PALM GREGORY K

Form 4

October 30, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

OMB APPROVAL

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subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Add PALM GREG		ng Person *	Symbol	and Ticker or Trading SACHS GROUP INC/	5. Relationship of R Issuer (Check	eporting Per	` ,
(Last)	(First)	(Middle)	3. Date of Earlies (Month/Day/Year		DirectorX Officer (give tire below)	109 tle Oth below)	
C/O GOLDMA CO., 85 BROA			10/26/2007		Executive VP - General		Counsel
	(Street)		4. If Amendment	, Date Original	6. Individual or Join	t/Group Fili	ng(Check
			Filed(Month/Day/	(ear)	Applicable Line) _X_ Form filed by One		
NEW YORK,	NY 10004				Form filed by Mor Person	e than One K	eporting
(City)	(State)	(Zip)	Table I - No	n-Derivative Securities Acc	quired, Disposed of, o	or Beneficia	lly Owne
1.Title of 2.	Transaction D	ate 2A. Deem	ned 3.	4. Securities Acquired	5. Amount of	5.	7. Natı

							Cison		
(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi or(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.01 per share	10/26/2007					\$ 231.68	837,748	D	
Common Stock, par value \$0.01 per share	10/26/2007		S	2,500	D	\$ 231.71	835,248	D	
	10/26/2007		S	100	D		835,148	D	

Si va \$0	ommon tock, par alue 0.01 per nare					\$ 231.72		
Si va \$0	ommon tock, par alue 0.01 per nare	10/26/2007	S	800	D	\$ 231.79	834,348	D
Si va \$0	ommon tock, par alue 0.01 per nare	10/26/2007	S	1,700	D	\$ 231.8	832,648	D
Si va \$0	ommon tock, par alue 0.01 per nare	10/26/2007	S	1,410	D	\$ 231.81	831,238	D
Si va \$0	ommon tock, par alue 0.01 per nare	10/26/2007	S	200	D	\$ 231.83	831,038	D
Si va \$0	ommon tock, par alue 0.01 per nare	10/26/2007	S	100	D	\$ 231.86	830,938	D
Si va \$0	ommon tock, par alue 0.01 per nare	10/26/2007	S	300	D	\$ 231.87	830,638	D
Si va \$0	ommon tock, par alue 0.01 per nare	10/26/2007	S	500	D	\$ 231.89	830,138	D
Si va \$0	ommon tock, par alue 0.01 per nare	10/26/2007	S	600	D	\$ 231.91	829,538	D
		10/26/2007	S	500	D		829,038	D

Common Stock, par value \$0.01 per share					\$ 231.93		
Common Stock, par value \$0.01 per share	10/26/2007	S	1,900	D	\$ 231.95	827,138	D
Common Stock, par value \$0.01 per share	10/26/2007	S	900	D	\$ 231.98	826,238	D
Common Stock, par value \$0.01 per share	10/26/2007	S	300	D	\$ 231.99	825,938	D
Common Stock, par value \$0.01 per share	10/26/2007	S	300	D	\$ 232.01	825,638	D
Common Stock, par value \$0.01 per share	10/26/2007	S	100	D	\$ 232.03	825,538	D
Common Stock, par value \$0.01 per share	10/26/2007	S	600	D	\$ 232.18	824,938	D
Common Stock, par value \$0.01 per share	10/26/2007	S	8,400	D	\$ 232.19	816,538	D
Common Stock, par value \$0.01 per share	10/26/2007	S	500	D	\$ 232.2	816,038	D
	10/26/2007	S	100	D		815,938	D

Common Stock, par value \$0.01 per share					\$ 232.21			
Common Stock, par value \$0.01 per share	10/26/2007	S	900	D	\$ 232.22	815,038	D	
Common Stock, par value \$0.01 per share	10/26/2007	S	500	D	\$ 232.24	814,538	D	
Common Stock, par value \$0.01 per share	10/26/2007	S	100	D	\$ 232.25	814,438	D	
Common Stock, par value \$0.01 per share	10/26/2007	S	300	D	\$ 232.26	814,138	D	
Common Stock, par value \$0.01 per share	10/26/2007	S	1,000	D	\$ 232.27	813,138	D	
Common Stock, par value \$0.01 per share	10/26/2007	S	200	D	\$ 232.33	812,938	D	
Common Stock, par value \$0.01 per share						56,020	I	See footnote
Common Stock, par value \$0.01 per share						140,293	I	See footnote (2)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	tionNumber	Expiration Da	ate	Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivative	e		Securi	ities	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration	FD1 - 1	or	
						Exercisable	*	Date Title Numb	Number	
				~					of	
				Code V	V (A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PALM GREGORY K C/O GOLDMAN, SACHS & CO. 85 BROAD STREET NEW YORK,, NY 10004

Executive VP - General Counsel

Signatures

/s/ Roger S. Begelman, Attorney-in-fact

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Held through a limited liability company.
- (2) As trustee of grantor retained annuity trust.

Remarks:

This Form 4 filing is being submitted in two parts, of which this is the second part.

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

Reporting Owners 5

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.