

For the month ended (dd/mm/yyyy): 30/11/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Isa	suer
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Sunshine Oilsands Ltd.

Date Submitted

05/12/2018

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>2012</u> Descri	iption : <u>Class "A"</u>	' Common Sh	nares
	No. of ordinary shares	Par value (State currency) No par	Authorised share capital (State currency)
Balance at close of preceding month	6,013,596,172	value CAD\$	Unlimited CAD\$
Increase/(decrease)	36,032,000	No par value CAD\$	Unlimited CAD\$
Balance at close of the month	6,049,628,172	No par value CAD\$	Unlimited CAD\$
(2) Stock code : <u>N/A</u> Descri	iption : <u>N/A</u>		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	N/A	<u>N/A</u>
Increase/(decrease)	<u>N/A</u>	N/A	<u>N/A</u>
Balance at close of the month	<u>N</u> /A	<u>N/A</u>	<u>N/A</u>

Stock code : \underline{N}_{i}	/A Descri	ption : <u>Class "G</u> "	' Preferred Sha	ares
		No. of preference	Par value (State	Authorised share capital
		shares	<i>currency)</i> No par	(State currency)
			value	Unlimited
Balance at close of p	receding month	0	CAD\$	CAD\$
_	-		No par	
Incrassa/(dacrossa)		0	value CAD\$	N/A
Increase/(decrease)		0	CAD ⁵	N/A
			No non	
			No par value	Unlimited
Balance at close of the	ne month	0	CAD\$	CAD\$
Stock code : \underline{N}_{i}	/A Descri	ption : <u>Class "H</u> "	[•] Preferred Sha Par value	
		No. of preference	(State	Authorised share capital
		shares	currency)	(State currency)
		shares	No par	(Sidle Currency)
			value	Unlimited
Balance at close of p	receding month	0	CAD\$	CADS
			No par	
Increase/(decrease)		0	value CAD\$	N/A
merease/(decrease)		0	CAD ₃	N/ <i>F</i>
			No nor	
			No par value	Unlimited
Balance at close of the	ne month	0	CAD\$	CADS
			·	

2. Preference Shares

3. Other Classes of Shares

Stock code : <u>N/A</u> Descr	ription : <u>N/A</u>		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	N/A	<u>N</u> /A
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 ordi	nary shares	No. of preferred shares Class "G" and	
	(1) Class "A" common shares	(2)		No. of other classes of shares
Balance at close of preceding month	6,013,596,172	N/A	0	N/A
Increase/ (decrease) during the month	36,032,000	<u>N/A</u>	0	N/A
Balance at close of the month	6,049,628,172	<u>N/A</u>	0	<u>N/A</u>

III. Details of Movements in Issued Share Capital

shares of h May be nt thereto as he month
nt thereto as
ne month

		For	Main Board and C	GEM listed issuers
<u>3. N/A</u>				
(/ /)				
shares N/A N/A	N/A	N/A	N/A	N/A
	Total A.	(Ordinary shares)	Nil	_
		(Preferred shares)	N/A	_
		(Other class)	N/A	
Total funds raised during the month from exercise of options (State currency)	N/A			-

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/(Expired) 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
<u>1. N/A</u>	_					
(/ /) Stock code (if listed)	<u> </u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	N/A	<u>N/A</u>
Class of shares issuable (<i>Note 1</i>) Subscription	N/A		_			
price EGM approval date (if applicable) (dd/mm/yyyy)	N/2	A)N/A	_			
<u>2. N/A</u>		N/A	N/A	N/A	N/A	N/A
(/ /) Stock code (if listed)	N/A	A	_			
Class of shares issuable (<i>Note 1</i>) Subscription	N/A	A	_			
price EGM approval date	<u>N/</u> 2	A	_			
(if applicable) (dd/mm/yyyy) <u>3.</u> N/A	(/ /)N/A	_			
	N/A	N/A	<u>N/A</u>	N/A	N/A	N/A
Stock code (if listed)	N/A	4				

				For	Main Board	and GEM lis	sted issuers
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month		d/(Expired) 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
Class of shares issuable (<i>Note 1</i>) Subscription price	N/#		_				
EGM approval date (if applicable) (dd/mm/yyyy) <u>4. N/A</u>	(/ /)N/A	_				
	N/A	N/A	N/A		N/A	N/A	<u>N/A</u>
Stock code (if listed)	N/A	A					
Class of shares issuable (Note 1)	N/A	A					
Subscription price _ EGM approval date	N/A	4	_				
(if applicable) (dd/mm/yyyy)	(/ /)N/A	_				
			Total B.	(Preferred	y shares) <u>N</u> d shares) <u>N</u> her class) <u>N</u>	/A	

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

Class and description 1. Class "G" preferred shares	Currenc of amou outstandi	nt preceding	Forfeited	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	<u>N/A</u>	0	0	0	0	0
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval	N/A N/A					
date (if applicable) (dd/mm/yyyy))	(/ /)N/A				

Amount at Currency of amount 2. Class "H" preferred shares Amount at preceding month Converted/ Forfeited during the shore issued month N/A 0 0 0 0 0	ew shares of nich May be pursuant s at close of month
<u>shares</u> <u>N/A 0 0 0 0</u>	
Stoph and off	
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	
3. Convertible Bonds in	
Principal amount	
HK\$11,000,000.00	
(Note B) HKD 11,000,000 Nil 11,000,000 Nil	52,380,952
Stock code (if	
listed) N/A	
Class of shares Class A	
issuable (Note 1) common voting	
HK\$0.21 per Share Subscription price (subject to adjustment)	
EGM approval	
date	
(if applicable)	
(dd/mm/yyyy) (/ /)N/A	
4	
N/A 0 0 0 0 0	
$\frac{1}{\text{Stock code (if}} - \frac{1}{1} + \frac{1}{2} $	
listed) N/A	
Class of shares	
issuable (Note 1) N/A	
Subscription price <u>N/A</u>	
EGM approval date	
(if applicable)	
(dd/mm/yyyy) $(/ /)N/A$	
Total C. (Ordinary shares) N/A	
(Preferred shares) $\frac{N/A}{N/A}$	
(Other class) <u>N/A</u>	

For Main Board and GEM listed issuers

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		
shares (Note)	N/A	N/A
2.	N/A	N/A
shares (Note)		
3.	-	
5. <u>(/ /)</u>		
shares (Note)	N/A	N/A
Total D. (Ordinary shares)	N/A	
(Other class)(Preferred shares)	N/A	
(Other class)	N/A	

during the month which May be		Other Move	ments in l	Issued Share C	apital				
1. Rights issue At price : State currency Issue and allotment date : (dd/mm/yyyy) $(/ /)$ 2. Open offer At price : State currency Class of shares issuable (Note 1) N/A N/A 2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy) $(/ /)$ N/A N/A 3. Private At price: State currency: 0.146 State currency: HKD Issue and allotment date : (dd/mm/yyyy) $(/ /)$ 3. Private At price: State currency: 0.146 Issue and allotment date : (dd/mm/yyyy) $(/ /)$ 3. Private At price: State currency: 0.146 Issue and allotment date : (dd/mm/yyyy) $(/ /)$ 3. Private At price: State currency: 0.146 Issue and allotment date : (dd/mm/yyyy) $(/ /)$ At price: State currency: 0.146 At price: Class of shares issuable (Note 1) $(/ /)$ At price: State currency: 0.146 At price: State currency: (/ /) $(/ /)$ At price: State currency: 0.146 At price: $(/)$ $(/)$ $(/)$ At price: State currency: 0.146 HKD $(/)$ $($	Т	ype of Issue						of issuer issued during the month	shares of issuer which May be issued pursuant thereto as at close of the
1. Rights issue Integration of the price: Currency - date: (dd/mm/yyyy) $(7 / 7)$ EGM approval date: $(d/mm/yyyy)$ N/A N/A 2. Open offer At price: State currency Class of shares issuable (Mote 1)									
$(dd/mm/yyyy) = (-7 + 7 + 7) + \frac{N/A}{N/A} = \frac{N/A}{N/A}$ $(dd/mm/yyyy) = \frac{N/A}{N/A} = \frac{N/A}{N/A}$ $(dd/mm/yyyy) = \frac{N/A}{At} = \frac{N/A}{At} = \frac{N/A}{At} = \frac{State}{currency} = \frac{Isue and allotment}{date : (dd/mm/yyyy)} = \frac{N/A}{At} = \frac{N/A}{N/A}$ $(dd/mm/yyyy) = \frac{N/A}{At} = \frac{N/A}{N/A} = \frac{N/A}{At} = \frac{N/A}{At} = \frac{Isue and allotment}{(dd/mm/yyyy)} = \frac{N/A}{AGM} = \frac{Isue and allotment}{At} = \frac{Isue and allotment}{date : (dd/mm/yyyy)} = \frac{N/A}{AGM} = \frac{Isue and allotment}{AGM} = \frac{Isue and allotment}{ISUE} = Isue and$	1.	Rights issue				(/ /)		
2. Open offer At price : State currency $At = \frac{State}{currency}$ $\frac{Class of shares issuable}{(Note 1)}$ $\frac{Class of shares issuable}{(Ad/mm/yyyy)}$ $(/ /)$ $\frac{N/A}{N/A}$ 3. Private At price: currency: 0.146 $\frac{State}{HKD}$ $\frac{Class of shares}{ate : (dd/mm/yyyy)}$ $(16/11/2018)$ AGM approval date: $(25/06/2018)$ $(25/06/2018)$						(/ /)		
2. Open offer At price : State currency $ \begin{array}{c} (Note \ 1) & \\ Issue and allotment \\ date : (dd/mm/yyyy) & (/ /) \\ EGM approval date: \\ (dd/mm/yyyy) & (/ /) \\ \hline \\ N/A & N/A \\ \hline \\ N/A & N/A \\ \hline \\ N/A & N/A \\ \hline \\ \\ N/A & N/A \\ \hline \\ \\ N/A & N/A \\ \hline \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ $								<u>N/A</u>	<u>N/A</u>
2. Open offer At price: $Currency$ - $date: (dd/mm/yyyy)$ (///) EGM approval date: (dd/mm/yyyy) (//) EGM approval date: (//) N/A N/A N/A N/A State price: $Currency:$ Issue and allotment date: (dd/mm/yyyy) (16/11/2018) AGM approval date: (25/06/2018) (25/06/2018)									
$\begin{array}{c} \text{EGM approval date:} \\ (dd/mm/yyyy) & (/ /) \\ \hline \\ N/A & N/A \\ \hline \\ \\ N/A & N/A \\ \hline \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ $	2.	Open offer				(/ /)		
3. Private At State Issue and allotment Placing price: currency: date : (dd/mm/yyyy) 0.146 HKD AGM approval date: (25/06/2018) (dd/mm/yyyy) (25/06/2018) (25/06/2018)			price .	currency		(/ /)		
3. Private At State Issue and allotment Placing price: currency: date : (dd/mm/yyyy) (16/11/2018) 0.146 HKD AGM approval date: (25/06/2018) (dd/mm/yyyy)								N/A	N/A
Placing price: currency: 0.146 HKD date : (dd/mm/yyyy) (16/11/2018) AGM approval date: (25/06/2018) (dd/mm/yyyy)						\$			
AGM approval date: (25/06/2018) (<i>dd/mm/yyyy</i>)	3.		price:	currency:		(16/11/2	018))	
0			0.140	ΠΚ		(25/06/2	018))	
					-			32,832,000	0

			Class of shar issuable(<i>Note 1</i>)	res			
3. Private Placing	At price: 0.152	State Currency: HKD	Issue and allotment date : (dd/mm/yyyy)	(21/11/2018	3)		
			AGM approval date: (<i>dd/mm/yyyy</i>)	(25/06/2018	3)		
			Class of shares issuable(Note 1)			2,199,500	<u>0</u>
3. Private Placing	At price: 0.144	State Currency: HKD	Issue and allotment date : (dd/mm/yyyy)	(29/11/2018)			
		UND .	AGM approval date: (dd/mm/yyyy)	(25/06/2018)		1,000,500	0
			Class of shares issuable (<i>Note 1</i>)				
4. Scrip dividend	At price :	State currency —	Issue and allotment date : (dd/mm/yyyy)	(//)			
			EGM approval date: (dd/mm/yyyy)	(//)			
					N/A	N	[/A
			Class of shares Class "A" common repurchased (<i>Note 1</i>)				
5. Repurchase of shares			Cancellation dates : (dd/mm/yyyy)				
			EGM approval date: (dd/mm/yyyy)		N/A	N	[/A
			Class of shares redeemed (Note 1)				
6. Redemption of shares			Redemption date : (dd/mm/yyyy)	(/ /)			
			EGM approval date: (dd/mm/yyyy)	(//)			
					N/A	Ν	[/A
			Class of shares issuable (Note 1)				
7. Consideration issue	At price :	State currency —	Issue and allotment date : (dd/mm/yyyy)	(//)			
			EGM approval date: (dd/mm/yyyy)	(//)			
					N/A	Ν	[/A
			Class of shares issuable (<i>Note 1</i>)				
8. Capital reorganisation			Issue and allotment date : (dd/mm/yyyy)	(//)			
			EGM approval date: (dd/mm/yyyy)	(//)	N/A	N	[/A
						1	

For Main Board and GEM listed issuers

9. Other (Please specify)	At State price : curren	Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /)
		EGM approval date: (dd/mm/yyyy) (/ /) <u>N/A N/A</u>
		Total E. (Ordinary shares) <u>36,032,000</u> (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)	36,032,000			
	(2)	N/A			
Total increase / (decrease) in preferred shares during the month (i.e. Total of A to E):		N/A			
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E	2):	N/A			
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)					

Remarks (if any):

Note A: As at 1 November 2018, our Post-IPO Share Option Scheme had 501,216,831 stock options outstanding. During the month of November 2018, Nil stock options were granted, Nil options were exercised, 6,712,817 stock options were forfeited and Nil stock options expired. As at 30 November 2018, our Post-IPO Share Option Scheme had 494,504,014 stock options outstanding, of which 278,904,290 stock options were vested (100,000,000 stock options were vested in the month of November 2018) and available for exercise into Class "A" common shares on a 1 for 1 basis.

Note B: Per the Company's announcement dated September 28, 2018, as supplemented by the announcements dated October 2 and October 3, 2018 respectively, the Company and the placing agent entered into placing agreement to place convertible bonds in principal amount of up to HK\$11,000,000.00 at conversion price of HKD 0.21 per each convertible bond on best effort basis. The said placing was completed on October 5, 2018.

Up to November 30, 2018, the Company received notices from all Placees that they would exercise the conversion rights attached to the convertible bonds in whole to convert Shares. 52,380,952 Shares will be issued in coming months.

Submitted by:

Kwok Ping Sun

Title:

Executive Chairman (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.