

Balance at close of the month

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy):	30/06/2014		
To: Hong Kong Exchanges and Clear	ing Limited		
Name of Issuer Sunsh	ine Oilsands Ltd.		
Date Submitted 07/07/	/2014		
I. Movements in Authorised Share Cap	pital		
1. Ordinary Shares			
(1) Stock code : <u>2012</u> Descri	ription : <u>Class "A"</u>	'Common Sh	nares
	No. of ordinary shares	Par value (State currency) No par value	Authorised share capital (State currency) Unlimited
Balance at close of preceding month	3,250,344,631	CAD\$ No par	CAD\$
Increase/(decrease)	640,505,364	value CAD\$	Unlimited CAD\$
Balance at close of the month	3,890,849,995	No par value CAD\$	Unlimited CAD\$
(2) Stock code : N/A Description	ription: N/A		_
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A	N/A	N/A
Increase/(decrease)	N/A	N/A	N/A

N/A

N/A

N/A

Unlimited CAD\$

\sim	D C	C1
,	Preference	Sharec
4.	1 ICICICIICC	Shares

currency):

Stock code:	N/A	_Description:	Class "G'	' Preferred Sh	nares
Balance at close	of preceding m	S	preference hares	Par value (State currency) No par value CAD\$	Authorised share capital (State currency) Unlimited CAD\$
Darance at crose	or proceding in			No par	<u> </u>
Increase/(decrea	se)		0	value CAD\$	<u>N/A</u>
Balance at close	of the month		0	No par value CAD\$	Unlimited CAD\$
Stock code:	N/A	_Description:	Class "H'	' Preferred Sh	nares
			preference hares	Par value (State currency) No par	Authorised share capital (State currency)
Balance at close	of preceding m	onth	0	value CAD\$	Unlimited CAD\$
Increase/(decrea	se)		0	No par value CAD\$	N/A
Balance at close	of the month		0	No par value CAD\$	Unlimited CAD\$
3. Other Classes	of Shares				
Stock code:	N/A	_Description :	N/A		
			of other s of shares	Par value (State currency)	Authorised share capital (State currency)
Ralance at close	of preceding m	onth <u>N/A</u>		N/A	N/A
Darance at close					NT/A
Increase/(decrea	se)	N/A		N/A	N/A

II. Movements in Issued Share Capital

	No. of ordinary shares		No. of preferred shares	
	(1) – Class "A" common shares	(2)	Class "G" and "H" preferred shares	No. of other classes of shares
Balance at close of preceding month	3,250,344,631	N/A	0	N/A
Increase/ (decrease) during the month	640,505,364	N/A	0	N/A
Balance at close of the month	3,890,849,995	N/A	0	N/A

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Share Options (un	nder Share Op	otion Scheme	s of the Issuer	')		
Particulars of					No. of new shares	No. of new shares of issuer
share option					of issuer issued	which may be issued
scheme						pursuant thereto as at close of
including EGM approval date	N	Iovement dur	ing the month		pursuant thereto	the month
(dd/mm/yyyy)						
and class of			Cancelled/			
shares issuable	Granted	Exercised	Forfeited	Lapsed		
1.Pre-IPO	Grantea	Lacreised	Torrened	Eupseu		
Share Option						
Scheme						
benefic						
(00/00/2010)						
(09/09/2010)						
Class "A"						72,825,686 (Remarks: See
common	0	0	0	0	0	Note A)
shares						
(Note 1)						
2. Post-IPO						
Share Option						
Scheme						
(26/01/2012)						
Class "A"						
common	0	0	423,314	0	0	53,739,468
shares						(Remarks: See Note B)
(<i>Note 1</i>)						
(11010-1)						
3. N/A						
3.17/11						
shares	N/A	N/A	N/A	N/A	N/A	N/A
snares	1 1/ / A	1 V / A	1 N / A	1 1/ / A	1 N / <i>P</i> A	IN/A

(Note 1)			
To	tal A. ((Ordinary shares)	N/A
	((Preferred shares)	N/A
		(Other class)	N/A
Total funds raised during the month from	n		
exercise of options (State currency)		N/A	
	_		

Wai	rants to Issue Shares of the	e Issuer v	whic	ch are to be Lis	ted			
	cription of warrants e of expiry - dd/mm/yyyy)	Curren of nomi value	cy inal	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							
		HKD		N/A	0	N/A	0	211,230,941
	9/12/2015 to							
28/	02/2016)							
	Stock code (if		NT/					
	listed)		N/A	<i>A</i>	=			
	Class of shares issuable (<i>Note D</i>) Cl	ogg " A "	Con	nmon Shares				
	Subscription price			1.88	_			
	EGM approval	пг	χD.	1.00	_			
	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	Α	_			
	Class of shares		NT/					
	issuable (<i>Note 1</i>) Subscription price		N/A		_			
	EGM approval		1 N / F	1	_			
	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		NT/					
	listed) Class of shares		N/A	<u> </u>	=			
	issuable (Note 1)		N/A	Δ				
	Subscription price		N/A		_			
	EGM approval		1 1/1		_			
	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		NT/					
	listed)		N/A	1				

				For Main Boa	ard and GEM	listed issuers
Description of warrants (Date of expiry - dd/mm/yyyy	Currency of nominal) value	Nominal value at close of preceding month	e Exercised during the month	Nominal value at clos of the month		No. of new shares
Class of shares						
issuable (Note 1)	N/. N/.		_			
Subscription price EGM approval	IN/.	A	_			
date						
(if applicable)						
(dd/mm/yyyy)	(/ /)N/A	_			
		Total E		ry shares) <u>N</u>		_
				ed shares) <u>N</u>		
			(O	ther class) N	/A	_
Convertibles (i.e. Convertible	into Charas	of the Issuer w	high are to be	Listed)		
Class and description 1. Class "G" preferred	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
shares Stock code (if	N/A	0	0	0	0	0
listed)	N/A					
Class of shares	11/11					
issuable (Note 1)	N/A					
Subscription price	N/A					
EGM approval						
date (if applicable)						

0

(dd/mm/yyyy))
2. Class "H" preferred

Stock code (if

Class of shares issuable (*Note 1*)

EGM approval

(if applicable) (dd/mm/yyyy)

Subscription price

listed)

date

shares

)N/A

N/A

N/A

N/A

N/A

(/ /)N/A

For Main Board and GEM listed issuers

	1 0	Converted/ Forfeited during the month	Amount at close of the month	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
N/A			· - "		
NT/A					
IN/A					
/ / /	N/A				
N/A	N/A	N/A	N/A	N/A	N/A
N/A					
N/A					
11/71					
/ /)]	N/A				
· · /-		(Preferr			
	of amount outstanding N/A N/A N/A N/A N/A N/A N/A N/	Currency of amount outstanding month N/A N/A N/A N/A N/A N/A N/A N/	Currency of amount preceding outstanding month month N/A N/A N/A N/A N/A N/A N/A N/A	Currency of amount preceding outstanding month month month N/A N/A N/A N/A N/A N/A N/A N/A N/	Amount at Converted/ Forfeited during the month pursuant close of the month pursuant thereto 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)

Cordinary shares Cordinary s	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
Shares (Note C) 505,364 N/A	Employee Share Savings Plan		
2. N/A (N/A
(/ /)	Shares (ivole	0) 303,304	1N/A
3. N/A (/ /)	2. N/A		
(/ /) shares (Note 1) N/A N/A Total D. (Ordinary shares) 505,364	shares (Note) I) N/A	N/A
Total D. (Ordinary shares) 505,364	3. N/A		
Total D. (Ordinary shares) 505,364	(/ /)	
	shares (Note	1) N/A	N/A
(Preferred shares) N/A	Total D. (Ordinary share	es) 505,364	
	(Preferred share	es) N/A	_

(Other class)	N/A

Other Movements in Issued Share Capital No. of new No. of new shares shares of of issuer which may be issued issuer issued pursuant thereto as during the month at close of the pursuant month thereto Type of Issue Class of shares issuable (Note 1) (/ /) Issue and allotment State date: 1. Rights issue price: currency (dd/mm/yyyy)(/ /) EGM approval date: (dd/mm/yyyy) N/AN/A Class of shares issuable (Note 1) (/ /) Issue and allotment State Αt date: 2. Open offer price: currency (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/A N/A Class Class of shares "A"Common issuable Shares_ HKD Issue and allotment State At date: 3. Placing (24/06/2014) price: currency (dd/mm/yyyy) EGM approval (07/05/2013)date: (dd/mm/yyyy) 640,000,000 640,000,000 Class of shares 4. Bonus issue issuable (Note 1) N/A N/A

For Main Board and GEM listed issuers

				shares of issuer issued during the month pursuant thereto	of issuer which may be issued pursuant thereto as at close of the month
	Type of Issue				
		Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuable (Note 1)			
5.	Scrip dividend At State — price : currency	Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)		N/A
6.	Repurchase of shares	Class of shares Class "A" common repurchased (Note D) Cancellation dates: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)		<u>N</u> /A	N/A
7.	Redemption of shares	Class of shares redeemed (<i>Note 1</i>) Redemption date: (dd/mm/yyyy)	(/ /)		
		EGM approval date:	(/ /)		

(dd/mm/yyyy)

N/A

N/A

For Main Board and GEM listed issuers

							No. of new shares of issuer issue during the month pursuant thereto	of issuer which may be issued
7	Type of Issue							
				Class of shares issuable (Note 1)		_		
8.	Consideration issue	At	State currency	Issue and allotment date:	(/ /)		
	issue	price.	currency	(dd/mm/yyyy) EGM approval	(/ /)		
				date: (dd/mm/yyyy)			N/A	<u>N/A</u>
				Class of shares issuable (Note 1)		_		
9.	Capital reorganisation			Issue and allotment date: (dd/mm/yyyy)	(/ /			
	J			EGM approval date:	(/ /)		
				(dd/mm/yyyy)			N/A	N/A
				Class of shares issuable (Note 1)				
10.	Other (Please specify)	At price :	State currency	Issue and allotment date: (dd/mm/yyyy)	(/ /			
	1 7/			EGM approval date:	(/ /)		
				(dd/mm/yyyy)			N/A	N/A
				Total E.	(Ordinary s (Preferred s (Other	hares)		0
To	otal increase / (d	ecrease)	in ordinary sh	ares during the month (i.e	. Total of A t	o E).	(1	640,505,364
10	our moreuse / (u		in ordinary sir	ares daring the month (1.0	o. Tomi of A (L).	(2	N/A
То	otal increase / (d	ecrease)	in preferred sl	hares during the month (i.	e. Total of A	to E):		0
T	otal ingresse / (4	ooronge)	in other elegan	es of charge during the mo	onth (i.a. Tata	1 of A	to E):	N/A

Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):

(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 June 2014, our Pre-IPO Share Option Scheme had 72,825,686 stock options outstanding. During the month of June 2014, Nil stock options were exercised and Nil stock options were forfeited. As at 30 June 2014, our Pre-IPO Share Option Scheme had 72,825,686 stock options outstanding, of which 72,825,686 stock options were vested (Nil stock options vested in the month of June 2014) and available for exercise into Class "A" common shares on a 1 for 1 basis.

Note B: As at 1 June 2014, our Post-IPO Share Option Scheme had 54,162,782 stock options outstanding. During the month of June 2014, Nil stock options were granted and 423,314 stock options were forfeited. As at 30 June 2014, our Post-IPO Share Option Scheme had 53,739,468 stock options outstanding, of which 31,263,398 stock options were vested (175,002 stock options were vested in the month of June 2014) and available for exercise into Class "A" common shares on a 1 for 1 basis.

Note C: The purpose of the Employee Share Savings Plan (the "Plan") approved at the Company's Annual General Meeting on 7 May 2013, is to provide an opportunity for employees of the Company to purchase Class "A" Common Shares ("Shares") from the Company's treasury at the Market Price (as defined by the Plan) through voluntary automatic payroll deductions, thereby attracting, retaining, encouraging and rewarding employees to use their combined best efforts on behalf of the Company and to ensure that employees have a share in the increased profitability and value of the Company. The Company will support the acquisition of Shares by employees pursuant to the Plan through matching employee contributions to the Plan within certain limits defined by the Plan. Contributions by employees and the Company will be made for the purchase of Shares on a regular basis. On 30 June 2014, 505,364 new Shares were issued pursuant to the Plan.

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 June 2014, the Company had 211,230,941 warrants outstanding. During the month of June 2014, there were Nil warrants issued. At 30 June 2014 there were 211,230,941 warrants outstanding.

Note E: Placement of 640,000,000 Class "A" Common Shares which closed on the 24 June 2014.						
Submitted by:	Al Stark					
Title:	Treasurer					
(Director, Sec	retary 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.*