



**Certificate of Approval of a Prospectus  
pursuant to The Prospectus Regulations 2005**

**To:**

**FINANZMARKTAUFSICHT (FMA) - FINANCIAL MARKET AUTHORITY (AUSTRIA)  
COMMISSION BANCAIRE, FINANCIERE ET DES ASSURANCES (BELGIUM)  
BUNDESANSTALT FUR FINANZDIENSTLEISTUNGS AUFSICHT (BAFIN) (GERMANY)  
COMMISSION DE SURVEILLANCE DU SECTEUR FINANCIER (LUXEMBOURG)  
AUTORITEIT FINANCIERE MARKTEN (AFM) (THE NETHERLANDS)**

**From:**

**The Financial Services Authority  
25 The North Colonnade, Canary Wharf, London E14 5HS, United Kingdom**

We hereby certify that the Base Prospectus detailed below has been drawn up in accordance with Directive 2003/71/EC or national law transposing the Directive and was approved by the FSA on 18<sup>th</sup> February 2011.

**Name of Issuer:** Province of Ontario  
**Registered Office/Seat:** Canada  
**Type of Securities:** CAD27,000,000,000 Programme for the Issuance of Debt Instruments  
**Guarantor (if any):** N/A  
**Annexes:** V, XII & XVI

We have authorised, in accordance with Article 8 of Directive 2003/71/EC or national law transposing Directive 2003/71/EC, the omission of the information on the following grounds: **No omission**

**Attachments:**

- 1. Base Prospectus dated 18<sup>th</sup> February 2011**
- 2. French translation of the Summary**
- 3. German translation of the Summary**
- 4. Dutch translation of the Summary**

**Financial Services Authority**

**UK Listing Authority  
Document approved**

**Date:** 21 February 2011

**Signed: 1**