



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/03/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Sunshine Oilsands Ltd.

Date Submitted 03/04/2014

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>3,249,089,233</u> | <u>No par value CAD\$</u> | <u>Unlimited CAD\$</u> |
| Increase/(decrease) | <u>356,695</u> | <u>No par value CAD\$</u> | <u>Unlimited CAD\$</u> |
| Balance at close of the month | <u>3,249,445,928</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>3,249,089,233</u> | <u>N/A</u> | <u>0</u> | <u>N/A</u> |
| Increase/ (decrease) during the month | <u>356,695</u> | <u>N/A</u> | <u>0</u> | <u>N/A</u> |
| Balance at close of the month | <u>3,249,445,928</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 | | | |
| 1. Pre-IPO Share Option Scheme | | | | | | | |
| (09/09/2010) Class "A" common shares | 0 | 0 | 0 | 0 | 0 | 72,825,686 (Remarks: See Note A) | |
| (Note 1) | | | | | | | |
| 2. Post-IPO Share Option Scheme | | | | | | | |
| (26/01/2012) Class "A" common shares | 0 | 0 | 1,881,166 | 0 | 0 | 54,624,537 (Remarks: See Note B) | |
| (Note 1) | | | | | | | |
| 3. N/A | | | | | | | |
| (/ /) shares | N/A | N/A | N/A | N/A | N/A | N/A | |

| | |
|---|------------|
| <i>(Note 1)</i> | |
| 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) | <u>HKD</u> | <u>N/A</u> | <u>0</u> | <u>N/A</u> | <u>0</u> | <u>211,230,941</u> |
| Stock code (if listed) | <u>N/A</u> | | | | | |
| Class of shares issuable (<i>Note D</i>) | <u>Class "A" Common Shares</u> | | | | | |
| Subscription price | <u>HKD 1.88</u> | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | <u>(/ /)N/A</u> | | | | | |
| 2. N/A | | | | | | |
| (/ /) | <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 issuable (<i>Note 1</i>) | <u>N/A</u> | | | | | |
| Subscription price | <u>N/A</u> | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | <u>(/ /)N/A</u> | | | | | |
| 3. N/A | | | | | | |
| (/ /) | <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 issuable (<i>Note 1</i>) | <u>N/A</u> | | | | | |
| Subscription price | <u>N/A</u> | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | <u>(/ /)N/A</u> | | | | | |
| 4. N/A | | | | | | |
| (/ /) | <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> | | | | | |

For Main Board and GEM listed issuers

| 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 |
|--|---------------------------------|--|----------------------------------|---|---|---|
| | | | | | | |
| 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 (<i>Note 1</i>) | 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 (<i>Note 1</i>) | N/A | | | | | |
| Subscription price | N/A | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ /)N/A | | | | | |
| 3. 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 |
|--|--------------------------------|------------------------------------|---------------------------------------|------------------------------|--|---|
| | 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) | 356,695 |
| | | N/A |
| 2. N/A | | |
| | | |
| | | |
| | (/ /) | |
| | shares (Note 1) | N/A |
| | | N/A |
| 3. N/A | | |
| | | |
| | | |
| | (/ /) | |
| | shares (Note 1) | N/A |
| | | N/A |
| Total D. (Ordinary shares) | | 356,695 |
| (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 : | State currency <u>HKD</u> | Class of shares issuable _____ Class "A" Common Shares _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | N/A |
| 4. | Bonus issue | | | Class of shares issuable (<i>Note 1</i>) _____ | 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 |
|--|--|---|
| <p>Issue and allotment date : (/ /) (dd/mm/yyyy)</p> <p>EGM approval date: (/ /) (dd/mm/yyyy)</p> <p>_____</p> | | |

| | | | |
|--|--|--|-----------------------|
| <p>5. Scrip dividend</p> <p>At price : _____</p> <p>State currency _____</p> | <p>_____</p> <p>Class of shares issuable (<i>Note I</i>) _____</p> <p>Issue and allotment date : (/ /) (dd/mm/yyyy)</p> <p>EGM approval date: (/ /) (dd/mm/yyyy)</p> | | <p>N/A</p> <p>N/A</p> |
| <p>6. Repurchase of shares</p> | <p>Class of shares Class "A" common repurchased (<i>Note D</i>)</p> <p>Cancellation dates : (dd/mm/yyyy)</p> <p>EGM approval date: (dd/mm/yyyy)</p> | | <p>N/A</p> <p>N/A</p> |
| <p>7. Redemption of shares</p> | <p>Class of shares redeemed (<i>Note I</i>) _____</p> <p>Redemption date : (/ /) (dd/mm/yyyy)</p> <p>EGM approval date: (/ /) (dd/mm/yyyy)</p> | | <p>N/A</p> <p>N/A</p> |

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 | | | | | | |
| 8. | Consideration 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 |
| 9. | Capital reorganisation | | | 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 |
| 10. | Other (Please specify) | 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 |
| | | | | Total E. (Ordinary shares) 0 | | |
| | | | | (Preferred shares) | N/A | |
| | | | | (Other class) | N/A | |

| | | |
|---|-----|---------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | 356,695 |
| | (2) | N/A |
| Total increase / (decrease) in preferred shares during the month (i.e. Total of A to E): | | 0 |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | N/A |
| <i>(These figures should be the same as the relevant figures under II above (“Movements in Issued Share Capital”).)</i> | | |

