



**Certificate of Approval of a Base Prospectus
pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005
Certificate Reference 1739**

To: Finanzmarktaufsicht, Austria
Commission Bancaire et Financière et des Assurances, Belgium
Finanstilsynet, Denmark
Finanssivalvonta, Finland
Autorité des Marchés Financiers, France
Bundesanstalt für Finanzdienstleistungsaufsicht, Germany
Commissione Nazionale per le Società e la Borsa, Italy
Commission de Surveillance du Secteur Financier, Luxembourg
Autoriteit Financiële Markten, The Netherlands
Finanstilsynet, Norway
Comissão do Mercado de Valores Mobiliários, Portugal
Comisión Nacional del Mercado de Valores, Spain
Finansinspektionen, Sweden
Financial Conduct Authority, United Kingdom

From: Central Bank of Ireland

We hereby certify that the Base Prospectus detailed below has been drawn up pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005 and was approved by us on 17 January 2014.

Name of Issuer: Source Commodity Markets Public Limited Company

Registered Office: 5 Harbourmaster Place
I.F.S.C
Dublin 1
Ireland

Type of Securities: Up to 100,000,000 Source Treasury Bill Secured ETC S&P GSCI®
Agriculture Total Return Index Linked Certificates due 2059 Series
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(references to the annexes of Regulation EC 809/2004 according to which the prospectus was drawn up): Annexes V, VII, VIII, XII, XX, XXII & XXX

Guarantor (if any): N/A.

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 required under [Item _ of Annex _] on the following grounds: N/A

Signed: _____
For and on behalf of the: Central Bank of Ireland

Date: 17 January 2014

Attachments: (1) Base Prospectus
(2) Translations of the Summary