



香港交易所 **Monthly Return of Equity Issuer on Movements in Securities**

For the month ended (dd/mm/yyyy) : 30/04/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Sunshine Oilsands Ltd.

Date Submitted 05/05/2017

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 (State currency) No par value CAD\$	Authorised share capital (State currency) Unlimited CAD\$
Balance at close of preceding month	<u>5,349,951,358</u>	<u>No par value CAD\$</u>	<u>Unlimited CAD\$</u>
Increase/(decrease)	<u>140,874,000</u>	<u>No par value CAD\$</u>	<u>Unlimited CAD\$</u>
Balance at close of the month	<u>5,490,825,358</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 (State currency)	Authorised share capital (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>	<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	No. of other classes of shares
	(1) Class "A" common shares	(2)	Class "G" and "H" preferred shares	
Balance at close of preceding month	<u>5,349,951,358</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>140,874,000</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>
Balance at close of the month	<u>5,490,825,358</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						
(09/09/2010) Class "A" common shares	0	0	0	0		0
(Note A)						
2. Post-IPO Share Option Scheme						
(26/01/2012) Class "A" common shares	9,584,379	0	1,067,709	0		258,140,962 (Remarks: See Note A)
(Note B)						
3. N/A						

(/ /)	shares	N/A	N/A	N/A	N/A	N/A	N/A
		Total A. (Ordinary shares)		N/A			
		(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
1. 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 1</i>)	N/A					
Subscription price	N/A					
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 1</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 1</i>)	N/A					
Subscription price	N/A					

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/(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
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 (<i>Note 1</i>)		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
1. Class "G" 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			
2. Class "H" preferred shares						
	N/A	0	0	0	0	0

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
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						
	N/A	N/A	N/A	N/A	N/A	N/A
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					
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 (<i>Note 1</i>)	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. _____		
_____ shares (<i>Note</i>)	N/A	N/A
2. _____		
_____ shares (<i>Note</i>)	N/A	N/A

For Main Board and GEM listed issuers

3.	(/ /)	shares (Note)	N/A	N/A
		Total D. (Ordinary shares)	N/A	
		(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 (Note 1) Issue and allotment date : (dd/mm/yyyy) 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) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /) (/ /)	<u>N/A</u> <u>N/A</u>
3.	Private Placing	At price : 0.241	State currency HKD	Class of shares issuable Issue and allotment date : (dd/mm/yyyy) SGM approval date: (dd/mm/yyyy)	(04/13/2017) (06/30/2016)	<u>140,874,000</u> <u>140,874,000</u>
4.	Scrip dividend	At price :	State currency	Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /) (/ /)	<u>N/A</u> <u>N/A</u>

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>5. 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>6. Redemption of shares</p> <p>Class of shares redeemed (<i>Note 1</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>
<p>7. Consideration issue</p> <p>At price : _____</p> <p>State currency _____</p> <p>Class of shares issuable (<i>Note 1</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>8. Capital reorganisation</p> <p>Class of shares issuable (<i>Note 1</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>9. Other (Please specify)</p> <p>At price : _____</p> <p>State currency _____</p> <p>Class of shares issuable (<i>Note 1</i>) _____</p>	<p>N/A</p>	<p>N/A</p>

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
	Issue and allotment date : (dd/mm/yyyy) (/ /)	
	EGM approval date: (dd/mm/yyyy) (/ /)	
	Total E. (Ordinary shares) <u>N/A</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)	<u>140,874,000</u>
Total increase / (decrease) in preferred shares during the month (i.e. Total of A to E):	(2)	<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 April 2017, our Post-IPO Share Option Scheme had 249,624,292 stock options outstanding. During the month of April 2017, 9,584,379 stock options were granted, Nil options were exercised, 1,067,709 stock options were forfeited and Nil stock options expired. As at 30 April 2017, our Post-IPO Share Option Scheme had 258,140,962 stock options outstanding, of which 121,848,187 stock options were vested (3,194,790 stock options were vested in the month of April 2017) and available for exercise into Class “A” common shares on a 1 for 1 basis.

Note B: Private placement of 140,874,000 shares issued at HKD 0.241 closed on April 13, 2017. This issuance was under the General Mandate approved at the Annual General Meeting held on June 30, 2016.

Submitted by: Oiping Men

Title: President and Chief Operating Officer
(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.*