



Province of British Columbia

Euro Debt Issuance Programme

This 2nd prospectus supplement (the “2nd Supplement”) is supplemental to, forms part of and must be read in conjunction with, the base prospectus dated March 26, 2014, as supplemented by the 1st Supplement dated September 26, 2014 (together, the “Prospectus”) prepared by the Province of British Columbia (the “Issuer”) with respect to its U.S.\$6,000,000,000 Euro Debt Issuance Programme. Capitalised terms used but not otherwise defined in this 2nd Supplement shall have the meaning ascribed thereto in the Prospectus.

Application has been made to the Luxembourg *Commission de Surveillance du Secteur Financier* (the “CSSF”), in its capacity as competent authority under the Luxembourg law dated 10 July 2005 on prospectuses for securities, as amended (the “Prospectus Act 2005”) implementing Directive 2003/71/EC, to approve this 2nd Supplement for use in connection with the issue of Notes under the Programme.

The Issuer accepts responsibility for the information contained in this 2nd Supplement. To the best of the knowledge and belief of the Issuer, having taken all reasonable care to ensure that such is the case, the information contained in this 2nd Supplement is in accordance with the facts and contains no omission likely to affect the import of such information.

This 2nd Supplement has been prepared pursuant to Article 13.1 of the Prospectus Act 2005. The purpose of this 2nd Supplement is:

- (i) to incorporate by reference in the 2nd Supplement certain additional information relating to the Province contained in its Form 18-K filed with the U.S. Securities and Exchange Commission (the “SEC”) on October 8, 2014; and
- (ii) to amend the cross-reference table on page 28 of the Prospectus accordingly.

DOCUMENT INCORPORATED BY REFERENCE

Exhibit 99.3 (Additional Information relating to the Province) of the Issuer’s Form 18-K dated and filed with the SEC on October 8, 2014 (the “2014 Exhibit 99.3”) has been filed with the CSSF and is incorporated by reference in this 2nd Supplement (the remainder of this Form 18-K is either not relevant to the Notes or covered elsewhere in the Prospectus).

The cross-reference table on page 28 of the Prospectus is amended and restated as follows:

Items	Reference pages in the 2013 Review, 2014 Review, 2013/14 Public Accounts, 2013 Exhibit 99.3, 2014 Exhibit 99.3, 2014 Budget or the 2014/15 First Quarterly Report
Constitutional Framework	page 48 of the 2014 Review
Provincial Government	pages 49 and 50 of the 2014 Review
Description of the Economy and Gross Domestic Product	pages 3 through 13 of the 2014 Review pages 23 through 35 of the 2014/15 First Quarterly Report
Tax and Budgetary Systems	pages 118 through 127 of the 2013 Review pages 54 through 63 of the 2014 Review pages 57 through 66 and pages 104 through 112 of the 2014 Budget
Debt of the Province	pages 1 through 16 of the 2013 Exhibit 99.3 pages 2 through 15 of the 2014 Exhibit 99.3 pages 35 through 40 of the 2014 Review pages 12 through 13 and page 21 of the 2014/15 First Quarterly Report
Foreign Trade, Balance of Payment and Foreign Exchange Reserves	pages 16 and 17 of the 2014 Exhibit 99.3 pages 4 through 6 of the 2014 Review pages 27 through 28 of the 2014/15 First Quarterly Report
Financial Position and Resources and Income and Expenditure Figures	pages 17 through 43 of the 2014 Review pages 5 through 22 of the 2014/15 First Quarterly Report
<p>Legal and Arbitration Proceedings. See:</p> <ul style="list-style-type: none"> ● “Contingent Liabilities - Litigation” ● “Contingent Liabilities – Tax Appeals” ● “Contingent Liabilities – Aboriginal Land Claims” ● “Contingent Liabilities – Crown Corporations, Agencies and the School Districts, Universities, Colleges, Institutes and Health Organizations (SUCH)” 	<p>page 74 of the 2013/14 Public Accounts page 74 of the 2013/14 Public Accounts page 75 of the 2013/14 Public Accounts page 76 of the 2013/14 Public Accounts</p>

GENERAL

To the extent that there is any inconsistency between (a) any statement in this 2nd Supplement or any statement incorporated by reference into the Prospectus by this 2nd Supplement and (b) any other statement in or incorporated by reference in the Prospectus prior to the date of this 2nd Supplement, the statements in (a) will prevail.

Statements contained in this 2nd Supplement (or the documents incorporated by reference in this 2nd Supplement) will, to the extent applicable and whether expressly, by implication or otherwise, be deemed to modify or supersede statements in the Prospectus (or the documents incorporated in the Prospectus by reference).

The Dealers have not separately verified the information contained in this 2nd Supplement. Accordingly, no representation, warranty or undertaking, express or implied, is made and no responsibility is accepted by the Dealers as to the accuracy or completeness of any of the information in this 2nd Supplement or any of the information incorporated by reference in this 2nd Supplement.

Save as disclosed in this 2nd Supplement, there has been no other significant new factor, material mistake or material inaccuracy relating to the information included in the Prospectus since the publication of the 1st Supplement dated September 26, 2014.

Copies of this 2nd Supplement and the 2014 Exhibit 99.3 (i) can be viewed on the website of the Luxembourg Stock Exchange at www.bourse.lu and (ii) will be available for inspection during normal business hours at the specified offices of the Fiscal Agent and the Luxembourg Listing Agent as set out at the end of the Prospectus, and for collection without charge from the Ministry of Finance, Provisional Treasury, Debt Management Branch, 620 Superior Street, Victoria, British Columbia, Canada, V8W 9V1. The 2014 Exhibit 99.3 will also be posted on the official website of the Ministry of Finance at <http://www.gov.bc.ca/fin>.