
Exchange-traded	715,251	655,485
Bilateral OTC	1,173,206	1,127,812
Total equities	1,888,457	1,783,297
Subtotal	59,472,456	48,786,816
Accounted for as hedges		
OTC-cleared	65,600	52,785
Bilateral OTC	12,252	15,188
Total interest rates	77,852	67,973
OTC-cleared	3,542	2,210
Bilateral OTC	7,621	8,347
Total currencies	11,163	10,557
Subtotal	89,015	78,530
Total notional amounts	\$59,561,471	\$48,865,346

In the tables above:

Gross fair values exclude the effects of both counterparty netting and collateral, and therefore are not representative of the firm's exposure.

Where the firm has received or posted collateral under credit support agreements, but has not yet determined such agreements are enforceable, the related collateral has not been netted.

Notional amounts, which represent the sum of gross long and short derivative contracts, provide an indication of the volume of the firm's derivative activity and do not represent anticipated losses.

Total gross fair value of derivatives included derivative assets and derivative liabilities of \$9.94 billion and \$12.58 billion, respectively, as of March 2018, and \$11.24 billion and \$13.00 billion, respectively, as of December 2017, which are not subject to an enforceable netting agreement or are subject to a netting agreement that the firm has not yet determined to be enforceable.

Valuation Techniques for Derivatives

The firm's level 2 and level 3 derivatives are valued using derivative pricing models (e.g., discounted cash flow models, correlation models, and models that incorporate option pricing methodologies, such as Monte Carlo simulations). Price transparency of derivatives can generally be characterized by product type, as described below.

Interest Rate. In general, the key inputs used to value interest rate derivatives are transparent, even for most long-dated contracts. Interest rate swaps and options denominated in the currencies of leading industrialized nations are characterized by high trading volumes and tight bid/offer spreads. Interest rate derivatives that reference indices, such as an inflation index, or the shape of the yield curve (e.g., 10-year swap rate vs. 2-year swap rate) are more complex, but the key inputs are generally observable.

Credit. Price transparency for credit default swaps, including both single names and baskets of credits, varies by market and underlying reference entity or obligation. Credit default swaps that reference indices, large corporates and major sovereigns generally exhibit the most price transparency. For credit default swaps with other underliers, price transparency varies based on credit rating, the cost of borrowing the underlying reference obligations, and the availability of the underlying reference obligations for delivery upon the default of the issuer. Credit default swaps that reference loans, asset-backed securities and emerging market debt instruments tend to have less price transparency than those that reference corporate bonds. In addition, more complex credit derivatives, such as those sensitive to the correlation between two or more underlying reference obligations, generally have less price transparency.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Currency. Prices for currency derivatives based on the exchange rates of leading industrialized nations, including those with longer tenors, are generally transparent. The primary difference between the price transparency of developed and emerging market currency derivatives is that emerging markets tend to be observable for contracts with shorter tenors.

Commodity. Commodity derivatives include transactions referenced to energy (e.g., oil and natural gas), metals (e.g., precious and base) and soft commodities (e.g., agricultural). Price transparency varies based on the underlying commodity, delivery location, tenor and product quality (e.g., diesel fuel compared to unleaded gasoline). In general, price transparency for commodity derivatives is greater for contracts with shorter tenors and contracts that are more closely aligned with major and/or benchmark commodity indices.

Equity. Price transparency for equity derivatives varies by market and underlier. Options on indices and the common stock of corporates included in major equity indices exhibit the most price transparency. Equity derivatives generally have observable market prices, except for contracts with long tenors or reference prices that differ significantly from current market prices. More complex equity derivatives, such as those sensitive to the correlation between two or more individual stocks, generally have less price transparency.

Liquidity is essential to observability of all product types. If transaction volumes decline, previously transparent prices and other inputs may become unobservable. Conversely, even highly structured products may at times have trading volumes large enough to provide observability of prices and other inputs. See Note 5 for an overview of the firm's fair value measurement policies.

Level 1 Derivatives

Level 1 derivatives include short-term contracts for future delivery of securities when the underlying security is a level 1 instrument, and exchange-traded derivatives if they are actively traded and are valued at their quoted market price.

Level 2 Derivatives

Level 2 derivatives include OTC derivatives for which all significant valuation inputs are corroborated by market evidence and exchange-traded derivatives that are not actively traded and/or that are valued using models that calibrate to market-clearing levels of OTC derivatives.

The selection of a particular model to value a derivative depends on the contractual terms of and specific risks inherent in the instrument, as well as the availability of pricing information in the market. For derivatives that trade in liquid markets, model selection does not involve significant management judgment because outputs of models can be calibrated to market-clearing levels.

Valuation models require a variety of inputs, such as contractual terms, market prices, yield curves, discount rates (including those derived from interest rates on collateral received and posted as specified in credit support agreements for collateralized derivatives), credit curves, measures of volatility, prepayment rates, loss severity rates and correlations of such inputs. Significant inputs to the valuations of level 2 derivatives can be verified to market transactions, broker or dealer quotations or other alternative pricing sources with reasonable levels of price transparency. Consideration is given to the nature of the quotations (e.g., indicative or firm) and the relationship of recent market activity to the prices provided from alternative pricing sources.

Level 3 Derivatives

Level 3 derivatives are valued using models which utilize observable level 1 and/or level 2 inputs, as well as unobservable level 3 inputs. The significant unobservable inputs used to value the firm's level 3 derivatives are described below.

For level 3 interest rate and currency derivatives, significant unobservable inputs include correlations of certain currencies and interest rates (e.g., the correlation between Euro inflation and Euro interest rates). In addition, for level 3 interest rate derivatives, significant unobservable inputs include specific interest rate volatilities.

For level 3 credit derivatives, significant unobservable inputs include illiquid credit spreads and upfront credit points, which are unique to specific reference obligations and reference entities, recovery rates and certain correlations required to value credit derivatives (e.g., the likelihood of default of the underlying reference obligation relative to one another).

For level 3 commodity derivatives, significant unobservable inputs include volatilities for options with strike prices that differ significantly from current market prices and prices or spreads for certain products for which the product quality or physical location of the commodity is not aligned with benchmark indices.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

For level 3 equity derivatives, significant unobservable inputs generally include equity volatility inputs for options that are long-dated and/or have strike prices that differ significantly from current market prices. In addition, the valuation of certain structured trades requires the use of level 3 correlation inputs, such as the correlation of the price performance of two or more individual stocks or the correlation of the price performance for a basket of stocks to another asset class such as commodities.

Subsequent to the initial valuation of a level 3 derivative, the firm updates the level 1 and level 2 inputs to reflect observable market changes and any resulting gains and losses are classified in level 3. Level 3 inputs are changed when corroborated by evidence such as similar market transactions, third-party pricing services and/or broker or dealer quotations or other empirical market data. In circumstances where the firm cannot verify the model value by reference to market transactions, it is possible that a different valuation model could produce a materially different estimate of fair value. See below for further information about significant unobservable inputs used in the valuation of level 3 derivatives.

Valuation Adjustments

Valuation adjustments are integral to determining the fair value of derivative portfolios and are used to adjust the mid-market valuations produced by derivative pricing models to the appropriate exit price valuation. These adjustments incorporate bid/offer spreads, the cost of liquidity, credit valuation adjustments and funding valuation adjustments, which account for the credit and funding risk inherent in the uncollateralized portion of derivative portfolios. The firm also makes funding valuation adjustments to collateralized derivatives where the terms of the agreement do not permit the firm to deliver or repledge collateral received. Market-based inputs are generally used when calibrating valuation adjustments to market-clearing levels.

In addition, for derivatives that include significant unobservable inputs, the firm makes model or exit price adjustments to account for the valuation uncertainty present in the transaction.

Fair Value of Derivatives by Level

The tables below present the fair value of derivatives on a gross basis by level and major product type, as well as the impact of netting, included in the condensed consolidated statements of financial condition.

<i>\$ in millions</i>	As of March 2018			Total
	Level 1	Level 2	Level 3	
Assets				
Interest rates	\$ 31	\$ 277,689	\$ 639	\$ 278,359
Credit		18,910	3,485	22,395
Currencies		87,951	295	88,246
Commodities		13,193	271	13,464

Equities	8	52,482	546	53,036
Gross fair value	39	450,225	5,236	455,500
Counterparty netting in levels	(10)	(346,820)	(1,122)	(347,952)
Subtotal	\$ 29	\$ 103,405	\$ 4,114	\$ 107,548
Cross-level counterparty netting				(894)
Cash collateral netting				(58,608)
Net fair value				\$ 48,046
Liabilities				
Interest rates	\$(151)	\$(248,397)	\$ (888)	\$(249,436)
Credit		(18,488)	(2,203)	(20,691)
Currencies		(86,019)	(126)	(86,145)
Commodities		(15,001)	(198)	(15,199)
Equities	(5)	(54,582)	(1,413)	(56,000)
Gross fair value	(156)	(422,487)	(4,828)	(427,471)
Counterparty netting in levels	10	346,820	1,122	347,952
Subtotal	\$(146)	\$ (75,667)	\$(3,706)	\$ (79,519)
Cross-level counterparty netting				894
Cash collateral netting				41,758
Net fair value				\$ (36,867)

\$ in millions	As of December 2017			
	Level 1	Level 2	Level 3	Total
Assets				
Interest rates	\$ 18	\$ 282,933	\$ 311	\$ 283,262
Credit		19,053	3,640	22,693
Currencies		95,401	140	95,541
Commodities		13,727	353	14,080
Equities	8	50,870	409	51,287
Gross fair value	26	461,984	4,853	466,863
Counterparty netting in levels		(362,109)	(1,051)	(363,160)
Subtotal	\$ 26	\$ 99,875	\$ 3,802	\$ 103,703
Cross-level counterparty netting				(894)
Cash collateral netting				(55,472)
Net fair value				\$ 47,337
Liabilities				
Interest rates	\$ (28)	\$(252,421)	\$ (721)	\$(253,170)
Credit		(19,135)	(2,135)	(21,270)
Currencies		(96,160)	(321)	(96,481)
Commodities		(15,842)	(306)	(16,148)
Equities	(28)	(53,902)	(1,658)	(55,588)
Gross fair value	(56)	(437,460)	(5,141)	(442,657)
Counterparty netting in levels		362,109	1,051	363,160
Subtotal	\$ (56)	\$ (75,351)	\$(4,090)	\$ (79,497)
Cross-level counterparty netting				894
Cash collateral netting				38,972
Net fair value				\$ (39,631)

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

In the tables above:

The gross fair values exclude the effects of both counterparty netting and collateral netting, and therefore are not representative of the firm's exposure.

Counterparty netting is reflected in each level to the extent that receivable and payable balances are netted within the same level and is included in counterparty netting in levels. Where the counterparty netting is across levels, the netting is included in cross-level counterparty netting.

Derivative assets are shown as positive amounts and derivative liabilities are shown as negative amounts.

Significant Unobservable Inputs

The table below presents the amount of level 3 assets (liabilities), and ranges, averages and medians of significant unobservable inputs used to value the firm's level 3 derivatives.

Level 3 Assets (Liabilities) and Range of Significant

Unobservable Inputs (Average/Median) as of
March **December**

<i>\$ in millions</i>	2018	2017
Interest rates, net	\$(249)	\$(410)
Correlation	(10)% to 95% (70%/78%)	(10)% to 95% (71%/79%)
Volatility (bps)	31 to 150 (84/77)	31 to 150 (84/78)
Credit, net	\$1,282	\$1,505
Correlation	59% to 91% (73%/73%) 1 to 507 (73/39)	28% to 84% (61%/60%) 1 to 633 (69/42)

Credit spreads (bps)

Upfront credit points	0 to 95 (42/38)	0 to 97 (42/38)
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Recovery rates	22% to 73% (62%/73%)	22% to 73% (68%/73%)
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Currencies, net	\$169	\$(181)
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Correlation	10% to 72% (41%/33%)	49% to 72% (61%/62%)
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Commodities, net	\$73	\$47
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Volatility	8% to 46% (25%/25%)	9% to 79% (24%/24%)
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	\$(2.19) to \$0.64	\$(2.38) to \$3.34
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Natural gas spread	\$(0.34)/\$(0.26)	\$(0.22)/\$(0.12)
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Oil spread	\$(9.48) to \$24.64
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	\$(1.31)/\$(1.49)	\$(2.86) to \$23.61
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Equities, net	\$(867)	\$(1,249)
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Correlation	(40)% to 94% (40%/40%)	(36)% to 94% (50%/52%)
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Volatility	3% to 77% (23%/21%)	4% to 72% (24%/22%)
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In the table above:

Derivative assets are shown as positive amounts and derivative liabilities are shown as negative amounts.

Ranges represent the significant unobservable inputs that were used in the valuation of each type of derivative.

Averages represent the arithmetic average of the inputs and are not weighted by the relative fair value or notional of the respective financial instruments. An average greater than the median indicates that the majority of inputs are below the average. For example, the difference between the average and the median for credit spreads and oil spread inputs indicates that the majority of the inputs fall in the lower end of the range.

The ranges, averages and medians of these inputs are not representative of the appropriate inputs to use when calculating the fair value of any one derivative. For example, the highest correlation for interest rate derivatives is appropriate for valuing a specific interest rate derivative but may not be appropriate for valuing any other interest rate derivative. Accordingly, the ranges of inputs do not represent uncertainty in, or possible ranges of, fair value measurements of the firm's level 3 derivatives.

Interest rates, currencies and equities derivatives are valued using option pricing models, credit derivatives are valued using option pricing, correlation and discounted cash flow models, and commodities derivatives are valued using option pricing and discounted cash flow models.

The fair value of any one instrument may be determined using multiple valuation techniques. For example, option pricing models and discounted cash flows models are typically used together to determine fair value. Therefore, the level 3 balance encompasses both of these techniques.

Correlation within currencies and equities includes cross-product type correlation.

Natural gas spread represents the spread per million British thermal units of natural gas.

Oil spread represents the spread per barrel of oil and refined products.

Range of Significant Unobservable Inputs

The following is information about the ranges of significant unobservable inputs used to value the firm's level 3 derivative instruments:

Correlation. Ranges for correlation cover a variety of underliers both within one product type (e.g., equity index and equity single stock names) and across product types (e.g., correlation of an interest rate and a currency), as well as across regions. Generally, cross-product type correlation inputs are used to value more complex instruments and are lower than correlation inputs on assets within the same derivative product type.

Volatility. Ranges for volatility cover numerous underliers across a variety of markets, maturities and strike prices. For example, volatility of equity indices is generally lower than volatility of single stocks.

Credit spreads, upfront credit points and recovery rates. The ranges for credit spreads, upfront credit points and recovery rates cover a variety of underliers (index and single names), regions, sectors, maturities and credit qualities (high-yield and investment-grade). The broad range of this population gives rise to the width of the ranges of significant unobservable inputs.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Commodity prices and spreads. The ranges for commodity prices and spreads cover variability in products, maturities and delivery locations.

Sensitivity of Fair Value Measurement to Changes in Significant Unobservable Inputs

The following is a description of the directional sensitivity of the firm's level 3 fair value measurements to changes in significant unobservable inputs, in isolation:

Correlation. In general, for contracts where the holder benefits from the convergence of the underlying asset or index prices (e.g., interest rates, credit spreads, foreign exchange rates, inflation rates and equity prices), an increase in correlation results in a higher fair value measurement.

Volatility. In general, for purchased options, an increase in volatility results in a higher fair value measurement.

Credit spreads, upfront credit points and recovery rates. In general, the fair value of purchased credit protection increases as credit spreads or upfront credit points increase or recovery rates decrease. Credit spreads, upfront credit points and recovery rates are strongly related to distinctive risk factors of the underlying reference obligations, which include reference entity-specific factors such as leverage, volatility and industry, market-based risk factors, such as borrowing costs or liquidity of the underlying reference obligation, and macroeconomic conditions.

Commodity prices and spreads. In general, for contracts where the holder is receiving a commodity, an increase in the spread (price difference from a benchmark index due to differences in quality or delivery location) or price results in a higher fair value measurement.

Due to the distinctive nature of each of the firm's level 3 derivatives, the interrelationship of inputs is not necessarily uniform within each product type.

Level 3 Rollforward

The table below presents a summary of the changes in fair value for all level 3 derivatives.

	Three Months Ended March	
<i>\$ in millions</i>	2018	2017
Total level 3 derivatives		

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Beginning balance	\$(288)	\$(1,217)
Net realized gains/(losses)	52	(15)
Net unrealized gains/(losses)	219	769
Purchases	134	79
Sales	(124)	(458)
Settlements	329	871
Transfers into level 3	41	(10)
Transfers out of level 3	45	78
Ending balance	\$ 408	\$ 97
In the table above:		

Changes in fair value are presented for all derivative assets and liabilities that are classified in level 3 as of the end of the period.

Net unrealized gains/(losses) relates to instruments that were still held at period-end.

If a derivative was transferred into level 3 during a reporting period, its entire gain or loss for the period is classified in level 3. Transfers between levels are reported at the beginning of the reporting period in which they occur.

Positive amounts for transfers into level 3 and negative amounts for transfers out of level 3 represent net transfers of derivative assets. Negative amounts for transfers into level 3 and positive amounts for transfers out of level 3 represent net transfers of derivative liabilities.

A derivative with level 1 and/or level 2 inputs is classified in level 3 in its entirety if it has at least one significant level 3 input.

If there is one significant level 3 input, the entire gain or loss from adjusting only observable inputs (i.e., level 1 and level 2 inputs) is classified in level 3.

Gains or losses that have been classified in level 3 resulting from changes in level 1 or level 2 inputs are frequently offset by gains or losses attributable to level 1 or level 2 derivatives and/or level 1, level 2 and level 3 cash instruments. As a result, gains/(losses) included in the level 3 rollforward below do not necessarily represent the overall impact on the firm's results of operations, liquidity or capital resources.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

The table below disaggregates, by major product type, the information for level 3 derivatives included in the summary table above.

	Three Months	
	Ended March	
<i>\$ in millions</i>	2018	2017
Interest rates, net		
Beginning balance	\$ (410)	\$ (381)
Net realized gains/(losses)	(5)	(22)
Net unrealized gains/(losses)	105	103
Purchases	6	4
Sales	(7)	(9)
Settlements	29	46
Transfers into level 3	38	(10)
Transfers out of level 3	(5)	(13)
Ending balance	\$ (249)	\$ (282)
Credit, net		
Beginning balance	\$ 1,505	\$ 2,504
Net realized gains/(losses)	15	43
Net unrealized gains/(losses)	(297)	(174)
Purchases	19	16
Sales	(23)	(20)
Settlements	55	(135)
Transfers into level 3	(15)	13
Transfers out of level 3	23	(8)
Ending balance	\$ 1,282	\$ 2,239
Currencies, net		
Beginning balance	\$ (181)	\$ 3
Net realized gains/(losses)	(17)	(22)
Net unrealized gains/(losses)	125	(13)
Purchases	7	2
Sales	(2)	
Settlements	210	51
Transfers into level 3	27	(2)
Transfers out of level 3		5
Ending balance	\$ 169	\$ 24
Commodities, net		

Beginning balance	\$ 47	\$ 73
Net realized gains/(losses)	(6)	
Net unrealized gains/(losses)	31	20
Purchases	12	13
Sales	(1)	(13)
Settlements	(8)	(21)
Transfers into level 3	(8)	(9)
Transfers out of level 3	6	15
Ending balance	\$ 73	\$ 78
Equities, net		
Beginning balance	\$(1,249)	\$(3,416)
Net realized gains/(losses)	65	(14)
Net unrealized gains/(losses)	255	833
Purchases	90	44
Sales	(91)	(416)
Settlements	43	930
Transfers into level 3	(1)	(2)
Transfers out of level 3	21	79
Ending balance	\$ (867)	\$(1,962)

Level 3 Rollforward Commentary

Three Months Ended March 2018. The net realized and unrealized gains on level 3 derivatives of \$271 million (reflecting \$52 million of net realized gains and \$219 million of net unrealized gains) for the three months ended March 2018 included gains of \$184 million and \$87 million reported in market making and other principal transactions, respectively.

The net unrealized gains on level 3 derivatives for the three months ended March 2018 were primarily attributable to gains on certain equity derivatives, reflecting the impact of a decrease in equity prices, gains on certain currency derivatives, primarily reflecting the impact of changes in foreign exchange rates, and gains on certain interest rate derivatives, primarily reflecting the impact of an increase in interest rates, partially offset by losses on certain credit derivatives reflecting the impact of changes in foreign exchange rates.

Transfers into level 3 derivatives during the three months ended March 2018 were not material.

Transfers out of level 3 derivatives during the three months ended March 2018 were not material.

Three Months Ended March 2017. The net realized and unrealized gains on level 3 derivatives of \$754 million (reflecting \$15 million of net realized losses and \$769 million of net unrealized gains) for the three months ended March 2017 included gains/(losses) of \$848 million and \$(94) million reported in market making and other principal transactions, respectively.

The net unrealized gains on level 3 derivatives for the three months ended March 2017 were primarily attributable to gains on certain equity derivatives, reflecting the impact of an increase in equity prices.

Transfers into level 3 derivatives during the three months ended March 2017 were not material.

Transfers out of level 3 derivatives during the three months ended March 2017 primarily reflected transfers of certain equity derivative liabilities to level 2, principally due to certain unobservable volatility inputs not being significant to the valuation of these derivatives.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

OTC Derivatives

The table below presents the fair values of OTC derivative assets and liabilities by tenor and major product type.

<i>\$ in millions</i>	Less than 1 Year	1 - 5 Years	Greater than 5 Years	Total
<u>As of March 2018</u>				
Assets				
Interest rates	\$ 3,677	\$15,658	\$57,443	\$ 76,778
Credit	883	4,183	3,194	8,260
Currencies	10,902	6,032	8,366	25,300
Commodities	3,804	1,642	172	5,618
Equities	7,104	5,426	1,399	13,929
Counterparty netting in tenors	(3,184)	(3,871)	(2,564)	(9,619)
Subtotal	\$23,186	\$29,070	\$68,010	\$120,266
Cross-tenor counterparty netting				(16,410)
Cash collateral netting				(58,608)
Total				\$ 45,248
Liabilities				
Interest rates	\$ 5,888	\$ 8,646	\$33,401	\$ 47,935
Credit	1,891	3,364	1,300	6,555
Currencies	12,452	6,586	4,155	23,193
Commodities	3,216	1,709	2,440	7,365
Equities	6,568	7,355	3,150	17,073
Counterparty netting in tenors	(3,184)	(3,871)	(2,564)	(9,619)
Subtotal	\$26,831	\$23,789	\$41,882	\$ 92,502
Cross-tenor counterparty netting				(16,410)
Cash collateral netting				(41,758)
Total				\$ 34,334

As of December 2017

Assets				
Interest rates	\$ 3,717	\$15,445	\$57,200	\$ 76,362
Credit	760	4,079	3,338	8,177
Currencies	12,184	6,219	7,245	25,648
Commodities	3,175	2,526	181	5,882
Equities	4,969	5,607	1,387	11,963

Counterparty netting in tenors	(3,719)	(4,594)	(2,807)	(11,120)
Subtotal	\$21,086	\$29,282	\$66,544	\$116,912
Cross-tenor counterparty netting				(16,404)
Cash collateral netting				(55,472)
Total				\$45,036
Liabilities				
Interest rates	\$ 4,517	\$ 8,471	\$33,193	\$ 46,181
Credit	2,078	3,588	1,088	6,754
Currencies	14,326	7,119	4,802	26,247
Commodities	3,599	2,167	2,465	8,231
Equities	6,453	6,647	3,381	16,481
Counterparty netting in tenors	(3,719)	(4,594)	(2,807)	(11,120)
Subtotal	\$27,254	\$23,398	\$42,122	\$ 92,774
Cross-tenor counterparty netting				(16,404)
Cash collateral netting				(38,972)
Total				\$ 37,398
In the table above:				

Tenor is based on remaining contractual maturity.

Counterparty netting within the same product type and tenor category is included within such product type and tenor category.

Counterparty netting across product types within the same tenor category is included in counterparty netting in tenors. Where the counterparty netting is across tenor categories, the netting is included in cross-tenor counterparty netting.

Credit Derivatives

The firm enters into a broad array of credit derivatives in locations around the world to facilitate client transactions and to manage the credit risk associated with market-making and investing and lending activities. Credit derivatives are actively managed based on the firm's net risk position.

Credit derivatives are generally individually negotiated contracts and can have various settlement and payment conventions. Credit events include failure to pay, bankruptcy, acceleration of indebtedness, restructuring, repudiation and dissolution of the reference entity.

The firm enters into the following types of credit derivatives:

Credit Default Swaps. Single-name credit default swaps protect the buyer against the loss of principal on one or more bonds, loans or mortgages (reference obligations) in the event the issuer (reference entity) of the reference obligations suffers a credit event. The buyer of protection pays an initial or periodic premium to the seller and receives protection for the period of the contract. If there is no credit event, as defined in the contract, the seller of protection makes no payments to the buyer of protection. However, if a credit event occurs, the seller of protection is required to make a payment to the buyer of protection, which is calculated in accordance with the terms of the contract.

Credit Options. In a credit option, the option writer assumes the obligation to purchase or sell a reference obligation at a specified price or credit spread. The option purchaser buys the right, but does not assume the obligation, to sell the reference obligation to, or purchase it from, the option writer. The payments on credit options depend either on a particular credit spread or the price of the reference obligation.

Credit Indices, Baskets and Tranches. Credit derivatives may reference a basket of single-name credit default swaps or a broad-based index. If a credit event occurs in one of the underlying reference obligations, the protection seller pays the protection buyer. The payment is typically a pro-rata portion of the transaction's total notional amount based on the underlying defaulted reference obligation. In certain transactions, the credit risk of a basket or index is separated into various portions (tranches), each having different levels of subordination. The most junior tranches cover initial defaults and once losses exceed the notional amount of these junior tranches, any excess loss is covered by the next most senior tranche in the capital structure.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

Total Return Swaps. A total return swap transfers the risks relating to economic performance of a reference obligation from the protection buyer to the protection seller. Typically, the protection buyer receives from the protection seller a floating rate of interest and protection against any reduction in fair value of the reference obligation, and in return the protection seller receives the cash flows associated with the reference obligation, plus any increase in the fair value of the reference obligation.

The firm economically hedges its exposure to written credit derivatives primarily by entering into offsetting purchased credit derivatives with identical underliers. Substantially all of the firm's purchased credit derivative transactions are with financial institutions and are subject to stringent collateral thresholds. In addition, upon the occurrence of a specified trigger event, the firm may take possession of the reference obligations underlying a particular written credit derivative, and consequently may, upon liquidation of the reference obligations, recover amounts on the underlying reference obligations in the event of default.

As of March 2018, written and purchased credit derivatives had total gross notional amounts of \$638.66 billion and \$651.71 billion, respectively, for total net notional purchased protection of \$13.05 billion. As of December 2017, written and purchased credit derivatives had total gross notional amounts of \$611.04 billion and \$643.37 billion, respectively, for total net notional purchased protection of \$32.33 billion. Substantially all of the firm's written and purchased credit derivatives are credit default swaps.

The table below presents certain information about credit derivatives.

	Credit Spread on Underlier (basis points)				
		251 -	501 -	Greater than	
<i>\$ in millions</i>	0 - 250	500	1,000	1,000	Total
As of March 2018					
Maximum Payout/Notional Amount of Written Credit Derivatives by Tenor					
Less than 1 year	\$186,125	\$ 6,401	\$ 541	\$ 3,750	\$196,817
1 - 5 years	324,297	10,169	8,868	6,181	349,515
Greater than 5 years	83,191	5,894	2,575	672	92,332
Total	\$593,613	\$22,464	\$11,984	\$10,603	\$638,664
Maximum Payout/Notional Amount of Purchased Credit Derivatives					
Offsetting	\$507,206	\$15,315	\$10,960	\$ 9,256	\$542,737
Other	99,322	6,705	1,811	1,131	108,969
Fair Value of Written Credit Derivatives					
Asset	\$ 13,723	\$ 754	\$ 220	\$ 137	\$ 14,834
Liability	1,246	394	922	3,625	6,187
Net asset/(liability)	\$ 12,477	\$ 360	\$ (702)	\$ (3,488)	\$ 8,647

As of December 2017**Maximum Payout/Notional Amount of Written Credit Derivatives by Tenor**

Less than 1 year	\$182,446	\$ 8,531	\$ 705	\$ 4,067	\$195,749
1 - 5 years	335,872	10,201	8,747	7,553	362,373
Greater than 5 years	49,440	2,142	817	519	52,918
Total	\$567,758	\$20,874	\$10,269	\$12,139	\$611,040

Maximum Payout/Notional Amount of Purchased Credit Derivatives

Offsetting	\$492,325	\$13,424	\$ 9,395	\$10,663	\$525,807
Other	99,861	14,483	1,777	1,442	117,563

Fair Value of Written Credit Derivatives

Asset	\$ 14,317	\$ 513	\$ 208	\$ 155	\$ 15,193
Liability	896	402	752	3,920	5,970
Net asset/(liability)	\$ 13,421	\$ 111	\$ (544)	\$ (3,765)	\$ 9,223

In the table above:

Fair values exclude the effects of both netting of receivable balances with payable balances under enforceable netting agreements, and netting of cash received or posted under enforceable credit support agreements, and therefore are not representative of the firm's credit exposure.

Tenor is based on remaining contractual maturity.

The credit spread on the underlier, together with the tenor of the contract, are indicators of payment/performance risk. The firm is less likely to pay or otherwise be required to perform where the credit spread and the tenor are lower.

Offsetting purchased credit derivatives represent the notional amount of purchased credit derivatives that economically hedge written credit derivatives with identical underliers.

Other purchased credit derivatives represent the notional amount of all other purchased credit derivatives not included in offsetting.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)****Impact of Credit Spreads on Derivatives**

On an ongoing basis, the firm realizes gains or losses relating to changes in credit risk through the unwind of derivative contracts and changes in credit mitigants.

The net gain, including hedges, attributable to the impact of changes in credit exposure and credit spreads (counterparty and the firm's) on derivatives was \$152 million and \$11 million for the three months ended March 2018 and March 2017, respectively.

Bifurcated Embedded Derivatives

The table below presents the fair value and the notional amount of derivatives that have been bifurcated from their related borrowings.

	As of	
	March	December
<i>\$ in millions</i>	2018	2017
Fair value of assets	\$ 895	\$ 882
Fair value of liabilities	1,393	1,200
Net liability	\$ 498	\$ 318

Notional amount	\$9,638	\$9,578
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In the table above, these derivatives, which are recorded at fair value, primarily consist of interest rate, equity and commodity products and are included in unsecured short-term borrowings and unsecured long-term borrowings with the related borrowings. See Note 8 for further information.

Derivatives with Credit-Related Contingent Features

Certain of the firm's derivatives have been transacted under bilateral agreements with counterparties who may require the firm to post collateral or terminate the transactions based on changes in the firm's credit ratings. The firm assesses the impact of these bilateral agreements by determining the collateral or termination payments that would occur assuming a downgrade by all rating agencies. A downgrade by any one rating agency, depending on the agency's relative ratings of the firm at the time of the downgrade, may have an impact which is comparable to the impact of a downgrade by all rating agencies.

The table below presents the aggregate fair value of net derivative liabilities under such agreements (excluding application of collateral posted to reduce these liabilities), the related aggregate fair value of the assets posted as

collateral and the additional collateral or termination payments that could have been called by counterparties in the event of a one-notch and two-notch downgrade in the firm's credit ratings.

<i>\$ in millions</i>	As of	
	March 2018	December 2017
Net derivative liabilities under bilateral agreements	\$27,062	\$29,877
Collateral posted	\$23,997	\$25,329
Additional collateral or termination payments:		
One-notch downgrade	\$ 307	\$ 358
Two-notch downgrade	\$ 950	\$ 1,856

Hedge Accounting

The firm applies hedge accounting for (i) certain interest rate swaps used to manage the interest rate exposure of certain fixed-rate unsecured long-term and short-term borrowings and certain fixed-rate certificates of deposit and (ii) certain foreign currency forward contracts and foreign currency-denominated debt used to manage foreign currency exposures on the firm's net investment in certain non-U.S. operations.

To qualify for hedge accounting, the hedging instrument must be highly effective at reducing the risk from the exposure being hedged. Additionally, the firm must formally document the hedging relationship at inception and assess the hedging relationship at least on a quarterly basis to ensure the hedging instrument continues to be highly effective over the life of the hedging relationship.

Fair Value Hedges

The firm designates certain interest rate swaps as fair value hedges of certain fixed-rate unsecured long-term and short-term debt and fixed-rate certificates of deposit. These interest rate swaps hedge changes in fair value attributable to the designated benchmark interest rate (e.g., London Interbank Offered Rate (LIBOR) or Overnight Index Swap Rate), effectively converting a substantial portion of fixed-rate obligations into floating-rate obligations.

The firm applies a statistical method that utilizes regression analysis when assessing the effectiveness of its fair value hedging relationships in achieving offsetting changes in the fair values of the hedging instrument and the risk being hedged (i.e., interest rate risk). An interest rate swap is considered highly effective in offsetting changes in fair value attributable to changes in the hedged risk when the regression analysis results in a coefficient of determination of 80% or greater and a slope between 80% and 125%.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

For qualifying fair value hedges, gains or losses on derivatives are included in interest expense. The change in fair value of the hedged item attributable to the risk being hedged is reported as an adjustment to its carrying value (hedging adjustment) and is also included in interest expense. When a derivative is no longer designated as a hedge, any remaining difference between the carrying value and par value of the hedged item is amortized to interest expense over the remaining life of the hedged item using the effective interest method. See Note 23 for further information about interest income and interest expense.

The table below presents the gains/(losses) from interest rate derivatives accounted for as hedges and the related hedged borrowings and deposits, and the firm's total interest expense.

	Three Months	
	Ended March	
<i>\$ in millions</i>	2018	2017
Interest rate hedges	\$ (1,369)	\$ (754)
Hedged borrowings and deposits	\$ 1,230	\$ 554
Interest expense	\$ 3,312	\$ 2,230

In the table above:

The difference between gains/(losses) from interest rate hedges and hedged borrowings and deposits was primarily due to the amortization of prepaid credit spreads resulting from the passage of time.

Hedge ineffectiveness for the three months ended March 2017 was \$200 million.

The table below presents the carrying amount of the hedged items that are currently designated in a hedging relationship and the related cumulative hedging adjustment (increase/(decrease)) from current and prior hedging relationships included in such carrying amounts.

	As of March 2018	
	Carrying	Cumulative
<i>\$ in millions</i>	Amount	Hedging Adjustment
Deposits	\$10,491	\$ (264)
Unsecured short-term borrowings	\$ 5,229	\$ 17

Unsecured long-term borrowings	\$58,343	\$2,049
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In the table above, cumulative hedging adjustment included \$1.27 billion of hedging adjustments from prior hedging relationships that were de-designated and substantially all were related to unsecured long-term borrowings.

In addition, as of March 2018, cumulative hedging adjustments for items no longer designated in a hedging relationship were \$2.63 billion and substantially all were related to unsecured long-term borrowings.

Net Investment Hedges

The firm seeks to reduce the impact of fluctuations in foreign exchange rates on its net investments in certain non-U.S. operations through the use of foreign currency forward contracts and foreign currency-denominated debt. For foreign currency forward contracts designated as hedges, the effectiveness of the hedge is assessed based on the overall changes in the fair value of the forward contracts (i.e., based on changes in forward rates). For foreign currency-denominated debt designated as a hedge, the effectiveness of the hedge is assessed based on changes in spot rates.

Beginning in January 2018, in accordance with ASU No. 2017-12 for qualifying net investment hedges, all gains or losses on the hedging instruments are included in currency translation. Prior to January 2018, gains or losses on the hedging instruments, only to the extent effective, were included in currency translation.

The table below presents the gains/(losses) from net investment hedging.

	Three Months	
	Ended March	
<i>\$ in millions</i>	2018	2017
Hedges:		
Foreign currency forward contract	\$(210)	\$(349)
Foreign currency-denominated debt	\$(107)	\$ (82)

Gains or losses on individual net investments in non-U.S. operations are reclassified to earnings from accumulated other comprehensive income when such net investments are sold or substantially liquidated. The net gain/(loss) reclassified to earnings from accumulated other comprehensive income was not material for both the three months ended March 2018 and March 2017. The gain/(loss) related to ineffectiveness was not material for the three months ended March 2017.

As of March 2018 and December 2017, the firm had designated \$1.96 billion and \$1.81 billion, respectively, of foreign currency-denominated debt, included in unsecured long-term borrowings and unsecured short-term borrowings, as hedges of net investments in non-U.S. subsidiaries.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Note 8.

Fair Value Option

Other Financial Assets and Financial Liabilities at Fair Value

In addition to all cash and derivative instruments included in financial instruments owned and financial instruments sold, but not yet purchased, the firm accounts for certain of its other financial assets and financial liabilities at fair value, substantially all of which are accounted for at fair value under the fair value option. The primary reasons for electing the fair value option are to:

Reflect economic events in earnings on a timely basis;

Mitigate volatility in earnings from using different measurement attributes (e.g., transfers of financial instruments owned accounted for as financings are recorded at fair value, whereas the related secured financing would be recorded on an accrual basis absent electing the fair value option); and

Address simplification and cost-benefit considerations (e.g., accounting for hybrid financial instruments at fair value in their entirety versus bifurcation of embedded derivatives and hedge accounting for debt hosts).

Hybrid financial instruments are instruments that contain bifurcatable embedded derivatives and do not require settlement by physical delivery of nonfinancial assets (e.g., physical commodities). If the firm elects to bifurcate the embedded derivative from the associated debt, the derivative is accounted for at fair value and the host contract is accounted for at amortized cost, adjusted for the effective portion of any fair value hedges. If the firm does not elect to bifurcate, the entire hybrid financial instrument is accounted for at fair value under the fair value option.

Other financial assets and financial liabilities accounted for at fair value under the fair value option include:

Repurchase agreements and substantially all resale agreements;

Securities borrowed and loaned within Fixed Income, Currency and Commodities Client Execution (FICC Client Execution);

Substantially all other secured financings, including transfers of assets accounted for as financings rather than sales;

Certain unsecured short-term and long-term borrowings, substantially all of which are hybrid financial instruments;

Certain receivables from customers and counterparties, including transfers of assets accounted for as secured loans rather than purchases and certain margin loans;

Certain time deposits issued by the firm's bank subsidiaries (deposits with no stated maturity are not eligible for a fair value option election), including structured certificates of deposit, which are hybrid financial instruments; and

Certain subordinated liabilities of consolidated VIEs.

Fair Value of Other Financial Assets and Financial Liabilities by Level

The table below presents, by level within the fair value hierarchy, other financial assets and financial liabilities at fair value, substantially all of which are accounted for at fair value under the fair value option.

<i>\$ in millions</i>	Level 1	Level 2	Level 3	Total
As of March 2018				
Assets				
Securities purchased under agreements to resell	\$	\$ 131,103	\$	\$ 131,103
Securities borrowed		68,730		68,730
Receivables from customers and counterparties		2,484	1	2,485
Total	\$	\$ 202,317	\$ 1	\$ 202,318
Liabilities				
Deposits	\$	\$ (24,391)	\$ (3,146)	\$ (27,537)
Securities sold under agreements to repurchase		(94,655)	(35)	(94,690)
Securities loaned		(5,776)		(5,776)
Other secured financings		(26,334)	(332)	(26,666)
Unsecured borrowings:				
Short-term		(15,754)	(4,894)	(20,648)
Long-term		(32,507)	(8,043)	(40,550)
Other liabilities and accrued expenses		(43)	(61)	(104)
Total	\$	\$ (199,460)	\$ (16,511)	\$ (215,971)
As of December 2017				
Assets				
Securities purchased under agreements to resell	\$	\$ 120,420	\$	\$ 120,420
Securities borrowed		78,189		78,189
Receivables from customers and counterparties		3,522	4	3,526
Total	\$	\$ 202,131	\$ 4	\$ 202,135
Liabilities				
Deposits	\$	\$ (19,934)	\$ (2,968)	\$ (22,902)

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Securities sold under agreements to repurchase	(84,681)	(37)	(84,718)
Securities loaned	(5,357)		(5,357)
Other secured financings	(23,956)	(389)	(24,345)
Unsecured borrowings:			
Short-term	(12,310)	(4,594)	(16,904)
Long-term	(31,204)	(7,434)	(38,638)
Other liabilities and accrued expenses	(228)	(40)	(268)
Total	\$ (177,670)	\$ (15,462)	\$ (193,132)

In the table above, other financial assets are shown as positive amounts and other financial liabilities are shown as negative amounts.

35 Goldman Sachs March 2018 Form 10-Q

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Valuation Techniques and Significant Inputs

Other financial assets and financial liabilities at fair value are generally valued based on discounted cash flow techniques, which incorporate inputs with reasonable levels of price transparency, and are generally classified in level 2 because the inputs are observable. Valuation adjustments may be made for liquidity and for counterparty and the firm's credit quality.

See below for information about the significant inputs used to value other financial assets and financial liabilities at fair value, including the ranges of significant unobservable inputs used to value the level 3 instruments within these categories. These ranges represent the significant unobservable inputs that were used in the valuation of each type of other financial assets and financial liabilities at fair value. The ranges and weighted averages of these inputs are not representative of the appropriate inputs to use when calculating the fair value of any one instrument. For example, the highest yield presented below for other secured financings is appropriate for valuing a specific agreement in that category but may not be appropriate for valuing any other agreements in that category. Accordingly, the ranges of inputs presented below do not represent uncertainty in, or possible ranges of, fair value measurements of the firm's level 3 other financial assets and financial liabilities.

Resale and Repurchase Agreements and Securities Borrowed and Loaned. The significant inputs to the valuation of resale and repurchase agreements and securities borrowed and loaned are funding spreads, the amount and timing of expected future cash flows and interest rates. As of both March 2018 and December 2017, the firm had no level 3 resale agreements, securities borrowed or securities loaned. As of both March 2018 and December 2017, the firm's level 3 repurchase agreements were not material. See Note 10 for further information about collateralized agreements and financings.

Other Secured Financings. The significant inputs to the valuation of other secured financings at fair value are the amount and timing of expected future cash flows, interest rates, funding spreads, the fair value of the collateral delivered by the firm (which is determined using the amount and timing of expected future cash flows, market prices, market yields and recovery assumptions) and the frequency of additional collateral calls. The ranges of significant unobservable inputs used to value level 3 other secured financings are as follows:

As of March 2018:

Yield: 0.6% to 13.0% (weighted average: 3.4%)

Duration: 2.0 to 10.8 years (weighted average: 3.2 years)

As of December 2017:

Yield: 0.6% to 13.0% (weighted average: 3.3%)

Duration: 0.7 to 11.0 years (weighted average: 2.7 years)

Generally, increases in yield or duration, in isolation, would result in a lower fair value measurement. Due to the distinctive nature of each of the firm's level 3 other secured financings, the interrelationship of inputs is not necessarily uniform across such financings. See Note 10 for further information about collateralized agreements and financings.

Unsecured Short-term and Long-term Borrowings. The significant inputs to the valuation of unsecured short-term and long-term borrowings at fair value are the amount and timing of expected future cash flows, interest rates, the credit spreads of the firm, as well as commodity prices in the case of prepaid commodity transactions. The inputs used to value the embedded derivative component of hybrid financial instruments are consistent with the inputs used to value the firm's other derivative instruments. See Note 7 for further information about derivatives. See Notes 15 and 16 for further information about unsecured short-term and long-term borrowings, respectively.

Certain of the firm's unsecured short-term and long-term borrowings are classified in level 3, substantially all of which are hybrid financial instruments. As the significant unobservable inputs used to value hybrid financial instruments primarily relate to the embedded derivative component of these borrowings, these inputs are incorporated in the firm's derivative disclosures related to unobservable inputs in Note 7.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

Receivables from Customers and Counterparties. Receivables from customers and counterparties at fair value primarily consist of transfers of assets accounted for as secured loans rather than purchases. The significant inputs to the valuation of such receivables are commodity prices, interest rates, the amount and timing of expected future cash flows and funding spreads. As of both March 2018 and December 2017, the firm's level 3 receivables from customers and counterparties were not material.

Deposits. The significant inputs to the valuation of time deposits are interest rates and the amount and timing of future cash flows. The inputs used to value the embedded derivative component of hybrid financial instruments are consistent with the inputs used to value the firm's other derivative instruments. See Note 7 for further information about derivatives and Note 14 for further information about deposits.

The firm's deposits that are classified in level 3 are hybrid financial instruments. As the significant unobservable inputs used to value hybrid financial instruments primarily relate to the embedded derivative component of these deposits, these inputs are incorporated in the firm's derivative disclosures related to unobservable inputs in Note 7.

Transfers Between Levels of the Fair Value Hierarchy

Transfers between levels of the fair value hierarchy are reported at the beginning of the reporting period in which they occur. There were no transfers of other financial assets and financial liabilities between level 1 and level 2 during both the three months ended March 2018 and March 2017. See Level 3 Rollforward below for information about transfers between level 2 and level 3.

Level 3 Rollforward

The table below presents a summary of the changes in fair value for level 3 other financial assets and financial liabilities accounted for at fair value.

<i>\$ in millions</i>	Three Months	
	Ended March 2018	2017
Total other financial assets		
Beginning balance	\$ 4	\$ 55
Net realized gains/(losses)		(3)
Net unrealized gains/(losses)	(3)	
Settlements		(38)
Ending balance	\$ 1	\$ 14
Total other financial liabilities		

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Beginning balance	\$(15,462)	\$(14,979)
Net realized gains/(losses)	(34)	(104)
Net unrealized gains/(losses)	362	(344)
Purchases	(5)	(2)
Sales	3	
Issuances	(4,591)	(2,916)
Settlements	2,346	2,406
Transfers into level 3	(27)	(327)
Transfers out of level 3	897	101
Ending balance	\$(16,511)	\$(16,165)

In the table above:

Changes in fair value are presented for all other financial assets and financial liabilities that are classified in level 3 as of the end of the period.

Net unrealized gains/(losses) relates to instruments that were still held at period-end.

If a financial asset or financial liability was transferred to level 3 during a reporting period, its entire gain or loss for the period is classified in level 3. For level 3 other financial assets, increases are shown as positive amounts, while decreases are shown as negative amounts. For level 3 other financial liabilities, increases are shown as negative amounts, while decreases are shown as positive amounts.

Level 3 other financial assets and financial liabilities are frequently economically hedged with cash instruments and derivatives. Accordingly, gains or losses that are classified in level 3 can be partially offset by gains or losses attributable to level 1, 2 or 3 cash instruments or derivatives. As a result, gains or losses included in the level 3 rollforward below do not necessarily represent the overall impact on the firm's results of operations, liquidity or capital resources.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

The table below disaggregates, by the condensed consolidated statements of financial condition line items, the information for other financial liabilities included in the summary table above.

	Three Months	
	Ended March	
<i>\$ in millions</i>	2018	2017
Deposits		
Beginning balance	\$(2,968)	\$(3,173)
Net realized gains/(losses)	(3)	(1)
Net unrealized gains/(losses)	48	(28)
Issuances	(216)	(172)
Settlements	9	26
Transfers into level 3	(16)	
Ending balance	\$(3,146)	\$(3,348)
Securities sold under agreements to repurchase		
Beginning balance	\$ (37)	\$ (66)
Settlements	2	2
Ending balance	\$ (35)	\$ (64)
Other secured financings		
Beginning balance	\$ (389)	\$ (557)
Net realized gains/(losses)		4
Net unrealized gains/(losses)	(1)	(17)
Purchases	(4)	(2)
Issuances	(2)	(2)
Settlements	19	92
Transfers into level 3		(87)
Transfers out of level 3	45	1
Ending balance	\$ (332)	\$ (568)
Unsecured short-term borrowings		
Beginning balance	\$(4,594)	\$(3,896)
Net realized gains/(losses)	(28)	(86)
Net unrealized gains/(losses)	114	(139)
Issuances	(2,885)	(1,803)
Settlements	1,878	1,683
Transfers into level 3	(10)	(58)
Transfers out of level 3	631	55
Ending balance	\$(4,894)	\$(4,244)

Unsecured long-term borrowings

Beginning balance	\$(7,434)	\$(7,225)
Net realized gains/(losses)	(8)	(25)
Net unrealized gains/(losses)	223	(158)
Purchases	(1)	
Sales	3	
Issuances	(1,483)	(936)
Settlements	437	603
Transfers into level 3	(1)	(182)
Transfers out of level 3	221	45
Ending balance	\$(8,043)	\$(7,878)
Other liabilities and accrued expenses		
Beginning balance	\$ (40)	\$ (62)
Net realized gains/(losses)	5	4
Net unrealized gains/(losses)	(22)	(2)
Issuances	(5)	(3)
Settlements	1	
Ending balance	\$ (61)	\$ (63)

Level 3 Rollforward Commentary

Three Months Ended March 2018. The net realized and unrealized gains on level 3 other financial liabilities of \$328 million (reflecting \$34 million of net realized losses and \$362 million of net unrealized gains) for the three months ended March 2018 included gains/(losses) of \$283 million, \$(4) million and \$(1) million reported in market making, other principal transactions and interest expense, respectively, in the condensed consolidated statements of earnings, and gains of \$50 million reported in debt valuation adjustment in the condensed consolidated statements of comprehensive income.

The net unrealized gains on level 3 other financial liabilities for the three months ended March 2018 primarily reflected gains on certain hybrid financial instruments included in unsecured long-term and short-term borrowings, principally due to a decrease in global equity prices, and changes in foreign exchange rates.

Transfers into level 3 of other financial liabilities during the three months ended March 2018 were not material.

Transfers out of level 3 of other financial liabilities during the three months ended March 2018 primarily reflected transfers of certain hybrid financial instruments included in unsecured short-term and long-term borrowings, principally due to increased transparency of certain correlation and volatility inputs used to value these instruments.

Three Months Ended March 2017. The net realized and unrealized losses on level 3 other financial liabilities of \$448 million (reflecting \$104 million of net realized losses and \$344 million of net unrealized losses) for the three months ended March 2017 included losses of \$400 million, \$15 million and \$2 million reported in market making, other principal transactions and interest expense, respectively, in the condensed consolidated statements of earnings, and losses of \$31 million reported in debt valuation adjustment in the condensed consolidated statements of comprehensive income.

The net unrealized losses on level 3 other financial liabilities for the three months ended March 2017 primarily reflected losses on certain hybrid financial instruments included in unsecured long-term and short-term borrowings, principally due to an increase in global equity prices and changes in foreign exchange rates.

Transfers into level 3 of other financial liabilities during the three months ended March 2017 primarily reflected transfers of certain hybrid financial instruments included in unsecured long-term borrowings from level 2, principally due to certain unobservable inputs being significant to the valuation of these instruments, and transfers of other

secured financings from level 2, principally due to reduced transparency of certain yield inputs used to value these instruments.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

Transfers out of level 3 of other financial liabilities during the three months ended March 2017 primarily reflected transfers of certain hybrid financial instruments included in unsecured short-term and long-term borrowings to level 2, principally due to increased transparency of correlation and volatility inputs used to value these instruments.

Gains and Losses on Financial Assets and Financial Liabilities Accounted for at Fair Value Under the Fair Value Option

The table below presents the gains and losses recognized in earnings as a result of the firm electing to apply the fair value option to certain financial assets and financial liabilities.

	Three Months	
	Ended March	
<i>\$ in millions</i>	2018	2017
Unsecured short-term borrowings	\$ 86	\$(861)
Unsecured long-term borrowings	701	(189)
Other liabilities and accrued expenses	(17)	187
Other	166	(104)
Total	\$936	\$(967)

In the table above:

Gains/(losses) are included in market making and other principal transactions.

Gains/(losses) exclude contractual interest, which is included in interest income and interest expense, for all instruments other than hybrid financial instruments. See Note 23 for further information about interest income and interest expense.

Gains/(losses) included in unsecured short-term borrowings are substantially all related to the embedded derivative component of hybrid financial instruments for the three months ended March 2018 and March 2017. Gains/(losses) included in unsecured long-term borrowings are primarily related to the embedded derivative component of hybrid financial instruments for the three months ended March 2018 and March 2017. These gains and losses would have been recognized under other U.S. GAAP even if the firm had not elected to account for the entire hybrid financial instrument at fair value.

Other liabilities and accrued expenses for the three months ended March 2017 includes gains/(losses) on certain subordinated liabilities of consolidated VIEs.

Other primarily consists of gains/(losses) on receivables from customers and counterparties, deposits and other secured financings.

Excluding the gains and losses on the instruments accounted for under the fair value option described above, market making and other principal transactions primarily represent gains and losses on financial instruments owned and financial instruments sold, but not yet purchased.

Loans and Lending Commitments

The table below presents the difference between the aggregate fair value and the aggregate contractual principal amount for loans and long-term receivables for which the fair value option was elected.

	March	As of December
<i>\$ in millions</i>	2018	2017
Performing loans and long-term receivables		
Aggregate contractual principal in excess of fair value	\$1,117	\$ 952
Loans on nonaccrual status and/or more than 90 days past due		
Aggregate contractual principal in excess of fair value	\$5,126	\$5,266
Aggregate fair value of loans on nonaccrual status and/or more than 90 days past due	\$2,017	\$2,104

In the table above, the aggregate contractual principal amount of loans on nonaccrual status and/or more than 90 days past due (which excludes loans carried at zero fair value and considered uncollectible) exceeds the related fair value primarily because the firm regularly purchases loans, such as distressed loans, at values significantly below the contractual principal amounts.

As of March 2018 and December 2017, the fair value of unfunded lending commitments for which the fair value option was elected was a liability of \$37 million and \$31 million, respectively, and the related total contractual amount of these lending commitments was \$6.40 billion and \$9.94 billion, respectively. See Note 18 for further information about lending commitments.

Long-Term Debt Instruments

The difference between the aggregate contractual principal amount and the related fair value of long-term other secured financings for which the fair value option was elected was not material as of both March 2018 and December 2017. The aggregate contractual principal amount of unsecured long-term borrowings for which the fair value option was elected exceeded the related fair value by \$2.03 billion and \$1.69 billion as of March 2018 and December 2017, respectively. The amounts above include both principal- and non-principal-protected long-term borrowings.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)****Impact of Credit Spreads on Loans and Lending Commitments**

The estimated net gain attributable to changes in instrument-specific credit spreads on loans and lending commitments for which the fair value option was elected was \$108 million and \$64 million for the three months ended March 2018 and March 2017, respectively. The firm generally calculates the fair value of loans and lending commitments for which the fair value option is elected by discounting future cash flows at a rate which incorporates the instrument-specific credit spreads. For floating-rate loans and lending commitments, substantially all changes in fair value are attributable to changes in instrument-specific credit spreads, whereas for fixed-rate loans and lending commitments, changes in fair value are also attributable to changes in interest rates.

Debt Valuation Adjustment

The firm calculates the fair value of financial liabilities for which the fair value option is elected by discounting future cash flows at a rate which incorporates the firm's credit spreads.

The table below presents details about the net DVA gains/(losses) on such financial liabilities.

<i>\$ in millions</i>	Three Months Ended March	
	2018	2017
DVA (pre-tax)	\$359	\$(213)
DVA (net of tax)	\$270	\$(139)
In the table above:		

DVA (net of tax) is included in debt valuation adjustment in the condensed consolidated statements of comprehensive income.

The gains/(losses) reclassified to earnings from accumulated other comprehensive loss upon extinguishment of such financial liabilities were not material for both the three months ended March 2018 and March 2017.

Note 9.**Loans Receivable**

Loans receivable consists of loans held for investment that are accounted for at amortized cost net of allowance for loan losses. Interest on loans receivable is recognized over the life of the loan and is recorded on an accrual basis.

The table below presents details about loans receivable.

<i>\$ in millions</i>	As of	
	March 2018	December 2017
Corporate loans	\$33,880	\$30,749
Loans to PWM clients	16,946	16,591
Loans backed by commercial real estate	9,252	7,987
Loans backed by residential real estate	6,713	6,234
Marcus loans	2,384	1,912
Other loans	3,286	3,263
Total loans receivable, gross	72,461	66,736
Allowance for loan losses	(764)	(803)
Total loans receivable	\$71,697	\$65,933

As of March 2018 and December 2017, the fair value of loans receivable was \$71.98 billion and \$66.29 billion, respectively. Had these loans been carried at fair value and included in the fair value hierarchy, \$41.66 billion and \$38.75 billion would have been classified in level 2, and \$30.32 billion and \$27.54 billion would have been classified in level 3, as of March 2018 and December 2017, respectively.

The following is a description of the captions in the table above:

Corporate Loans. Corporate loans includes term loans, revolving lines of credit, letter of credit facilities and bridge loans, and are principally used for operating liquidity and general corporate purposes, or in connection with acquisitions. Corporate loans may be secured or unsecured, depending on the loan purpose, the risk profile of the borrower and other factors. Loans receivable related to the firm's relationship lending activities are reported within corporate loans.

Loans to Private Wealth Management (PWM) Clients. Loans to PWM clients includes loans used by clients to finance private asset purchases, employ leverage for strategic investments in real or financial assets, bridge cash flow timing gaps or provide liquidity for other needs. Such loans are primarily secured by securities or other assets.

Loans Backed by Commercial Real Estate. Loans backed by commercial real estate includes loans extended by the firm that are directly or indirectly secured by hotels, retail stores, multifamily housing complexes and commercial and industrial properties. Loans backed by commercial real estate also includes loans purchased by the firm.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

Loans Backed by Residential Real Estate. Loans backed by residential real estate includes loans extended by the firm to clients who warehouse assets that are directly or indirectly secured by residential real estate. Loans backed by residential real estate also includes loans purchased by the firm.

Marcus Loans. Marcus loans represents unsecured loans to retail clients.

Other Loans. Other loans primarily includes loans extended to clients who warehouse assets that are directly or indirectly secured by retail loans, including auto loans, and private student loans and other assets.

Lending Commitments

The table below presents details about lending commitments that are held for investment and accounted for on an accrual basis.

<i>\$ in millions</i>	As of	
	March 2018	December 2017
Corporate	\$121,901	\$118,553
Other	6,108	5,951
Total	\$128,009	\$124,504

In the table above:

Corporate lending commitments primarily relates to the firm's relationship lending activities.

Other lending commitments primarily relates to lending commitments extended by the firm to clients who warehouse assets backed by real estate and other assets.

The carrying value of lending commitments were liabilities of \$402 million (including allowance for losses of \$254 million) and \$423 million (including allowance for losses of \$274 million) as of March 2018 and December 2017, respectively.

The estimated fair value of such lending commitments were liabilities of \$2.41 billion and \$2.27 billion as of March 2018 and December 2017, respectively. Had these lending commitments been carried at fair value and included in the fair value hierarchy, \$742 million and \$772 million would have been classified in level 2, and \$1.67 billion and \$1.50 billion would have been classified in level 3, as of March 2018 and December 2017, respectively.

Purchased Credit Impaired (PCI) Loans

Loans receivable includes PCI loans, which represent acquired loans or pools of loans with evidence of credit deterioration subsequent to their origination and where it is probable, at acquisition, that the firm will not be able to collect all contractually required payments. Loans acquired within the same reporting period, which have at least two common risk characteristics, one of which relates to their credit risk, are eligible to be pooled together and considered a single unit of account. PCI loans are initially recorded at the acquisition price and the difference between the acquisition price and the expected cash flows (accretable yield) is recognized as interest income over the life of such loans or pools of loans on an effective yield method. Expected cash flows on PCI loans are determined using various inputs and assumptions, including default rates, loss severities, recoveries, amount and timing of prepayments and other macroeconomic indicators.

The table below presents details about PCI loans.

	As of	
	March	December
<i>\$ in millions</i>	2018	2017
Loans backed by commercial real estate	\$ 976	\$1,116
Loans backed by residential real estate	3,138	3,327
Other loans	11	10
Total gross carrying value	\$4,125	\$4,453
Total outstanding principal balance	\$8,695	\$9,512
Total accretable yield	\$ 582	\$ 662

During the three months ended March 2018, the firm did not acquire any PCI loans. During the three months ended March 2017, the firm acquired PCI loans with a fair value of \$262 million. The related expected cash flows and the contractually required cash flows for such PCI loans, at the time of acquisition, were \$296 million and \$632 million, respectively.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)****Credit Quality**

Risk Assessment. The firm's risk assessment process includes evaluating the credit quality of its loans receivable. For loans receivable (excluding PCI and Marcus loans) and lending commitments, the firm performs credit reviews which include initial and ongoing analyses of its borrowers. A credit review is an independent analysis of the capacity and willingness of a borrower to meet its financial obligations, resulting in an internal credit rating. The determination of internal credit ratings also incorporates assumptions with respect to the nature of and outlook for the borrower's industry and the economic environment. The firm also assigns a regulatory risk rating to such loans based on the definitions provided by the U.S. federal bank regulatory agencies.

The firm enters into economic hedges to mitigate credit risk on certain loans receivable and corporate lending commitments (both of which are held for investment) related to the firm's relationship lending activities. Such hedges are accounted for at fair value. See Note 18 for further information about these lending commitments and associated hedges.

The table below presents gross loans receivable (excluding PCI and Marcus loans of \$6.51 billion and \$6.37 billion as of March 2018 and December 2017, respectively) and lending commitments by the firm's internally determined public rating agency equivalent and by regulatory risk rating.

<i>\$ in millions</i>	Loans	Lending Commitments	Total
Credit Rating Equivalent			
<u>As of March 2018</u>			
Investment-grade	\$25,471	\$ 92,197	\$117,668
Non-investment-grade	40,481	35,812	76,293
Total	\$65,952	\$128,009	\$193,961

As of December 2017

Investment-grade	\$24,192	\$ 89,409	\$113,601
Non-investment-grade	36,179	35,095	71,274
Total	\$60,371	\$124,504	\$184,875

Regulatory Risk Rating

<u>As of March 2018</u>			
Non-criticized/pass	\$62,376	\$124,342	\$186,718
Criticized	3,576	3,667	7,243

Total	\$65,952	\$128,009	\$193,961
As of December 2017			
Non-criticized/pass	\$56,720	\$119,427	\$176,147
Criticized	3,651	5,077	8,728
Total	\$60,371	\$124,504	\$184,875

In the table above, non-criticized/pass loans and lending commitments represent loans and lending commitments that are performing and/or do not demonstrate adverse characteristics that are likely to result in a credit loss.

For Marcus loans, an important credit-quality indicator is the Fair Isaac Corporation (FICO) credit score, which measures a borrower's creditworthiness by considering factors such as payment and credit history. FICO credit scores are refreshed periodically by the firm to assess the updated creditworthiness of the borrower. As of March 2018 and December 2017, greater than 80% of the Marcus loans receivable had an underlying FICO credit score above 660 (with a weighted average FICO credit score in excess of 700).

For PCI loans, the firm's risk assessment process includes reviewing certain key metrics, such as delinquency status, collateral values, expected cash flows and other risk factors.

Impaired Loans. Loans receivable (excluding PCI loans) are determined to be impaired when it is probable that the firm will not be able to collect all principal and interest due under the contractual terms of the loan. At that time, loans are generally placed on nonaccrual status and all accrued but uncollected interest is reversed against interest income and interest subsequently collected is recognized on a cash basis to the extent the loan balance is deemed collectible. Otherwise, all cash received is used to reduce the outstanding loan balance.

In certain circumstances, the firm may also modify the original terms of a loan agreement by granting a concession to a borrower experiencing financial difficulty. Such modifications are considered troubled debt restructurings and typically include interest rate reductions, payment extensions, and modification of loan covenants. Loans modified in a troubled debt restructuring are considered impaired and are subject to specific loan-level reserves.

As of March 2018 and December 2017, the gross carrying value of impaired loans receivable (excluding PCI loans) on nonaccrual status was \$836 million and \$845 million, respectively. As of both March 2018 and December 2017, such loans included \$61 million of corporate loans that were modified in a troubled debt restructuring. The firm did not have any lending commitments related to these loans as of both March 2018 and December 2017.

When it is determined that the firm cannot reasonably estimate expected cash flows on PCI loans or pools of loans, such loans are placed on nonaccrual status.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Allowance for Losses on Loans and Lending

Commitments

The firm's allowance for loan losses consists of specific loan-level reserves, portfolio level reserves and reserves on PCI loans, as described below:

Specific loan-level reserves are determined on loans (excluding PCI loans) that exhibit credit quality weakness and are therefore individually evaluated for impairment.

Portfolio level reserves are determined on loans (excluding PCI loans) not evaluated for specific loan-level reserves by aggregating groups of loans with similar risk characteristics and estimating the probable loss inherent in the portfolio.

Reserves on PCI loans are recorded when it is determined that the expected cash flows, which are reassessed on a quarterly basis, will be lower than those used to establish the current effective yield for such loans or pools of loans. If the expected cash flows are determined to be significantly higher than those used to establish the current effective yield, such increases are initially recognized as a reduction to any previously recorded allowances for loan losses and any remaining increases are recognized as interest income prospectively over the life of the loan or pools of loans as an increase to the effective yield.

The allowance for loan losses is determined using various risk factors, including industry default and loss data, current macroeconomic indicators, borrower's capacity to meet its financial obligations, borrower's country of risk, loan seniority and collateral type. In addition, for loans backed by real estate, risk factors include loan to value ratio, debt service ratio and home price index. Risk factors for Marcus loans include FICO credit scores and delinquency status.

Management's estimate of loan losses entails judgment about loan collectability at the reporting dates, and there are uncertainties inherent in those judgments. While management uses the best information available to determine this estimate, future adjustments to the allowance may be necessary based on, among other things, changes in the economic environment or variances between actual results and the original assumptions used. Loans are charged off against the allowance for loan losses when deemed to be uncollectible.

The firm also records an allowance for losses on lending commitments that are held for investment and accounted for on an accrual basis. Such allowance is determined using the same methodology as the allowance for loan losses, while also taking into consideration the probability of drawdowns or funding, and is included in other liabilities and accrued expenses.

The table below presents gross loans receivable and lending commitments by impairment methodology.

<i>\$ in millions</i>	Specific	Portfolio	PCI	Total
<u>As of March 2018</u>				
Loans Receivable				
Corporate loans	\$317	\$ 33,563	\$	\$ 33,880
Loans to PWM clients	131	16,815		16,946
Loans backed by:				
Commercial real estate		8,276	976	9,252
Residential real estate	314	3,261	3,138	6,713
Marcus loans		2,384		2,384
Other loans	74	3,201	11	3,286
Total	\$836	\$ 67,500	\$4,125	\$ 72,461
Lending Commitments				
Corporate	\$ 33	\$121,868	\$	\$121,901
Other		6,108		6,108
Total	\$ 33	\$127,976	\$	\$128,009
<u>As of December 2017</u>				
Loans Receivable				
Corporate loans	\$377	\$ 30,372	\$	\$ 30,749
Loans to PWM clients	163	16,428		16,591
Loans backed by:				
Commercial real estate		6,871	1,116	7,987
Residential real estate	231	2,676	3,327	6,234
Marcus loans		1,912		1,912
Other loans	74	3,179	10	3,263
Total	\$845	\$ 61,438	\$4,453	\$ 66,736
Lending Commitments				
Corporate	\$ 53	\$118,500	\$	\$118,553
Other		5,951		5,951
Total	\$ 53	\$124,451	\$	\$124,504

In the table above, gross loans receivable and lending commitments, subject to specific loan-level reserves, included \$602 million and \$492 million of impaired loans and lending commitments as of March 2018 and December 2017, respectively, which did not require a reserve as the loan was deemed to be recoverable.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

The table below presents changes in the allowance for loan losses and the allowance for losses on lending commitments, as well as details by impairment methodology.

<i>\$ in millions</i>	Three Months Ended March 2018		Year Ended December 2017	
	Loans Receivable	Lending Commitments	Loans Receivable	Lending Commitments
Changes in the allowance for losses				
Beginning balance	\$803	\$274	\$ 509	\$212
Net charge-offs	(60)		(203)	
Provision/(release)	57	(13)	574	83
Other	(36)	(7)	(77)	(21)
Ending balance	\$764	\$254	\$ 803	\$274
Allowance for losses by impairment methodology				
Specific	\$ 49	\$ 5	\$ 119	\$ 14
Portfolio	563	249	518	260
PCI	152		166	
Total	\$764	\$254	\$ 803	\$274

In the table above:

The provision for losses on loans and lending commitments is included in other principal transactions, and was primarily related to Marcus loans for the three months ended March 2018 and primarily related to corporate loans and lending commitments, and loans backed by commercial real estate for the year ended December 2017.

Other represents the reduction to the allowance related to loans and lending commitments transferred to held for sale.

Portfolio level reserves were primarily related to corporate loans, specific loan-level reserves were substantially all related to corporate loans and reserves on PCI loans were related to loans backed by real estate.

Substantially all of the allowance for losses on lending commitments were related to corporate lending commitments.

Note 10.

Collateralized Agreements and Financings

Collateralized agreements are securities purchased under agreements to resell (resale agreements) and securities borrowed. Collateralized financings are securities sold under agreements to repurchase (repurchase agreements), securities loaned and other secured financings. The firm enters into these transactions in order to, among other things, facilitate client activities, invest excess cash, acquire securities to cover short positions and finance certain firm activities.

Collateralized agreements and financings are presented on a net-by-counterparty basis when a legal right of setoff exists. Interest on collateralized agreements and collateralized financings is recognized over the life of the transaction and included in interest income and interest expense, respectively. See Note 23 for further information about interest income and interest expense.

The table below presents the carrying value of resale and repurchase agreements and securities borrowed and loaned transactions.

<i>\$ in millions</i>	As of	
	March 2018	December 2017
Securities purchased under agreements to resell	\$131,461	\$120,822
Securities borrowed	\$177,567	\$190,848
Securities sold under agreements to repurchase	\$ 94,690	\$ 84,718
Securities loaned	\$ 16,483	\$ 14,793
In the table above:		

Substantially all resale agreements and all repurchase agreements are carried at fair value under the fair value option. See Note 8 for further information about the valuation techniques and significant inputs used to determine fair value.

As of March 2018 and December 2017, \$68.73 billion and \$78.19 billion of securities borrowed, and \$5.78 billion and \$5.36 billion of securities loaned were at fair value, respectively.

Resale and Repurchase Agreements

A resale agreement is a transaction in which the firm purchases financial instruments from a seller, typically in exchange for cash, and simultaneously enters into an agreement to resell the same or substantially the same financial instruments to the seller at a stated price plus accrued interest at a future date.

A repurchase agreement is a transaction in which the firm sells financial instruments to a buyer, typically in exchange for cash, and simultaneously enters into an agreement to repurchase the same or substantially the same financial instruments from the buyer at a stated price plus accrued interest at a future date.

Even though repurchase and resale agreements (including repos- and reverses-to-maturity) involve the legal transfer of ownership of financial instruments, they are accounted for as financing arrangements because they require the financial instruments to be repurchased or resold before or at the maturity of the agreement. The financial instruments purchased or sold in resale and repurchase agreements typically include U.S. government and agency, and investment-grade sovereign obligations.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

The firm receives financial instruments purchased under resale agreements and makes delivery of financial instruments sold under repurchase agreements. To mitigate credit exposure, the firm monitors the market value of these financial instruments on a daily basis, and delivers or obtains additional collateral due to changes in the market value of the financial instruments, as appropriate. For resale agreements, the firm typically requires collateral with a fair value approximately equal to the carrying value of the relevant assets in the condensed consolidated statements of financial condition.

Securities Borrowed and Loaned Transactions

In a securities borrowed transaction, the firm borrows securities from a counterparty in exchange for cash or securities. When the firm returns the securities, the counterparty returns the cash or securities. Interest is generally paid periodically over the life of the transaction.

In a securities loaned transaction, the firm lends securities to a counterparty in exchange for cash or securities. When the counterparty returns the securities, the firm returns the cash or securities posted as collateral. Interest is generally paid periodically over the life of the transaction.

The firm receives securities borrowed and makes delivery of securities loaned. To mitigate credit exposure, the firm monitors the market value of these securities on a daily basis, and delivers or obtains additional collateral due to changes in the market value of the securities, as appropriate. For securities borrowed transactions, the firm typically requires collateral with a fair value approximately equal to the carrying value of the securities borrowed transaction.

Securities borrowed and loaned within FICC Client Execution are recorded at fair value under the fair value option. See Note 8 for further information about securities borrowed and loaned accounted for at fair value.

Securities borrowed and loaned within Securities Services are recorded based on the amount of cash collateral advanced or received plus accrued interest. As these agreements generally can be terminated on demand, they exhibit little, if any, sensitivity to changes in interest rates. Therefore, the carrying value of such agreements approximates fair value. While these agreements are carried at amounts that approximate fair value, they are not accounted for at fair value under the fair value option or at fair value in accordance with other U.S. GAAP and therefore are not included in the firm's fair value hierarchy in Notes 6 through 8. Had these agreements been included in the firm's fair value hierarchy, they would have been classified in level 2 as of both March 2018 and December 2017.

Offsetting Arrangements

The table below presents the gross and net resale and repurchase agreements and securities borrowed and loaned transactions, and the related amount of counterparty netting included in the condensed consolidated statements of financial condition, as well as the amounts of counterparty netting and cash and securities collateral, not offset in the condensed consolidated statements of financial condition.

<i>\$ in millions</i>	Assets		Liabilities	
	Resale agreements	Securities borrowed	Repurchase agreements	Securities loaned
As of March 2018				
Included in condensed consolidated statements of financial condition				
Gross carrying value	\$ 211,373	\$ 185,075	\$174,602	\$23,991
Counterparty netting	(79,912)	(7,508)	(79,912)	(7,508)
Total	131,461	177,567	94,690	16,483
Amounts not offset				
Counterparty netting	(10,583)	(6,871)	(10,583)	(6,871)
Collateral	(119,044)	(165,022)	(78,940)	(9,412)
Total	\$ 1,834	\$ 5,674	\$ 5,167	\$ 200

As of December 2017

Included in condensed consolidated statements of financial condition				
Gross carrying value	\$ 209,972	\$ 195,783	\$173,868	\$19,728
Counterparty netting	(89,150)	(4,935)	(89,150)	(4,935)
Total	120,822	190,848	84,718	14,793
Amounts not offset				
Counterparty netting	(5,441)	(4,412)	(5,441)	(4,412)
Collateral	(113,305)	(177,679)	(76,793)	(9,731)
Total	\$ 2,076	\$ 8,757	\$ 2,484	\$ 650

In the table above:

Substantially all of the gross carrying values of these arrangements are subject to enforceable netting agreements.

Where the firm has received or posted collateral under credit support agreements, but has not yet determined such agreements are enforceable, the related collateral has not been netted.

Amounts not offset includes counterparty netting that does not meet the criteria for netting under U.S. GAAP and the fair value of collateral received or posted subject to enforceable credit support agreements.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)****Gross Carrying Value of Repurchase Agreements and Securities Loaned**

The table below presents the gross carrying value of repurchase agreements and securities loaned by class of collateral pledged.

<i>\$ in millions</i>	Repurchase agreements	Securities loaned
<u>As of March 2018</u>		
Money market instruments	\$ 662	\$
U.S. government and agency obligations	66,407	
Non-U.S. government and agency obligations	71,350	4,881
Securities backed by commercial real estate	28	
Securities backed by residential real estate	314	
Corporate debt securities	10,973	651
State and municipal obligations	46	
Other debt obligations		
Equity securities	24,822	18,459
Total	\$174,602	\$23,991

As of December 2017

Money market instruments	\$ 97	\$
U.S. government and agency obligations	80,591	
Non-U.S. government and agency obligations	73,031	2,245
Securities backed by commercial real estate	43	
Securities backed by residential real estate	338	
Corporate debt securities	7,140	1,145
State and municipal obligations		
Other debt obligations	55	
Equity securities	12,573	16,338
Total	\$173,868	\$19,728

The table below presents the gross carrying value of repurchase agreements and securities loaned by maturity date.

<i>\$ in millions</i>	As of March 2018 Repurchase agreements	Securities loaned
-----------------------	---	------------------------------------

No stated maturity and overnight	\$ 64,387	\$10,709
2 - 30 days	52,801	3,704
31 - 90 days	14,910	1,391
91 days - 1 year	31,805	6,857
Greater than 1 year	10,699	1,330
Total	\$174,602	\$23,991

In the table above:

Repurchase agreements and securities loaned that are repayable prior to maturity at the option of the firm are reflected at their contractual maturity dates.

Repurchase agreements and securities loaned that are redeemable prior to maturity at the option of the holder are reflected at the earliest dates such options become exercisable.

Other Secured Financings

In addition to repurchase agreements and securities loaned transactions, the firm funds certain assets through the use of other secured financings and pledges financial instruments and other assets as collateral in these transactions. These other secured financings consist of:

Liabilities of consolidated VIEs;

Transfers of assets accounted for as financings rather than sales (primarily collateralized central bank financings, pledged commodities, bank loans and mortgage whole loans); and

Other structured financing arrangements.

Other secured financings includes arrangements that are nonrecourse. As of March 2018 and December 2017, nonrecourse other secured financings were \$5.67 billion and \$5.31 billion, respectively.

The firm has elected to apply the fair value option to substantially all other secured financings because the use of fair value eliminates non-economic volatility in earnings that would arise from using different measurement attributes. See Note 8 for further information about other secured financings that are accounted for at fair value.

Other secured financings that are not recorded at fair value are recorded based on the amount of cash received plus accrued interest, which generally approximates fair value. While these financings are carried at amounts that approximate fair value, they are not accounted for at fair value under the fair value option or at fair value in accordance with other U.S. GAAP and therefore are not included in the firm's fair value hierarchy in Notes 6 through 8. Had these financings been included in the firm's fair value hierarchy, they would have been classified in Level 3 as of March 2018 and primarily classified in level 2 as of December 2017.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

The table below presents information about other secured financings.

<i>\$ in millions</i>	U.S. Dollar	Non-U.S. Dollar	Total
<u>As of March 2018</u>			
Other secured financings (short-term):			
At fair value	\$ 7,916	\$ 8,067	\$15,983
At amortized cost	\$	\$	\$
Weighted average interest rates	%	%	
Other secured financings (long-term):			
At fair value	\$ 7,592	\$ 3,091	\$10,683
At amortized cost	\$ 91	\$	\$ 91
Weighted average interest rates	4.42%	%	
Total	\$15,599	\$11,158	\$26,757
Other secured financings collateralized by:			
Financial instruments	\$13,111	\$10,677	\$23,788
Other assets	\$ 2,488	\$ 481	\$ 2,969

As of December 2017

Other secured financings (short-term):			
At fair value	\$ 7,704	\$ 6,856	\$14,560
At amortized cost	\$	\$ 336	\$ 336
Weighted average interest rates	%	2.61%	
Other secured financings (long-term):			
At fair value	\$ 6,779	\$ 3,006	\$ 9,785
At amortized cost	\$ 107	\$	\$ 107
Weighted average interest rates	3.89%	%	
Total	\$14,590	\$10,198	\$24,788

Other secured financings collateralized by:

Financial instruments	\$12,454	\$ 9,870	\$22,324
Other assets	\$ 2,136	\$ 328	\$ 2,464

In the table above:

Short-term other secured financings includes financings maturing within one year of the financial statement date and financings that are redeemable within one year of the financial statement date at the option of the holder.

Weighted average interest rates excludes other secured financings at fair value and includes the effect of hedging activities. See Note 7 for further information about hedging activities.

Total other secured financings included \$1.51 billion and \$1.55 billion related to transfers of financial assets accounted for as financings rather than sales as of March 2018 and December 2017, respectively. Such financings were collateralized by financial assets of \$1.54 billion and \$1.57 billion as of March 2018 and December 2017, respectively, primarily included in financial instruments owned.

Other secured financings collateralized by financial instruments included \$18.78 billion and \$16.61 billion of other secured financings collateralized by financial instruments owned as of March 2018 and December 2017, respectively, and \$5.01 billion and \$5.71 billion of other secured financings collateralized by financial instruments received as collateral and repledged as of March 2018 and December 2017, respectively.

The table below presents other secured financings by maturity date.

<i>\$ in millions</i>	As of March 2018
Other secured financings (short-term)	\$15,983
Other secured financings (long-term):	
2019	3,493
2020	1,878
2021	620
2022	2,388
2023	202
2024 - thereafter	2,193
Total other secured financings (long-term)	10,774
Total other secured financings	\$26,757

In the table above:

Long-term other secured financings that are repayable prior to maturity at the option of the firm are reflected at their contractual maturity dates.

Long-term other secured financings that are redeemable prior to maturity at the option of the holder are reflected at the earliest dates such options become exercisable.

Collateral Received and Pledged

The firm receives cash and securities (e.g., U.S. government and agency obligations, other sovereign and corporate obligations, as well as equity securities) as collateral, primarily in connection with resale agreements, securities borrowed, derivative transactions and customer margin loans. The firm obtains cash and securities as collateral on an

upfront or contingent basis for derivative instruments and collateralized agreements to reduce its credit exposure to individual counterparties.

In many cases, the firm is permitted to deliver or repledge financial instruments received as collateral when entering into repurchase agreements and securities loaned transactions, primarily in connection with secured client financing activities. The firm is also permitted to deliver or repledge these financial instruments in connection with other secured financings, collateralized derivative transactions and firm or customer settlement requirements.

The firm also pledges certain financial instruments owned in connection with repurchase agreements, securities loaned transactions and other secured financings, and other assets (substantially all real estate and cash) in connection with other secured financings to counterparties who may or may not have the right to deliver or repledge them.

47 Goldman Sachs March 2018 Form 10-Q

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

The table below presents financial instruments at fair value received as collateral that were available to be delivered or repledged and were delivered or repledged by the firm.

	As of	
	March	December
<i>\$ in millions</i>	2018	2017
Collateral available to be delivered or repledged	\$762,556	\$763,984
Collateral that was delivered or repledged	\$625,991	\$599,565

In the table above, as of March 2018 and December 2017, collateral available to be delivered or repledged excludes \$10.11 billion and \$1.52 billion, respectively, of securities received under resale agreements and securities borrowed transactions that contractually had the right to be delivered or repledged, but were segregated for regulatory and other purposes.

The table below presents information about assets pledged.

	As of	
	March	December
<i>\$ in millions</i>	2018	2017
Financial instruments owned pledged to counterparties that:		
Had the right to deliver or repledge	\$ 61,047	\$ 50,335
Did not have the right to deliver or repledge	\$ 92,720	\$ 78,656
Other assets pledged to counterparties that did not have the right to deliver or repledge	\$ 5,468	\$ 4,838

The firm also segregated \$11.31 billion and \$10.42 billion of securities included in financial instruments owned as of March 2018 and December 2017, respectively, for regulatory and other purposes. See Note 3 for information about segregated cash.

Note 11.**Securitization Activities**

The firm securitizes residential and commercial mortgages, corporate bonds, loans and other types of financial assets by selling these assets to securitization vehicles (e.g., trusts, corporate entities and limited liability companies) or through a resecuritization. The firm acts as underwriter of the beneficial interests that are sold to investors. The firm's residential mortgage securitizations are primarily in connection with government agency securitizations.

Beneficial interests issued by securitization entities are debt or equity instruments that give the investors rights to receive all or portions of specified cash inflows to a securitization vehicle and include senior and subordinated interests in principal, interest and/or other cash inflows. The proceeds from the sale of beneficial interests are used to pay the transferor for the financial assets sold to the securitization vehicle or to purchase securities which serve as collateral.

The firm accounts for a securitization as a sale when it has relinquished control over the transferred financial assets. Prior to securitization, the firm generally accounts for assets pending transfer at fair value and therefore does not typically recognize significant gains or losses upon the transfer of assets. Net revenues from underwriting activities are recognized in connection with the sales of the underlying beneficial interests to investors.

For transfers of financial assets that are not accounted for as sales, the assets remain in financial instruments owned and the transfer is accounted for as a collateralized financing, with the related interest expense recognized over the life of the transaction. See Notes 10 and 23 for further information about collateralized financings and interest expense, respectively.

The firm generally receives cash in exchange for the transferred assets but may also have continuing involvement with the transferred financial assets, including ownership of beneficial interests in securitized financial assets, primarily in the form of debt instruments. The firm may also purchase senior or subordinated securities issued by securitization vehicles (which are typically VIEs) in connection with secondary market-making activities.

The primary risks included in beneficial interests and other interests from the firm's continuing involvement with securitization vehicles are the performance of the underlying collateral, the position of the firm's investment in the capital structure of the securitization vehicle and the market yield for the security. These interests primarily are accounted for at fair value and classified in level 2 of the fair value hierarchy. Beneficial interests and other interests not accounted for at fair value are carried at amounts that approximate fair value. See Notes 5 through 8 for further information about fair value measurements.

The table below presents the amount of financial assets securitized and the cash flows received on retained interests in securitization entities in which the firm had continuing involvement as of the end of the period.

<i>\$ in millions</i>	Three Months Ended March	
	2018	2017
Residential mortgages	\$6,797	\$2,942
Commercial mortgages	2,039	1,062
Other financial assets	234	
Total	\$9,070	\$4,004
Retained interests cash flows	\$ 96	\$ 73

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

The table below presents the firm's continuing involvement in nonconsolidated securitization entities to which the firm sold assets, as well as the total outstanding principal amount of transferred assets in which the firm has continuing involvement.

<i>\$ in millions</i>	Outstanding Principal Amount	Retained Interests	Purchased Interests
<u>As of March 2018</u>			
U.S. government agency-issued collateralized mortgage obligations	\$23,497	\$2,201	\$26
Other residential mortgage-backed	12,687	807	4
Other commercial mortgage-backed	8,795	252	
Corporate debt and other asset-backed	2,148	66	1
Total	\$47,127	\$3,326	\$31
<u>As of December 2017</u>			
U.S. government agency-issued collateralized mortgage obligations	\$20,232	\$1,120	\$16
Other residential mortgage-backed	10,558	711	17
Other commercial mortgage-backed	7,916	228	7
Corporate debt and other asset-backed	2,108	56	1
Total	\$40,814	\$2,115	\$41

In the table above:

The outstanding principal amount is presented for the purpose of providing information about the size of the securitization entities and is not representative of the firm's risk of loss.

The firm's risk of loss from retained or purchased interests is limited to the carrying value of these interests.

Purchased interests represent senior and subordinated interests, purchased in connection with secondary market-making activities, in securitization entities in which the firm also holds retained interests.

Substantially all of the total outstanding principal amount and total retained interests relate to securitizations during 2012 and thereafter.

The fair value of retained interests was \$3.34 billion and \$2.13 billion as of March 2018 and December 2017, respectively.

In addition to the interests in the table above, the firm had other continuing involvement in the form of derivative transactions and commitments with certain nonconsolidated VIEs. The carrying value of these derivatives and commitments was a net asset of \$57 million and \$86 million as of March 2018 and December 2017, respectively. The notional amounts of these derivatives and commitments are included in maximum exposure to loss in the nonconsolidated VIE table in Note 12.

The table below presents the weighted average key economic assumptions used in measuring the fair value of mortgage-backed retained interests and the sensitivity of this fair value to immediate adverse changes of 10% and 20% in those assumptions.

	As of	
	March	December
<i>\$ in millions</i>	2018	2017
Fair value of retained interests	\$3,271	\$2,071
Weighted average life (years)	6.5	6.0
Constant prepayment rate	9.2%	9.4%
Impact of 10% adverse change	\$ (41)	\$ (19)
Impact of 20% adverse change	\$ (81)	\$ (35)
Discount rate	4.2%	4.2%
Impact of 10% adverse change	\$ (64)	\$ (35)
Impact of 20% adverse change	\$ (126)	\$ (70)
In the table above:		

Amounts do not reflect the benefit of other financial instruments that are held to mitigate risks inherent in these retained interests.

Changes in fair value based on an adverse variation in assumptions generally cannot be extrapolated because the relationship of the change in assumptions to the change in fair value is not usually linear.

The impact of a change in a particular assumption is calculated independently of changes in any other assumption. In practice, simultaneous changes in assumptions might magnify or counteract the sensitivities disclosed above.

The constant prepayment rate is included only for positions for which it is a key assumption in the determination of fair value.

The discount rate for retained interests that relate to U.S. government agency-issued collateralized mortgage obligations does not include any credit loss. Expected credit loss assumptions are reflected in the discount rate for the remainder of retained interests.

The firm has other retained interests not reflected in the table above with a fair value of \$66 million and a weighted average life of 4.6 years as of March 2018, and a fair value of \$56 million and a weighted average life of 4.5 years as of December 2017. Due to the nature and fair value of certain of these retained interests, the weighted average assumptions for constant prepayment and discount rates and the related sensitivity to adverse changes are not meaningful as of both March 2018 and December 2017. The firm's maximum exposure to adverse changes in the value of these interests is the carrying value of \$66 million and \$56 million as of March 2018 and December 2017, respectively.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Note 12.

Variable Interest Entities

A variable interest in a VIE is an investment (e.g., debt or equity securities) or other interest (e.g., derivatives or loans and lending commitments) that will absorb portions of the VIE's expected losses and/or receive portions of the VIE's expected residual returns.

The firm's variable interests in VIEs include senior and subordinated debt; loans and lending commitments; limited and general partnership interests; preferred and common equity; derivatives that may include foreign currency, equity and/or credit risk; guarantees; and certain of the fees the firm receives from investment funds. Certain interest rate, foreign currency and credit derivatives the firm enters into with VIEs are not variable interests because they create, rather than absorb, risk.

VIEs generally finance the purchase of assets by issuing debt and equity securities that are either collateralized by or indexed to the assets held by the VIE. The debt and equity securities issued by a VIE may include tranches of varying levels of subordination. The firm's involvement with VIEs includes securitization of financial assets, as described in Note 11, and investments in and loans to other types of VIEs, as described below. See Note 11 for further information about securitization activities, including the definition of beneficial interests. See Note 3 for the firm's consolidation policies, including the definition of a VIE.

VIE Consolidation Analysis

The enterprise with a controlling financial interest in a VIE is known as the primary beneficiary and consolidates the VIE. The firm determines whether it is the primary beneficiary of a VIE by performing an analysis that principally considers:

Which variable interest holder has the power to direct the activities of the VIE that most significantly impact the VIE's economic performance;

Which variable interest holder has the obligation to absorb losses or the right to receive benefits from the VIE that could potentially be significant to the VIE;

The VIE's purpose and design, including the risks the VIE was designed to create and pass through to its variable interest holders;

The VIE's capital structure;

The terms between the VIE and its variable interest holders and other parties involved with the VIE; and

Related-party relationships.

The firm reassesses its evaluation of whether an entity is a VIE when certain reconsideration events occur. The firm reassesses its determination of whether it is the primary beneficiary of a VIE on an ongoing basis based on current facts and circumstances.

VIE Activities

The firm is principally involved with VIEs through the following business activities:

Mortgage-Backed VIEs. The firm sells residential and commercial mortgage loans and securities to mortgage-backed VIEs and may retain beneficial interests in the assets sold to these VIEs. The firm purchases and sells beneficial interests issued by mortgage-backed VIEs in connection with market-making activities. In addition, the firm may enter into derivatives with certain of these VIEs, primarily interest rate swaps, which are typically not variable interests. The firm generally enters into derivatives with other counterparties to mitigate its risk.

Real Estate, Credit- and Power-Related and Other Investing VIEs. The firm purchases equity and debt securities issued by and makes loans to VIEs that hold real estate, performing and nonperforming debt, distressed loans, power-related assets and equity securities. The firm typically does not sell assets to, or enter into derivatives with, these VIEs.

Corporate Debt and Other Asset-Backed VIEs. The firm structures VIEs that issue notes to clients, and purchases and sells beneficial interests issued by corporate debt and other asset-backed VIEs in connection with market-making activities. Certain of these VIEs synthetically create the exposure for the beneficial interests they issue by entering into credit derivatives with the firm, rather than purchasing the underlying assets. In addition, the firm may enter into derivatives, such as total return swaps, with certain corporate debt and other asset-backed VIEs, under which the firm pays the VIE a return due to the beneficial interest holders and receives the return on the collateral owned by the VIE. The collateral owned by these VIEs is primarily other asset-backed loans and securities. The firm generally can be removed as the total return swap counterparty and enters into derivatives with other counterparties to mitigate its risk related to these swaps. The firm may sell assets to the corporate debt and other asset-backed VIEs it structures.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

Principal-Protected Note VIEs. The firm structures VIEs that issue principal-protected notes to clients. These VIEs own portfolios of assets, principally with exposure to hedge funds. Substantially all of the principal protection on the notes issued by these VIEs is provided by the asset portfolio rebalancing that is required under the terms of the notes. The firm enters into total return swaps with these VIEs under which the firm pays the VIE the return due to the principal-protected note holders and receives the return on the assets owned by the VIE. The firm may enter into derivatives with other counterparties to mitigate its risk. The firm also obtains funding through these VIEs.

Investments in Funds. The firm makes equity investments in certain of the investment fund VIEs it manages and is entitled to receive fees from these VIEs. The firm typically does not sell assets to, or enter into derivatives with, these VIEs.

Nonconsolidated VIEs

The table below presents a summary of the nonconsolidated VIEs in which the firm holds variable interests. The nature of the firm's variable interests can take different forms, as described in the rows under maximum exposure to loss.

	March	As of December
<i>\$ in millions</i>	2018	2017
Total nonconsolidated VIEs		
Assets in VIEs	\$104,592	\$97,962
Carrying value of variable interests assets	9,876	8,425
Carrying value of variable interests liabilities	266	214
Maximum exposure to loss:		
Retained interests	3,326	2,115
Purchased interests	1,059	1,172
Commitments and guarantees	3,087	3,462
Derivatives	8,021	8,406
Loans and investments	4,977	4,454
Total maximum exposure to loss	\$ 20,470	\$19,609

In the table above:

The firm's exposure to the obligations of VIEs is generally limited to its interests in these entities. In certain instances, the firm provides guarantees, including derivative guarantees, to VIEs or holders of variable interests in

VIEs.

The maximum exposure to loss excludes the benefit of offsetting financial instruments that are held to mitigate the risks associated with these variable interests.

The maximum exposure to loss from retained interests, purchased interests, and loans and investments is the carrying value of these interests.

The maximum exposure to loss from commitments and guarantees, and derivatives is the notional amount, which does not represent anticipated losses and also has not been reduced by unrealized losses already recorded. As a result, the maximum exposure to loss exceeds liabilities recorded for commitments and guarantees, and derivatives provided to VIEs.

Total maximum exposure to loss from commitments and guarantees, and derivatives included \$1.26 billion as of both March 2018 and December 2017 related to transactions with VIEs to which the firm transferred assets. The table below disaggregates, by principal business activity, the information for nonconsolidated VIEs included in the summary table above.

	March	As of December
<i>\$ in millions</i>	2018	2017
Mortgage-backed		
Assets in VIEs	\$60,611	\$55,153
Carrying value of variable interests assets	4,260	3,128
Maximum exposure to loss:		
Retained interests	3,260	2,059
Purchased interests	996	1,067
Commitments and guarantees		11
Derivatives	98	99
Total maximum exposure to loss	\$ 4,354	\$ 3,236
Real estate, credit- and power-related and other investing		
Assets in VIEs	\$18,154	\$15,539
Carrying value of variable interests assets	3,403	3,289
Carrying value of variable interests liabilities	2	2
Maximum exposure to loss:		
Commitments and guarantees	1,371	1,617
Loans and investments	3,403	3,289
Total maximum exposure to loss	\$ 4,774	\$ 4,906
Corporate debt and other asset-backed		
Assets in VIEs	\$15,051	\$16,251
Carrying value of variable interests assets	1,877	1,660
Carrying value of variable interests liabilities	264	212
Maximum exposure to loss:		
Retained interests	66	56
Purchased interests	63	105
Commitments and guarantees	1,632	1,779

Derivatives	7,919	8,303
Loans and investments	1,238	817
Total maximum exposure to loss	\$10,918	\$11,060
Investments in funds		
Assets in VIEs	\$10,776	\$11,019
Carrying value of variable interests assets	336	348
Maximum exposure to loss:		
Commitments and guarantees	84	55
Derivatives	4	4
Loans and investments	336	348
Total maximum exposure to loss	\$ 424	\$ 407

51 Goldman Sachs March 2018 Form 10-Q

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

As of both March 2018 and December 2017, the carrying values of the firm's variable interests in nonconsolidated VIEs are included in the condensed consolidated statements of financial condition as follows:

Mortgage-backed: Assets were primarily included in financial instruments owned.

Real estate, credit- and power-related and other investing: Assets were primarily included in financial instruments owned and liabilities were included in financial instruments sold, but not yet purchased and other liabilities and accrued expenses.

Corporate debt and other asset-backed: Substantially all assets were included in financial instruments owned and liabilities were included in financial instruments sold, but not yet purchased.

Investments in funds: Assets were included in financial instruments owned.

Consolidated VIEs

The table below presents a summary of the carrying value and classification of assets and liabilities in consolidated VIEs.

	As of	
	March	December
<i>\$ in millions</i>	2018	2017
Total consolidated VIEs		
<i>Assets</i>		
Cash and cash equivalents	\$ 259	\$ 275
Receivables from customers and counterparties	2	2
Loans receivable	390	427
Financial instruments owned	1,158	1,194
Other assets	1,153	1,273
Total	\$2,962	\$3,171
<i>Liabilities</i>		
Other secured financings	\$1,105	\$1,023
Financial instruments sold, but not yet purchased	10	15

Unsecured short-term borrowings	52	79
Unsecured long-term borrowings	226	225
Other liabilities and accrued expenses	377	577
Total	\$1,770	\$1,919

In the table above:

Assets and liabilities are presented net of intercompany eliminations and exclude the benefit of offsetting financial instruments that are held to mitigate the risks associated with the firm's variable interests.

VIEs in which the firm holds a majority voting interest are excluded if (i) the VIE meets the definition of a business and (ii) the VIE's assets can be used for purposes other than the settlement of its obligations.

Substantially all assets can only be used to settle obligations of the VIE.

The table below disaggregates, by principal business activity, the information for consolidated VIEs included in the summary table above.

	As of	
	March	December
<i>\$ in millions</i>	2018	2017
Real estate, credit-related and other investing		
<i>Assets</i>		
Cash and cash equivalents	\$ 259	\$ 275
Loans receivable	336	375
Financial instruments owned	892	896
Other assets	1,140	1,267
Total	\$ 2,627	\$ 2,813
<i>Liabilities</i>		
Other secured financings	\$ 397	\$ 327
Financial instruments sold, but not yet purchased	10	15
Other liabilities and accrued expenses	377	577
Total	\$ 784	\$ 919
Mortgage-backed and other asset-backed		
<i>Assets</i>		
Receivables from customers and counterparties	\$ 2	\$ 2
Loans receivable	54	52
Financial instruments owned	237	242
Other assets	13	6
Total	\$ 306	\$ 302
<i>Liabilities</i>		
Other secured financings	\$ 210	\$ 207
Total	\$ 210	\$ 207

Principal-protected notes*Assets*

Financial instruments owned	\$ 29	\$ 56
Total	\$ 29	\$ 56

Liabilities

Other secured financings	\$ 498	\$ 489
Unsecured short-term borrowings	52	79
Unsecured long-term borrowings	226	225
Total	\$ 776	\$ 793

In the table above:

The majority of the assets in principal-protected notes VIEs are intercompany and are eliminated in consolidation.

Creditors and beneficial interest holders of real estate, credit-related and other investing VIEs, and mortgage-backed and other asset-backed VIEs do not have recourse to the general credit of the firm.

Note 13.**Other Assets**

Other assets are generally less liquid, nonfinancial assets. The table below presents other assets by type.

	As of	
	March	December
<i>\$ in millions</i>	2018	2017
Property, leasehold improvements and equipment	\$15,777	\$15,094
Goodwill and identifiable intangible assets	4,049	4,038
Income tax-related assets	1,780	3,728
Miscellaneous receivables and other	5,803	5,486
Total	\$27,409	\$28,346

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

In the table above:

Property, leasehold improvements and equipment is net of accumulated depreciation and amortization of \$8.61 billion and \$8.28 billion as of March 2018 and December 2017, respectively. Property, leasehold improvements and equipment included \$6.16 billion and \$5.97 billion as of March 2018 and December 2017, respectively, related to property, leasehold improvements and equipment that the firm uses in connection with its operations. The remainder is held by investment entities, including VIEs, consolidated by the firm. Substantially all property and equipment is depreciated on a straight-line basis over the useful life of the asset. Leasehold improvements are amortized on a straight-line basis over the useful life of the improvement or the term of the lease, whichever is shorter. Capitalized costs of software developed or obtained for internal use are amortized on a straight-line basis over three years.

The decrease in income tax-related assets during the first quarter of 2018 primarily reflected a decrease in net current tax receivables, as the net deferred tax liability related to the Tax Legislation repatriation tax became current and was netted against current tax receivables. See Note 24 for further information about Tax Legislation.

Miscellaneous receivables and other included debt securities accounted for as held-to-maturity of \$847 million and \$800 million as of March 2018 and December 2017, respectively. These securities were backed by residential real estate, had maturities of greater than ten years, are carried at amortized cost and the carrying value of these securities approximated fair value as of both March 2018 and December 2017. As these securities are not accounted for at fair value, they are not included in the firm's fair value hierarchy in Notes 6 through 8. Had these securities been included in the firm's fair value hierarchy, substantially all would have been classified in level 2 as of both March 2018 and December 2017.

Miscellaneous receivables and other included investments in qualified affordable housing projects of \$662 million and \$679 million as of March 2018 and December 2017, respectively.

Miscellaneous receivables and other included assets classified as held for sale of \$591 million and \$634 million as of March 2018 and December 2017, respectively, related to certain of the firm's consolidated investments within its Investing & Lending segment, substantially all of which consisted of property and equipment.

Miscellaneous receivables and other included equity-method investments of \$279 million and \$275 million as of March 2018 and December 2017, respectively.

Goodwill and Identifiable Intangible Assets

Goodwill. The table below presents the carrying value of goodwill.

	March	As of December
<i>\$ in millions</i>	2018	2017
Investment Banking:		
Financial Advisory	\$ 98	\$ 98
Underwriting	183	183
Institutional Client Services:		
FICC Client Execution	269	269
Equities client execution	2,404	2,403
Securities services	105	105
Investing & Lending	43	2
Investment Management	605	605
Total	\$3,707	\$3,665

Goodwill is the cost of acquired companies in excess of the fair value of net assets, including identifiable intangible assets, at the acquisition date.

Goodwill is assessed for impairment annually in the fourth quarter or more frequently if events occur or circumstances change that indicate an impairment may exist. When assessing goodwill for impairment, first, qualitative factors are assessed to determine whether it is more likely than not that the fair value of a reporting unit is less than its carrying value. If the results of the qualitative assessment are not conclusive, a quantitative goodwill test is performed.

The quantitative goodwill test compares the estimated fair value of each reporting unit with its estimated net book value (including goodwill and identifiable intangible assets). If the reporting unit's estimated fair value exceeds its estimated net book value, goodwill is not impaired. An impairment is recognized if the estimated fair value of a reporting unit is less than its estimated net book value. To estimate the fair value of each reporting unit, a relative value technique is used because the firm believes market participants would use this technique to value the firm's reporting units. The relative value technique applies observable price-to-earnings multiples or price-to-book multiples and projected return on equity of comparable competitors to reporting units' net earnings or net book value. The estimated net book value of each reporting unit reflects an allocation of total shareholders' equity and represents the estimated amount of total shareholders' equity required to support the activities of the reporting unit under currently applicable regulatory capital requirements.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

In the fourth quarter of 2017, the firm assessed goodwill for impairment for each of its reporting units by performing a qualitative assessment. Multiple factors were assessed with respect to each of the firm's reporting units to determine whether it was more likely than not that the estimated fair value of any of these reporting units was less than its estimated carrying value. The qualitative assessment also considered changes since the prior quantitative tests.

As a result of the qualitative assessment, the firm determined that it was more likely than not that the estimated fair value of each of the reporting units exceeded its respective carrying value. Therefore, the firm determined that goodwill for each reporting unit was not impaired and that a quantitative goodwill test was not required.

There were no events or changes in circumstances during the three months ended March 2018 that would indicate that it was more likely than not that the estimated fair value of each of the reporting units did not exceed its respective estimated carrying value as of March 2018.

Identifiable Intangible Assets. The table below presents the carrying value of identifiable intangible assets.

	March	As of December
<i>\$ in millions</i>	2018	2017
Institutional Client Services:		
FICC Client Execution	\$ 25	\$ 37
Equities client execution	75	88
Investing & Lending	140	140
Investment Management	102	108
Total	\$ 342	\$ 373

The table below presents further details on the net carrying value of identifiable intangible assets.

	March	As of December
<i>\$ in millions</i>	2018	2017
Customer lists		
Gross carrying value	\$ 1,105	\$ 1,091
Accumulated amortization	(921)	(903)
Net carrying value	184	188

Other		
Gross carrying value	581	584
Accumulated amortization	(423)	(399)
Net carrying value	158	185
Total gross carrying value	1,686	1,675
Total accumulated amortization	(1,344)	(1,302)
Total net carrying value	\$ 342	\$ 373

In the table above:

The net carrying value of other intangibles primarily includes intangible assets related to acquired leases.

During the three months ended March 2018, the firm acquired \$34 million of intangible assets, the largest of which related to customer lists, with a weighted average amortization period of three years.

During 2017, the firm acquired \$113 million of intangible assets, primarily related to acquired leases, with a weighted average amortization period of five years.

Substantially all of the firm's identifiable intangible assets are considered to have finite useful lives and are amortized over their estimated useful lives generally using the straight-line method.

The tables below present details about amortization of identifiable intangible assets.

	Three Months	
	Ended March	
<i>\$ in millions</i>	2018	2017
Amortization	\$45	\$41

	As of
<i>\$ in millions</i>	March 2018
Estimated future amortization	
Remainder of 2018	\$97
2019	\$99
2020	\$42
2021	\$26
2022	\$20
2023	\$17

Impairments

The firm tests property, leasehold improvements and equipment, identifiable intangible assets and other assets for impairment whenever events or changes in circumstances suggest that an asset's or asset group's carrying value may not be fully recoverable. To the extent the carrying value of an asset exceeds the projected undiscounted cash flows

expected to result from the use and eventual disposal of the asset or asset group, the firm determines the asset is impaired and records an impairment equal to the difference between the estimated fair value and the carrying value of the asset or asset group. In addition, the firm will recognize an impairment prior to the sale of an asset if the carrying value of the asset exceeds its estimated fair value.

During the quarters ended March 2018 and March 2017, impairments were not material to the firm's results of operations or financial condition.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)****Note 14.****Deposits**

The table below presents the types and sources of the firm's deposits.

	Savings and		
<i>\$ in millions</i>	Demand	Time	Total
<u>As of March 2018</u>			
Private bank deposits	\$52,624	\$ 1,839	\$ 54,463
Marcus deposits	15,967	4,345	20,312
Brokered certificates of deposit		38,220	38,220
Deposit sweep programs	15,960		15,960
Institutional deposits	1	21,984	21,985
Total	\$84,552	\$66,388	\$150,940

As of December 2017

Private bank deposits	\$50,579	\$ 1,623	\$ 52,202
Marcus deposits	13,787	3,330	17,117
Brokered certificates of deposit		35,704	35,704
Deposit sweep programs	16,019		16,019
Institutional deposits	1	17,561	17,562
Total	\$80,386	\$58,218	\$138,604

In the table above:

Substantially all deposits are interest-bearing.

Savings and demand accounts consist of money market deposit accounts, negotiable order of withdrawal accounts and demand deposit accounts that have no stated maturity or expiration date.

Time deposits included \$27.54 billion and \$22.90 billion as of March 2018 and December 2017, respectively, of deposits accounted for at fair value under the fair value option. See Note 8 for further information about deposits accounted for at fair value.

Time deposits had a weighted average maturity of approximately 2 years as of both March 2018 and December 2017.

Deposit sweep programs represent long-term contractual agreements with several U.S. broker-dealers who sweep client cash to FDIC-insured deposits. As of both March 2018 and December 2017, the firm had eight deposit sweep program contractual arrangements.

Deposits insured by the FDIC as of March 2018 and December 2017 were approximately \$80.51 billion and \$75.02 billion, respectively.

The table below presents deposits held in U.S. and non-U.S. offices.

	As of	
	March	December
<i>\$ in millions</i>	2018	2017
U.S. offices	\$118,026	\$111,002
Non-U.S. offices	32,914	27,602
Total	\$150,940	\$138,604

In the table above, U.S. deposits were held at Goldman Sachs Bank USA (GS Bank USA) and substantially all non-U.S. deposits were held at Goldman Sachs International Bank (GSIB).

The table below presents maturities of time deposits held in U.S. and non-U.S. offices.

	As of March 2018		
<i>\$ in millions</i>	U.S.	Non-U.S.	Total
Remainder of 2018	\$11,471	\$15,384	\$26,855
2019	10,777	7,325	18,102
2020	6,125	12	6,137
2021	3,895	44	3,939
2022	4,829	88	4,917
2023	2,357	60	2,417
2024 - thereafter	3,390	631	4,021
Total	\$42,844	\$23,544	\$66,388

As of March 2018, deposits in U.S. and non-U.S. offices included \$1.70 billion and \$14.34 billion, respectively, of time deposits that were greater than \$250,000.

The firm's savings and demand deposits are recorded based on the amount of cash received plus accrued interest, which approximates fair value. In addition, the firm designates certain derivatives as fair value hedges to convert a portion of its time deposits not accounted for at fair value from fixed-rate obligations into floating-rate obligations. The carrying value of time deposits not accounted for at fair value approximated fair value as of both March 2018 and

December 2017. While these savings and demand deposits and time deposits are carried at amounts that approximate fair value, they are not accounted for at fair value under the fair value option or at fair value in accordance with other U.S. GAAP and therefore are not included in the firm's fair value hierarchy in Notes 6 through 8. Had these deposits been included in the firm's fair value hierarchy, they would have been classified in level 2 as of both March 2018 and December 2017.

55 Goldman Sachs March 2018 Form 10-Q

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)****Note 15.****Short-Term Borrowings**

The table below presents details about the firm's short-term borrowings.

	March	As of December
<i>\$ in millions</i>	2018	2017
Other secured financings (short-term)	\$15,983	\$14,896
Unsecured short-term borrowings	47,760	46,922
Total	\$63,743	\$61,818

See Note 10 for information about other secured financings.

Unsecured short-term borrowings includes the portion of unsecured long-term borrowings maturing within one year of the financial statement date and unsecured long-term borrowings that are redeemable within one year of the financial statement date at the option of the holder.

The firm accounts for certain hybrid financial instruments at fair value under the fair value option. See Note 8 for further information about unsecured short-term borrowings that are accounted for at fair value. In addition, the firm designates certain derivatives as fair value hedges to convert a portion of its unsecured short-term borrowings not accounted for at fair value from fixed-rate obligations into floating-rate obligations. The carrying value of unsecured short-term borrowings that are not recorded at fair value generally approximates fair value due to the short-term nature of the obligations. While these unsecured short-term borrowings are carried at amounts that approximate fair value, they are not accounted for at fair value under the fair value option or at fair value in accordance with other U.S. GAAP and therefore are not included in the firm's fair value hierarchy in Notes 6 through 8. Had these borrowings been included in the firm's fair value hierarchy, substantially all would have been classified in level 2 as of both March 2018 and December 2017.

The table below presents details about the firm's unsecured short-term borrowings.

	March	As of December
<i>\$ in millions</i>	2018	2017

Current portion of unsecured long-term borrowings	\$28,134	\$30,090
Hybrid financial instruments	16,004	12,973
Other unsecured short-term borrowings	3,622	3,859
Total	\$47,760	\$46,922

Weighted average interest rate	2.70%	2.28%
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In the table above, the weighted average interest rates for these borrowings include the effect of hedging activities and exclude unsecured short-term borrowings accounted for at fair value under the fair value option. See Note 7 for further information about hedging activities.

Note 16.

Long-Term Borrowings

The table below presents details about the firm's long-term borrowings.

	March 2018	As of December 2017
<i>\$ in millions</i>		
Other secured financings (long-term)	\$ 10,774	\$ 9,892
Unsecured long-term borrowings	225,899	217,687
Total	\$236,673	\$227,579

See Note 10 for information about other secured financings.

The table below presents unsecured long-term borrowings extending through 2067, which consists principally of senior borrowings.

	U.S. Dollar	Non-U.S. Dollar	Total
<i>\$ in millions</i>			
<u>As of March 2018</u>			
Fixed-rate obligations	\$101,771	\$ 39,603	\$141,374
Floating-rate obligations	48,334	36,191	84,525
Total	\$150,105	\$ 75,794	\$225,899
<u>As of December 2017</u>			
Fixed-rate obligations	\$104,035	\$ 36,975	\$141,010
Floating-rate obligations	44,614	32,063	76,677
Total	\$148,649	\$ 69,038	\$217,687

In the table above:

Floating interest rates are generally based on LIBOR or Euro Interbank Offered Rate. Equity-linked and indexed instruments are included in floating-rate obligations.

Interest rates on U.S. dollar-denominated debt ranged from 1.95% to 10.04% (with a weighted average rate of 4.15%) and 1.60% to 10.04% (with a weighted average rate of 4.24%) as of March 2018 and December 2017, respectively.

Interest rates on non-U.S. dollar-denominated debt ranged from 0.31% to 13.00% (with a weighted average rate of 2.54%) and 0.31% to 13.00% (with a weighted average rate of 2.60%) as of March 2018 and December 2017, respectively.

Goldman Sachs March 2018 Form 10-Q 56

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

The table below presents unsecured long-term borrowings by maturity date.

<i>\$ in millions</i>	As of March 2018
2019	\$ 25,215
2020	26,216
2021	21,935
2022	23,077
2023	23,282
2024 - thereafter	106,174
Total	\$225,899

In the table above:

Unsecured long-term borrowings maturing within one year of the financial statement date and unsecured long-term borrowings that are redeemable within one year of the financial statement date at the option of the holder are excluded as they are included in unsecured short-term borrowings.

Unsecured long-term borrowings that are repayable prior to maturity at the option of the firm are reflected at their contractual maturity dates.

Unsecured long-term borrowings that are redeemable prior to maturity at the option of the holder are reflected at the earliest dates such options become exercisable.

Unsecured long-term borrowings included \$4.65 billion of adjustments to the carrying value of certain unsecured long-term borrowings resulting from the application of hedge accounting by year of maturity as follows: \$60 million in 2019, \$151 million in 2020, \$328 million in 2021, \$(87) million in 2022, \$(57) million in 2023, and \$4.25 billion in 2024 and thereafter.

The firm designates certain derivatives as fair value hedges to convert a portion of its fixed-rate unsecured long-term borrowings not accounted for at fair value into floating-rate obligations. See Note 7 for further information about hedging activities.

The table below presents unsecured long-term borrowings, after giving effect to such hedging activities.

	March	As of December
<i>\$ in millions</i>	2018	2017
Fixed-rate obligations:		
At fair value	\$ 187	\$ 147
At amortized cost	88,275	90,803
Floating-rate obligations:		
At fair value	40,363	38,491
At amortized cost	97,074	88,246
Total	\$225,899	\$217,687

In the table above, the weighted average interest rates on the aggregate amounts were 2.84% (3.65% related to fixed-rate obligations and 2.11% related to floating-rate obligations) and 2.86% (3.67% related to fixed-rate obligations and 2.02% related to floating-rate obligations) as of March 2018 and December 2017, respectively. These rates exclude unsecured long-term borrowings accounted for at fair value under the fair value option.

As of both March 2018 and December 2017, the carrying value of unsecured long-term borrowings for which the firm did not elect the fair value option approximated fair value. As these borrowings are not accounted for at fair value under the fair value option or at fair value in accordance with other U.S. GAAP, their fair value is not included in the firm's fair value hierarchy in Notes 6 through 8. Had these borrowings been included in the firm's fair value hierarchy, substantially all would have been classified in level 2 as of both March 2018 and December 2017.

Subordinated Borrowings

Unsecured long-term borrowings includes subordinated debt and junior subordinated debt. Junior subordinated debt is junior in right of payment to other subordinated borrowings, which are junior to senior borrowings. As of both March 2018 and December 2017, subordinated debt had maturities ranging from 2020 to 2045. Subordinated debt that matures within one year is included in unsecured short-term borrowings.

The table below presents details about the firm's subordinated borrowings.

<i>\$ in millions</i>	Par Amount	Carrying Amount	Rate
<u>As of March 2018</u>			
Subordinated debt	\$14,405	\$16,120	3.76%
Junior subordinated debt	1,140	1,433	2.35%
Total	\$15,545	\$17,553	3.66%
<u>As of December 2017</u>			
Subordinated debt	\$14,117	\$16,235	3.31%
Junior subordinated debt	1,168	1,539	2.37%
Total	\$15,285	\$17,774	3.24%

In the table above, the rate is the weighted average interest rate for these borrowings, including the effect of fair value hedges used to convert fixed-rate obligations into floating-rate obligations. See Note 7 for further information about hedging activities. The rates exclude subordinated borrowings accounted for at fair value under the fair value option.

57 Goldman Sachs March 2018 Form 10-Q

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Junior Subordinated Debt

In 2004, Group Inc. issued \$2.84 billion of junior subordinated debt to Goldman Sachs Capital I (Trust), a Delaware statutory trust. The Trust issued \$2.75 billion of guaranteed preferred beneficial interests (Trust Preferred Securities) to third parties and \$85 million of common beneficial interests to Group Inc. and used the proceeds from the issuances to purchase the junior subordinated debt from Group Inc. As of March 2018, the outstanding par amount of junior subordinated debt held by the Trust was \$1.14 billion and the outstanding par amount of Trust Preferred Securities and common beneficial interests issued by the Trust was \$1.11 billion and \$34.1 million, respectively. During the three months ended March 2018, the firm purchased \$27.8 million (par amount) of Trust Preferred Securities and delivered these securities, along with \$1.0 million of common beneficial interests, to the Trust in exchange for a corresponding par amount of the junior subordinated debt. Following the exchanges, these Trust Preferred Securities, common beneficial interests and junior subordinated debt were extinguished. As of December 2017, the outstanding par amount of junior subordinated debt held by the Trust was \$1.17 billion and the outstanding par amount of Trust Preferred Securities and common beneficial interests issued by the Trust was \$1.13 billion and \$35.1 million, respectively. The Trust is a wholly-owned finance subsidiary of the firm for regulatory and legal purposes but is not consolidated for accounting purposes.

The firm pays interest semi-annually on the junior subordinated debt at an annual rate of 6.345% and the debt matures on February 15, 2034. The coupon rate and the payment dates applicable to the beneficial interests are the same as the interest rate and payment dates for the junior subordinated debt. The firm has the right, from time to time, to defer payment of interest on the junior subordinated debt, and therefore cause payment on the Trust's preferred beneficial interests to be deferred, in each case up to ten consecutive semi-annual periods. During any such deferral period, the firm will not be permitted to, among other things, pay dividends on or make certain repurchases of its common stock. The Trust is not permitted to pay any distributions on the common beneficial interests held by Group Inc. unless all dividends payable on the preferred beneficial interests have been paid in full.

The firm has covenanted in favor of the holders of Group Inc.'s 6.345% junior subordinated debt due February 15, 2034, that, subject to certain exceptions, the firm will not redeem or purchase the capital securities issued by Goldman Sachs Capital II and Goldman Sachs Capital III (APEX Trusts) or shares of Group Inc.'s Perpetual Non-Cumulative Preferred Stock, Series E (Series E Preferred Stock), Perpetual Non-Cumulative Preferred Stock, Series F (Series F Preferred Stock) or Non-Cumulative Preferred Stock, Series O, if the redemption or purchase results in less than \$253 million aggregate liquidation preference of that series outstanding, prior to specified dates in 2022 for a price that exceeds a maximum amount determined by reference to the net cash proceeds that the firm has received from the sale of qualifying securities.

The APEX Trusts hold Group Inc.'s Series E Preferred Stock and Series F Preferred Stock. These trusts are Delaware statutory trusts sponsored by the firm and wholly-owned finance subsidiaries of the firm for regulatory and legal purposes but are not consolidated for accounting purposes.

Note 17.

Other Liabilities and Accrued Expenses

The table below presents other liabilities and accrued expenses by type.

	March	As of December
<i>\$ in millions</i>	2018	2017
Compensation and benefits	\$ 4,133	\$ 6,710
Income tax-related liabilities	2,217	4,051
Noncontrolling interests	628	553
Employee interests in consolidated funds	145	156
Subordinated liabilities of consolidated VIEs	15	19
Accrued expenses and other	5,127	5,433
Total	\$12,265	\$16,922

In the table above:

The decrease in income tax-related liabilities during the first quarter of 2018 reflected a decrease in the net deferred tax liability related to the Tax Legislation repatriation tax, which became current and was netted against current tax receivables. See Note 24 for further information about Tax Legislation.

Beginning in January 2018, accrued expenses and other includes contract liabilities, which represent consideration received by the firm, in connection with its contracts with clients, prior to providing the service. As of March 2018, the firm's contract liabilities were not material.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)****Note 18.****Commitments, Contingencies and Guarantees****Commitments**

The table below presents the firm's commitments by type.

<i>\$ in millions</i>	March 2018	As of December 2017
Commercial lending:		
Investment-grade	\$ 97,859	\$ 93,115
Non-investment-grade	46,579	45,291
Warehouse financing	4,624	5,340
Total commitments to extend credit	149,062	143,746
Contingent and forward starting collateralized agreements	66,966	41,756
Forward starting collateralized financings	39,819	16,902
Letters of credit	388	437
Investment commitments	5,351	6,840
Other	9,630	6,310
Total commitments	\$271,216	\$215,991

The table below presents the firm's commitments by period of expiration.

<i>\$ in millions</i>	Remainder of 2018	As of March 2018		
		2019 - 2020	2021 - 2022	2023 - Thereafter
Commercial lending:				
Investment-grade	\$ 13,351	\$39,165	\$37,526	\$ 7,817
Non-investment-grade	1,641	11,714	20,222	13,002
Warehouse financing	625	2,067	1,359	573
Total commitments to extend credit	15,617	52,946	59,107	21,392
Contingent and forward starting collateralized agreements	66,966			
	39,819			

Forward starting collateralized financings				
Letters of credit	193	155		40
Investment commitments	1,346	764	920	2,321
Other	9,389	191	50	
Total commitments	\$133,330	\$54,056	\$60,077	\$23,753
Commitments to Extend Credit				

The firm's commitments to extend credit are agreements to lend with fixed termination dates and depend on the satisfaction of all contractual conditions to borrowing. These commitments are presented net of amounts syndicated to third parties. The total commitment amount does not necessarily reflect actual future cash flows because the firm may syndicate all or substantial additional portions of these commitments. In addition, commitments can expire unused or be reduced or cancelled at the counterparty's request.

As of March 2018 and December 2017, \$128.01 billion and \$124.50 billion, respectively, of the firm's lending commitments were held for investment and were accounted for on an accrual basis. See Note 9 for further information about such commitments. In addition, as of March 2018 and December 2017, \$10.90 billion and \$9.84 billion, respectively, of the firm's lending commitments were held for sale and were accounted for at the lower of cost or fair value. The firm accounts for the remaining commitments to extend credit at fair value. Losses, if any, are generally recorded, net of any fees in other principal transactions.

Commercial Lending. The firm's commercial lending commitments are extended to investment-grade and non-investment-grade corporate borrowers. Commitments to investment-grade corporate borrowers are principally used for operating liquidity and general corporate purposes. The firm also extends lending commitments in connection with contingent acquisition financing and other types of corporate lending, as well as commercial real estate financing. Commitments that are extended for contingent acquisition financing are often intended to be short-term in nature, as borrowers often seek to replace them with other funding sources.

Sumitomo Mitsui Financial Group, Inc. (SMFG) provides the firm with credit loss protection on certain approved loan commitments (primarily investment-grade commercial lending commitments). The notional amount of such loan commitments was \$25.23 billion and \$25.70 billion as of March 2018 and December 2017, respectively. The credit loss protection on loan commitments provided by SMFG is generally limited to 95% of the first loss the firm realizes on such commitments, up to a maximum of approximately \$950 million. In addition, subject to the satisfaction of certain conditions, upon the firm's request, SMFG will provide protection for 70% of additional losses on such commitments, up to a maximum of \$1.13 billion, of which \$550 million of protection had been provided as of both March 2018 and December 2017. The firm also uses other financial instruments to mitigate credit risks related to certain commitments not covered by SMFG. These instruments primarily include credit default swaps that reference the same or similar underlying instrument or entity, or credit default swaps that reference a market index.

Warehouse Financing. The firm provides financing to clients who warehouse financial assets. These arrangements are secured by the warehoused assets, primarily consisting of retail and corporate loans.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)****Contingent and Forward Starting Collateralized Agreements / Forward Starting Collateralized Financings**

Contingent and forward starting collateralized agreements includes resale and securities borrowing agreements, and forward starting collateralized financings includes repurchase and secured lending agreements that settle at a future date, generally within three business days. The firm also enters into commitments to provide contingent financing to its clients and counterparties through resale agreements. The firm's funding of these commitments depends on the satisfaction of all contractual conditions to the resale agreement and these commitments can expire unused.

Letters of Credit

The firm has commitments under letters of credit issued by various banks which the firm provides to counterparties in lieu of securities or cash to satisfy various collateral and margin deposit requirements.

Investment Commitments

Investment commitments includes commitments to invest in private equity, real estate and other assets directly and through funds that the firm raises and manages. Investment commitments included \$2.09 billion as of both March 2018 and December 2017, related to commitments to invest in funds managed by the firm. If these commitments are called, they would be funded at market value on the date of investment.

Leases

The firm has contractual obligations under long-term noncancelable lease agreements for office space expiring on various dates through 2069. Certain agreements are subject to periodic escalation provisions for increases in real estate taxes and other charges.

The table below presents future minimum rental payments, net of minimum sublease rentals.

<i>\$ in millions</i>	As of March 2018
Remainder of 2018	\$ 234
2019	302
2020	286
2021	228
2022	167
2023	133
2024 - thereafter	958
Total	\$2,308

Rent charged to operating expense was \$71 million and \$70 million for the three months ended March 2018 and March 2017, respectively.

Operating leases include office space held in excess of current requirements. Rent expense relating to space held for growth is included in occupancy expenses. The firm records a liability, based on the fair value of the remaining lease rentals reduced by any potential or existing sublease rentals, for leases where the firm has ceased using the space and management has concluded that the firm will not derive any future economic benefits. Costs to terminate a lease before the end of its term are recognized and measured at fair value on termination. Total occupancy expenses for space held in excess of the firm's current requirements and exit costs related to office space were not material for both the three months ended March 2018 and March 2017.

Contingencies

Legal Proceedings. See Note 27 for information about legal proceedings, including certain mortgage-related matters, and agreements the firm has entered into to toll the statute of limitations.

Certain Mortgage-Related Contingencies. There are multiple areas of focus by regulators, governmental agencies and others within the mortgage market that may impact originators, issuers, servicers and investors. There remains significant uncertainty surrounding the nature and extent of any potential exposure for participants in this market.

The firm has not been a significant originator of residential mortgage loans. The firm did purchase loans originated by others and generally received loan-level representations. During the period 2005 through 2008, the firm sold approximately \$10 billion of loans to government-sponsored enterprises and approximately \$11 billion of loans to other third parties. In addition, the firm transferred \$125 billion of loans to trusts and other mortgage securitization vehicles. In connection with both sales of loans and securitizations, the firm provided loan-level representations and/or assigned the loan-level representations from the party from whom the firm purchased the loans.

The firm's exposure to claims for repurchase of residential mortgage loans based on alleged breaches of representations will depend on a number of factors such as the extent to which these claims are made within the statute of limitations, taking into consideration the agreements to toll the statute of limitations the firm entered into with trustees representing certain trusts. Based upon the large number of defaults in residential mortgages, including those sold or securitized by the firm, there is a potential for repurchase claims. However, the firm is not in a position to make a meaningful estimate of that exposure at this time.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

Other Contingencies. In connection with the sale of Metro International Trade Services (Metro), the firm agreed to provide indemnities to the buyer, which primarily relate to fundamental representations and warranties, and potential liabilities for legal or regulatory proceedings arising out of the conduct of Metro's business while the firm owned it.

In connection with the settlement agreement with the Residential Mortgage-Backed Securities Working Group of the U.S. Financial Fraud Enforcement Task Force, the firm agreed to provide \$1.80 billion in consumer relief in the form of principal forgiveness for underwater homeowners and distressed borrowers; financing for construction, rehabilitation and preservation of affordable housing; and support for debt restructuring, foreclosure prevention and housing quality improvement programs, as well as land banks.

Guarantees

The table below presents information about certain derivatives that meet the definition of a guarantee, securities lending indemnifications and certain other financial guarantees.

<i>\$ in millions</i>	Derivatives	Securities lending indemnifications	Other financial guarantees
<u>As of March 2018</u>			
Carrying Value of Net Liability	\$ 6,750	\$	\$ 25
Maximum Payout/Notional Amount by Period of Expiration			
Remainder of 2018	\$1,433,695	\$38,968	\$ 702
2019 - 2020	890,410		1,429
2021 - 2022	144,800		1,322
2023 - thereafter	88,859		169
Total	\$2,557,764	\$38,968	\$3,622
<u>As of December 2017</u>			
Carrying Value of Net Liability	\$ 5,406	\$	\$ 37
Maximum Payout/Notional Amount by Period of Expiration			
2018	\$1,139,751	\$37,959	\$ 723
2019 - 2020	205,983		1,515
2021 - 2022	71,599		1,209
2023 - thereafter	76,540		137
Total	\$1,493,873	\$37,959	\$3,584

In the table above:

The maximum payout is based on the notional amount of the contract and does not represent anticipated losses.

Amounts exclude certain commitments to issue standby letters of credit that are included in commitments to extend credit. See the tables in Commitments above for a summary of the firm's commitments.

The carrying value for derivatives included derivative assets of \$2.08 billion and \$2.20 billion and derivative liabilities of \$8.83 billion and \$7.61 billion as of March 2018 and December 2017, respectively.

Derivative Guarantees. The firm enters into various derivatives that meet the definition of a guarantee under U.S. GAAP, including written equity and commodity put options, written currency contracts and interest rate caps, floors and swaptions. These derivatives are risk managed together with derivatives that do not meet the definition of a guarantee, and therefore the amounts in the table above do not reflect the firm's overall risk related to its derivative activities. Disclosures about derivatives are not required if they may be cash settled and the firm has no basis to conclude it is probable that the counterparties held the underlying instruments at inception of the contract. The firm has concluded that these conditions have been met for certain large, internationally active commercial and investment bank counterparties, central clearing counterparties and certain other counterparties. Accordingly, the firm has not included such contracts in the table above. In addition, see Note 7 for information about credit derivatives that meet the definition of a guarantee, which are not included in the table above.

Derivatives are accounted for at fair value and therefore the carrying value is considered the best indication of payment/performance risk for individual contracts. However, the carrying values in the table above exclude the effect of counterparty and cash collateral netting.

Securities Lending Indemnifications. The firm, in its capacity as an agency lender, indemnifies most of its securities lending customers against losses incurred in the event that borrowers do not return securities and the collateral held is insufficient to cover the market value of the securities borrowed. Collateral held by the lenders in connection with securities lending indemnifications was \$40.16 billion and \$39.03 billion as of March 2018 and December 2017, respectively. Because the contractual nature of these arrangements requires the firm to obtain collateral with a market value that exceeds the value of the securities lent to the borrower, there is minimal performance risk associated with these guarantees.

Other Financial Guarantees. In the ordinary course of business, the firm provides other financial guarantees of the obligations of third parties (e.g., standby letters of credit and other guarantees to enable clients to complete transactions and fund-related guarantees). These guarantees represent obligations to make payments to beneficiaries if the guaranteed party fails to fulfill its obligation under a contractual arrangement with that beneficiary.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Guarantees of Securities Issued by Trusts. The firm has established trusts, including Goldman Sachs Capital I, the APEX Trusts and other entities for the limited purpose of issuing securities to third parties, lending the proceeds to the firm and entering into contractual arrangements with the firm and third parties related to this purpose. The firm does not consolidate these entities. See Note 16 for further information about the transactions involving Goldman Sachs Capital I and the APEX Trusts.

The firm effectively provides for the full and unconditional guarantee of the securities issued by these entities. Timely payment by the firm of amounts due to these entities under the guarantee, borrowing, preferred stock and related contractual arrangements will be sufficient to cover payments due on the securities issued by these entities.

Management believes that it is unlikely that any circumstances will occur, such as nonperformance on the part of paying agents or other service providers, that would make it necessary for the firm to make payments related to these entities other than those required under the terms of the guarantee, borrowing, preferred stock and related contractual arrangements and in connection with certain expenses incurred by these entities.

Indemnities and Guarantees of Service Providers. In the ordinary course of business, the firm indemnifies and guarantees certain service providers, such as clearing and custody agents, trustees and administrators, against specified potential losses in connection with their acting as an agent of, or providing services to, the firm or its affiliates.

The firm may also be liable to some clients or other parties for losses arising from its custodial role or caused by acts or omissions of third-party service providers, including sub-custodians and third-party brokers. In certain cases, the firm has the right to seek indemnification from these third-party service providers for certain relevant losses incurred by the firm. In addition, the firm is a member of payment, clearing and settlement networks, as well as securities exchanges around the world that may require the firm to meet the obligations of such networks and exchanges in the event of member defaults and other loss scenarios.

In connection with the firm's prime brokerage and clearing businesses, the firm agrees to clear and settle on behalf of its clients the transactions entered into by them with other brokerage firms. The firm's obligations in respect of such transactions are secured by the assets in the client's account, as well as any proceeds received from the transactions cleared and settled by the firm on behalf of the client. In connection with joint venture investments, the firm may issue loan guarantees under which it may be liable in the event of fraud, misappropriation, environmental liabilities and certain other matters involving the borrower.

The firm is unable to develop an estimate of the maximum payout under these guarantees and indemnifications. However, management believes that it is unlikely the firm will have to make any material payments under these arrangements, and no material liabilities related to these guarantees and indemnifications have been recognized in the condensed consolidated statements of financial condition as of both March 2018 and December 2017.

Other Representations, Warranties and Indemnifications. The firm provides representations and warranties to counterparties in connection with a variety of commercial transactions and occasionally indemnifies them against

potential losses caused by the breach of those representations and warranties. The firm may also provide indemnifications protecting against changes in or adverse application of certain U.S. tax laws in connection with ordinary-course transactions such as securities issuances, borrowings or derivatives.

In addition, the firm may provide indemnifications to some counterparties to protect them in the event additional taxes are owed or payments are withheld, due either to a change in or an adverse application of certain non-U.S. tax laws.

These indemnifications generally are standard contractual terms and are entered into in the ordinary course of business. Generally, there are no stated or notional amounts included in these indemnifications, and the contingencies triggering the obligation to indemnify are not expected to occur. The firm is unable to develop an estimate of the maximum payout under these guarantees and indemnifications. However, management believes that it is unlikely the firm will have to make any material payments under these arrangements, and no material liabilities related to these arrangements have been recognized in the condensed consolidated statements of financial condition as of both March 2018 and December 2017.

Guarantees of Subsidiaries. Group Inc. fully and unconditionally guarantees the securities issued by GS Finance Corp., a wholly-owned finance subsidiary of the firm. Group Inc. has guaranteed the payment obligations of Goldman Sachs & Co. LLC (GS&Co.) and GS Bank USA, subject to certain exceptions.

In addition, Group Inc. guarantees many of the obligations of its other consolidated subsidiaries on a transaction-by-transaction basis, as negotiated with counterparties. Group Inc. is unable to develop an estimate of the maximum payout under its subsidiary guarantees; however, because these guaranteed obligations are also obligations of consolidated subsidiaries, Group Inc.'s liabilities as guarantor are not separately disclosed.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)****Note 19.****Shareholders' Equity****Common Equity**

As of both March 2018 and December 2017, the firm had 4.00 billion authorized shares of common stock and 200 million authorized shares of nonvoting common stock, each with a par value of \$0.01 per share.

On April 16, 2018, the Board of Directors of Group Inc. (Board) increased the firm's quarterly dividend to \$0.80 per common share from \$0.75 per common share. The dividend will be paid on June 28, 2018 to common shareholders of record on May 31, 2018.

The firm's share repurchase program is intended to help maintain the appropriate level of common equity. The share repurchase program is effected primarily through regular open-market purchases (which may include repurchase plans designed to comply with Rule 10b5-1), the amounts and timing of which are determined primarily by the firm's current and projected capital position, and capital deployment opportunities, but which may also be influenced by general market conditions and the prevailing price and trading volumes of the firm's common stock. Prior to repurchasing common stock, the firm must receive confirmation that the FRB does not object to such capital action.

The table below presents the amount of common stock repurchased by the firm under the share repurchase program.

	Three Months Ended
<i>in millions, except per share amounts</i>	March 2018
Common share repurchases	3.0
Average cost per share	\$264.32
Total cost of common share repurchases	\$ 800

Pursuant to the terms of certain share-based compensation plans, employees may remit shares to the firm or the firm may cancel share-based awards to satisfy minimum statutory employee tax withholding requirements and the exercise price of stock options. Under these plans, during the three months ended March 2018, 1,120 shares were remitted with a total value of \$0.3 million and the firm cancelled 4.2 million share-based awards with a total value of \$1.07 billion.

Preferred Equity

The tables below present details about the perpetual preferred stock issued and outstanding as of March 2018.

	Shares	Shares	Shares	Depository Shares
Series	Authorized	Issued	Outstanding	Per Share
A	50,000	30,000	29,999	1,000
B	50,000	6,000	6,000	1,000
C	25,000	8,000	8,000	1,000
D	60,000	54,000	53,999	1,000
E	17,500	7,667	7,667	N/A
F	5,000	1,615	1,615	N/A
J	46,000	40,000	40,000	1,000
K	32,200	28,000	28,000	1,000
L	52,000	52,000	52,000	25
M	80,000	80,000	80,000	25
N	31,050	27,000	27,000	1,000
O	26,000	26,000	26,000	25
P	66,000	60,000	60,000	25
Total	540,750	420,282	420,280	

		Liquidation	Redemption Value
Series	Earliest Redemption Date	Preference	(\$ in millions)
A	Currently redeemable	\$ 25,000	\$ 750
B	Currently redeemable	\$ 25,000	150
C	Currently redeemable	\$ 25,000	200
D	Currently redeemable	\$ 25,000	1,350
E	Currently redeemable	\$100,000	767
F	Currently redeemable	\$100,000	161
J	May 10, 2023	\$ 25,000	1,000
K	May 10, 2024	\$ 25,000	700
L	May 10, 2019	\$ 25,000	1,300
M	May 10, 2020	\$ 25,000	2,000
N	May 10, 2021	\$ 25,000	675
O	November 10, 2026	\$ 25,000	650
P	November 10, 2022	\$ 25,000	1,500
Total			\$11,203

In the tables above:

All shares have a par value of \$0.01 per share and, where applicable, each share is represented by the specified number of depository shares.

The earliest redemption date represents the date on which each share of non-cumulative Preferred Stock is redeemable at the firm's option.

Prior to redeeming preferred stock, the firm must receive confirmation that the FRB does not object to such action.

63 Goldman Sachs March 2018 Form 10-Q

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

The redemption price per share for Series A through F Preferred Stock is the liquidation preference plus declared and unpaid dividends. The redemption price per share for Series J through P Preferred Stock is the liquidation preference plus accrued and unpaid dividends. Each share of non-cumulative Series E and Series F Preferred Stock issued and outstanding is redeemable at the firm's option, subject to certain covenant restrictions governing the firm's ability to redeem the preferred stock without issuing common stock or other instruments with equity-like characteristics. See Note 16 for information about the replacement capital covenants applicable to the Series E and Series F Preferred Stock.

All series of preferred stock are pari passu and have a preference over the firm's common stock on liquidation.

The firm's ability to declare or pay dividends on, or purchase, redeem or otherwise acquire, its common stock is subject to certain restrictions in the event that the firm fails to pay or set aside full dividends on the preferred stock for the latest completed dividend period.

In November 2017, the firm redeemed the 34,000 shares of Series I 5.95% Non-Cumulative Preferred Stock (Series I Preferred Stock) for the stated redemption price of \$850 million (\$25,000 per share), plus accrued and unpaid dividends. The difference between the redemption value of the Series I Preferred Stock and the net carrying value at the time of redemption was \$14 million. This difference was recorded as an addition to preferred stock dividends in 2017.

In February 2018, the firm redeemed 26,000 shares of its outstanding Series B 6.20% Non-Cumulative Preferred Stock (Series B Preferred Stock) with a redemption value of \$650 million (\$25,000 per share). The difference between the redemption value of the Series B Preferred Stock and the net carrying value at the time of redemption was \$15 million. This difference was recorded as an addition to preferred stock dividends in the first quarter of 2018.

The table below presents the dividend rates of the firm's perpetual preferred stock as of March 2018.

Series	Per Annum Dividend Rate
A	3 month LIBOR + 0.75%, with floor of 3.75%, payable quarterly
B	6.20%, payable quarterly
C	3 month LIBOR + 0.75%, with floor of 4.00%, payable quarterly
D	3 month LIBOR + 0.67%, with floor of 4.00%, payable quarterly
E	3 month LIBOR + 0.77%, with floor of 4.00%, payable quarterly
F	3 month LIBOR + 0.77%, with floor of 4.00%, payable quarterly
J	5.50% to, but excluding, May 10, 2023; 3 month LIBOR + 3.64% thereafter, payable quarterly

6.375% to, but excluding, May 10, 2024;

K

3 month LIBOR + 3.55% thereafter, payable quarterly

L

5.70%, payable semi-annually, from issuance date to, but excluding,

May 10, 2019; 3 month LIBOR + 3.884%, payable quarterly, thereafter

5.375%, payable semi-annually, from issuance date to, but excluding,

M

May 10, 2020; 3 month LIBOR + 3.922%, payable quarterly, thereafter

N

6.30%, payable quarterly

5.30%, payable semi-annually, from issuance date to, but excluding,

O

November 10, 2026; 3 month LIBOR + 3.834%, payable quarterly, thereafter

5.00%, payable semi-annually, from issuance date to, but excluding,

P

November 10, 2022; 3 month LIBOR + 2.874%, payable quarterly, thereafter

In the table above, dividends on each series of preferred stock are payable in arrears for the periods specified.

The table below presents dividends declared on the firm's preferred stock.

Three Months Ended March

Series	2018		2017	
	<i>per share</i>	<i>\$ in millions</i>	<i>per share</i>	<i>\$ in millions</i>
A	\$ 244.79	\$ 7	\$ 239.58	\$ 7
B	\$ 387.50	12	\$ 387.50	12
C	\$ 261.11	2	\$ 255.56	2
D	\$ 261.11	14	\$ 255.56	14
E	\$1,000.00	8	\$1,000.00	7
F	\$1,000.00	2	\$1,000.00	2
I	\$		\$ 371.88	13
J	\$ 343.75	14	\$ 343.75	14
K	\$ 398.44	11	\$ 398.44	11
N	\$ 393.75	10	\$ 393.75	11
Total		\$80		\$93

Accumulated Other Comprehensive Loss

The table below presents changes in the accumulated other comprehensive loss, net of tax, by type.

		Other	
		comprehensive	income/(loss)
<i>\$ in millions</i>	Beginning balance	adjustments, net of tax	Ending balance

Three Months Ended March 2018

Currency translation	\$ (625)	\$ 2	\$ (623)
Debt valuation adjustment	(1,046)	270	(776)
Pension and postretirement liabilities	(200)	(4)	(204)
Available-for-sale securities	(9)	(158)	(167)
Total	\$(1,880)	\$ 110	\$(1,770)

Year Ended December 2017

Currency translation	\$ (647)	\$ 22	\$ (625)
Debt valuation adjustment	(239)	(807)	(1,046)
Pension and postretirement liabilities	(330)	130	(200)
Available-for-sale securities		(9)	(9)
Total	\$(1,216)	\$(664)	\$(1,880)

Goldman Sachs March 2018 Form 10-Q 64

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Note 20.

Regulation and Capital Adequacy

The FRB is the primary regulator of Group Inc., a bank holding company (BHC) under the U.S. Bank Holding Company Act of 1956 and a financial holding company under amendments to this Act. As a BHC, the firm is subject to consolidated regulatory capital requirements which are calculated in accordance with the regulations of the FRB (Capital Framework).

The capital requirements are expressed as risk-based capital and leverage ratios that compare measures of regulatory capital to risk-weighted assets (RWAs), average assets and off-balance-sheet exposures. Failure to comply with these capital requirements could result in restrictions being imposed by the firm's regulators and could limit the firm's ability to distribute capital, including share repurchases and dividend payments, and to make certain discretionary compensation payments. The firm's capital levels are also subject to qualitative judgments by the regulators about components of capital, risk weightings and other factors. Furthermore, certain of the firm's subsidiaries are subject to separate regulations and capital requirements.

Capital Framework

The regulations under the Capital Framework are largely based on the Basel Committee on Banking Supervision's (Basel Committee) capital framework for strengthening international capital standards (Basel III) and also implement certain provisions of the Dodd-Frank Act. Under the Capital Framework, the firm is an Advanced approach banking organization and has been designated as a global systemically important bank (G-SIB).

The Capital Framework includes risk-based capital buffers that phase in ratably, becoming fully effective on January 1, 2019. The Capital Framework also requires deductions from regulatory capital that phased in ratably per year from 2014 to 2018. In addition, junior subordinated debt issued to trusts will be fully phased out of regulatory capital by 2022.

The firm calculates its Common Equity Tier 1 (CET1), Tier 1 capital and Total capital ratios in accordance with (i) the Standardized approach and market risk rules set out in the Capital Framework (together, the Standardized Capital Rules) and (ii) the Advanced approach and market risk rules set out in the Capital Framework (together, the Basel III Advanced Rules). The lower of each risk-based capital ratio calculated in (i) and (ii) is the ratio against which the firm's compliance with its minimum risk-based ratio requirements is assessed. Under the Capital Framework, the firm is also subject to Tier 1 leverage requirements established by the FRB. The Capital Framework also introduced a supplementary leverage ratio (SLR) which became effective January 1, 2018.

Minimum Ratios and Buffers. The table below presents the minimum ratios applicable to the firm.

	March 2018	As of December 2017
Risk-based capital ratios		
CET1 ratio	8.250%	7.000%
Tier 1 capital ratio	9.750%	8.500%
Total capital ratio	11.750%	10.500%
Leverage ratios		
Tier 1 leverage ratio	4.000%	4.000%
SLR	5.000%	N/A

In the table above:

The minimum risk-based capital ratios as of March 2018 reflect (i) the 75% phase-in of the capital conservation buffer of 2.5%, (ii) the 75% phase-in of the G-SIB buffer of 2.5% (based on 2016 financial data), and (iii) the countercyclical capital buffer of zero percent, each described below.

The minimum risk-based capital ratios as of December 2017 reflect (i) the 50% phase-in of the capital conservation buffer of 2.5%, (ii) the 50% phase-in of the G-SIB buffer of 2.5% (based on 2015 financial data), and (iii) the countercyclical capital buffer of zero percent, each described below.

The minimum SLR as of March 2018 reflects the 2% buffer applicable to G-SIBs.

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

The capital conservation buffer, which consists entirely of capital that qualifies as CET1, began to phase in on January 1, 2016 and will continue to do so in increments of 0.625% per year until it reaches 2.5% of RWAs on January 1, 2019.

The G-SIB buffer, which is an extension of the capital conservation buffer, phases in ratably, beginning on January 1, 2016, becoming fully effective on January 1, 2019, and must consist entirely of capital that qualifies as CET1. The buffer must be calculated using two methodologies, the higher of which is reflected in the firm's minimum risk-based capital ratios. The first calculation is based upon the Basel Committee's methodology which, among other factors, relies upon measures of the size, activity and complexity of each G-SIB. The second calculation uses similar inputs, but it includes a measure of reliance on short-term wholesale funding. The firm's G-SIB buffer will be updated annually based on financial data from the prior year, and will be generally applicable for the following year.

The Capital Framework also provides for a countercyclical capital buffer, which is an extension of the capital conservation buffer, of up to 2.5% (consisting entirely of CET1) intended to counteract systemic vulnerabilities. As of March 2018, the FRB has set the countercyclical capital buffer at zero percent.

Definition of Risk-Weighted Assets. RWAs are calculated in accordance with both the Standardized Capital Rules and the Basel III Advanced Rules. The following is a comparison of RWA calculations under these rules:

RWAs for credit risk in accordance with the Standardized Capital Rules are calculated in a different manner than the Basel III Advanced Rules. The primary difference is that the Standardized Capital Rules do not contemplate the use of internal models to compute exposure for credit risk on derivatives and securities financing transactions, whereas the Basel III Advanced Rules permit the use of such models, subject to supervisory approval. In addition, credit RWAs calculated in accordance with the Standardized Capital Rules utilize prescribed risk-weights which depend largely on the type of counterparty, rather than on internal assessments of the creditworthiness of such counterparties;

RWAs for market risk in accordance with the Standardized Capital Rules and the Basel III Advanced Rules are generally consistent; and

RWAs for operational risk are not required by the Standardized Capital Rules, whereas the Basel III Advanced Rules do include such a requirement.

Credit Risk

Credit RWAs are calculated based upon measures of exposure, which are then risk weighted. The following is a description of the calculation of credit RWAs in accordance with the Standardized Capital Rules and the Basel III

Advanced Rules:

For credit RWAs calculated in accordance with the Standardized Capital Rules, the firm utilizes prescribed risk-weights which depend largely on the type of counterparty (e.g., whether the counterparty is a sovereign, bank, broker-dealer or other entity). The exposure measure for derivatives is based on a combination of positive net current exposure and a percentage of the notional amount of each derivative. The exposure measure for securities financing transactions is calculated to reflect adjustments for potential price volatility, the size of which depends on factors such as the type and maturity of the security, and whether it is denominated in the same currency as the other side of the financing transaction. The firm utilizes specific required formulaic approaches to measure exposure for securitizations and equities; and

For credit RWAs calculated in accordance with the Basel III Advanced Rules, the firm has been given permission by its regulators to compute risk-weights for wholesale and retail credit exposures in accordance with the Advanced Internal Ratings-Based approach. This approach is based on internal assessments of the creditworthiness of counterparties, with key inputs being the probability of default, loss given default and the effective maturity. The firm utilizes internal models to measure exposure for derivatives and securities financing transactions. The Capital Framework requires that a BHC obtain prior written agreement from its regulators before using internal models for such purposes. The firm utilizes specific required formulaic approaches to measure exposure for securitizations and equities.

Market Risk

Market RWAs are calculated based on measures of exposure which include Value-at-Risk (VaR), stressed VaR, incremental risk and comprehensive risk based on internal models, and a standardized measurement method for specific risk. The market risk regulatory capital rules require that a BHC obtain prior written agreement from its regulators before using any internal model to calculate its risk-based capital requirement. The following is further information regarding the measures of exposure for market RWAs calculated in accordance with the Standardized Capital Rules and Basel III Advanced Rules:

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

VaR is the potential loss in value of inventory positions, as well as certain other financial assets and financial liabilities, due to adverse market movements over a defined time horizon with a specified confidence level. For both risk management purposes and regulatory capital calculations the firm uses a single VaR model which captures risks including those related to interest rates, equity prices, currency rates and commodity prices. However, VaR used for regulatory capital requirements (regulatory VaR) differs from risk management VaR due to different time horizons and confidence levels (10-day and 99% for regulatory VaR vs. one-day and 95% for risk management VaR), as well as differences in the scope of positions on which VaR is calculated. In addition, the daily net revenues used to determine risk management VaR exceptions (i.e., comparing the daily net revenues to the VaR measure calculated as of the end of the prior business day) include intraday activity, whereas the FRB's regulatory capital rules require that intraday activity be excluded from daily net revenues when calculating regulatory VaR exceptions. Intraday activity includes bid/offer net revenues, which are more likely than not to be positive by their nature. As a result, there may be differences in the number of VaR exceptions and the amount of daily net revenues calculated for regulatory VaR compared to the amounts calculated for risk management VaR. The firm's positional losses observed on a single day did not exceed its 99% one-day regulatory VaR during the three months ended March 2018 or during the year ended December 2017. There was no change in the VaR multiplier used to calculate Market RWAs;

Stressed VaR is the potential loss in value of inventory positions, as well as certain other financial assets and financial liabilities, during a period of significant market stress;

Incremental risk is the potential loss in value of non-securitized inventory positions due to the default or credit migration of issuers of financial instruments over a one-year time horizon;

Comprehensive risk is the potential loss in value, due to price risk and defaults, within the firm's credit correlation positions; and

Specific risk is the risk of loss on a position that could result from factors other than broad market movements, including event risk, default risk and idiosyncratic risk. The standardized measurement method is used to determine specific risk RWAs, by applying supervisory defined risk-weighting factors after applicable netting is performed.

Operational Risk

Operational RWAs are only required to be included under the Basel III Advanced Rules. The firm has been given permission by its regulators to calculate operational RWAs in accordance with the Advanced Measurement Approach, and therefore utilizes an internal risk-based model to quantify Operational RWAs.

Consolidated Regulatory Capital Ratios

Risk-based Capital Ratios and RWAs. Each of the risk-based capital ratios calculated in accordance with the Basel III Advanced Rules was lower than that calculated in accordance with the Standardized Capital Rules and therefore the Basel III Advanced ratios were the ratios that applied to the firm as of both March 2018 and December 2017.

The table below presents the ratios calculated in accordance with both the Standardized Capital Rules and Basel III Advanced Rules.

	As of	
	March 2018	December 2017
<i>\$ in millions</i>		
Common shareholders equity	\$ 72,376	\$ 70,390
Deduction for goodwill and identifiable intangible assets, net of deferred tax liabilities	(3,349)	(3,269)
Other adjustments	(387)	(11)
Common Equity Tier 1	68,640	67,110
Preferred stock	11,203	11,853
Deduction for investments in covered funds	(607)	(590)
Other adjustments	(25)	(42)
Tier 1 capital	\$ 79,211	\$ 78,331
Standardized Tier 2 and Total capital		
Tier 1 capital	\$ 79,211	\$ 78,331
Qualifying subordinated debt	13,596	13,360
Junior subordinated debt issued to trusts	442	567
Allowance for losses on loans and lending commitments	1,019	1,078
Other adjustments	(20)	(28)
Standardized Tier 2 capital	15,037	14,977
Standardized Total capital	\$ 94,248	\$ 93,308
Basel III Advanced Tier 2 and Total capital		
Tier 1 capital	\$ 79,211	\$ 78,331
Standardized Tier 2 capital	15,037	14,977
Allowance for losses on loans and lending commitments	(1,019)	(1,078)
Basel III Advanced Tier 2 capital	14,018	13,899
Basel III Advanced Total capital	\$ 93,229	\$ 92,230
RWAs		
Standardized	\$566,515	\$555,611
Basel III Advanced	\$616,904	\$617,646

CET1 ratio

Standardized	12.1%	12.1%
Basel III Advanced	11.1%	10.9%

Tier 1 capital ratio

Standardized	14.0%	14.1%
Basel III Advanced	12.8%	12.7%

Total capital ratio

Standardized	16.6%	16.8%
Basel III Advanced	15.1%	14.9%

67 Goldman Sachs March 2018 Form 10-Q

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements

(Unaudited)

Effective January 2018, the firm became subject to CET1 ratios calculated on a fully phased-in basis. As of December 2017, the firm's CET1 ratios calculated in accordance with the Standardized Capital Rules and Basel III Advanced Rules on a fully phased-in basis were 0.2 percentage points lower than on a transitional basis.

In the table above:

Deduction for goodwill and identifiable intangible assets, net of deferred tax liabilities, included goodwill of \$3.71 billion and \$3.67 billion as of March 2018 and December 2017, respectively, and identifiable intangible assets of \$342 million and \$298 million (80% of \$373 million) as of March 2018 and December 2017, respectively, net of associated deferred tax liabilities of \$700 million and \$694 million as of March 2018 and December 2017, respectively. Goodwill is fully deducted from CET1, while the deduction for identifiable intangible assets was fully phased in to CET1 in January 2018. As of December 2017, CET1 reflects 80% of the identifiable intangible assets deduction. The balance that was not deducted during the transitional period was risk weighted.

Deduction for investments in covered funds represents the firm's aggregate investments in applicable covered funds, excluding investments that are subject to an extended conformance period. See Note 6 for further information about the Volcker Rule.

Other adjustments within CET1 and Tier 1 capital primarily include credit valuation adjustments on derivative liabilities, pension and postretirement liabilities, the overfunded portion of the firm's defined benefit pension plan obligation net of associated deferred tax liabilities, disallowed deferred tax assets, debt valuation adjustments and other required credit risk-based deductions. The deduction for such items was fully phased in to CET1 in January 2018. As of December 2017, CET1 reflects 80% of such deduction. Substantially all of the balance that was not deducted from CET1 as of December 2017 was deducted from Tier 1 capital within other adjustments.

As of March 2018, junior subordinated debt issued to trusts was fully phased out of Tier 1 capital, with 40% included in Tier 2 capital and 60% fully phased out of regulatory capital. As of December 2017, junior subordinated debt issued to trusts was fully phased out of Tier 1 capital, with 50% included in Tier 2 capital and 50% fully phased out of regulatory capital. Junior subordinated debt issued to trusts is reduced by the amount of trust preferred securities purchased by the firm and will be fully phased out of Tier 2 capital by 2022 at a rate of 10% per year. See Note 16 for further information about the firm's junior subordinated debt issued to trusts and trust preferred securities purchased by the firm.

Qualifying subordinated debt is subordinated debt issued by Group Inc. with an original maturity of five years or greater. The outstanding amount of subordinated debt qualifying for Tier 2 capital is reduced upon reaching a remaining maturity of five years. See Note 16 for further information about the firm's subordinated debt.

The tables below present changes in CET1, Tier 1 capital and Tier 2 capital.

<i>\$ in millions</i>	Three Months Ended	
	March 2018	Basel III
	Standardized	Advanced
Common Equity Tier 1		
Beginning balance	\$67,110	\$67,110
Change in common shareholders' equity	1,986	1,986
Change in deduction for:		
Transitional provisions	(118)	(118)
Goodwill and identifiable intangible assets, net of deferred tax liabilities	(15)	(15)
Change in other adjustments	(323)	(323)
Ending balance	\$68,640	\$68,640
Tier 1 capital		
Beginning balance	\$78,331	\$78,331
Change in deduction for:		
Transitional provisions	(105)	(105)
Investments in covered funds	(17)	(17)
Other net decrease in CET1	1,648	1,648
Change in preferred stock	(650)	(650)
Change in other adjustments	4	4
Ending balance	79,211	79,211
Tier 2 capital		
Beginning balance	14,977	13,899
Change in qualifying subordinated debt	236	236
Redesignation of junior subordinated debt issued to trusts	(125)	(125)
Change in the allowance for losses on loans and lending commitments	(59)	
Change in other adjustments	8	8
Ending balance	15,037	14,018
Total capital	\$94,248	\$93,229

Table of Contents

THE GOLDMAN SACHS GROUP, INC. AND SUBSIDIARIES

Notes to Condensed Consolidated Financial Statements**(Unaudited)**

	Year Ended	
	December 2017	
<i>\$ in millions</i>	Standardized	Basel III Advanced
Common Equity Tier 1		
Beginning balance	\$ 72,046	\$ 72,046
Change in common shareholders' equity	(5,300)	(5,300)
Change in deduction for:		
Transitional provisions	(426)	(426)
Goodwill and identifiable intangible assets, net of deferred tax liabilities	(324)	(324)
Investments in nonconsolidated financial institutions	586	586
Change in other adjustments	528	528
Ending balance	\$ 67,110	\$ 67,110
Tier 1 capital		
Beginning balance	\$ 82,440	\$ 82,440
Change in deduction for:		
Transitional provisions	(274)	(274)
Investments in covered funds	(145)	(145)
Other net decrease in CET1	(4,510)	(4,510)
Change in preferred stock	650	650
Change in other adjustments	170	170
Ending balance	78,331	78,331
Tier 2 capital		
Beginning balance	16,074	15,352
Change in qualifying subordinated debt	(1,206)	(1,206)
Redesignation of junior subordinated debt issued to trusts	(225)	(225)
Change in the allowance for losses on loans and lending commitments	356	
Change in other adjustments	(22)	(22)
Ending balance	14,977	13,899
Total capital	\$ 93,308	\$ 92,230

In the tables above, the change in the deduction for transitional provisions represents the increased phase-in of the deduction from 80% to 100% (effective January 1, 2018) for 2018 and from 60% to 80% (effective January 1, 2017) for 2017.

The tables below present the components of RWAs calculated in accordance with the Standardized Capital Rules and Basel III Advanced Rules.

	Standardized Capital Rules as of	
	March	December
<i>\$ in millions</i>	2018	2017
Credit RWAs		
Derivatives	\$128,348	\$126,076
Commitments, guarantees and loans	150,118	145,104
Securities financing transactions	78,923	77,962
Equity investments	57,907	48,155
Other	67,283	70,933
Total Credit RWAs	482,579	468,230
Market RWAs		
Regulatory VaR	9,484	7,532
Stressed VaR	28,445	32,753
Incremental risk	8,321	8,441
Comprehensive risk	2,135	2,397
Specific risk	35,551	36,258
Total Market RWAs	83,936	87,381
Total RWAs	\$566,515	\$555,611
	Basel III Advanced Rules as of	
	March	December
<i>\$ in millions</i>	2018	2017
Credit RWAs		
Derivatives	\$104,240	\$102,986
Commitments, guarantees and loans	160,013	163,375
Securities financing transactions	19,867	19,362
Equity investments	60,583	51,626
Other	74,201	75,968
Total Credit RWAs	418,904	413,317
Market RWAs		
Regulatory VaR	9,484	7,532
Stressed VaR	28,445	32,753
Incremental risk	8,321	8,441
Comprehensive risk	2,049	1,870
Specific risk	35,551	36,258
Total Market RWAs	83,850	86,854
Total Operational RWAs	114,150	117,475
Total RWAs	\$616,904	\$617,646
In the tables above:		

Securities financing transactions represent resale and repurchase agreements and securities borrowed and loaned transactions.

Other includes receivables, certain debt securities, cash and cash equivalents and other assets.

The table below presents changes in RWAs calculated in accordance with the Standardized Capital Rules and Basel III Advanced Rules.

	Three Months Ended March 2018	
<i>\$ in millions</i>	Standardized	Basel III Advanced
Risk-Weighted Assets		
Beginning balance	\$555,611	\$617,646
Credit RWAs		
Change in:		
Transitional provisions	7,766	8,232
Derivatives	2,272	1,254
Commitments, guarantees and loans	5,014	(3,362)
Securities financing transactions	961	505
Equity investments	2,103	849
Other	(3,767)	(1,891)
Change in Credit RWAs	14,349	