

**Monthly Return of Equity Issuer on Movements in Securities**

For the month ended  
(dd/mm/yyyy) :

31/7/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

Sunshine Oilsands Ltd.

Date Submitted

6/8/2019

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<br>shares | Par value<br>(State<br>currency)<br>No par<br>value<br>CAD\$ | Authorised share<br>capital<br>(State currency)<br><br><b>Unlimited<br/>CAD\$</b> |
| Balance at close of preceding month                                       | <u>6,135,846,624</u>      | <u>CAD\$</u>   | <u>CAD\$</u>  |
| Increase/(decrease)   | <u>21,779,902</u>         |  | <b>Unlimited<br/>CAD\$</b>  |
| Balance at close of the month   | <u>6,157,626,526</u>      | <b>No par<br/>value<br/>CAD\$</b>                            | <b>Unlimited<br/>CAD\$</b>  |
| (2) Stock code : <u>N/A</u> Description : <u>N/A</u>                      |                           |  |   |
|   | No. of ordinary<br>shares | Par value<br>(State<br>currency)                             | Authorised share<br>capital<br>(State currency)                                   |
| 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>  |
| Balance at close of the month   | <u>N/A</u>                | <u>N/A</u>   | <u>N/A</u>  |



## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares |            | No of preference shares            | No. of other classes of shares |
|---------------------------------------|------------------------|------------|------------------------------------|--------------------------------|
|                                       | (1)                    | (2)        | Class "G" and "H" preferred shares |                                |
| Balance at close of preceding month   | <u>6,135,846,624</u>   | <u>N/A</u> | <u>0</u>                           | <u>N/A</u>                     |
| Increase/ (decrease) during the month | <u>21,779,902</u>      | <u>N/A</u> | <u>0</u>                           | <u>N/A</u>                     |
| Balance at close of the month         | <u>6,157,626,526</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                  | Lapsed     |  |   |
| <b>1. Pre-IPO Share Option Scheme</b>  |                           |            |                            |            |  |   |
| <b>(09/09/2010)</b>  |                           |            |                            |            |  |   |
| Class "A" common shares (Note 1)   | <u>0</u>                  | <u>0</u>   | <u>0</u>                   | <u>0</u>   | <u>0</u>   | <u>0</u>  |
| <b>2. Post -PIO Share Option Scheme</b>  |                           |            |                            |            |  |   |
| <b>(26/01/2012)</b>  |                           |            |                            |            |  |   |
| Class "A" common shares (Note A)   | <u>0</u>                  | <u>0</u>   | <u>1,327,390</u>           | <u>0</u>   | <u>0</u>   | <u>459,293,446</u>  |
| <b>3. N/A</b>  |                           |            |                            |            |  |   |
| ( / / ) shares (Note 1)  | <u>N/A</u>                | <u>N/A</u> | <u>N/A</u>                 | <u>N/A</u> | <u>N/A</u>   | <u>N/A</u>  |
|  |                           |            | Total A. (Ordinary shares) |            | <u>Nil</u>   |   |
|  |                           |            | (Preference 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<br>(Date of expiry - dd/mm/yyyy) | Currency<br>of nominal<br>value | Nominal value<br>at close of<br>preceding<br>month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer<br>issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------------|--|----------------------------------|---|---|---|
| <b>1. N/A</b>  |                                 |  |                                  |   |   |   |
|  | <u>N/A</u>                      | <u>N/A</u>   | <u>N/A</u>                       | <u>N/A</u>                                | <u>N/A</u>  | <u>N/A</u>  |
| ( / / )  |                                 |  |                                  |   |   |   |
| Stock code (if listed)                                   | <u>N/A</u>                      |  |                                  |   |   |   |
| Class of shares<br>issuable (Note 1)                     | <u>N/A</u>                      |  |                                  |   |   |   |
| Subscription price                                       | <u>N/A</u>                      |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | <u>( / / ) N/A</u>              |  |                                  |   |   |   |
| <b>2. N/A</b>  |                                 |  |                                  |   |   |   |
|  | <u>N/A</u>                      | <u>N/A</u>   | <u>N/A</u>                       | <u>N/A</u>                                | <u>N/A</u>  | <u>N/A</u>  |
| ( / / )  |                                 |  |                                  |   |   |   |
| Stock code (if listed)                                   | <u>N/A</u>                      |  |                                  |   |   |   |
| Class of shares<br>issuable (Note 1)                     | <u>N/A</u>                      |  |                                  |   |   |   |
| Subscription price                                       | <u>N/A</u>                      |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | <u>( / / ) N/A</u>              |  |                                  |   |   |   |
| <b>3. N/A</b>  |                                 |  |                                  |   |   |   |
|  | <u>N/A</u>                      | <u>N/A</u>   | <u>N/A</u>                       | <u>N/A</u>                                | <u>N/A</u>  | <u>N/A</u>  |
| ( / / )  |                                 |  |                                  |   |   |   |
| Stock code (if listed)                                   | <u>N/A</u>                      |  |                                  |   |   |   |
| Class of shares<br>issuable (Note 1)                     | <u>N/A</u>                      |  |                                  |   |   |   |
| Subscription price                                       | <u>N/A</u>                      |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | <u>( / / ) N/A</u>              |  |                                  |   |   |   |
| <b>4. N/A</b>  |                                 |  |                                  |   |   |   |
|  | <u>N/A</u>                      | <u>N/A</u>   | <u>N/A</u>                       | <u>N/A</u>                                | <u>N/A</u>  | <u>N/A</u>  |
| ( / / )  |                                 |  |                                  |   |   |   |
| Stock code (if listed)                                   | <u>N/A</u>                      |  |                                  |   |   |   |
| Class of shares<br>issuable (Note 1)                     | <u>N/A</u>                      |  |                                  |   |   |   |
| Subscription price                                       | <u>N/A</u>                      |  |                                  |   |   |   |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     | <u>( / / ) N/A</u>              |  |                                  |   |   |   |
| Total B. (Ordinary shares)                               |                                 |  |                                  |   | <u>Nil</u>  |   |
| (Preference shares)                                      |                                 |  |                                  |   | <u>N/A</u>  |   |
| (Other class)  |                                 |  |                                  |   | <u>N/A</u>  |   |



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. _____<br>_____<br>_____<br>( / / )<br>shares (Note 1)  | N/A  | N/A   |
| 2. _____<br>_____<br>_____<br>( / / )<br>shares (Note 1)  | N/A  | N/A   |
| 3. _____<br>_____<br>_____<br>( / / )<br>shares (Note 1)  | N/A  | N/A   |
| Total D. (Ordinary shares)  | N/A  |   |
| (Preference 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 (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | <u>N/A</u>  | <u>N/A</u> |
| 2.            | Open offer   | At price : _____ | State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | <u>N/A</u>  | <u>N/A</u> |
| 3.            | Placing      | At price : _____ | State currency _____ | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | <u>N/A</u>  | <u>N/A</u> |
| 4.            | Bonus issue  |                  |                      | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | <u>N/A</u>  | <u>N/A</u> |

| 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       | At price : State currency _____ | Class of shares _____<br>issuable ( <i>Note 1</i> )<br>Issue and allotment date : ( dd / mm / yyyy )<br>EGM approval date: ( dd / mm / yyyy ) | <u>N/A</u>   | <u>N/A</u>  |
| 6.            | Repurchase of shares |                                 | Class of shares _____<br>repurchased ( <i>Note 1</i> )<br>Cancellation date : ( dd / mm / yyyy )<br>EGM approval date: ( dd / mm / yyyy )     | <u>N/A</u>   | <u>N/A</u>  |
| 7.            | Redemption of shares |                                 | Class of shares _____<br>redeemed ( <i>Note 1</i> )<br>Redemption date : ( dd / mm / yyyy )<br>EGM approval date: ( dd / mm / yyyy )          | <u>N/A</u>   | <u>N/A</u>  |
| 8.            | Consideration issue  | At price : State currency _____ | Class of shares _____<br>issuable ( <i>Note 1</i> )<br>Issue and allotment date : ( dd / mm / yyyy )<br>EGM approval date: ( dd / mm / yyyy ) | <u>N/A</u>   | <u>N/A</u>  |



| 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 |
|----------------------------|--|--|---|
| 9. Capital reorganisation  | Class of shares _____<br>issuable ( <i>Note 1</i> )<br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / )  | <u>N/A</u>   | <u>N/A</u>  |
| 10. Other (Please specify) | At price : _____ State currency _____<br>Class of shares _____<br>issuable ( <i>Note 1</i> )<br><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | <u>N/A</u>   | <u>N/A</u>  |
|                            |  | Total E. (Ordinary shares)   | <u>Nil</u>  |
|                            |  | (Preference 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) | <u>Nil</u> |
|   | (2) | <u>N/A</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               |     | <u>N/A</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 July 2019, our Post-IPO Share Option Scheme had 460,620,836 stock options outstanding. During the month of July 2019, Nil stock options were granted, Nil options were exercised, 1,327,390 stock options were forfeited and Nil stock options expired. As at 31 July 2019, our Post-IPO Share Option Scheme had 459,293,446 stock options outstanding*

*Note B: On June 25, 2019, the Company completed the issuance of 21,779,902 Shares to Connected Directors per the announcements dated 15 May 2019 and 24 June 2019, and the circular dated 4 June 2019 issued by the Company.*

Submitted by:                     Kwok Ping Sun                    

Title:                     Executive Chairman                      
(Director, Secretary or other duly authorised officer)

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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.