



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 May 4, 2018, as supplemented by the 1st prospectus supplement dated October 4, 2018 (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 *Commission de Surveillance du Secteur Financier* (the “**CSSF**”) in its capacity as competent authority under the Luxembourg Act dated July 10, 2005 on prospectuses for securities, as amended (the “**Prospectus Act 2005**”) to approve this 2nd Supplement for use in connection with the issue of Notes (other than Exempt Notes) under the Programme. Application has also been made to the Luxembourg Stock Exchange to approve this 2nd Supplement pursuant to Part IV of the Prospectus Act 2005 in respect of Exempt Notes to be admitted to the Luxembourg Stock Exchange’s Euro MTF Market.

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:

- (a) to incorporate by reference into the Prospectus Exhibit 99.4 (containing the Second Quarterly Report, November 2018, 2018/19 Financial Update, Economic Outlook & Six Month Financial Results April – September 2018) (the “**2018/19 Second Quarterly Report**”) to the Issuer’s Form 18-K dated and filed with the SEC on October 29, 2018, as amended by a Form 18-K/A dated November 27, 2018 and filed with the SEC on November 28, 2018; and
- (b) to amend the cross-reference table on pages 25 to 27 of the Prospectus accordingly.

DOCUMENTS INCORPORATED BY REFERENCE

The 2018/19 Second Quarterly Report to the Issuer’s Form 18-K/A dated November 27, 2018 and filed with the SEC on November 28, 2018 has been filed with the CSSF and is incorporated by

reference into the Prospectus by this 2nd Supplement (the remainder of the Form 18-K/A is either not relevant to the Notes or covered elsewhere in the Prospectus).

The cross-reference table on pages 25 to 27 of the Prospectus is amended and restated as follows:

| Items | Reference pages in the 2016 Exhibit 99.6, 2016 Exhibit 99.14, 2016 Exhibit 99.3, 2017 Review, 2017 Exhibit 99.3, 2018 Budget, 2017/18 Public Accounts, 2018 Review, 2018/19 First Quarterly Report or 2018/19 Second Quarterly Report |
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| Constitutional Framework | page 50 of the 2018 Review |
| Provincial Government | pages 51 through 53 of the 2018 Review |
| Description of the Economy and Gross Domestic Product | pages 3 through 15 of the 2018 Review pages 27 through 46 of the 2018/19 First Quarterly Report pages 29 through 43 of the 2018/19 Second Quarterly Report pages 85 through 106 of the 2018 Budget |
| Tax and Budgetary Systems | pages 56 through 61 of the 2017 Review pages 57 through 62 of the 2018 Review pages 65 through 84 and pages 121 through 134 of the 2018 Budget 2016 Exhibit 99.14 |
| Debt of the Province | pages 2 through 17 (references are on page numbers on the bottom of each page) of the 2016 Exhibit 99.3 pages 2 through 17 (references are on page numbers on the bottom of each page) of the 2017 Exhibit 99.3 pages 38 through 42 of the 2018 Review pages 49 through 52, page 117, and pages 148 through 150 of the 2018 Budget pages 9 and 27 of the 2018/19 Second Quarterly Report |
| Foreign Trade, Balance of Payment and Foreign Exchange Reserves | pages 19 and 20 (references are on page numbers on the bottom of each page) of the 2016 Exhibit 99.3 pages 19 and 20 (references are on page numbers on the bottom of each page) of the 2017 Exhibit 99.3 pages 5 and 6 of the 2018 Review pages 32 through 34 of the 2018/19 First Quarterly Report |

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| | pages 33 and 34 of the 2018/19 Second Quarterly Report |
| Financial Position and Resources and Income and Expenditure Figures | pages 19 through 45 of the 2018 Review pages 140 through 143 of the 2018 Budget pages 1 through 26 of the 2018/19 First Quarterly Report pages 1 through 28 of the 2018/19 Second 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 School Districts, Universities, Colleges, Institutes and Health Organizations (SUCH)” • “Risks to the Fiscal Plan—Pending Litigation” • “Risks to the Fiscal Forecast” • “Recent Developments” | <p>page 73 of the 2017/18 Public Accounts page 73 of the 2017/18 Public Accounts page 75 of the 2017/18 Public Accounts</p> <p>page 76 of the 2017/18 Public Accounts</p> <p>page 55 of the 2018 Budget</p> <p>page 112 of the 2018 Budget pages 15 and 16 of the 2018/19 First Quarterly Report page 10 of the 2018/2019 Second Quarterly Report</p> <p>2016 Exhibit 99.6</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 into the Prospectus by 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 into 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 into the Prospectus by 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 Prospectus.

Copies of the Prospectus, any supplement to the Prospectus and the documents incorporated by reference into the Prospectus and any supplement to the Prospectus (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 principal offices in London, England of Deutsche Bank AG, London Branch, the fiscal agent, principal paying agent, transfer agent and exchange agent for the Notes, and for collection without charge from the Ministry of Finance, Provincial Treasury, Debt Management Branch, 620 Superior Street, Victoria, British Columbia, Canada, V8W 9V1. The 2018/19 Second Quarterly Report is posted on the official website of the Ministry of Finance at <http://www.fin.gov.bc.ca/pubs.htm>.