



# **Goldman Sachs Funds II plc**

**Goldman Sachs China A-Share Equity Portfolio**

**Annual Report and Audited Financial Statements**

**For the Financial Year Ended 31 December 2021**

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**Goldman Sachs Funds II plc**  
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## Goldman Sachs Funds II plc Directors and Other Information

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### Board of Directors

Ms. Grainne Alexander (IRE)<sup>2</sup>  
Mr. Jonathan Beinler (US)<sup>3</sup>  
Mr. Frank Ennis (IRE)<sup>2</sup>  
Mr. Glenn Thorpe (UK/AUS)<sup>3</sup>  
Ms. Katherine Uniacke (US)<sup>3</sup>

### Management Company

Goldman Sachs Asset Management  
Fund Services Limited<sup>4</sup>  
47-49 St. Stephen's Green  
Dublin 2  
Ireland

### Depository

State Street Custodial Services (Ireland) Limited  
78 Sir John Rogerson's Quay  
Dublin 2  
Ireland

### Global Sub-Depository

State Street Bank and Trust Company  
State Street Financial Center  
One Lincoln Street  
Boston, Massachusetts 02206  
United States

### Sub-Depository

The Hongkong and Shanghai Banking Corporation  
Limited  
1 Queen's Road Central  
Hong Kong  
People's Republic of China

Acting through its wholly owned subsidiary;  
HSBC Bank (China) Company Limited  
20th Floor  
1000 Lujiazui Ring Road  
Pudong, Shanghai 200120  
People's Republic of China

### Administrator<sup>5</sup>

State Street Fund Services (Ireland) Limited  
78 Sir John Rogerson's Quay  
Dublin 2  
Ireland

### Investment Adviser<sup>5</sup>

Goldman Sachs Asset Management International<sup>4</sup>  
Plumtree Court  
25 Shoe Lane  
London EC4A 4AU  
United Kingdom

### Sub-Investment Advisers

Goldman Sachs Asset Management Co., Ltd.<sup>4</sup>  
Roppongi Hills Mori Tower  
10-1, Roppongi 6- Chome  
Manato-ku  
Tokyo 106 6144  
Japan

Goldman Sachs Asset Management (Hong Kong)  
Limited<sup>4</sup>  
68/F Cheung Kong Center  
2 Queen's Road Central  
Hong Kong  
People's Republic of China

Goldman Sachs Asset Management (Singapore) Pte. Ltd.<sup>4</sup>  
#07-01 South Lobby  
1 Raffles Link  
Singapore 039393

Goldman Sachs Asset Management, L.P. <sup>4</sup>  
200 West Street  
New York, NY 10013  
United States

### Distributor

Goldman Sachs Asset Management  
Fund Services Limited<sup>4</sup>  
47-49 St. Stephen's Green  
Dublin 2  
Ireland

### Legal Adviser

Matheson  
70 Sir John Rogerson's Quay  
Dublin 2  
Ireland

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**Goldman Sachs Funds II plc**  
**Directors and Other Information (continued)**

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**Registered Office**

70 Sir John Rogerson's Quay  
Dublin 2  
Ireland

(Registered Number 404210)

**Company Secretary**

Matsack Trust Limited  
70 Sir John Rogerson's Quay  
Dublin 2  
Ireland

**Registrar and Transfer Agent<sup>5</sup>**

RBC Investor Services Ireland Limited  
4th Floor  
One George's Quay Plaza  
George's Quay  
Dublin 2  
Ireland

**Representative in Switzerland<sup>1</sup>:**

First Independent Fund Services AG  
Klausstrasse 33  
8008 Zurich, Switzerland

**Paying Agent in Switzerland:**

Goldman Sachs Bank AG<sup>4</sup>  
Münsterhof 4  
8001 Zurich, Switzerland

**Representative in Denmark**

StockRate Asset Management A/S  
Sdr. Jernbanevej 18D  
3400 Hillerod, Denmark

**Independent Auditors**

PricewaterhouseCoopers  
One Spencer Dock  
North Wall Quay  
Dublin 1  
Ireland

**Securities Trading Brokers**

UBS Securities Co. Limited  
Winland International Finance Centre 15th Floor  
No. 7 Financial Street  
Xicheng District, Beijing 100140  
People's Republic of China

**Securities Trading Brokers (continued)**

China International Capital Corporation Limited  
33rd Fl, China Merchants Tower  
161 Lu Jia Zui Road  
Shanghai  
People's Republic of China

Citic Securities Co. Limited  
North Tower, Excellence Times Plaza II  
No. 8 Zhongxin San Road, Futian District  
Shenzhen, Guangdong Province  
People's Republic of China

HSBC Bank plc  
8 Canada Square  
Canary Wharf  
London E14 5HQ  
United Kingdom

UBS Securities Asia Limited  
52/F, IFC 2  
8 Finance Street  
Hong Kong 518000  
People's Republic of China

Credit Suisse Securities  
1 Cabot Square  
London E14 4QJ  
United Kingdom

CS First Boston (Hong Kong) Limited  
Three Exchange Square  
8 Connaught PI 22/F  
Hong Kong 518000  
People's Republic of China

Citigroup Global Markets Limited  
33 Canada Square  
Canary Wharf  
London E14 5HQ  
United Kingdom

J.P. Morgan Securities (Asia Pacific) Limited  
48th Floor  
One Exchange Square  
8 Connaught Place  
Hong Kong

Morgan Stanley & Co. Incorporated  
25 Cabot Square  
Canary Wharf  
London E14 4QA  
United Kingdom

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## **Goldman Sachs Funds II plc Directors and Other Information (continued)**

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<sup>1</sup> The Company's offering memorandum or equivalent document, constitutional documents, the annual reports and, where produced by the Company, the semi-annual reports, may be obtained free of charge from the Swiss Representative. In respect of the shares or interests offered in Switzerland to Qualified Investors, the place of performance is at the registered office of the Swiss Representative. The place of jurisdiction is at the registered office of the Swiss Representative or at the registered office or place of residence of the investor.

<sup>2</sup> Independent Director.

<sup>3</sup> Director of the Company employed by The Goldman Sachs Group, Inc. or a direct or indirect Subsidiary.

<sup>4</sup> A Related party to Goldman Sachs Funds II plc.

<sup>5</sup> Function delegated by GSAMFSL.

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**Goldman Sachs Funds II plc**  
**Directors' Report**  
**For the Financial Year Ended 31 December 2021**

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**Directors' Report**

The Directors present to the shareholders their annual report together with the financial statements of Goldman Sachs Funds II plc (the "Company") for the year ended 31 December 2021. The Company currently consists of one fund, Goldman Sachs China A-Share Equity Portfolio (the "Fund").

**Business Review and Future Developments**

The results of operations are set out on page 22. A review of the performance of the Company is contained in the Investment Adviser's Report on pages 10 to 11.

**Principal Risks and Uncertainties**

For further information on risk management objectives and policies, please see Note 12 on pages 38 to 44.

**Assets Under Management**

As at 31 December 2021 and 31 December 2020 assets under management were:

Fund	Assets Under Management	
	31-Dec-2021	31-Dec-2020
Goldman Sachs China A-Share Equity Portfolio	US\$ 1,022,227,477	US\$ 635,320,875

**Dividends**

The dividends for the year are set out in Note 11, on page 37.

**Significant Events**

Significant events are set out in Note 21, on page 46.

**Subsequent Events**

Subsequent events are set out in Note 22, on page 46.

**Directors' and Secretary's Interests**

The Directors of the Company are listed in the Directors and Other Information on page 2. Unless indicated, they served for the entire year. Matsack Trust Limited held the office of Secretary throughout the year.

The Directors and Secretary and their families had no interest in the shares of the Company at 31 December 2021. No Director or the Secretary had a material interest in any contract of significance during or at the end of the year in relation to the business of the Company.

**Independent Auditors**

The Auditors, PricewaterhouseCoopers, have indicated their willingness to continue in office in accordance with Section 383(2) of the Companies Act 2014 and the Companies (Accounting) Act 2017 (collectively the "Companies Act").

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**Goldman Sachs Funds II plc**  
**Directors' Report (continued)**  
**For the Financial Year Ended 31 December 2021**

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**Statement of Fund Governance**

The Company has decided to adopt the corporate governance code for Irish domiciled investment funds and management companies issued by Irish Funds (the "Code") in December 2012. This Code is available from the Irish Funds Industry Association's website at the attached link: <http://files.irishfunds.ie/1432820468-corporate-governance-code-for-collective-investment-schemes-and-management-companies.pdf>

The Board adopted the Code having regard for certain other key pillars of governance within the collective investment fund governance structure, including:

- (i) the unique role of the promoter of a collective investment fund (which is, or a related company of which is, normally the investment manager of the collective investment fund), in supporting the corporate governance culture of the Company;
- (ii) the uniqueness of the independent segregation of duties as between the Management Company, the Investment Adviser, the Administrator (with responsibility for the calculation of the net asset value, amongst other duties) and the independent Depositary (with responsibility for safeguarding the assets of the Company and overseeing how the Company is managed), such segregation of duties/functions being achieved through delegation of respective responsibilities to and appointment of suitably qualified and also regulated third party entities who are subject to regulatory supervision; and
- (iii) the role of the Company's shareholders in allocating their capital to the Company to have such capital managed in accordance with the investment objective and policies of the relevant Fund of the Company as promoted by the promoter.

**The Company's Requirements**

The Company is subject to the requirements of:

- (i) The Irish Companies Act, including, but is not limited to:
  - a. Section 167 on Audit committees
  - b. Section 281-285 on Accounting Records
  - c. Section 225 on Directors Compliance Statement and related statement
  - d. Section 330 on Relevant audit information
- (ii) The Central Bank of Ireland in its UCITS Regulations

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**Goldman Sachs Funds II plc**  
**Directors' Report (continued)**  
**For the Financial Year Ended 31 December 2021**

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**Statement of Directors' Responsibilities**

**A. Audit Committees**

Section 167 of the Companies Act obliges the Board to either establish an audit committee or, if it decides not to do so, to disclose the reasons for that decision.

The Board has determined not to establish an audit committee. Given the current size of the Board, it is likely that an audit committee would comprise all, or a significant majority, of the Board and accordingly it is considered efficient for audit matters to be discussed by the entire Board rather than by an audit committee.

**B. Accounting Records**

Irish company law requires the Directors to prepare financial statements for each financial year which give a true and fair view of the state of the affairs of the Company and of the profit or loss of the Company for that year. In preparing those financial statements, the Directors are required to:

1. select suitable accounting policies and then apply them consistently;
2. make judgements and estimates that are reasonable and prudent;
3. disclose and explain material departures from applicable accounting standards; and
4. prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The financial statements have been prepared on a going concern basis.

The Directors confirm that they have complied with the above requirements in preparing the financial statements.

The Directors are responsible for keeping adequate accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements are prepared in accordance with Financial Reporting Standard 102 ("FRS 102") "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and comply with the Companies Act and the UCITS Regulations.

In fulfilment of this responsibility, the Directors of the Company have appointed Goldman Sachs Asset Management Fund Services Limited as its Management Company, which has delegated the administration of the adequate accounting records to State Street Fund Services (Ireland) Limited. For the year ended 31 December 2021, the adequate accounting records were kept at State Street Fund Services (Ireland) Limited, 78 Sir John Rogerson's Quay, Dublin 2, Ireland.

The Directors are also responsible for safeguarding the assets of the Company and in fulfilment of this responsibility they have contracted the assets of the Company to State Street Custodial Services (Ireland) Limited, (the "Depositary") for safekeeping in accordance with the Memorandum and Articles of Association of the Company. They are also responsible for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The financial statements are published on the below Goldman Sachs website [https://www.gsam.com/content/dam/gsam/pdfs/international/en/prospectus-and-regulatory/annual-financial-statement/ar\\_ii\\_plc\\_en.pdf?sa=n&rd=n](https://www.gsam.com/content/dam/gsam/pdfs/international/en/prospectus-and-regulatory/annual-financial-statement/ar_ii_plc_en.pdf?sa=n&rd=n).

The Directors, together with the Management Company, are responsible for the maintenance and integrity of the financial information included on this website.



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**Goldman Sachs Funds II plc**  
**Directors' Report (continued)**  
**For the Financial Year Ended 31 December 2021**

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**Statement of Directors' Responsibilities (continued)**

**C. Directors Compliance Statement and related statement**

The Board acknowledges its responsibilities to comply with relevant obligations as defined in section 225 of the Companies Act.

The Directors confirm that:

1. A compliance policy document has been drawn up that sets out policies, that in our opinion are appropriate to the Company, respecting compliance by the Company with its relevant obligations;
2. Appropriate arrangements or structures are in place that are, in our opinion, designed to secure material compliance with the Company's relevant obligations; and
3. During the financial year, the arrangements or structures referred to in (2) have been reviewed.

**D. Relevant Audit Information**

The Directors believe that they have complied with the requirements of Section 330 of the Companies Act as follows:

1. So far as each person who is a Director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware; and
2. Having made enquiries of fellow directors and the Company's auditor, each Director has taken all the steps that he/she is obliged to take as a Director in order to make himself/herself aware of any relevant audit information and to establish that the auditor is aware of the information.

**E. Connected Persons Transactions**

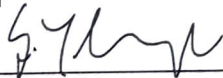
Regulation 43 of the UCITS Regulations "Restrictions on transactions with connected persons" states that "A responsible person shall ensure that any transaction between a UCITS and a connected person is conducted a) at arm's length; and b) in the best interest of the unit-holders of the UCITS".

The Board of Directors, as responsible persons are satisfied that there are in place arrangements, evidenced by written procedures, to ensure that the obligations that are prescribed by Regulation 43(1) are applied to all transactions with a connected person; and all transactions with connected persons that were entered into during the period to which the report relates complied with the obligations that are prescribed by Regulation 43(1).

On behalf of the Board of Directors:



Frank Ennis  
Director



Glenn Thorpe  
Director

Date: 21 April 2022

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**Depository's Report to the Shareholders of  
Goldman Sachs Funds II plc  
For the Financial Year Ended 31 December 2021**

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**Report of the Depository to the Shareholders**

We have enquired into the conduct of the Manager in respect of Goldman Sachs Funds II plc (the "Company") for the year ended 31 December 2021, in our capacity as Depository to the Company.

This report including the opinion has been prepared for and solely for the shareholders in the Company, in accordance with Regulation 34, (1), (3) and (4) in Part 5 of the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011, as amended, ('the UCITS Regulations'), and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown.

**Responsibilities of the Depository**

Our duties and responsibilities are outlined in Regulation 34, (1), (3) and (4) in Part 5 of the UCITS Regulations. One of those duties is to enquire into the conduct of the Manager in each annual accounting period and report thereon to the shareholders.

Our report shall state whether, in our opinion, the Company has been managed in that period in accordance with the provisions of the Memorandum and Articles of Association of the Company and the UCITS Regulations. It is the overall responsibility of the Manager to comply with these provisions. If the Manager has not so complied, we as Depository must state why this is the case and outline the steps which we have taken to rectify the situation.

**Basis of Depository Opinion**

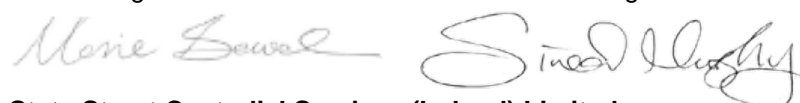
The Depository conducts such reviews as it, in its reasonable opinion, considers necessary in order to comply with its duties as outlined in Regulation 34, (1), (3) and (4) in Part 5 of the UCITS Regulations and to ensure that, in all material respects, the Company has been managed (i) in accordance with the limitations imposed on its investment and borrowing powers by the provisions of the Memorandum and Articles of Association of the Company and the appropriate regulations and (ii) otherwise in accordance with the Company's constitutional documentation and the appropriate regulations.

**Opinion**

In our opinion, the Company has been managed during the year, in all material respects:

(i) in accordance with the limitations imposed on the investment and borrowing powers of the Manager and the Depository by the Memorandum and Articles of Association of the Company, by the UCITS Regulations and the Central Bank (Supervision and Enforcement) Act 2013 (Section 48(1)) (Undertakings for Collective Investment in Transferable Securities) Regulations 2019 ('the Central Bank UCITS Regulations'); and

(ii) otherwise in accordance with the provisions of the Memorandum and Articles of Association of the Company, the UCITS Regulations and the Central Bank UCITS Regulations.



**State Street Custodial Services (Ireland) Limited**  
78 Sir John Rogerson's Quay  
Dublin 2  
Ireland

**21 April 2022**

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**Goldman Sachs Funds II plc  
Investment Adviser's Report  
For the Financial Year Ended 31 December 2021**

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**Dear Shareholders:**

Enclosed is the report for the financial year ended 31 December 2021.

**A. Market Review<sup>1</sup>**

The MSCI China A Onshore Index returned 4.03% during the 12-months ended 31 December 2021.\*

In 2020, China's economy delivered robust growth, lifted by an easing policy stance and abundant liquidity. However, in 2021, onshore equity performance was choppy, with markets, represented by the MSCI China A Onshore Index, delivering modest returns. This was due to several factors, including 1) concerns on policy normalisation amid rising global bond yields; 2) a regulatory "reset" with a focus on "common prosperity" and 3) resurgence in COVID-19 cases globally. Moreover, while high-quality growth stocks underwent a healthy adjustment in the second half of 2021, cyclical stocks rebounded, partly driven by greater expectations of expansionary fiscal measures. Finally, as near-term volatility rose, the highly inefficient and retail dominated A-Share market saw a significant increase in retail participation and market turnover, as well as greater focus on technical factors, rather than long-term fundamentals.

From a policy perspective, policymakers adopted a more proactive approach as a slew of regulations targeting practices, including those pertaining to data security, anti-monopoly and offshore listings within the country's online, technology and financial sectors unnerved investors in 2021. Furthermore, following earlier policy directives as part of the 14<sup>th</sup> Five Year Plan, policymakers focused on the concept of "common prosperity" and inclusivity to reduce income inequality, build social infrastructure and expand China's rising middle-class.

Finally, geopolitical rivalries, most notably between China and US, as well as COVID-19, remained overarching themes for the economy in 2021. While economic data in the second half of the year raised expectations of a continued economic recovery, this was transitory in nature. Most leading indicators, including the Caixin manufacturing PMI, fixed asset investment, and retail sales edged lower, as climate-related disruptions, limited COVID-19 outbreaks and energy shortages subdued economic performance for most of the period amid a broader regulatory "reset" as alluded to above and stringent de-carbonisation efforts. Meanwhile, concerns remained over possible contagion risks from the highly-leveraged property sector amid softening home sales, especially given instances of default by major property developers.

The best performing sectors during the reporting period were Energy, Utilities and Materials. In contrast, the Real Estate, Health Care and Communication Services sectors underperformed.

\*All returns in U.S. dollar terms.

**B. Performance Review<sup>3</sup>**

Amidst a volatile macroeconomic backdrop, the Goldman Sachs China A-Share Equity Portfolio returned 0.50% (P USD Acc share class, net of fees), underperforming the MSCI China A Onshore Index by 3.53% net of fees. At a sector level, positions within the Health Care and Information Technology sector, which witnessed substantial regulatory driven headwinds and profit taking in 2021, detracted from returns. In contrast, we experienced strong stock selection within the Consumer Staples and Financials sectors.

At the stock level, our position in Jiangsu Hengrui Medicine ("Hengrui"), within the Health Care sector, detracted from performance. As a leader in the oncology segment, Hengrui is one of the largest pharmaceutical producers in China, with a deep pipeline of both first-to-market generic and innovative drugs. During the period, its shares underperformed as a result of lower revenues and profitability due to increasing centralised procurement of drugs by regulators. Additionally, our position in Ping An Insurance ("Ping An"), within the Financials sector, also detracted. Ping An is a major insurance provider in China apart from providing banking, investment, and Internet finance products and services. In 2021, the company delivered relatively weaker results as new premium sales declined and provisioning increased.

**Goldman Sachs Funds II plc**  
**Investment Adviser's Report (continued)**  
**For the Financial Year Ended 31 December 2021**

**B. Performance Review<sup>3</sup> (continued)**

On the upside, our position in Contemporary Amperex Technology ("CATL") within the Industrials sector was the top contributor to returns. The company is one of the largest lithium-ion battery manufacturers in China, with 52% market share in terms of total shipments in 2020 and has considerable global exposure. In 2021, CATL benefited from stronger-than-expected growth on the back of a buoyant New Energy Vehicle ("NEV") market in China leading to strong quarterly results and improved guidance. Similarly, our position in Yunnan Energy New Materials, within the Materials sector also contributed to performance. The company is the largest producer of separators in China, which is a key raw material in lithium-ion battery production, thus giving the company direct exposure to the growing NEV market within China.

**C. Performance Overview (Average Annualised Net Returns)<sup>1</sup>**

For the financial year ended 31 December 2021.

	<b>1-Year</b>	<b>3-Year</b>	<b>5-Year</b>	<b>10-Year</b>	<b>Since Inception</b>	
	<b>%</b>	<b>%</b>	<b>%</b>	<b>%</b>	<b>%</b>	<b>Date</b>
Goldman Sachs China A-Share Equity Portfolio (P Class Shares (Acc.))	0.50	33.36	21.34	14.40	15.28	31-May-06
Benchmark <sup>2</sup>	4.03	25.79	14.98	10.43	12.08	31-May-06

Goldman Sachs Asset Management International<sup>3</sup>  
January 2022

\*All returns in U.S. dollar terms.

<sup>1</sup> Any mention of an investment decision is intended only to illustrate our investment approach or strategy, and is not indicative of the performance of our strategy as a whole. Any such illustration is not necessarily representative of other investment decisions.

This information discusses general market activity, industry or sector trends, or other broad-based economic, market or political conditions. Views, opinions and any economic and market forecasts presented herein are current as at the date of this report and may be subject to change. This material should not be construed as research or investment advice.

Although certain information has been obtained from sources believed to be reliable, we do not guarantee its accuracy, completeness or fairness. We have relied upon and assumed without independent verification, the accuracy and completeness of all information available from public sources.

The economic and market forecasts presented herein are for informational purposes as of the date of this report. There can be no assurance that the forecasts will be achieved.

Please see Additional Information section on page 57.

<sup>2</sup> FTSE China A200 Index (Total Return, Unhedged, USD) from the Fund's inception on 31 May 2006 through 10 January 2019, MSCI China A Onshore Index (Total Return, Unhedged, USD) from 11 January 2019 through 31 December 2021.

<sup>3</sup> Past performance does not guarantee future results, which may vary. Returns are shown net of expenses and inclusive of dividends, where applicable.



# ***Independent auditors' report to the members of Goldman Sachs Funds II plc***

## **Report on the audit of the financial statements**

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### **Opinion**

In our opinion, Goldman Sachs Funds II plc's financial statements:

- give a true and fair view of the Company's assets, liabilities and financial position as at 31 December 2021 and of its results for the year then ended;
- have been properly prepared in accordance with Generally Accepted Accounting Practice in Ireland (accounting standards issued by the Financial Reporting Council of the UK, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and Irish law); and
- have been properly prepared in accordance with the requirements of the Companies Act 2014 and the European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011 (as amended).

We have audited the financial statements, included within the Annual Report and Audited Financial Statements, which comprise:

- the Statement of Financial Position as at 31 December 2021;
  - the Statement of Comprehensive Income for the year then ended;
  - the Statement of Changes in Net Assets Attributable to Holders of Redeemable Participating Shares for the year then ended;
  - the Schedule of Investments as at 31 December 2021; and
  - the notes to the financial statements, which include a description of the significant accounting policies.
- 

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (Ireland) ("ISAs (Ireland)") and applicable law.

Our responsibilities under ISAs (Ireland) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Independence**

We remained independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Ireland, which includes IAASA's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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### **Conclusions relating to going concern**

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from the date on which the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the Company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.



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## Reporting on other information

The other information comprises all of the information in the Annual Report and Audited Financial Statements other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the Companies Act 2014 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (Ireland) and the Companies Act 2014 require us to also report certain opinions and matters as described below:

- In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 December 2021 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.
- Based on our knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Directors' Report.

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## Responsibilities for the financial statements and the audit

### *Responsibilities of the directors for the financial statements*

As explained more fully in the Statement of Directors' Responsibilities set out on page 7 and 8, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view.

The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

### *Auditors' responsibilities for the audit of the financial statements*

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (Ireland) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Our audit testing might include testing complete populations of certain transactions and balances, possibly using data auditing techniques. However, it typically involves selecting a limited number of items for testing, rather than testing complete populations. We will often seek to target particular items for testing based on their size or risk characteristics. In other cases, we will use audit sampling to enable us to draw a conclusion about the population from which the sample is selected.

A further description of our responsibilities for the audit of the financial statements is located on the IAASA website at:

[https://www.iaasa.ie/getmedia/b2389013-1cf6-458b-9b8f-a98202dc9c3a/Description\\_of\\_auditors\\_responsibilities\\_for\\_audit.pdf](https://www.iaasa.ie/getmedia/b2389013-1cf6-458b-9b8f-a98202dc9c3a/Description_of_auditors_responsibilities_for_audit.pdf)

This description forms part of our auditors' report.



### *Use of this report*

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with section 391 of the Companies Act 2014 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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## **Other required reporting**

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### **Companies Act 2014 opinions on other matters**

- We have obtained all the information and explanations which we consider necessary for the purposes of our audit.
  - In our opinion the accounting records of the Company were sufficient to permit the financial statements to be readily and properly audited.
  - The financial statements are in agreement with the accounting records.
- 

### **Companies Act 2014 exception reporting**

#### *Directors' remuneration and transactions*

Under the Companies Act 2014 we are required to report to you if, in our opinion, the disclosures of directors' remuneration and transactions specified by sections 305 to 312 of that Act have not been made. We have no exceptions to report arising from this responsibility.

*Clodagh O'Reilly*

Clodagh O'Reilly  
for and on behalf of PricewaterhouseCoopers  
Chartered Accountants and Statutory Audit Firm  
Dublin  
27 April 2022

**Goldman Sachs Funds II plc**  
**Goldman Sachs China A-Share Equity Portfolio**  
**Schedule of Investments**  
**As at 31 December 2021**

<b>Bonds - Long</b>					
Par		Coupon Rate	Maturity Date	Fair Value US\$	% of Net Assets
<b>Corporate Bonds</b>					
824,200	Luxshare Precision Industry Co. Ltd.	0.20%	03/11/2026	163,277	0.02
2,490,000	Universal Scientific Industrial Shanghai Co. Ltd.	1.00%	04/03/2027	474,765	0.04
	<b>Total Corporate Bonds</b>			<b>638,042</b>	<b>0.06</b>
<b>Common Stock - Long</b>					
Holdings	Description			Fair Value US\$	% of Net Assets
<b>Advertising</b>					
10,628,395	Focus Media Information Technology Co. Ltd.			13,702,856	1.34
				<u>13,702,856</u>	<u>1.34</u>
<b>Banks</b>					
4,915,151	Bank of Ningbo Co. Ltd.			29,584,997	2.90
6,506,071	China Merchants Bank Co. Ltd.			49,822,436	4.87
9,015,220	Jiangsu Changshu Rural Commercial Bank Co. Ltd.			9,368,657	0.92
4,630,193	Ping An Bank Co. Ltd.			11,999,034	1.17
				<u>100,775,124</u>	<u>9.86</u>
<b>Beverages</b>					
308,657	Chongqing Brewery Co. Ltd.			7,349,270	0.72
218,588	Kweichow Moutai Co. Ltd.			70,406,544	6.88
425,131	Wuliangye Yibin Co. Ltd.			14,896,984	1.46
				<u>92,652,798</u>	<u>9.06</u>
<b>Biotechnology</b>					
86,383	CanSino Biologics Inc.			4,069,646	0.40
667,777	Shenzhen Kangtai Biological Products Co. Ltd.			10,343,751	1.01
				<u>14,413,397</u>	<u>1.41</u>
<b>Building Products</b>					
966,700	Beijing Oriental Yuhong Waterproof Technology Co. Ltd.			7,997,078	0.78
1,566,466	Hongfa Technology Co. Ltd.			18,386,346	1.80
				<u>26,383,424</u>	<u>2.58</u>
<b>Chemicals</b>					
458,751	Beijing Easpring Material Technology Co. Ltd.			6,274,559	0.61
5,712,882	ENN Natural Gas Co. Ltd.			16,491,483	1.61
2,239,763	Shandong Hualu Hengsheng Chemical Co. Ltd.			11,036,496	1.08
589,128	Shanghai Putailai New Energy Technology Co. Ltd.			14,888,455	1.46
1,015,026	Wanhua Chemical Group Co. Ltd.			16,131,854	1.58
				<u>64,822,847</u>	<u>6.34</u>



**Goldman Sachs Funds II plc**  
**Goldman Sachs China A-Share Equity Portfolio**  
**Schedule of Investments (continued)**  
**As at 31 December 2021**

<b>Common Stock - Long (continued)</b>		<b>Fair Value</b>	<b>% of</b>
<b>Holdings</b>	<b>Description</b>	<b>US\$</b>	<b>Net Assets</b>
<b>Commercial Services</b>			
400,704	Hangzhou Tigermed Consulting Co. Ltd.	8,052,193	0.79
		<u>8,052,193</u>	<u>0.79</u>
<b>Computers</b>			
299,576	Sangfor Technologies Inc.	9,003,138	0.88
		<u>9,003,138</u>	<u>0.88</u>
<b>Containers and Packaging</b>			
435,576	Yunnan Energy New Material Co. Ltd.	17,140,772	1.68
		<u>17,140,772</u>	<u>1.68</u>
<b>Diversified Financials</b>			
7,881,588	CITIC Securities Co. Ltd.	32,738,010	3.21
4,958,545	East Money Information Co. Ltd.	28,965,006	2.83
741,801	Huatai Securities Co. Ltd.	2,072,744	0.20
		<u>63,775,760</u>	<u>6.24</u>
<b>Electrical Equipment</b>			
544,608	Contemporary Amperex Technology Co. Ltd.	50,373,069	4.93
		<u>50,373,069</u>	<u>4.93</u>
<b>Electronics</b>			
5,455,985	Luxshare Precision Industry Co. Ltd.	42,215,227	4.13
2,800,061	Qingdao TGOOD Electric Co. Ltd.	10,959,856	1.07
2,539,269	Shenzhen Inovance Technology Co. Ltd.	27,401,790	2.68
697,412	Wuhan Jingce Electronic Group Co. Ltd.	7,943,821	0.78
		<u>88,520,694</u>	<u>8.66</u>
<b>Energy - Alternate Sources</b>			
1,757,092	Titan Wind Energy Suzhou Co. Ltd.	5,364,316	0.52
		<u>5,364,316</u>	<u>0.52</u>
<b>Food Products</b>			
1,029,605	Chacha Food Co. Ltd.	9,936,078	0.97
493,945	Foshan Haitian Flavouring & Food Co. Ltd.	8,167,960	0.80
4,737,185	Inner Mongolia Yili Industrial Group Co. Ltd.	30,886,672	3.02
1,309,363	Juewei Food Co. Ltd.	14,066,701	1.38
		<u>63,057,411</u>	<u>6.17</u>
<b>Health Care Equipment and Supplies</b>			
536,790	Qingdao Haier Biomedical Co. Ltd.	7,668,861	0.75
296,943	Shenzhen Mindray Bio-Medical Electronics Co. Ltd.	17,769,773	1.74
		<u>25,438,634</u>	<u>2.49</u>

**Goldman Sachs Funds II plc**  
**Goldman Sachs China A-Share Equity Portfolio**  
**Schedule of Investments (continued)**  
**As at 31 December 2021**

<b>Common Stock - Long (continued)</b>		<b>Fair Value</b>	<b>% of</b>
<b>Holdings</b>	<b>Description</b>	<b>US\$</b>	<b>Net Assets</b>
<b>Health Care Services</b>			
1,170,415	Aier Eye Hospital Group Co. Ltd.	7,775,294	0.76
1,143,793	Wuxi Apptec Co. Ltd.	21,319,281	2.09
		<u>29,094,575</u>	<u>2.85</u>
<b>Home Furnishings</b>			
426,085	Ecovacs Robotics Co. Ltd.	10,125,891	0.99
1,812,163	Hangzhou Robam Appliances Co. Ltd.	10,262,874	1.00
2,309,265	Midea Group Co. Ltd.	26,783,233	2.62
		<u>47,171,998</u>	<u>4.61</u>
<b>Insurance</b>			
3,328,002	Ping An Insurance Group Co. of China Ltd.	26,372,882	2.58
		<u>26,372,882</u>	<u>2.58</u>
<b>Leisure Time</b>			
278,335	China Tourism Group Duty Free Corp. Ltd.	9,615,022	0.94
		<u>9,615,022</u>	<u>0.94</u>
<b>Machinery Construction and Mining</b>			
1,212,168	Sungrow Power Supply Co. Ltd.	27,813,849	2.72
		<u>27,813,849</u>	<u>2.72</u>
<b>Metal Fabricate/Hardware</b>			
4,609,123	Zhejiang Sanhua Intelligent Controls Co. Ltd.	18,333,457	1.79
		<u>18,333,457</u>	<u>1.79</u>
<b>Mining</b>			
250,027	Anji Microelectronics Technology Shanghai Co. Ltd.	10,751,104	1.05
5,174,448	Baoshan Iron & Steel Co. Ltd.	5,832,456	0.57
715,655	Ganfeng Lithium Co. Ltd.	16,107,810	1.58
3,101,702	Yunnan Aluminium Co. Ltd.	5,464,679	0.53
		<u>38,156,049</u>	<u>3.73</u>
<b>Miscellaneous Manufacturing</b>			
88,469	KBC Corp. Ltd.	4,931,745	0.48
		<u>4,931,745</u>	<u>0.48</u>
<b>Oil and Gas Services</b>			
2,645,591	Yantai Jereh Oilfield Services Group Co. Ltd.	16,683,313	1.63
		<u>16,683,313</u>	<u>1.63</u>

**Goldman Sachs Funds II plc**  
**Goldman Sachs China A-Share Equity Portfolio**  
**Schedule of Investments (continued)**  
**As at 31 December 2021**

<b>Common Stock - Long (continued)</b>		<b>Fair Value</b>	<b>% of</b>
<b>Holdings</b>	<b>Description</b>	<b>US\$</b>	<b>Net Assets</b>
<b>Personal Products</b>			
1,367,196	Chongqing Baiya Sanitary Products Co. Ltd.	3,848,086	0.38
237,403	Proya Cosmetics Co. Ltd.	7,762,744	0.76
		<u>11,610,830</u>	<u>1.14</u>
<b>Pharmaceuticals</b>			
2,117,055	Jiangsu Hengrui Medicine Co. Ltd.	16,880,611	1.65
		<u>16,880,611</u>	<u>1.65</u>
<b>Real Estate</b>			
4,956,348	China Vanke Co. Ltd.	15,400,695	1.51
		<u>15,400,695</u>	<u>1.51</u>
<b>Retail</b>			
610,106	Shanghai M&G Stationery Inc.	6,190,010	0.61
1,075,696	Yifeng Pharmacy Chain Co. Ltd.	9,315,569	0.91
		<u>15,505,579</u>	<u>1.52</u>
<b>Semiconductors</b>			
441,908	SG Micro Corp.	21,489,221	2.10
476,296	Will Semiconductor Co. Ltd.	23,284,150	2.28
		<u>44,773,371</u>	<u>4.38</u>
<b>Telecommunications</b>			
2,260,402	Shenzhen Sunway Communication Co. Ltd.	8,998,540	0.88
5,202,065	Universal Scientific Industrial Shanghai Co. Ltd.	13,135,634	1.29
		<u>22,134,174</u>	<u>2.17</u>
<b>Transportation</b>			
1,037,787	SF Holding Co. Ltd.	11,255,813	1.10
		<u>11,255,813</u>	<u>1.10</u>
<b>Total Common Stock - Long</b>		<u><b>999,210,396</b></u>	<u><b>97.75</b></u>

**Goldman Sachs Funds II plc**  
**Goldman Sachs China A-Share Equity Portfolio**  
**Schedule of Investments (continued)**  
**As at 31 December 2021**

	31-Dec-2021		31-Dec-2020	
	Fair Value US\$	% of Net Assets	Fair Value US\$	% of Net Assets
<b>Total Investments</b>				
Corporate Bonds	638,042	0.06	160,295	0.03
Common Stocks - Long	999,210,396	97.75	615,096,207	96.82
Other Assets and Liabilities	<u>22,379,039</u>	<u>2.19</u>	<u>20,064,373</u>	<u>3.15</u>
<b>Net Assets Attributable to Holders of Redeemable Participating Shares</b>	<b><u>1,022,227,477</u></b>	<b><u>100.00</u></b>	<b><u>635,320,875</u></b>	<b><u>100.00</u></b>
<b>Analysis of Total Assets (Unaudited)</b>		<b>31-Dec-2021</b>		<b>31-Dec-2020</b>
		<b>% of Total Assets</b>		<b>% of Total Assets</b>
Transferable securities admitted to an official stock exchange listing		96.19		96.63
Transferable securities traded on another regulated market		0.06		0.03
Other current assets		3.75		3.34
Total assets		<u><b>100.00</b></u>		<u><b>100.00</b></u>

The accompanying notes form an integral part of the financial statements.

**Goldman Sachs Funds II plc**  
**Goldman Sachs China A-Share Equity Portfolio**  
**Schedule of Investments (continued)**  
**As at 31 December 2021**

Allocation of Schedule of Investments	% of Net Assets As at 31-Dec-2021	% of Net Assets As at 31-Dec-2020
<b>Common Stocks - Long</b>		
Advertising	1.34	1.39
Auto Components	-	1.49
Banks	9.86	9.08
Beverages	9.06	8.94
Biotechnology	1.41	1.15
Building Products	2.58	2.87
Chemicals	6.34	2.21
Commercial Services	0.79	1.58
Computers	0.88	-
Containers and Packaging	1.68	1.93
Diversified Financials	6.24	3.91
Electrical Equipment	4.93	4.42
Electronics	8.66	10.73
Energy-Alternate Sources	0.52	-
Entertainment	-	1.02
Food Products	6.17	4.08
Health Care Equipment and Supplies	2.49	3.06
Health Care Services	2.85	3.60
Home Furnishings	4.61	6.23
Insurance	2.58	5.63
Leisure Time	0.94	2.47
Machinery - Diversified	-	2.19
Machinery Construction and Mining	2.72	1.42
Metal Fabricate/Hardware	1.79	1.98
Mining	3.73	-
Miscellaneous Manufacturing	0.48	-
Oil and Gas Services	1.63	1.06
Personal Products	1.14	1.02
Pharmaceuticals	1.65	2.72
Real Estate	1.51	2.11
Retail	1.52	2.29
Semiconductors	4.38	1.78
Telecommunications	2.17	3.00
Transportation	1.10	1.46
<b>Total Common Stocks</b>	<b>97.75</b>	<b>96.82</b>
<b>Corporate Bonds</b>		
Electronics	0.02	0.03
Telecommunications	0.04	-
<b>Total Corporate Bonds</b>	<b>0.06</b>	<b>0.03</b>
<b>Other Net Assets and Liabilities</b>	<b>2.19</b>	<b>3.15</b>
<b>Total</b>	<b>100.00</b>	<b>100.00</b>

The accompanying notes form an integral part of the financial statements.

**Goldman Sachs Funds II plc**  
**Goldman Sachs China A-Share Equity Portfolio**  
**Statement of Financial Position**  
**As at 31 December 2021**

	Notes	31 December 2021 US\$	31 December 2020 US\$
<b>Current Assets</b>			
Financial assets at fair value through profit or loss	3(d), 6	999,848,438	615,256,502
Cash	3(e), 13	38,230,591	16,140,266
Due from Broker	3(f), 7, 13	3,274	491,587
Receivable for Shares Subscribed		673,746	4,522,979
Investment Adviser waiver receivable		-	115,605
<b>Total Assets</b>		<b>1,038,756,049</b>	<b>636,526,939</b>
<b>Current Liabilities</b>			
Bank overdraft	3(e), 13	10,380,609	-
Payable for Shares Redeemed		4,942,676	9,182
Management Company fees payable	7	12,794	12,603
Investment Adviser fees payable	7	788,362	848,149
Administration fees payable	7	74,848	55,262
Depository fees and costs payable	7	37,975	25,658
Transfer Agency fees payable	7	14,704	17,873
Audit fee payable		41,697	45,018
Directors fee payable	7	6,193	7,050
Legal fees payable		110,325	71,924
Distributor fee payable		193	13
Other liabilities		118,196	113,332
<b>Total Liabilities (Excluding Net Assets Attributable to Holders of Redeemable Participating Shares)</b>		<b>16,528,572</b>	<b>1,206,064</b>
<b>Net Assets Attributable to Holders of Redeemable Participating Shares</b>	9, 10	<b>1,022,227,477</b>	<b>635,320,875</b>

On behalf of the Board of Directors:



Glenn Thorpe  
Director



Frank Ennis  
Director

21 April 2022

The accompanying notes form an integral part of the financial statements.

**Goldman Sachs Funds II plc**  
**Goldman Sachs China A-Share Equity Portfolio**  
**Statement of Comprehensive Income**  
**For the Financial Year Ended 31 December 2021**

	Notes	31 December 2021 US\$	31 December 2020 US\$
<b>Income</b>			
Dividend income	3(b)	11,838,922	4,309,525
Interest income	3(b)	3,344	23,307
Other Income		57,958	92,473
Net realised investment gain	8	34,561,224	16,089,499
Net change in the unrealised investment (loss)/gain	8	(32,080,699)	140,840,259
<b>Net Investment Income</b>		<b>14,380,749</b>	<b>161,355,063</b>
<b>Expenses</b>			
Management Company fees	7	139,860	37,266
Investment Adviser fees	7	8,781,341	3,273,715
Administration fees	7	294,466	124,532
Depositary fees and costs	7	393,491	278,901
Transfer Agency fees	7	76,345	40,398
Audit fee		40,014	44,366
Directors fee	7	5,337	7,611
Legal fees		215,527	138,676
Distributor fee		3,393	48
Other expenses		356,785	207,837
<b>Total Expenses</b>		<b>10,306,559</b>	<b>4,153,350</b>
Reimbursement of expenses by the Investment Adviser	7	-	(123,987)
<b>Total Operating Expenses</b>		<b>10,306,559</b>	<b>4,029,363</b>
<b>Operating Profit</b>		<b>4,074,190</b>	<b>157,325,700</b>
<b>Finance Costs</b>			
Bank Interest expense	3(b)	16,237	-
Distribution to holders of redeemable participating shares	11	7,523,819	4,616,341
<b>Total Finance Costs</b>		<b>7,540,056</b>	<b>4,616,341</b>
Withholding taxes on dividends and other investment income	5	1,189,381	434,622
<b>Change in Net Assets Attributable to Holders of Redeemable Participating Shares from Operations</b>		<b>(4,655,247)</b>	<b>152,274,737</b>

Gains and losses arose solely from continuing investment activities. There were no gains or losses other than those presented in the Statement of Comprehensive Income.

The accompanying notes form an integral part of the financial statements.

**Goldman Sachs Funds II plc**  
**Goldman Sachs China A-Share Equity Portfolio**  
**Statement of Changes in Net Assets Attributable**  
**to Holders of Redeemable Participating Shares**  
**For the Financial Year Ended 31 December 2021**

	<b>Notes</b>	<b>31 December 2021 US\$</b>	<b>31 December 2020 US\$</b>
Net Assets Attributable to Holders of Redeemable Participating Shares at Start of Financial Year		635,320,875	219,878,979
Proceeds from redeemable participating shares issued	9	634,768,911	421,048,368
Payments for redeemable participating shares redeemed	9	(243,207,062)	(157,881,209)
Change in Net Assets Attributable to Holders of Redeemable Participating Shares from Operations		(4,655,247)	152,274,737
<b>Net Assets Attributable to Holders of Redeemable Participating Shares at End of Financial Year</b>		<b><u>1,022,227,477</u></b>	<b><u>635,320,875</u></b>

The accompanying notes form an integral part of the financial statements.



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**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements**  
**For the Financial Year Ended 31 December 2021**

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**1. Organisation**

Goldman Sachs Funds II plc ("the Company") is an investment company with variable capital, incorporated on 23 June 2005 and organised under the laws of Ireland as a public limited company pursuant to the Companies Act 2014 and the Companies (Accounting) Act 2017 (collectively the "Companies Act"). It was authorised by the Central Bank of Ireland as a qualifying investor alternative investment fund (QIAIF) and named as GSAMI China Funds plc. The Company was then authorised as an Undertakings for Collective Investment in Transferable Securities (UCITS) pursuant to European Communities (Undertakings for Collective Investment in Transferable Securities) Regulations 2011, as amended (the "UCITS Regulations") on 24 April 2020 and it changed its name to Goldman Sachs Funds II plc on 24 April 2020.

The Company has appointed Goldman Sachs Asset Management Fund Services Limited ("GSAMFSL") as the Management Company. Refer to Note 7 for the functions the Management Company undertakes.

The Company has appointed State Street Custodial Services (Ireland) Limited (the "Depositary") to act as Depositary of the Company's assets.

As at 31 December 2021 the Goldman Sachs China A-Share Equity Portfolio consisted of twenty one active classes.

**2. Investment Objectives**

The primary objective of the Goldman Sachs China A-Share Equity Portfolio is to achieve long term capital appreciation through investment in companies established or operating in the People's Republic of China.

**3. Significant Accounting Policies**

**(a) Basis of Preparation of Financial Statements**

The Company has applied Financial Reporting Standards 102 ("FRS 102") "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

The financial statements are presented in United States Dollars, the Company's functional currency. The Board of Directors considers that this currency most accurately represents the economic effects of the underlying transactions, events and conditions of the Company.

The preparation of the financial statements is in accordance with FRS 102 and Irish Statute comprising the Companies Act 2014 and in accordance with the UCITS Regulations. The financial statements have been prepared on a going concern basis as the Directors are of the view that the Company can continue in operational existence for the foreseeable future.

The preparation of the financial statements requires the Board of Directors to make certain estimates and assumptions that may affect the amounts reported in the financial statements and accompanying notes. Refer to the Liabilities section of the Statement of Financial Position and Note 4 for instances where the Board was required to make certain estimates and assumptions to determine fair value. Actual results may differ from those estimates.

Accounting standards FRS 102 applied in preparing financial statements giving a true and fair view are those issued by the Financial Reporting Council.

The financial statements have been prepared under the historical cost convention as modified by the revaluation of financial assets and financial liabilities held at fair value through profit or loss.

The format and certain wording of the financial statements have been adapted from those contained in the Companies Act, 2014 and FRS 102, Section 3 "Financial Statement Presentation" so that, in the opinion of the Directors, they more appropriately reflect the nature of the Company's business as an Investment Company.

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**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

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**3. Significant Accounting Policies (continued)**

**(a) Basis of Preparation of Financial Statements (continued)**

In the opinion of the Directors, the financial statements with the noted changes provide the information required by the Companies Act 2014.

**(b) Investment Transactions, Related Investment Income and Operating Expenses**

Investment transactions are recorded on a trade date basis. Realised gains and losses are based on a Weighted Average Cost method.

Dividend income and dividend expense are recorded on the ex-dividend date and interest income and interest expense are accrued over the life of the investment. Interest income includes accretion of market discount, original issue discounts, amortisation of premiums and effective interest and is recorded into income over the life of the underlying investment. Interest income and dividend income are recognised on a gross basis before withholding tax, if any.

Operating expenses are recognised on an accrual basis.

**(c) Transaction Costs**

Transaction costs are recognised in the Statement of Comprehensive Income as part of net change in unrealised investment gain/(loss) and net realised gain/(loss).

Transaction costs for fixed income investments, forward currency contracts and other derivative contracts excluding futures contracts, are not separately identifiable. For these investments, transaction costs are included in the purchase and sales price and are part of the gross investment performance of the Company.

**(d) Financial Investment in Securities and Valuation**

Under FRS 102, in accounting for all of its financial instruments, an entity is required to apply either (a) the full requirements of Section 11 “Basic Financial Instruments” and Section 12 “Other Financial Instruments Issues” of FRS 102, (b) the recognition and measurement provisions of International Accounting Standards 39 “Financial Instruments: Recognition and Measurement” (“IAS 39”) as adopted for use in the European Union and the disclosure requirements of Sections 11 and 12, or (c) the recognition and measurement provisions of International Financial Reporting Standards (“IFRS”) 9 “Financial Instruments” (“IFRS 9”) and the disclosure requirements of Sections 11 and 12. The Company has elected to apply the recognition and measurement provisions of IAS 39 and the disclosure requirements of Sections 11 and 12.

*i. Classification*

A financial asset or financial liability at fair value through profit or loss is a financial asset or liability that is classified as held-for-trading or designated at fair value through profit or loss. The following financial investments are classified as held-for-trading: common stock investments and corporate bonds.

Financial assets that are not at fair value through profit or loss include certain balances due from brokers and accounts receivable.

Financial liabilities that are not at fair value through profit or loss include accounts payable and financial liabilities arising on redeemable shares.

*ii. Recognition and Derecognition*

The Company recognises financial assets and financial liabilities on the date it becomes a party to the contractual provisions of the investment.

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**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

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**3. Significant Accounting Policies (continued)**

**(d) Financial Investment in Securities and Valuation (continued)**

Purchases and sales of financial assets and financial liabilities are recognised using trade date basis accounting. From trade date, any gains and losses arising from changes in fair value of the financial assets or financial liabilities are recorded in the Statement of Comprehensive Income.

Financial assets are derecognised when the rights to receive cash flows from the investments have expired or the Company has transferred substantially all risks and rewards of ownership.

*iii. Fair Value Measurement Principles*

Financial assets and financial liabilities at fair value through profit or loss are valued in accordance with IAS 39. Financial assets and financial liabilities are initially recorded at their transaction price and then measured at fair value subsequent to initial recognition. Gains and losses arising from changes in the fair value of the 'financial assets or financial liabilities at fair value through profit or loss' categories are presented in the Statement of Comprehensive Income in the financial period in which they arise.

Financial assets classified as receivables are carried at cost less impairment losses, if any. Financial liabilities, other than those at fair value through profit or loss, are measured at amortised cost. Financial liabilities arising from redeemable participating shares issued by the Company are carried at the redemption amount representing the investors' right to a residual amount of the Company's Net Assets Attributable to Holders of Redeemable Participating Shares ("Net Assets").

The fair value of all securities is determined according to the following policies:

*(iii 1) Exchange Listed Assets and Liabilities*

The fair value of exchange traded financial investments, comprising common stock and corporate bonds, are based upon adjusted quoted market prices at the year end date without any deduction for estimated future transaction costs.

*(iii 2) All Securities*

If a quoted market price is not available from a third party pricing service or a dealer, or a quotation is believed to be materially inaccurate, the fair value of the investment is determined by using valuation techniques. Valuation techniques include the use of recent market transactions, reference to the current fair value of another investment that is substantially the same, discounted cash flow analyses or any other techniques that provides a reliable estimate of prices obtained in actual market transactions.

Such securities and derivatives shall be valued at their probable realisation value as determined by a Valuer.

The investments have been valued in accordance with generally accepted accounting principles that may require the use of certain estimates and assumptions to determine fair value. Although these estimates and assumptions are based on the best available information, actual results could be materially different from these estimates.

Refer to Note 4 for securities where the Valuer was used to determine fair value.

*(iv) Transfers between levels of the fair value hierarchy*

Transfers between levels of the fair value hierarchy are deemed to have occurred at the beginning of the reporting period.

**(e) Cash and Bank overdrafts**

Cash and bank overdrafts are valued at cost, which approximates fair value.

**(f) Due from Brokers**

Due from brokers consists of cash receivable from the Central Depository of Shanghai and Shenzhen. Due from broker balances are recorded at fair value.

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**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

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**3. Significant Accounting Policies (continued)**

**(g) Foreign Currency Translation**

Transactions in foreign currencies are translated at the foreign currency exchange rate in effect at the date of the transaction. Assets and liabilities denominated in foreign currencies are translated into US Dollars at the foreign currency closing exchange rate in effect at the financial year end date. Refer to Note 16 for further details.

Foreign currency exchange differences arising on translation and realised gains and losses on disposals or settlements of assets and liabilities are recognised in the Statement of Comprehensive Income. Foreign currency exchange gains or losses relating to investments at fair value through profit or loss, derivative financial investments, and all other foreign currency exchange gains or losses relating to monetary items, including cash, are reflected in the net realised investment gain or net change in unrealised investment gain in the Statement of Comprehensive Income.

**(h) Expenses**

Expenses incurred by the Fund that do not specifically relate to an individual Portfolio or Share Class of a Portfolio are allocated to the Portfolios based on an allocation basis that depends upon the nature of the charges. Expenses directly attributable to a Portfolio or Share Class are generally charged to that Portfolio or Share Class.

**(i) Finance Costs**

Dividends declared on redeemable participating shares and bank interest expenses are recognised in the Statement of Comprehensive Income as Finance Costs.

**(j) Redeemable Participating Shares**

All redeemable participating shares issued by the Company provide the investors with the right to redeem for cash at the value proportionate to the investor's share in the Company's Net Assets on the redemption date.

In accordance with FRS 102, Section 22 "Liabilities and Equity", such Shares have been classified as a financial liability at the value of the redemption amount in the Statement of Financial Position. The Company is contractually obliged to redeem shares in accordance with the Prospectus.

**4. Valuation determined by the Valuer**

The Valuer is appointed by the Management Company. The Valuer also has direct responsibilities to the Board of Directors for certain valuation functions, which are ultimately reflected in the Financial Statements. The Valuer during the financial year ended 31 December 2021 and financial year ended 31 December 2020 was Goldman Sachs & Co. LLC and the valuation function was performed by Goldman Sachs Controllers Division ("Controllers").

As at 31 December 2021 and 31 December 2020, there were no assets or liabilities where estimates and assumptions were used to determine fair value.

Securities traded on China exchanges may utilise international equity adjusted prices provided by an independent third party pricing service in order to more accurately reflect the value of securities traded on markets which are closed at the valuation point.

The independent valuation service takes into account multiple factors including, but not limited to, movements in the securities markets, certain depositary receipts, futures contracts and foreign currency exchange rates that have occurred subsequent to the close of the foreign securities exchange.

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**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

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**5. Taxation**

**Irish Tax**

Under current Irish law and practice, the Company qualifies as an investment undertaking as defined in Section 739B of the Taxes Consolidation Act, 1997, as amended. On that basis Irish tax is not chargeable to the Company on its income or capital gains.

The Company will not be liable to Irish tax in respect of its income and gains, other than on the occurrence of a chargeable event. A chargeable event includes any distribution to Shareholders or any encashment, redemption or transfer of Shares or appropriation or cancellation of Shares, or a deemed disposal of Shares every 8 years beginning from the date of the acquisition of those Shares, but does not occur in respect of:

- a) Shareholders who are neither Irish Resident nor Irish Ordinary Resident for tax purposes at the time of the chargeable event and who have provided the Company with a relevant declaration to that effect, and
- b) certain exempted Irish tax resident Shareholders who have provided the Company with the necessary signed statutory declarations.

A chargeable event does not include:

- (i) any transaction in relation to Shares held in a recognised clearing system as designated by order of the Revenue Commissioners of Ireland;
- (ii) an exchange by a Shareholder, effected by way of an arm's length bargain where no payment is made to the Shareholder of Shares in the Company for other Shares in the Company;
- (iii) an exchange of Shares arising on a qualified amalgamation or reconstruction of a fund with another fund;  
or
- (iv) a transfer by a Shareholder of the entitlement to a Share where the transfer is between spouses and former spouses, subject to certain conditions.

In the absence of an appropriate declaration, the Company will be liable for Irish tax on the occurrence of a chargeable event and the Company reserves its right to withhold such taxes from Shareholders. Capital gains, dividends and interest received by the Company may be subject to taxes, including withholding taxes in the countries in which the issuers of investments are located, which may be reflected in the Net Asset Value ("NAV") of the Company. Such taxes may not be recoverable by the Company or its Shareholders.

**Chinese Withholding Tax on Dividends and Interest**

Dividend withholding tax was deducted at source at the rate of 10% on dividends received during the year.

The currently effective tax rules and regulations stipulate that foreign entities without a permanent establishment in, but earning dividend income from, the People's Republic of China ("PRC"), are subject to withholding tax, subject to benefits under applicable treaties.

According to State Council decree No. 512 and in reference to new tax law effective from 1 January 2008, the tax rate to be applied is 10%. Circular 47, issued by the Chinese State Administration of Taxation ("SAT") on 23 January 2009, also noted that dividend withholding tax is deductible at 10% on stock dividends and cash dividends and that the A-share enterprises making the distribution should be the withholding agents.

Interest withholding tax is also due at 10% on interest and the enterprises making the payment should withhold the tax upon payment or when the payment is due. The Circular, however, did not address retroactivity issues with respect to dividends and interest received prior to 1 January 2008.

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**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

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**5. Taxation (continued)**

**Chinese Capital Gains Tax**

**A. Ministry of Finance and SAT announcement 14 November 2014**

On 14 November 2014, the Ministry of Finance and SAT jointly issued Caishui [2014] No. 79 (“the Notice”) which provides that foreign entities under a QFII or RQFII arrangement without an establishment or place in the PRC will be temporarily exempt from taxation on capital gains derived from the trading of A shares effective from 17 November 2014. The Notice also stated that realised capital gains derived before 17 November 2014 would be subject to tax based on the tax rules and practices prevailing at the time the gains were realised.

The Company has therefore ceased providing for tax on capital gains, both realised and unrealised, made post 17 November 2014.

**B. Potential for future tax changes**

It should be noted that the tax laws and regulations in PRC, and the interpretation thereof, continue to change and they may be changed in the future with retrospective effect. Investors continue to agree to indemnify the Company (including for professional fees, interest and other costs and expenses) in the event that the Company is assessed for any tax by the PRC authorities that is attributable to periods prior to their redemption date, which was not reflected in the Net Asset Value of the Company used to determine the investor’s redemption proceeds. This therefore constitutes their relevant portion of such tax.

**6. Financial Assets and Financial Liabilities at Fair Value through Profit or Loss**

Under Amendments to FRS 102, Section 34, the Company is required to classify fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 – Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

Level 2 – Quoted prices in markets that are not active or financial instruments for which significant inputs are observable (including but not limited to quoted prices for similar securities, interest rates, foreign exchange rates, volatility and credit spreads), either directly or indirectly. This may include the Valuer’s assumptions in determining fair value measurement;

Level 3 – Prices or valuations that require significant unobservable inputs (including the Valuer’s assumptions in determining fair value measurement).

The level in the fair value hierarchy within which the fair value measurement is categorised in its entirety shall be determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety. For this purpose, the significance of an input is assessed against the fair value measurement in its entirety.

If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs, that measurement is a Level 3 measurement. Assessing the significance of a particular input to the fair value measurement in its entirety requires judgement, considering factors specific to the asset or liability.

**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

**6. Financial Assets and Financial Liabilities at Fair Value through Profit or Loss (continued)**

The following tables provide an analysis of financial instruments that are measured at fair value in accordance with FRS 102:

<b>Financial Assets measured at fair value</b>				
<b>Goldman Sachs China A-Share Equity Portfolio</b>				
<b>31-Dec-2021</b>				
	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
	<b>US\$</b>	<b>US\$</b>	<b>US\$</b>	<b>US\$</b>
<b>Financial assets at fair value through profit or loss</b>				
Corporate Bonds	-	638,042	-	638,042
Common Stocks	90,396,178	908,814,218	-	999,210,396
<b>Total</b>	<b>90,396,178</b>	<b>909,452,260</b>	<b>-</b>	<b>999,848,438</b>

<b>Financial Assets measured at fair value</b>				
<b>Goldman Sachs China A-Share Equity Portfolio</b>				
<b>31-Dec-2020</b>				
	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
	<b>US\$</b>	<b>US\$</b>	<b>US\$</b>	<b>US\$</b>
<b>Financial assets at fair value through profit or loss</b>				
Corporate Bonds	-	160,295	-	160,295
Common Stocks	8,077,332	607,018,875	-	615,096,207
<b>Total</b>	<b>8,077,332</b>	<b>607,179,170</b>	<b>-</b>	<b>615,256,502</b>

**7. Significant Agreements and Related Parties**

**Management Company**

As outlined in Note 1, the Company has appointed GSAMFSL, a wholly-owned indirect subsidiary of The Goldman Sachs Group, Inc., as its Management Company.

The Company will pay the Management Company an annual fee which shall be accrued daily and generally paid monthly in arrears. For the financial year ended 31 December 2021, the Management Company earned fees of US\$139,860 (financial year ended 31 December 2020: US\$37,266).

**Investment Adviser and Sub-Investment Advisers**

The Management Company has appointed Goldman Sachs Asset Management International ("the Investment Adviser"), a related party to the Company, as its delegate to provide portfolio management services.

The Company pays to the Investment Adviser a fee from the net assets attributable to redeemable participating shareholders of the Company, payable monthly in arrears, calculated as a percentage figure of the average daily net asset value attributable to such redeemable participating shareholders of the Company at the annual rate up to the following rates. The Investment Adviser is responsible for paying the fees of the Sub-Investment Advisers.

**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

**7. Significant Agreements and Related Parties (continued)**

**Investment Adviser and Sub-Investment Advisers (continued)**

<b>Fund</b>	<b>Shares</b>	<b>Fees (% per annum of the net assets)</b>
Goldman Sachs China A-Share Equity Portfolio	Base Class Shares	1.75%
Goldman Sachs China A-Share Equity Portfolio	P Class Shares	1.25%
Goldman Sachs China A-Share Equity Portfolio	R Class Shares	0.85%
Goldman Sachs China A-Share Equity Portfolio	I Class Shares	0.85%
Goldman Sachs China A-Share Equity Portfolio	IC Class Shares	0.85%
Goldman Sachs China A-Share Equity Portfolio	IG Class Shares	NIL
Goldman Sachs China A-Share Equity Portfolio	IO Class Shares	NIL
Goldman Sachs China A-Share Equity Portfolio	E Class Shares	1.75%
Goldman Sachs China A-Share Equity Portfolio	IS Class Shares	1.00%

The rates applied during the financial year ended 31 December 2020 were as follows:

<b>Fund</b>	<b>Shares</b>	<b>Fees (% per annum of the net assets)</b>
Goldman Sachs China A-Share Equity Portfolio	Base Class Shares	1.75%
Goldman Sachs China A-Share Equity Portfolio	P Class Shares	1.25%
Goldman Sachs China A-Share Equity Portfolio	R Class Shares	0.85%
Goldman Sachs China A-Share Equity Portfolio	I Class Shares	0.85%
Goldman Sachs China A-Share Equity Portfolio	IC Class Shares	0.85%
Goldman Sachs China A-Share Equity Portfolio	IG Class Shares	NIL
Goldman Sachs China A-Share Equity Portfolio	IO Class Shares	NIL
Goldman Sachs China A-Share Equity Portfolio	E Class Shares	1.75%
Goldman Sachs China A-Share Equity Portfolio	IS Class Shares	1.00%

For the financial year ended 31 December 2021, the Investment Adviser earned investment advisory fees of US\$8,781,341 (financial year ended 31 December 2020: US\$3,273,715) in respect of its investment management of the Goldman Sachs China A-Share Equity Portfolio. For the financial year ended 31 December 2021, there were no expenses reimbursed by the Investment Adviser (financial year ended 31 December 2020: US\$123,987).

**Directors' Remuneration**

Ms. Grainne Alexander and Mr. Frank Ennis are independent Directors and have no executive function with the Investment Adviser or its related party companies. The Company pays each independent Director an annual fee for their services as a Director of the Company.

Mr. Glenn Thorpe, Mr. Jonathan Beininger and Ms. Katherine Uniacke are related parties to the Investment Adviser and are employed by The Goldman Sachs Group, Inc. or a direct or indirect Subsidiary. They do not receive compensation from the Company for their services as Directors.



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**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

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**7. Significant Agreements and Related Parties (continued)**

**Administrator**

The Management Company has appointed State Street Fund Services (Ireland) Limited (“the Administrator”) as the central administration agent of the Company. The Administrator is responsible for the administration of the Company’s affairs including the calculation of the Net Asset Value and the preparation of the financial statements. The Company pays a monthly administration fee out of the Net Asset Value of the Company, in respect of the provision of administrative, accounting and investor services. This fee is subject to a minimum amount per month.

In addition, the Company pays the Administrator fees in respect of the preparation of the audited and unaudited semi-annual financial statements of the Company, as well as certain fees for investment transactions. These fees shall be accrued daily and paid generally monthly in arrears.

**Depository**

The Company has appointed State Street Fund Services (Ireland) Limited to act as Depository (“the Depository”) of the Company’s assets.

The Company will pay the Depository an annual fee, based on the Company’s net assets, which shall be accrued daily and paid monthly in arrears, subject to a minimum monthly fee.

For the financial year ended 31 December 2021, the Depository fees and costs charged by the Depository were US\$393,491 (financial year ended 31 December 2020: US\$278,901).

**Sub-Depository**

The Depository has appointed State Street Bank and Trust Company (“SSBTC”) as its Global Sub-Depository. SSBTC has in turn appointed The Hong Kong and Shanghai Banking Corporation Limited acting through its wholly-owned subsidiary HSBC Bank (China) Company Limited to act as Sub-Depository to the Company. The Depository will pay the Sub-Depository fees from its fee.

**Distributor**

The Company has appointed the Management Company as Principal Distributor and the Management Company appoints sub-distributors and oversees them. The Distributor may in its discretion impose a sales charge of up to 5% payable on subscription for redeemable participating shares.

For the financial year ended 31 December 2021, the Distributor received no sales charges (financial year ended 31 December 2020: Nil).

**Securities Trading Broker**

The Securities Trading Broker fees are included in net realised investment gain in the Statement of Comprehensive Income. The following table shows the commissions earned by the Securities Trading Brokers for the years ended 31 December 2021 and 31 December 2020.

**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

**7. Significant Agreements and Related Parties (continued)**

**Securities Trading Broker (continued)**

Broker name	Commission for year ended 31 December 2021 US\$	Commission for year ended 31 December 2020 US\$
UBS Securities Co. Limited	65,061	49,245
China International Capital Corporation Limited	27,619	40,109
Citic Securities Co. Limited	22,341	24,375
HSBC Bank plc	66,555	31,305
UBS Securities Asia Limited	123,142	160,995
Credit Suisse Securities	58,670	12,650
CS First Boston (Hong Kong) Limited	269,100	85,903
Citigroup Global Markets Limited	142,346	92,517
J.P. Morgan Securities (Asia Pacific) Limited	39,692	4,542
Morgan Stanley & Co. Incorporated	116,035	63,493

**Registrar and Transfer Agent**

The Management Company has appointed RBC Investor Services (Ireland) Limited (“the Registrar and Transfer Agent”) to perform registrar and transfer agency functions in respect of the Company.

The day-to-day services provided to the Company by the Transfer Agent include receiving and processing subscription and redemption orders, allotting and issuing shares and maintaining the Shareholder register for the Shares. The Transfer Agent is paid a fee quarterly in arrears out of the net assets of the Company.

The amount charged by RBC Investor Services (Ireland) Limited was US\$76,345 for the year ended 31 December 2021 (financial year ended 31 December 2020: US\$40,398).

**Qualified Foreign Institutional Investor**

The Investment Adviser on behalf of the Company acts as Qualified Foreign Institutional Investor (“QFII”) in the Shanghai and Shenzhen A-share markets. Therefore the Company needs to pay a deposit to the Central Depository of Shanghai and Shenzhen based on their approved and remitted quota amount.

The deposited amount as a percentage of this quota is 0.08% for Shanghai and 0.06% of Shenzhen market. Refer to Note 13 for further details.

**Auditor Remuneration**

Statutory audit fees charged during the financial year ended 31 December 2021 amounted to US\$30,000 (VAT-exclusive) (financial year ended 31 December 2020: US\$30,000). PricewaterhouseCoopers Ireland provided US\$Nil of VAT Compliance Services during the financial year ended 31 December 2021 (financial year ended 31 December 2020: \$3,689). There were no other assurance services, tax advisory services or other non-audit services provided by PricewaterhouseCoopers Ireland as the auditor of the Company.

**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

**7. Significant Agreements and Related Parties (continued)**

**Valuer**

The Management Company has appointed Goldman Sachs & Co. LLC as its delegate to act as the Valuer and the valuation function was performed by Controllers during financial year ended 31 December 2021.

**8. Net Realised and Unrealised Investment Gain/(Loss)**

The net realised and unrealised investment gain/(loss) from trading in financial assets and financial liabilities shown in the Statement of Comprehensive Income can be analysed as follows:

	31-Dec-2021 US\$	31-Dec-2020 US\$
<b>Net realised investment gain</b>	<b>34,561,224</b>	<b>16,089,499</b>
<b>Net change in unrealised investment (loss)/gain</b>	<b>(32,080,699)</b>	<b>140,840,259</b>

**9. Share Capital**

The share capital of the Company attributable to the redeemable participating shares shall at all times equal the NAV. The Company may issue up to 500 billion redeemable participating shares of no par value and the Directors are empowered to issue such redeemable participating shares at the NAV per redeemable participating share (or the relevant initial subscription price in the case of redeemable participating shares subscribed for during an initial offer period) on such terms as they may think fit. The maximum authorised share capital of the Company is 500 billion redeemable participating shares of no par value and the minimum authorised share capital of the Company is US\$2 represented by two Subscriber Shares of no par value issued for US\$1 each.

Each of the redeemable participating shares entitles the Shareholder to participate equally on a pro rata basis in the dividends and net assets of the Fund in respect of which they are issued, save in the case of dividends declared prior to becoming a Shareholder. The Subscriber Shares entitle the Shareholders holding them to attend and vote at all meetings of the Company, but do not entitle the holders to participate in the dividends or net assets of any fund.

Each of the redeemable participating shares (including the Subscriber Shares; the initial share capital of two Shares with no par value, subscribed for US\$1 each) entitles the holder to attend and, except in the case of Non-Voting Shares, vote at meetings of the Company and of the Fund.

No class or series of redeemable participating shares confers on the holder thereof any preferential or preemptive rights or any rights to participate in the profits and dividends of any other class or series of redeemable participating shares or any voting rights in relation to matters relating solely to any other class or series of redeemable participating shares.

The relevant movements on share capital are shown on the Statement of Changes in Net Assets Attributable to Holders of Redeemable Participating Shares. The Company invests the proceeds from the issue of shares in appropriate investments while maintaining sufficient liquidity to meet redemptions when necessary.

The following tables summarise the activity in the Company's redeemable participating shares:

<b>Goldman Sachs China-A Share Equity Portfolio - Share Classes</b>	<b>Balance at 31-Dec-2020</b>	<b>Subscriptions</b>	<b>Redemptions</b>	<b>Balance at 31-Dec-2021</b>
IG Class Shares (Acc.) (EUR)	142	-	-	142
IG Class Shares (Acc.)	153	-	-	153
P Class Shares (Acc.)	1,729,397	1,026,748	709,808	2,046,337
P Class Shares (Acc.) (EUR)	116,460	111,892	29,242	199,110
I Class Shares (Acc.)	9,487,101	9,442,189	3,916,068	15,013,222

**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

**9. Share Capital (continued)**

<b>Goldman Sachs China-A Share Equity Portfolio - Share Classes</b>	<b>Balance at 31-Dec-2020</b>	<b>Subscriptions</b>	<b>Redemptions</b>	<b>Balance at 31-Dec-2021</b>
I Class Shares (Acc.) (EUR)	802,817	994,898	39,023	1,758,692
IC Class Shares (Dist) (S-A)	2,355,276	1,429,254	1,957	3,782,573
Base Class Shares (Acc.)	384,769	243,996	311,821	316,944
E Class Shares (Acc.) (EUR)	1,000	81,777	56,130	26,647
Base Share Class (Dist) (A)	114,170	-	-	114,170
IS Class Shares (Acc.)	2,235,069	3,711,383	1,206,598	4,739,854
I Class Shares (Dist) (A)	1,000	508,286	-	509,286
P Class Shares (Dist) (A)	5,016	-	680	4,336
R Class Shares (Acc.)	1,808,380	4,278,933	849,796	5,237,517
R Class Shares (Dist) (A)	485,283	837,870	260,237	1,062,916
I Class Shares (Acc.) (GBP)*	-	732	-	732
R Class Shares (Acc.) (GBP)*	-	732	-	732
R Class Shares (Acc.) (EUR)**	-	32,851	-	32,851
Base Class Shares (Acc.) (EUR)**	-	1,843	-	1,843
Base Class Shares (Acc.) (CNH)***	-	641	-	641
R Class Shares (Acc.) (CNH)***	-	644	-	644
<b>Total shares</b>	<b>19,526,033</b>	<b>22,704,669</b>	<b>7,381,360</b>	<b>34,849,342</b>

\* Share Class launched on 3 February 2021.

\*\* Share Class launched on 8 June 2021.

\*\*\* Share Class launched on 11 June 2021.

<b>Goldman Sachs China-A Share Equity Portfolio - Share Classes</b>	<b>Balance at 31-Dec-2019</b>	<b>Subscriptions</b>	<b>Redemptions</b>	<b>Balance at 31-Dec-2020</b>
IG Class Shares (Acc.) (EUR)	205	-	63	142
IG Class Shares (Acc.)	224	-	71	153
P Class Shares (Acc.)	637,227	2,123,256	1,031,086	1,729,397
P Class Shares (Acc.) (EUR)	65,005	51,455	-	116,460
Base USD Non-Voting Accumulation*	988,316	111,299	1,099,615	-
I Class Shares (Acc.)	3,320,554	6,860,685	694,138	9,487,101
I Class Shares (Acc.) (EUR)	600,000	206,245	3,428	802,817
IC Class Shares (Dist) (S-A)	2,355,276	-	-	2,355,276
Base Class Shares (Acc.)**	-	391,169	6,400	384,769
E Class Shares (Acc.) (EUR)**	-	1,000	-	1,000
Base Share Class (Dist) (A)**	-	114,170	-	114,170
IS Class Shares (Acc.)***	-	2,331,392	96,323	2,235,069
I Class Shares (Dist) (A)****	-	1,000	-	1,000
P Class Shares (Dist) (A)****	-	5,016	-	5,016
R Class Shares (Acc.)****	-	1,808,380	-	1,808,380
R Class Shares (Dist) (A)****	-	485,283	-	485,283
<b>Total shares</b>	<b>7,966,807</b>	<b>14,490,350</b>	<b>2,931,124</b>	<b>19,526,033</b>

\* Share Class closed on 24 April 2020.

\*\* Share Class launched on 24 April 2020.

\*\*\* Share Class launched on 10 June 2020.

\*\*\*\* Share Class launched on 17 June 2020.

**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

**10. Net Asset Value (NAV)**

**Dilution Adjustment**

On any Dealing Day where there are net subscriptions or net redemptions, a dilution adjustment (sometimes referred to as Swing pricing) may be applied to the Net Asset Value per Share in accordance with the Dilution Adjustment policy, as approved by the Directors.

The determination to apply a dilution adjustment under the policy will consider, but not be limited to, such reasonable factors as the prevailing market conditions and the level of subscriptions or redemptions requested by Shareholders or potential Shareholders in relation to the size of the Company. This adjustment is intended to pass the observable estimated costs of underlying investment activity of the Company to the active Shareholders by adjusting the Net Asset Value of the relevant classes of Shares and thus to protect the Company's long-term Shareholders from costs associated with ongoing subscription and redemption activity.

The dilution adjustment may take account of trading spreads on the Company's investments, the value of any duties and charges incurred as a result of trading and may also include an allowance for market impact. The dilution adjustment may change from time to time due to changes in these factors. This is processed as a capital adjustment.

As at 31 December 2021 and 31 December 2020, no dilution adjustment was applied for Goldman Sachs China A-Share Equity Portfolio.

The following table summarises the Net Asset Value and the NAV per share of each Share Class of the Company.

Goldman Sachs China A-Share Equity Portfolio - Share Classes	31-Dec-2021		31-Dec-2020		31-Dec-2019	
	Net Asset Value	NAV Per Share	Net Asset Value	NAV Per Share	Net Asset Value	NAV Per Share
IG Class Shares (Acc.) (EUR)	EUR16,781	EUR117.78	EUR15,206	EUR106.73	EUR15,717	EUR76.57
IG Class Shares (Acc.)	US\$15,958	US\$104.19	US\$15,678	US\$102.36	US\$14,995	US\$66.92
P Class Shares (Acc.)	US\$187,973,338	US\$91.86	US\$158,064,539	US\$91.40	US\$38,452,272	US\$60.34
P Class Shares (Acc.) (EUR)	EUR20,664,104	EUR103.78	EUR11,093,278	EUR95.25	EUR4,484,572	EUR68.99
Base USD Non-Voting Accumulation*	-	-	-	-	US\$59,676,812	US\$60.38
I Class Shares (Acc.)	US\$514,991,181	US\$34.30	US\$322,471,565	US\$33.99	US\$74,218,128	US\$22.35
I Class Shares (Acc.) (EUR)	EUR68,879,751	EUR39.17	EUR28,748,687	EUR35.81	EUR15,498,580	EUR25.83
IC Class Shares (Dist) (S-A)	US\$41,877,885	US\$11.07	US\$32,431,554	US\$13.77	US\$25,107,040	US\$10.66
Base Class Shares (Acc.)**	US\$5,064,950	US\$15.98	US\$6,154,317	US\$15.99	-	-
E Class Shares (Acc.) (EUR)**	EUR400,067	EUR15.01	EUR13,926	EUR13.93	-	-

**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

**10. Net Asset Value (NAV) (continued)**

**Dilution Adjustment (continued)**

Goldman Sachs China A-Share Equity Portfolio - Share Classes	31-Dec-2021		31-Dec-2020		31-Dec-2019	
	Net Asset Value	NAV Per Share	Net Asset Value		Net Asset Value	NAV Per Share
Base Share Class (Dist) (A)**	US\$1,825,544	US\$15.99	US\$1,825,879	US\$15.99	-	-
IS Class Shares (Acc.)***	US\$69,324,332	US\$14.63	US\$32,317,146	US\$14.46	-	-
I Class Shares (Dist) (A)****	US\$7,363,590	US\$14.46	US\$14,352	US\$14.35	-	-
P Class Shares (Dist) (A)****	US\$62,388	US\$14.39	US\$71,813	US\$14.32	-	-
R Class Shares (Acc.)****	US\$75,845,633	US\$14.48	US\$25,959,593	US\$14.36	-	-
R Class Shares (Dist) (A)****	US\$15,395,235	US\$14.48	US\$6,966,972	US\$14.36	-	-
I Class Shares (Acc.) (GBP)*****	GBP6,927	GBP9.47	-	-	-	-
R Class Shares (Acc.) (GBP)*****	GBP6,925	GBP9.46	-	-	-	-
R Class Shares (Acc.) (EUR)*****	EUR347,112	EUR10.57	-	-	-	-
Base Class Shares (Acc.) (EUR)*****	EUR19,381	EUR10.51	-	-	-	-
Base Class Shares (Acc.) (CNH)*****	CNH62,135	CNH96.99	-	-	-	-
R Class Shares (Acc.) (CNH)*****	CNH62,810	CNH97.48	-	-	-	-

\* Share Class closed on 24 April 2020.

\*\* Share Class launched on 24 April 2020.

\*\*\* Share Class launched on 10 June 2020.

\*\*\*\* Share Class launched on 17 June 2020.

\*\*\*\*\* Share Class launched on 3 February 2021.

\*\*\*\*\* Share Class launched on 8 June 2021.

\*\*\*\*\* Share Class launched on 11 June 2021.

**11. Distributions**

The Company may declare and distribute dividends to the holders of redeemable participating shares. Dividends declared by the Company are, at the election of each shareholder, paid in cash or reinvested in additional shares. Upon declaration of any dividends, net assets attributable to holders of redeemable participating shares are reduced by the amount of such dividend. Base Share Class (Dist) (A), P Class Shares (Dist) (A), R Class Shares (Dist) (A) and I Class Shares (Dist) (A) may declare and distribute dividends on an annual basis. IC Class Shares (Dist) (S-A) may declare and distribute dividends on a semi-annual basis.

The Company declared a dividend of US\$7,523,819 during the financial year ended 31 December 2021 (31 December 2020: US\$4,616,341).

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**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

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**12. Financial Investments and Associated Risks**

The Company's investing activities expose it to various types of risks that are associated with the financial investments and markets in which it invests (the "Investment Risks"). These may be both derivative and non-derivative financial investments. The Company's investment portfolio is comprised of common stock investments and corporate bonds at financial year end. The Board has appointed the Management Company to be responsible for, amongst other things; investment management and risk management. The Management Company has delegated certain investment functions to the Investment Adviser. The types of financial risks which the Company is exposed to are market risk, liquidity risk and credit risk.

The Prospectus provides details of these and other types of risk some of which are additional to that information provided in these financial statements. Asset allocation is determined by the Company's Investment Adviser who manages the allocation of assets to achieve the investment objectives as detailed in Note 2. Achievement of the investment objectives involves taking risks.

The Investment Adviser exercises judgement based on analysis, research and risk management techniques when making investment decisions. Divergence from the benchmark and/or the target asset allocation and the composition of the portfolio is monitored in accordance with the Fund's risk management policy.

The risk management policies employed in relation to the Company are outlined below:

**(a) Market Risk**

The potential for changes in the fair value of the Company's investment portfolio is referred to as market risk. Commonly used categories of market risk include currency risk, interest rate risk and other price risk.

(i) Currency risks may result from exposures to changes in spot prices, forward prices and volatilities of currency rates.

(ii) Interest rate risks may result from exposures to changes in the level, slope and curvature of the various yield curves, the volatility of interest rates, mortgage prepayment speeds and credit spreads.

(iii) Other price risks are the risk that the value of an investment will fluctuate as a result of changes in market prices other than those arising from currency risk or interest rate risk and may result from exposures to changes in the prices and volatilities of individual equities, equity baskets, equity indices and commodities.

The Company's market risk strategy is driven by the Company's investment risk and return objectives.

Market risk is managed through the application of risk budgeting principles. The Investment Adviser determines an appropriate risk target, commonly referred to as Tracking Error, employing a risk budgeting framework.

The AM Risk Management group at Goldman Sachs ("AM Risk") is responsible for overall risk governance structure and establishing appropriate risk management best practices. The risk governance structure includes identifying, measuring, monitoring, escalating and remediating applicable risks. AM Risk uses a number of risk metrics to monitor the risk profile of funds on a regular and ongoing basis. GSAMFSL's risk management function, in association with AM Risk Management team, will seek to ensure that the risk profile of funds remain consistent with applicable risk limits and internal thresholds which are established consistent with the risk profile disclosed to investors.

Adherence with these risk thresholds is monitored on a weekly basis with exceptions promptly notified to the AM Chief Risk Officer and portfolio management teams. All governance exceptions are reported to the Risk Management Oversight Committee ("RMOC") and the AM Risk Working Group. In addition, the GSAMFSL risk management function presents or provides written materials on the risks to the Board no less frequently than semi-annually.

**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

**12. Financial Investments and Associated Risks (continued)**

**(a) Market Risk (continued)**

AM Risk has taken the decision to align the shocks used in IFRS sensitivities calculations with the regulatory prescribed shocks in Form-PF, as determined by the SEC, for consistency and to streamline reporting. AM Risk will review the shocks periodically and revise as necessary.

Details of the Company's investment portfolio at the reporting date are disclosed in the Schedule of Investments. All individual equity investments and fixed income securities are disclosed separately.

**(i) Currency Risk**

The Company may invest in financial investments and enter into transactions denominated in currencies other than its functional currency. Consequently, the Company may be exposed to risks that the exchange rate of its functional currency relative to other foreign currencies may change in a manner that has an adverse effect on the value of that portion of the Company's assets or liabilities denominated in currencies other than the functional currency.

When an investor invests into a share class which is in a different currency to the functional currency of the Company in which it invests, the currency risk of the investor will be different to the currency risk of the Company.

The following tables set forth a sensitivity analysis showing gains and losses that would be associated with changes in the currency markets. This sensitivity analysis is based on a change in one currency versus the functional currency of the fund while holding all other currencies constant. For the Total Portfolio, monetary and non-monetary, the assumption is that all currencies move simultaneously against the base currency of the Company.

<b>Currency Risk as at 31-Dec-2021</b>		
<b>Base Currency is US\$</b>		
<b>Currency</b>	<b>Impact on NAV for 20% Base</b>	
	<b>Depreciation</b>	<b>Appreciation</b>
RMB	19.7%	(19.7%)
EUR	0.6%	(0.6%)
<b>Total Portfolio</b>	<b>20.3%</b>	<b>(20.3%)</b>

<b>Currency Risk as at 31-Dec-2020</b>		
<b>Base Currency is US\$</b>		
<b>Currency</b>	<b>Impact on NAV for 20% Base</b>	
	<b>Depreciation</b>	<b>Appreciation</b>
RMB	19.5%	(19.5%)
EUR	0.1%	(0.1%)
<b>Total Portfolio</b>	<b>19.6%</b>	<b>(19.6%)</b>

The above analysis illustrates gains and losses that are associated with changes in the currency market that are reasonably possible over a one year period and these do not include stress scenarios when market moves and changes in correlations and liquidity may result in larger overall gains or losses.

**(ii) Interest Rate Risk**

The Company may invest in fixed income securities and interest rate swap contracts. Any change to relevant interest rates for particular securities may result in the Investment Adviser being unable to secure similar returns upon the expiry of contracts or the sale of securities. In addition, changes to prevailing interest rates or change in expectations of future rates may result in an increase or decrease in the value of the securities held. In general, if interest rates rise, the value of fixed income securities will decline. A decline in interest rates will in general, have the opposite effect.



**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

**12. Financial Investments and Associated Risks (continued)**

**(a) Market Risk (continued)**

**(iii) Interest Rate Risk (continued)**

The Company may invest in instruments in desired currencies at fixed, floating and zero rates of interest.

The majority of the financial assets and liabilities are non-interest bearing or have a very short time to maturity. As a result, the Company is not subject to significant amounts of risk due to fluctuations in the prevailing levels of market interest rates.

**(iii) Other Price Risk**

Other price risk is the risk that the value of a financial investment will fluctuate as a result of changes in market prices, other than those arising from currency risk or interest rate risk whether caused by factors specific to an individual investment, its issuer or any factor affecting financial investments traded in the market.

As the Company's financial investments are carried at fair value with fair value changes recognised in the Statement of Comprehensive Income, all changes in market conditions will directly affect Net Assets.

The following table sets forth a sensitivity analysis showing gains and losses that are associated with changes in the equity markets. This sensitivity analysis is based on a change in one industry's collective stock prices while holding all other industries' stock prices constant. For the Total Portfolio, the assumption is that all industries' stock prices decline / rally simultaneously by the same percentage.

<b>Equity Risk as at 31-Dec-2021</b>		
<b>Industry Sector</b>	<b>NAV Impact of 20% Change in Equity Market</b>	
	<b>Decline</b>	<b>Rally</b>
Financials	(3.7%)	3.7%
Consumer Staples	(3.5%)	3.5%
Information Technology	(2.7%)	2.7%
Industrials	(3.4%)	3.4%
Materials	(2.1%)	2.1%
Other	(4.2%)	4.2%
<b>Total Portfolio</b>	<b>(19.6%)</b>	<b>19.6%</b>

<b>Equity Risk as at 31-Dec-2020</b>		
<b>Industry Sector</b>	<b>NAV Impact of 20% Change in Equity Market</b>	
	<b>Decline</b>	<b>Rally</b>
Financials	(3.7%)	3.7%
Consumer Staples	(3.1%)	3.1%
Information Technology	(2.2%)	2.2%
Industrials	(3.9%)	3.9%
Health Care	(2.4%)	2.4%
Other	(4.1%)	4.1%
<b>Total Portfolio</b>	<b>(19.4%)</b>	<b>19.4%</b>

The above analysis illustrates gains and losses that are associated with changes in the equity market that are reasonably possible over a one year period. These do not include stress scenarios when market moves and changes in correlations and liquidity may result in larger overall gains or losses.

Currency, interest rate and other price risks are managed by the Company's Investment Adviser as part of the integrated market risk management processes described above.

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**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

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**12. Financial Investments and Associated Risks (continued)**

**(a) Market Risk (continued)**

**(iii) Other Price Risk (continued)**

Many financial instruments use or may use a floating rate based on LIBOR, which is the offered rate for short-term Eurodollar deposits between major international banks. Per announcement by the Financial Conduct Authority (“FCA”) and ICE Benchmark Authority (“IBA”) the publication of all EUR and CHF LIBOR settings, the Spot Next/Overnight, 1 week, 2 month and 12 month JPY and GBP LIBOR settings, and the 1 week and 2 months US dollar LIBOR settings ceased 31 December 2021.

The publication of the overnight, 1 month, 3 month, 6 month, and 12 months USD LIBOR settings will cease after 30 June 2023. To identify a successor rate for U.S. dollar LIBOR, the Alternative Reference Rates Committee (“ARRC”), a U.S.-based group convened by the Federal Reserve and the Federal Reserve Bank of New York, was formed. The ARRC has identified the Secured Overnight Financing Rate (“SOFR”) as its preferred alternative rate for LIBOR. At this time, it is not possible to predict the effect of the transition to SOFR.

**(iv) Limitations of Sensitivity Analysis**

Some of the limitations of sensitivity analysis include:

- the analysis is based on historical data and cannot take account of the fact that future market price movements, correlations between markets and levels of market liquidity may bear no relation to historical patterns;
- the analysis is a relative estimate of risk rather than a precise and accurate number;
- the analysis represents a hypothetical outcome and is not intended to be predictive; and
- future market conditions could vary significantly from those experienced in the past.

**(b) Liquidity Risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Among other things liquidity could be impaired by an inability to access secured and/or unsecured sources of financing, an inability to sell assets or unforeseen outflows of cash or collateral.

This situation may arise due to circumstances outside of the Company’s control, such as a general market disruption or an operational problem affecting the Company or third parties.

Also, the ability to sell assets may be impaired if other market participants are seeking to sell similar assets at the same time.

The Company provides for the subscription and redemption of shares and it is therefore exposed to the liquidity risk associated with shareholder redemptions in accordance with the terms in the Prospectus.

The portfolio of the Company is managed to include liquid investments which the Investment Adviser believes are sufficient to meet normal liquidity needs although substantial redemptions of shares in the Company could require the Company to liquidate its investments more rapidly than otherwise desirable in order to raise cash for the redemptions. Changes in the liquidity of the Company’s underlying investments once acquired can adversely impact its position in this respect. These factors could adversely affect the value of the shares redeemed and the valuation of the shares that remain outstanding and the liquidity of the Company’s remaining assets if more liquid assets have been sold to meet redemptions.

**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

**12. Financial Investments and Associated Risks (continued)**

**(b) Liquidity Risk (continued)**

Substantial redemption requests by Shareholders in a concentrated period of time could require the Company to liquidate certain of its investments more rapidly than might otherwise be desirable in order to raise cash to fund the redemptions and achieve a portfolio appropriately reflecting a smaller asset base. Substantial redemption requests may limit the ability of the Investment Adviser to successfully implement the investment program of the Company and could negatively impact the value of the Shares being redeemed and the value of Shares that remain outstanding. If Shareholders or investors in the Company request redemption of a substantial number of Shares in the Company, the Directors may determine to gate the Company and limit future redemptions or otherwise terminate the Company rather than continue it with a significantly smaller asset base. A determination to terminate the Company early may adversely affect the returns of the Company and, in turn, the Shareholders.

The following tables set forth details of the shareholders with holdings greater than 10% of the Company's net assets:

**Goldman Sachs China A-Share Equity Portfolio**

<b>31-Dec-2021</b>	
Shareholder 1 <sup>1</sup>	10.12%
Other Shareholders	89.88%
<b>Total</b>	<b>100%</b>

<b>31-Dec-2020</b>	
Shareholder 1 <sup>1</sup>	10.06%
Other Shareholders	89.94%
<b>Total</b>	<b>100%</b>

<sup>1</sup> Shareholder is a distributor.

Note: Shareholders are shown in order of holding at the specific financial year end so Shareholder 1 on 31 December 2021 may not be the same as Shareholder 1 on 31 December 2020.

As at 31 December 2021 and 31 December 2020, financial liabilities were generally payable within three months of year end.

**(c) Credit Risk**

Credit and counterparty risk is the risk that one party to a financial investment will cause a financial loss for the other party by failing to discharge an obligation.

Procedures have been adopted to reduce credit risk related to its dealings with counterparties. Before transacting with any counterparty, the Investment Adviser or its related parties evaluate both credit-worthiness and reputation by conducting a credit analysis of the party, their business and reputation. The credit risk of approved counterparties is then monitored on an ongoing basis, including periodic reviews of financial statements and interim financial reports as needed.

Debt securities are subject to the risk of issuer's or a guarantor's inability to meet principal and interest payments on its obligations and are subject to price volatility due to factors such as interest rate sensitivity, market perception of the creditworthiness of the issuer, and general market liquidity.

The Company is subject to a number of risks relating to the insolvency, administration, liquidation or other formal protection from creditors ("insolvency") of the Depositary or any Sub-Depositary. These risks include without limitation:

- i. The loss of all cash held with the Depositary or Sub-Depositary which is not being treated as client money both at the level of the Depositary and any Sub-Depositary ("client money").
- ii. The loss of all cash which the Depositary or Sub-Depositary has failed to treat as client money in accordance with procedures (if any) agreed with the Company.

**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

**12. Financial Investments and Associated Risks (continued)**

**(c) Credit Risk (continued)**

- iii. The loss of some or all of any securities held, which have not been properly segregated and so identified both at the level of the Depository and any Sub-Depository or client money held by or with the Depository or Sub-Depository.
- iv. The loss of some or all assets due to the incorrect operation of accounts by the Depository or Sub-Depository or due to the process of identifying and transferring the relevant assets and/or client money including any deduction to meet the administrative costs of an insolvency.
- v. Losses caused by prolonged delays in receiving transfers of balances and regaining control over the relevant assets.

An insolvency could cause severe disruption to the Company's investment activity. In some circumstances, this could cause the Directors to temporarily suspend the calculation of the Net Asset Value and dealings in Shares.

At 31 December 2021 and 31 December 2020, the following financial assets were exposed to credit risk: investments in common stock and corporate bonds, cash and other receivables. The carrying amounts of financial assets best reflect the maximum credit risk exposure at the reporting date.

The maximum exposure to credit risk as at the reporting date can be analysed as follows:

	<b>31-Dec-2021</b>	<b>31-Dec-2020</b>
<b>Assets</b>	<b>US\$</b>	<b>US\$</b>
Common Stock	999,210,396	615,096,207
Corporate Bonds	638,042	160,295
Cash	38,230,591	16,140,266
Receivable for Units sold	673,746	4,522,979
Due from Broker	3,274	491,587
Investment Adviser waiver receivable	-	115,605
<b>Total Assets</b>	<b>1,038,756,049</b>	<b>636,526,939</b>

The table below sets forth concentrations of counterparty or issuer credit risk greater than 5% of the Net Assets Attributable to Holders of Redeemable Participating Shares:

<b>Financial Year ended 31-Dec-2021</b>			<b>Financial Year ended 31-Dec-2020</b>		
<b>Institution</b>	<b>Capacity</b>	<b>% of Net Assets</b>	<b>Institution</b>	<b>Capacity</b>	<b>% of Net Assets</b>
State Street Custodial Services (Ireland) Limited	Depository	101.55%	State Street Custodial Services (Ireland) Limited	Depository	99.38%

No counterparties or issuers are rated below investment grade. Counterparties or issuers are either rated investment grade in their own right or if not rated then an entity in the corporate family tree has such a rating and the Credit Risk Management and Advisory department of the Investment Adviser believes there is strong implicit support from the rated entity to the counterparty.

**(i) Concentration Risk**

Conditions in the PRC and the PRC markets may mean that the Company may invest in a limited number of investments and investment themes. A consequence of a limited number of investments is that performance may be more favourably or unfavourably affected by the performance of an individual investment.

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**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

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**12. Financial Investments and Associated Risks (continued)**

**(c) Credit Risk (continued)**

(ii) Operational Risk

Operational risk is the potential for loss caused by a deficiency in information, communications, transaction processing and settlement, and accounting systems.

The Company's service providers, as shown on pages 2 and 3, maintain controls and procedures for the purpose of helping to manage operational risk. Reviews of the service levels of service providers are performed on a regular basis by the Investment Adviser. No assurance is given that these measures will be 100% effective.

(iii) Legal, Tax and Regulatory Risks

Legal, tax and regulatory changes could occur which may affect the Company.

**(d) Additional Risks**

With respect to tax, the Company may be subject to taxation on capital gains, interest and dividends in certain jurisdictions where the Company invests.

The interpretation and applicability of the tax law and regulations by tax authorities at times may not be clear or consistent. Tax obligations where probable and estimable are recorded as liabilities. However, some tax obligations are subject to uncertainty and may result in additional tax liabilities, interest and penalties based on future actions, interpretations or judgements of these authorities covering current and past tax positions. Accounting standards may also change, creating or removing an obligation for the Company to accrue for a potential tax liability. Consequently, it is possible that certain potential tax obligations which currently are not probable may become so which may result in additional tax liabilities for the Company in the future and these additional liabilities may be material. Because of the foregoing uncertainties, the NAV may not reflect the tax liabilities ultimately borne by the Company, including at the time of any subscriptions, redemptions or exchanges of interests in the Company, which could have an adverse impact on investors at that time.

See Note 5 Taxation and Note 19 Contingent Liabilities for additional details relating to taxation.

(iv) Sustainability Risk

Sustainability risk is defined in Article 3 of Regulation (EU) 2019/2088 (the "Sustainable Finance Disclosure Regulation") as an environmental, social or governance event or condition, that if it occurs, could cause an actual or a potential material negative impact on the value of the investment. Please refer to Unaudited Appendix IV – Sustainable Finance Disclosure Regulation (SFDR) Disclosures for information on the integration of sustainability risks in our investment decision-making process.

Additional details of risks not disclosed in these Financial Statements can be found in the Prospectus.

**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

**13. Credit Institutions**

Cash, Bank overdrafts and amounts Due from Brokers are held at the following institutions:

Counterparty	Use	31-Dec-2021		31-Dec-2020	
		US\$	% of Net Assets	US\$	% of Net Assets
State Street Custodial Services (Ireland) Limited	a)	(10,380,609)	(1.02)%	8,993,349	1.42%
State Street Custodial Services (Ireland) Limited *	a)	38,230,591	3.74%	7,146,917	1.12%
<b>Total Cash</b>		<b>27,849,982</b>	<b>2.72%</b>	<b>16,140,266</b>	<b>2.54%</b>
Central Depository of Shanghai and Shenzhen **	b)	3,274	0.00%	491,587	0.08%
<b>Total Due from Broker</b>		<b>3,274</b>	<b>0.00%</b>	<b>491,587</b>	<b>0.08%</b>

a) Unrestricted – Depository Cash account.

b) Restricted cash.

\* Cash held through State Street Custodial Services (Ireland) Limited in China as part of the QFII account. Amount is held in RMB and reported in USD for Financial Reporting purposes only.

\*\* Cash held with the Central Depository of Shanghai and Shenzhen based on the Company's approved and remitted quota amount. Amount is held in RMB and reported in USD for Financial Reporting purposes only.

The terms and conditions associated with collateral are in accordance with requirements from usual practice of recourse if a default occurs.

**14. Cash Flow Statement**

The Company has elected to apply the exemption available to open-ended investment funds under FRS 102, Section 7 "Statement of Cash Flows" not to prepare a cash flow statement.

**15. Statement of Changes in the Portfolio**

A Statement of Changes in the Portfolio is available from the Administrator, free of charge, upon request.

**16. Exchange Rates**

The following exchange rates were used to convert the investments and other assets and liabilities denominated in currencies other than US\$:

Currency	31-Dec-2021	31-Dec-2020
	US\$	US\$
British Pound (GBP)	0.7404	-
Chinese Renminbi (RMB) - CNH Offshore	6.3733	6.5057
Chinese Renminbi (RMB) - CNY Onshore	6.3750	6.5329
Euro (EUR)	0.8845	0.8132

**Goldman Sachs Funds II plc**  
**Notes to the Financial Statements (continued)**  
**For the Financial Year Ended 31 December 2021**

**17. Soft Commissions**

The Company pays commission for execution only and/or for execution and investment research. The Company did not otherwise enter into any third party soft commission arrangements for the financial year ended 31 December 2021 and for the financial year ended 31 December 2020.

**18. Prospectus**

As at 31 December 2021, the latest Prospectus of the Company was issued on 9 March 2021.

**19. Contingent Liabilities**

There were no contingent liabilities for the financial year ended 31 December 2021 and 31 December 2020.

**20. Cross Liability**

The Company is an "umbrella fund" enabling investors to choose between one or more investment objectives by investing in one or more separate Funds offered by the Company. Only one Fund was offered by the Company as at 31 December 2021 and 31 December 2020. The Company is subject to the provisions of the Irish Investment Funds, Companies and Miscellaneous Provisions Act 2005 (the "Act"), which states that each fund will have segregated liability from the other Funds and that the Company will not be liable as a whole to third parties for the liability of each Fund. However, the Act and its upholding of segregated liability has not been tested in the courts of another jurisdiction.

**21. Significant events during the year**

During the financial year the below share classes were launched:

<b>Share Class name</b>	<b>Launch date</b>
I Class Shares (Acc.) (GBP)	3 February 2021
R Class Shares (Acc.) (GBP)	3 February 2021
R Class Shares (Acc.) (EUR)	8 June 2021
Base Class Shares (Acc.) (EUR)	8 June 2021
Base Class Shares (Acc.) (CNH)	11 June 2021
R Class Shares (Acc.) (CNH)	11 June 2021

There have been no other significant events during the year.

**22. Subsequent Events**

The Russian invasion of Ukraine in February 2022 has resulted in governments around the world introducing significant sanctions on Russian entities and individuals, and triggered disruption across global financial markets. The Company has no direct exposure to Russian, Ukrainian or Belarussian securities as at 31 December 2021.

There were no other subsequent events to note.

**23. Indemnifications**

The Company may enter into contracts that contain a variety of indemnifications. The Company's maximum exposure under these arrangements is unknown. However, the Company has not had prior claims or losses pursuant to these contracts.

**24. Directed Brokerage**

There were no directed brokerage entered into by the Company, during the financial year ended 31 December 2021 or the financial year ended 31 December 2020.

**25. Approval of the Financial Statements**

The Board of Directors approved the audited financial statements on 21 April 2022.

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**Goldman Sachs Funds II plc**  
**Goldman Sachs China A-Share Equity Portfolio**  
**Material Portfolio Changes (Unaudited)<sup>1</sup>**  
**For the Financial Year Ended 31 December 2021**

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<b>Significant Purchases</b>		
<b>Holdings</b>	<b>Description</b>	<b>Cost US\$</b>
108,730	Kweichow Moutai Co. Ltd.	34,736,567
1,174,826	Wanhua Chemical Group Co. Ltd.	21,836,280
4,515,029	East Money Information Co. Ltd.	20,551,776
2,492,635	China Merchants Bank Co. Ltd.	19,942,576
4,768,450	CITIC Securities Co. Ltd.	19,831,722
438,974	SG Micro Corp.	18,350,264
875,255	Ganfeng Lithium Co. Ltd.	16,241,844
14,434,745	China Construction Bank Corp.	16,201,558
2,745,926	Bank of Ningbo Co. Ltd.	15,828,334
632,628	Shanghai Putailai New Energy Technology Co. Ltd.	15,395,303
3,367,961	Qingdao TGOOD Electric Co. Ltd.	15,082,622
2,299,100	Inner Mongolia Yili Industrial Group Co. Ltd.	15,038,519
2,875,363	Shandong Hualu Hengsheng Chemical Co. Ltd.	15,033,737
2,135,561	Luxshare Precision Industry Co. Ltd.	14,273,085
328,326	Will Semiconductor Co. Ltd.	14,194,431
425,131	Wuliangye Yibin Co. Ltd.	14,038,156
1,029,330	Midea Group Co. Ltd.	12,989,723
863,034	Jiangsu Hengrui Medicine Co. Ltd.	12,315,508
1,066,926	Ping An Insurance Group Co. of China Ltd.	12,287,576
1,939,788	Yantai Jereh Oilfield Services Group Co. Ltd.	12,281,253
2,862,446	China Vanke Co. Ltd.	11,976,808
264,299	Anji Microelectronics Technology Shanghai Co. Ltd.	10,818,332
492,836	WuXi AppTec Co. Ltd.	10,504,105
520,460	Shenzhen Kangtai Biological Products Co. Ltd.	10,228,433
6,070,502	Yunnan Aluminium Co. Ltd.	10,145,804
151,239	Shenzhen Mindray Bio-Medical Electronics Co. Ltd.	10,104,253
730,208	Sungrow Power Supply Co. Ltd.	10,071,789
299,576	Sangfor Technologies Inc.	9,871,795
576,469	Qingdao Haier Biomedical Co. Ltd.	9,460,603
747,814	Juwei Food Co. Ltd.	9,360,116
532,385	Ecovacs Robotics Co. Ltd.	9,359,692
493,945	Foshan Haitian Flavouring & Food Co. Ltd.	9,119,990
139,289	Contemporary Ampere Technology Co. Ltd.	8,904,655
92,767	CanSino Biologics Inc.	8,347,034



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**Goldman Sachs Funds II plc**  
**Goldman Sachs China A-Share Equity Portfolio**  
**Material Portfolio Changes (Unaudited)<sup>1</sup> (continued)**  
**For the Financial Year Ended 31 December 2021**

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**Significant Purchases**

<b>Holdings</b>	<b>Description</b>	<b>Cost US\$</b>
5,439,200	Focus Media Information Technology Co. Ltd.	8,277,310
1,029,605	Chacha Food Co. Ltd.	7,962,372
966,700	Beijing Oriental Yuhong Waterproof Technology Co. Ltd.	7,747,041
2,861,938	ENN Natural Gas Co. Ltd.	7,574,831
2,259,211	Ping An Bank Co. Ltd.	7,447,598
458,751	Beijing Easpring Material Technology Co. Ltd.	7,189,397
5,174,448	Baoshan Iron & Steel Co. Ltd.	7,057,599
372,760	Chongqing Brewery Co. Ltd.	6,901,915
322,267	Yunnan Energy New Material Co. Ltd.	6,553,916

**Goldman Sachs Funds II plc**  
**Goldman Sachs China A-Share Equity Portfolio**  
**Material Portfolio Changes (Unaudited)<sup>1</sup> (continued)**  
**For the Financial Year Ended 31 December 2021**

<b>Significant Sales Holdings</b>	<b>Description</b>	<b>Proceeds US\$</b>
450,200	Yunnan Energy New Material Co. Ltd.	17,598,633
14,434,745	China Construction Bank Corp.	13,303,504
505,400	Chongqing Brewery Co. Ltd.	13,002,511
4,676,161	Weichai Power Co. Ltd.	12,790,840
3,404,581	Sany Heavy Industry Co. Ltd.	12,215,523
1,566,396	Anhui Conch Cement Co. Ltd.	11,055,024
1,673,446	Gree Electric Appliances Inc. of Zhuhai	10,619,051
116,500	Contemporary Amperex Technology Co. Ltd.	10,357,026
29,300	Kweichow Moutai Co. Ltd.	8,171,126
764,600	Wuhan Jingce Electronic Group Co. Ltd.	8,043,828
202,000	China Tourism Group Duty Free Corp. Ltd.	7,897,404
882,800	Aier Eye Hospital Group Co. Ltd.	7,469,781
330,900	Sungrow Power Supply Co. Ltd.	7,135,280
999,067	Han's Laser Technology Industry Group Co. Ltd.	6,171,293
262,794	Advanced Micro-Fabrication Equipment Inc.	6,112,038
1,053,865	Maccura Biotechnology Co. Ltd.	6,019,793
2,968,800	Yunnan Aluminium Co. Ltd.	5,974,007
400,066	Tsingtao Brewery Co. Ltd.	5,749,979
2,385,876	Songcheng Performance Development Co. Ltd.	5,654,333
309,216	Shanghai Putailai New Energy Technology Co. Ltd.	5,316,441
2,090,200	Huatai Securities Co. Ltd.	4,976,191
68,300	Shenzhen Mindray Bio-Medical Electronics Co. Ltd.	4,568,240
1,705,400	ENN Natural Gas Co. Ltd.	4,392,898
81,200	SG Micro Corp.	4,354,610
159,600	Ganfeng Lithium Co. Ltd.	3,937,173
1,211,800	Ping An Bank Co. Ltd.	3,520,785
552,397	Yantai Jereh Oilfield Services Group Co. Ltd.	3,281,820
699,698	Flat Glass Group Co. Ltd.	3,240,162
125,200	Shenzhen Kangtai Biological Products Co. Ltd.	3,138,257
956,500	China Vanke Co. Ltd.	3,002,513
635,600	Shandong Hualu Hengsheng Chemical Co. Ltd.	2,955,843
106,300	Ecovacs Robotics Co. Ltd.	2,922,850
1,117,698	Guotai Junan Securities Co. Ltd.	2,847,287
327,700	China Merchants Bank Co. Ltd.	2,750,579

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**Goldman Sachs Funds II plc**  
**Goldman Sachs China A-Share Equity Portfolio**  
**Material Portfolio Changes (Unaudited)<sup>1</sup> (continued)**  
**For the Financial Year Ended 31 December 2021**

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<sup>1</sup> The Material Portfolio Changes reflect the aggregate purchases of a security exceeding one per cent of the total value of purchases for the year and aggregate disposals greater than one per cent of the total value of the sales.

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**Goldman Sachs Funds II plc**  
**Appendix I.1 – UCITS V Remuneration Policy (Unaudited)**  
**For the Financial Year Ended 31 December 2021**

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The UCITS management company (the “Company”) is required to make available an Annual Report for the financial year for each of its UCITS, containing certain disclosures as set out in Article 69 of the European Commission Directive 2009/65/EU, as amended by Article 1 (13)(b) of the European Commission Directive 2014/91/EU (the “Directive”). The disclosures set out below fulfill the requirements of the Directive.

## **I. Remuneration**

The Company has 29<sup>1</sup> staff based in Dublin and London who are assigned to one or more of the following broad functions and teams: Risk Management, Compliance, Investor Services, Vendor Oversight and Controllers. The Company has outsourced the portfolio management function to GSAMI. The Company has identified staff members whose professional activities have a material impact on the Company’s risk profile (“UCITS Identified Staff”), including senior management, risk takers and control function heads.

The following disclosures are made in accordance with the Directive in respect of the Company, which is part of The Goldman Sachs Group, Inc. (“GS Group”). GS Group’s global remuneration philosophy, structure and process for setting remuneration generally applies to employees of the Company in the same manner as to other employees globally. References to the “firm” and “we” throughout this disclosure include GS Group and the Company and any subsidiaries and affiliates.

### **a. Remuneration Program Philosophy**

The remuneration philosophy and the objectives of the remuneration program for the Company are reflected in the Compensation Policy Statement as adopted by the Board of Directors of the Company, which includes the following:

1. We pay for performance – this is an absolute requirement under our compensation program and inherent in our culture.
2. We structure compensation, especially at senior levels, to align with GS Group’s shareholders’ long-term interests and the interests of the funds that the firm manages.
3. We use compensation as an important tool to attract, retain and motivate talent.
4. We align total compensation with corporate performance over the period.

The Company’s remuneration program is intended to be flexible enough to allow responses to changes in market conditions, but grounded in a framework that maintains effective remuneration practices.

### **b. Remuneration Governance**

The Board of Directors of the Company is responsible for supervising the planning, implementation and revision of the compensation policy of the Company, subject to the oversight of the Compensation Committee of the Board of Directors of GS Group (the “GS Group Compensation Committee”), the ultimate parent of the Company.

The members of the GS Group Compensation Committee at the end of 2021 were M. Michele Burns (Chair), Drew G. Faust, Kimberley D. Harris, Ellen J. Kullman, Lakshmi N. Mittal, and Adebayo O. Ogunlesi (ex-officio). None of the members of the GS Group Compensation Committee was an employee of the firm. All members of the GS Group Compensation Committee were “independent” within the meaning of the New York Stock Exchange Rules and the firm’s Director Independence Policy.

The GS Group Compensation Committee has for several years recognised the importance of using an independent remuneration consultant that is appropriately qualified and that provides services solely to the GS Group Compensation Committee and not to the firm. The Compensation Committee continued to retain an independent remuneration consultant in 2021.

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<sup>1</sup> As of 31 December 2021 in respect of the Company only (excludes staff from the appointed portfolio management delegate)

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**Goldman Sachs Funds II plc**  
**Appendix I.1 – UCITS V Remuneration Policy (Unaudited) (continued)**  
**For the Financial Year Ended 31 December 2021**

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**I. Remuneration (continued)**

**b. Remuneration Governance (continued)**

GS Group's global process for setting variable remuneration (including the requirement to consider risk and compliance issues) applies to employees of the Company in the same way as to employees of other entities and in other regions and is subject to oversight by the senior management of the firm in the region.

**c. Link Between Pay and Performance**

Annual remuneration for employees is generally comprised of fixed and variable remuneration. The Company's remuneration practices provide for variable remuneration determinations to be made on a discretionary basis. Variable remuneration is based on multiple factors and is not set as a fixed percentage of revenue or by reference to any other formula. Firmwide performance is a key factor in determining variable remuneration.

**d. Performance Measurement**

Year-end variable remuneration is determined through a discretionary process that relies on certain qualitative and quantitative metrics (amongst other factors) against which we assess performance at year-end. We do not set specific goals, targets or other objectives for purposes of determining year-end variable remuneration nor do we set an initial remuneration pool that is adjusted for any such goals, targets or other objectives. Such metrics are not formulaic nor given any specific weight. In addition, employees are evaluated annually as part of the annual performance review process.

**e. Risk Adjustment**

Prudent risk management is a hallmark of both the firm and the Company's culture and sensitivity to risk and risk management are key elements in assessing employee performance, including as part of the annual performance review process noted above.

We take risk into account in setting the amount and form of variable remuneration for employees. We provide guidelines to assist compensation managers when applying discretion during the remuneration process to promote consistent consideration of the different metrics / factors considered during the remuneration process. Further, to ensure the independence of control function employees, remuneration for those employees is not determined by individuals in revenue-producing positions but rather by the management of the relevant control function.

**f. Structure of Remuneration**

1. Fixed Remuneration: Comprised of base salary and, where applicable, role-based allowances.

2. Variable Remuneration: For employees with total and variable remuneration above a specific threshold, variable remuneration is generally paid in a combination of cash and equity-based remuneration. In general, the portion paid in the form of an equity-based award increases as variable remuneration increases and, for UCITS Identified Staff, is set to ensure compliance with the Central Bank (Supervision and Enforcement) Act 2013 (Section 48(1)) (Undertakings for Collective Investment in Transferable Securities) Regulations 2019.

**Goldman Sachs Funds II plc**  
**Appendix I.1 – UCITS V Remuneration Policy (Unaudited) (continued)**  
**For the Financial Year Ended 31 December 2021**

**g. Remuneration**

Staff remuneration for the financial year ending 31 December 2021:

<b>Total remuneration for the financial year ending 31 December 2021 paid to staff of the Company and to staff of appointed portfolio management delegate of the Company, in respect of the management of the UCITS</b>	US\$2,703,958, made up of: <ul style="list-style-type: none"> <li>• US\$1,978,521 fixed remuneration</li> <li>• US\$725,437 variable remuneration</li> </ul>
<b>Which includes:</b>	
<b>(a) Remuneration paid to senior management</b>	US\$858,538
<b>(b) Remuneration paid to other staff members whose actions have a material impact on the risk profile of the UCITS</b>	US\$782,218

The remuneration figures above:

1. represent the proportion of the total remuneration of staff related to the time spent in relation to UCITS work; and
2. have not been broken down in relation to each individual UCITS in respect of the Company because staff of the Company provide their services to all UCITS collectively rather than on a UCITS by UCITS basis and therefore such breakdown is not readily available, whereas for delegated portfolio management services provided by GSAMI, the services provided by portfolio managers have been considered on a UCITS by UCITS basis and an estimated split for each UCITS has been incorporated into the calculations above.

**Goldman Sachs Funds II plc**  
**Appendix I.2 – Sustainable Finance Disclosure Regulation (SFDR) and EU Taxonomy**  
**Regulation (Unaudited)**  
**For the Financial Year Ended 31 December 2021**

The EU Sustainable Finance Disclosure Regulation (“SFDR”) (Regulation (EU) 2019/2088) has applied since 10th March 2021. Pursuant to Article 11 of SFDR (Transparency of the promotion of environmental or social characteristics and of sustainable investments in periodic reports), Goldman Sachs Asset Management Fund Services Limited is required to provide a description of the extent to which environmental or social characteristics have been met with reference to funds providing disclosures pursuant to Article 8 (1) of SFDR and Article 9 of SFDR.

In addition, the EU Taxonomy regulation (“Taxonomy Regulation”) (Regulation (EU) 2020/852) establishes a framework for identifying economic activities as environmentally sustainable within the European Economic Area and requires the Fund to disclose whether the EU criteria for environmentally sustainable economic activities has been taken into account.

Please see this information disclosed below for the Fund:

Fund Name	SFDR Category	SFDR and Taxonomy Regulation Disclosures
Goldman Sachs China A-Share Equity Portfolio	Article 8	<p>This Fund promotes environmental and social characteristics. Throughout the year, the Investment Adviser has excluded securities and issuers directly engaged in, and/or deriving significant revenues from the following activities:</p> <ul style="list-style-type: none"> <li>• controversial weapons (including nuclear weapons);</li> <li>• tobacco;</li> <li>• extraction and/or production of certain fossil fuels;</li> <li>• adult entertainment;</li> <li>• for-profit prisons; and</li> <li>• civilian firearms.</li> </ul> <p>As noted above, this Fund promotes environmental characteristics. As such, it is required as per Article 6 of the Regulation (EU) 2020/852 (the “Taxonomy Regulation”) to state that the “do no significant harm” principle applies only to those investments underlying the Fund that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining portion of this Fund do not take into account the EU criteria for environmentally sustainable economic activities.</p> <p>It should however be noted that notwithstanding the above, this Fund does not take into account the EU criteria for environmentally sustainable economic activities within the meaning of the Taxonomy Regulation and its portfolio alignment with such Taxonomy Regulation is not calculated. Therefore, the “do not significant harm” principle does not apply to any of the investments of this Fund.</p>

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**Goldman Sachs Funds II plc**  
**Appendix II – Disclosure of Transaction Costs and Calculation method used for Global Exposure (Unaudited)**  
**For the Financial Year Ended 31 December 2021**

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**I. Transaction Costs**

Transaction costs have been defined as broker commission fees, market fees and taxes relating to purchase or sale of equity and investments in other funds. Custodian based transaction costs are included in 'Depositary fees and costs' in the Statement of Comprehensive Income. The Fund invests in equities and bonds. There are no other transactions costs to be disclosed.

For the financial year ended 31 December 2021, the Fund incurred identifiable transaction costs as follows:

	<b>31-Dec-2021</b>	<b>31-Dec-2020</b>
<b>Goldman Sachs China A-Share Equity Portfolio</b>	1,304,118	686,427

Note: Benchmark returns, with the exception of taxes at times, do not incorporate transaction costs.

**II. Global Exposure**

The Undertakings for Collective Investment in Transferable Securities ("UCITS") IV directive requires disclosure of how global exposures on financial derivatives investments are managed.

The Investment Adviser uses the Commitment Approach in order to measure the global exposure. The Commitment Approach is a methodology that aggregates the underlying market or notional values of financial derivative instruments to determine the degree of global exposure of a Fund to financial derivative instruments. The Commitment Approach is generally for those Portfolios that hold less complex positions on financial derivatives investments and for the purposes of hedging or efficient portfolio management.



**Goldman Sachs Funds II plc**  
**Appendix III – Total Expense Ratio (Unaudited)**  
**For the Financial Year Ended 31 December 2021**

**I. Total Expense Ratio (“TER”) and Expense Cap Information**

The below table sets out the TER and expense cap information:

<b>Share Class</b>	<b>Expense Cap</b>	<b>Total Expense Ratio<sup>(a)</sup></b>
IG Class Shares (Acc.) (EUR)	0.24%	0.14%
IG Class Shares (Acc.)	0.24%	0.15%
P Class Shares (Acc.)	1.49%	1.42%
P Class Shares (Acc.) (EUR)	1.49%	1.42%
I Class Shares (Acc.)	1.09%	1.01%
I Class Shares (Acc.) (EUR)	1.09%	1.01%
IC Class Shares (Dist) (S-A)	1.09%	1.01%
Base Class Shares (Acc.)	1.99%	1.93%
E Class Shares (Acc.) (EUR)	2.49%	2.44%
Base Share Class (Dist) (A)	1.99%	1.94%
IS Class Shares (Acc.)	0.84%	0.76%
I Class Shares (Dist) (A)	1.09%	1.02%
P Class Shares (Dist) (A)	1.49%	1.42%
R Class Shares (Acc.)	1.09%	1.04%
R Class Shares (Dist) (A)	1.09%	1.04%
I Class Shares (Acc.) (GBP)*	1.09%	1.00%
R Class Shares (Acc.) (GBP)*	1.09%	1.03%
R Class Shares (Acc.) (EUR)*	1.09%	1.07%
Base Class Shares (Acc.) (EUR)*	1.99%	1.95%
Base Class Shares (Acc.) (CNH)*	1.99%	1.95%
R Class Shares (Acc.) (CNH)*	1.09%	1.05%

(a) The TER expresses the sum of all costs, commissions and performance fees (excluding dealing commissions and market costs) charged on an ongoing basis to the Funds’ assets (operating net expenses) taken retrospectively as a percentage of the Funds’ assets, and is calculated using the following formula:

$$\text{Total operating net expenses in CU}^{**} / \text{Average Funds' assets in CU}^{**} \times 100 = \text{TER \%}.$$

\* Share class launched during the year.

\*\* CU = Currency units in the Fund’s base currency.

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**Goldman Sachs Funds II plc**  
**Additional Information (Unaudited)**  
**For the Financial Year Ended 31 December 2021**

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**Offering Documents**

This material is provided for informational purposes only and does not constitute a solicitation in any jurisdiction in which such a solicitation is unlawful or to any person to whom it is unlawful. It only contains selected information with regards to the fund and does not constitute an offer to buy shares in the fund. Prior to an investment, prospective investors should carefully read the latest Key Investor Information Document (KIID) as well as the offering documentation, including but not limited to the fund's prospectus which contains inter alia a comprehensive disclosure of applicable risks. The relevant articles of association, prospectus, supplement, KIID and latest annual/semi-annual report are available free of charge from the fund's paying and information agent and/or from your financial adviser.

**Distribution of Shares**

Shares of the Company may not be registered for public distribution in a number of jurisdictions (including but not limited to any Latin American, African or certain Asian countries). Therefore, the shares of the Company must not be marketed or offered in or to residents of any such jurisdictions unless such marketing or offering is made in compliance with applicable exemptions for the private placement of collective investment schemes and other applicable jurisdictional rules and regulations.

**Investment Advice and Potential Loss**

Financial advisers generally suggest a diversified portfolio of investments. The Company described herein does not represent a diversified investment by itself. This material must not be construed as investment or tax advice. Prospective investors should consult their financial and tax adviser before investing in order to determine whether an investment would be suitable for them. **An investor should only invest if he/she has the necessary financial resources to bear a complete loss of this investment.**

**Past performance does not guarantee future results, which may vary. The value of investments and the income derived from investments will fluctuate and can go down as well as up. A loss of principal may occur.**

**Index Benchmarks**

References to indices, benchmarks or other measures of relative market performance over a specified period of time are provided for your information only and do not imply that the portfolio will achieve similar results. The index composition may not reflect the manner in which a portfolio is constructed. While an adviser seeks to design a portfolio which reflects appropriate risk and return features, portfolio characteristics may deviate from those of the benchmark.

**Important information for Swiss Investors**

The Company's offering memorandum or equivalent document, constitutional documents, the annual reports and, where produced by the Company, the semi-annual reports, may be obtained free of charge from the Swiss Representative. In respect of the shares or interests offered in Switzerland to Qualified Investors, the place of performance is at the registered office of the Swiss Representative. The place of jurisdiction is at the registered office of the Swiss Representative or at the registered office or place of residence of the investor.

**Confidentiality**

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