



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/09/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Sunshine Oilsands Ltd.

Date Submitted 07/10/2015

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | |
|---|------------------------|---|---|
| (1) Stock code : <u>2012</u> Description : <u>Class "A" Common Shares</u> | | | |
| | No. of ordinary shares | Par value (<i>State currency</i>) No par value CAD\$ | Authorised share capital (<i>State currency</i>) Unlimited CAD\$ |
| Balance at close of preceding month | <u>4,015,227,104</u> | <u>No par value CAD\$</u> | <u>Unlimited CAD\$</u> |
| Increase/(decrease) | <u>100,000,000</u> | <u>No par value CAD\$</u> | <u>Unlimited CAD\$</u> |
| Balance at close of the month | <u>4,115,227,104</u> | <u>No par value CAD\$</u> | <u>Unlimited CAD\$</u> |
| (2) Stock code : <u>N/A</u> Description : <u>N/A</u> | | | |
| | No. of ordinary shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/(decrease) | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Balance at close of the month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |

2. Preference Shares

| Stock code : <u>N/A</u> | | Description : <u>Class "G" Preferred Shares</u> | |
|-------------------------------------|--------------------------|--|---|
| | No. of preference shares | Par value (<i>State currency</i>) No par value | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | <u>0</u> | <u>CAD\$</u> | <u>Unlimited CAD\$</u> |
| Increase/(decrease) | <u>0</u> | <u>CAD\$</u> | <u>N/A</u> |
| Balance at close of the month | <u>0</u> | <u>CAD\$</u> | <u>Unlimited CAD\$</u> |

| Stock code : <u>N/A</u> | | Description : <u>Class "H" Preferred Shares</u> | |
|-------------------------------------|--------------------------|--|---|
| | No. of preference shares | Par value (<i>State currency</i>) No par value | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | <u>0</u> | <u>CAD\$</u> | <u>Unlimited CAD\$</u> |
| Increase/(decrease) | <u>0</u> | <u>CAD\$</u> | <u>N/A</u> |
| Balance at close of the month | <u>0</u> | <u>CAD\$</u> | <u>Unlimited CAD\$</u> |

3. Other Classes of Shares

| Stock code : <u>N/A</u> | | Description : <u>N/A</u> | |
|-------------------------------------|--------------------------------|--|---|
| | No. of other classes of shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/(decrease) | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Balance at close of the month | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |

Total authorised share capital at the end of the month (*State currency*) :

Unlimited CAD\$

II. Movements in Issued Share Capital

| | No. of ordinary shares | | No. of preferred shares Class "G" and "H" preferred shares | No. of other classes of shares |
|--|----------------------------------|------------|---|-----------------------------------|
| | (1) – Class "A" common shares | (2) | | |
| Balance at close of preceding month | <u>4,015,227,104</u> | <u>N/A</u> | <u>0</u> | <u>N/A</u> |
| Increase/ (decrease) during the month | <u>100,000,000</u> | <u>N/A</u> | <u>0</u> | <u>N/A</u> |
| Balance at close of the month | <u>4,115,227,104</u> | <u>N/A</u> | <u>0</u> | <u>N/A</u> |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during the month | | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|---------------------------|-----------|-------------------------|----------------|---|--|--|
| | Granted | Exercised | Cancelled/ Forfeited | Lapsed/Expired | | | |
| 1. Pre-IPO Share Option Scheme | | | | | | | |
| <u>(09/09/2010)</u> Class "A" common shares | 0 | 0 | 1,095,480 | 300,000 | 0 | 6,867,080 (Remarks: See Note A) | |
| (Note A) | | | | | | | |
| 2. Post-IPO Share Option Scheme | | | | | | | |
| <u>(26/01/2012)</u> Class "A" common shares | 0 | 0 | 4,581,350 | 329,956 | 0 | 95,354,511 (Remarks: See Note B) | |
| (Note B) | | | | | | | |
| 3. N/A | | | | | | | |

| | | | | | | |
|---|-----|-----|------------|-----|-----|-----|
| (/ /) | | | | | | |
| shares | N/A | N/A | N/A | N/A | N/A | N/A |
| Total A. (Ordinary shares) <u>N/A</u> | | | | | | |
| (Preferred shares) <u>N/A</u> | | | | | | |
| (Other class) <u>N/A</u> | | | | | | |
| Total funds raised during the month from exercise of options (State currency) | | | <u>N/A</u> | | | |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | Nominal value at close of preceding month | Exercised during the month | Nominal value at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|---------------------------------|--|----------------------------------|---|---|---|
| 1. Warrants | | | | | | |
| (09/12/2015 to 28/02/2016) | HKD | N/A | 0 | N/A | 0 | 211,230,941 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note D</i>) | Class "A" Common Shares | | | | | |
| Subscription price | HKD 1.88 | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /)N/A | | | | | |
| 2. N/A | | | | | | |
| (/ /) | N/A | N/A | N/A | N/A | N/A | N/A |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note I</i>) | N/A | | | | | |
| Subscription price | N/A | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /)N/A | | | | | |
| 3. N/A | | | | | | |
| (/ /) | N/A | N/A | N/A | N/A | N/A | N/A |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (<i>Note I</i>) | N/A | | | | | |
| Subscription price | N/A | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /)N/A | | | | | |
| 4. N/A | | | | | | |

For Main Board and GEM listed issuers

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | Nominal value | | Exercised during the month | Nominal value at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|---------------------------------|-----------------------------------|--|----------------------------------|---|---|---|
| | | at close of preceding month | | | | | |
| (/ /) | N/A | N/A | | N/A | N/A | N/A | N/A |
| Stock code (if listed) | N/A | | | | | | |
| Class of shares issuable (Note 1) | N/A | | | | | | |
| Subscription price | N/A | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /)N/A | | | | | | |
| Total B. | | | | (Ordinary shares) | N/A | | |
| | | | | (Preferred shares) | N/A | | |
| | | | | (Other class) | N/A | | |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Class and description | Currency of amount outstanding | Amount at close of preceding month | Converted/ Forfeited/ during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|--------------------------------------|---|---|------------------------------------|---|---|
| | | | | | | |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (Note 1) | N/A | | | | | |
| Subscription price | N/A | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /)N/A | | | | | |
| 2. Class "H" preferred shares | N/A | 0 | 0 | 0 | 0 | 0 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (Note 1) | N/A | | | | | |
| Subscription price | N/A | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /)N/A | | | | | |

For Main Board and GEM listed issuers

| Class and description | Currency of amount outstanding | Amount at close of preceding month | Converted/ Forfeited during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|--------------------------------|------------------------------------|---------------------------------------|------------------------------|--|---|
| 3. N/A | | | | | | |
| | N/A | N/A | N/A | N/A | N/A | N/A |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (Note 1) | N/A | | | | | |
| Subscription price | N/A | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /)N/A | | | | | |
| 4. N/A | | | | | | |
| | N/A | N/A | N/A | N/A | N/A | N/A |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (Note 1) | N/A | | | | | |
| Subscription price | N/A | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /)N/A | | | | | |
| | | | | Total C. (Ordinary shares) | 0 | |
| | | | | (Preferred shares) | 0 | |
| | | | | (Other class) | N/A | |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|--|---|
| 1. Employee Share Savings Plan (07 /05 /2013) shares (Note C) | 0 | N/A |
| 2. shares (Note) | N/A | N/A |
| 3. (/ /) shares (Note) | N/A | N/A |
| Total D. (Ordinary shares) | 0 | |
| (Other class)(Preferred shares) | N/A | |
| (Other class) | N/A | |

Other Movements in Issued Share Capital

| Type of Issue | | | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month | | | |
|---------------|--------------|--------------------|----------------|--|---|--|---|---|-------------|-------------|
| 1. | Rights issue | At price : | State currency | Class of shares issuable (<i>Note 1</i>) | Issue and allotment date : (dd/mm/yyyy) | (/ /) | (/ /) | EGM approval date: (dd/mm/yyyy) | N/A | N/A |
| 2. | Open offer | At price : | State currency | Class of shares issuable (<i>Note 1</i>) | Issue and allotment date : (dd/mm/yyyy) | (/ /) | (/ /) | EGM approval date: (dd/mm/yyyy) | N/A | N/A |
| 3. | Placing | At price : 0.50 | State currency | Class of shares issuable HKD | Issue and allotment date : (dd/mm/yyyy) | (09/30/2015) | | AGM approval date: (dd/mm/yyyy) (<i>Note E</i>) | 100,000,000 | 100,000,000 |
| 4. | Bonus issue | | | Class of shares issuable (<i>Note 1</i>) | Issue and allotment date : (dd/mm/yyyy) | (/ /) | (/ /) | EGM approval date: (dd/mm/yyyy) | N/A | N/A |

For Main Board and GEM listed issuers

| Type of Issue | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---------------|--|---|
| | | |

| | | | | | | | | | | | | | | |
|--|---|---|--------------------------------------|------------------------------------|---|--|---------|--|---------|--|---------|---|-----|-----|
| 5. Scrip dividend <table data-bbox="430 817 686 884" style="display: inline-table; vertical-align: middle;"> <tr> <td style="padding-right: 5px;">At price :</td> <td style="padding-right: 5px;">State</td> <td style="border-bottom: 1px solid black; width: 50px;"></td> <td style="padding-left: 5px;">currency</td> </tr> </table> | At price : | State | | currency | <table data-bbox="702 672 1085 1008" style="width: 100%;"> <tr> <td style="border-bottom: 1px solid black; width: 100%;">Class of shares issuable (<i>Note 1</i>)</td> <td style="border-bottom: 1px solid black; width: 100px;"></td> </tr> <tr> <td>Issue and allotment date : (dd/mm/yyyy)</td> <td>(/ /)</td> </tr> <tr> <td>EGM approval date: (dd/mm/yyyy)</td> <td>(/ /)</td> </tr> </table> | Class of shares issuable (<i>Note 1</i>) | | Issue and allotment date : (dd/mm/yyyy) | (/ /) | EGM approval date: (dd/mm/yyyy) | (/ /) | <table data-bbox="1149 985 1516 1030" style="width: 100%;"> <tr> <td style="border-bottom: 1px solid black; width: 50%; text-align: center;">N/A</td> <td style="border-bottom: 1px solid black; width: 50%; text-align: center;">N/A</td> </tr> </table> | N/A | N/A |
| At price : | State | | currency | | | | | | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | | | | | | | | | |
| Issue and allotment date : (dd/mm/yyyy) | (/ /) | | | | | | | | | | | | | |
| EGM approval date: (dd/mm/yyyy) | (/ /) | | | | | | | | | | | | | |
| N/A | N/A | | | | | | | | | | | | | |
| 6. Repurchase of shares | <table data-bbox="702 1142 1085 1478" style="width: 100%;"> <tr> <td style="border-bottom: 1px solid black; width: 100%;">Class of shares Class "A" common repurchased (<i>Note D</i>)</td> </tr> <tr> <td>Cancellation dates : (dd/mm/yyyy)</td> </tr> <tr> <td>EGM approval date: (dd/mm/yyyy)</td> </tr> </table> | Class of shares Class "A" common repurchased (<i>Note D</i>) | Cancellation dates : (dd/mm/yyyy) | EGM approval date: (dd/mm/yyyy) | <table data-bbox="1149 1456 1516 1500" style="width: 100%;"> <tr> <td style="border-bottom: 1px solid black; width: 50%; text-align: center;">N/A</td> <td style="border-bottom: 1px solid black; width: 50%; text-align: center;">N/A</td> </tr> </table> | N/A | N/A | | | | | | | |
| Class of shares Class "A" common repurchased (<i>Note D</i>) | | | | | | | | | | | | | | |
| Cancellation dates : (dd/mm/yyyy) | | | | | | | | | | | | | | |
| EGM approval date: (dd/mm/yyyy) | | | | | | | | | | | | | | |
| N/A | N/A | | | | | | | | | | | | | |
| 7. Redemption of shares | <table data-bbox="702 1612 1085 1881" style="width: 100%;"> <tr> <td style="border-bottom: 1px solid black; width: 100%;">Class of shares redeemed (<i>Note 1</i>)</td> <td style="border-bottom: 1px solid black; width: 100px;"></td> </tr> <tr> <td>Redemption date : (dd/mm/yyyy)</td> <td>(/ /)</td> </tr> <tr> <td>EGM approval date: (dd/mm/yyyy)</td> <td>(/ /)</td> </tr> </table> | Class of shares redeemed (<i>Note 1</i>) | | Redemption date : (dd/mm/yyyy) | (/ /) | EGM approval date: (dd/mm/yyyy) | (/ /) | <table data-bbox="1149 1859 1516 1904" style="width: 100%;"> <tr> <td style="border-bottom: 1px solid black; width: 50%; text-align: center;">N/A</td> <td style="border-bottom: 1px solid black; width: 50%; text-align: center;">N/A</td> </tr> </table> | N/A | N/A | | | | |
| Class of shares redeemed (<i>Note 1</i>) | | | | | | | | | | | | | | |
| Redemption date : (dd/mm/yyyy) | (/ /) | | | | | | | | | | | | | |
| EGM approval date: (dd/mm/yyyy) | (/ /) | | | | | | | | | | | | | |
| N/A | N/A | | | | | | | | | | | | | |
| 8. Consideration issue <table data-bbox="430 2038 686 2105" style="display: inline-table; vertical-align: middle;"> <tr> <td style="padding-right: 5px;">At price :</td> <td style="padding-right: 5px;">State</td> <td style="border-bottom: 1px solid black; width: 50px;"></td> <td style="padding-left: 5px;">currency</td> </tr> </table> | At price : | State | | currency | <table data-bbox="702 2027 1085 2150" style="width: 100%;"> <tr> <td style="border-bottom: 1px solid black; width: 100%;">Class of shares issuable (<i>Note 1</i>)</td> <td style="border-bottom: 1px solid black; width: 100px;"></td> </tr> <tr> <td>Issue and allotment</td> <td>(/ /)</td> </tr> </table> | Class of shares issuable (<i>Note 1</i>) | | Issue and allotment | (/ /) | <table data-bbox="1149 2116 1516 2161" style="width: 100%;"> <tr> <td style="border-bottom: 1px solid black; width: 50%; text-align: center;">N/A</td> <td style="border-bottom: 1px solid black; width: 50%; text-align: center;">N/A</td> </tr> </table> | N/A | N/A | | |
| At price : | State | | currency | | | | | | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | | | | | | | | | |
| Issue and allotment | (/ /) | | | | | | | | | | | | | |
| N/A | N/A | | | | | | | | | | | | | |

For Main Board and GEM listed issuers

| | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----------------------------|--|--|---|
| Type of Issue | | | |
| | date : (dd/mm/yyyy) | (/ /) | |
| | EGM approval date: (dd/mm/yyyy) | | |
| 9. Capital reorganisation | Class of shares issuable (<i>Note 1</i>) | (/ /) | |
| | Issue and allotment date : (dd/mm/yyyy) | (/ /) | |
| | EGM approval date: (dd/mm/yyyy) | | |
| | | <u>N/A</u> | <u>N/A</u> |
| 10. Other (Please specify) | At State price : currency | Class of shares issuable (<i>Note 1</i>) | |
| | | Issue and allotment date : (dd/mm/yyyy) | (/ /) |
| | | EGM approval date: (dd/mm/yyyy) | (/ /) |
| | | | |
| | | <u>N/A</u> | <u>N/A</u> |
| Total E. | | (Ordinary shares) 100,000,000 | |
| | | (Preferred shares) <u>N/A</u> | |
| | | (Other class) <u>N/A</u> | |

| | | |
|---|-----|-------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | 100,000,000 |
| | (2) | <u>N/A</u> |
| Total increase / (decrease) in preferred shares during the month (i.e. Total of A to E): | | <u>0</u> |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | <u>N/A</u> |
| <i>(These figures should be the same as the relevant figures under II above (“Movements in Issued Share Capital”).)</i> | | |

Remarks (if any):

Note A: As at 1 September 2015, our Pre-IPO Share Option Scheme had 8,262,560 stock options outstanding. During the month of September 2015, Nil stock options were exercised, 1,095,480 stock options were forfeited and 300,000 stock options expired. As at 30 September 2015, our Pre-IPO Share Option Scheme had 6,867,080 stock options outstanding, of which 6,867,080 stock options were vested (Nil stock options vested in the month of September 2015) and available for exercise into Class “A” common shares on a 1 for 1 basis.

Note B: As at 1 September 2015, our Post-IPO Share Option Scheme had 100,265,817 stock options outstanding. During the month of September 2015, Nil stock options were granted, Nil options were exercised, 4,581,350 stock options were forfeited and 329,956 expired. As at 30 September 2015, our Post-IPO Share Option Scheme had 95,354,511 stock options outstanding, of which 60,713,643 stock options were vested (13,690,453 stock options were vested in the month of September 2015) and available for exercise into Class “A” common shares on a 1 for 1 basis.

Note C: The Employee Share Savings Plan was discontinued by the Company on 31 August 2015.

Note D: Each whole warrant entitles the subscriber to acquire one Class “A” Common Share at an exercise price of HKD 1.88 per Class “A” Common Share, for a period of 24 months following the closing date of the Unit offering which included one Class “A” Common Share and one third of one warrant per Unit. As at 1 September 2015, the Company had 211,230,941 warrants outstanding. During the month of September 2015, there were Nil warrants issued. At 30 September 2015 there were 211,230,941 warrants outstanding.

Note E: Private placement of 100,000,000 shares, closing on September 30, 2015. Issued under the General Mandate approved at the Annual General Meeting held on June 24, 2015.

Submitted by: _____ Al Stark _____

Title: _____ Treasurer _____
(Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).*
- 2. If there is insufficient space, please append the prescribed continuation sheet.*