



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/10/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Sunshine Oilsands Ltd.

Date Submitted 05/11/2015

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>4,115,227,104</u>	<u>No par value CAD\$</u>	<u>Unlimited CAD\$</u>
Increase/(decrease)	<u>0</u>	<u>No par value CAD\$</u>	<u>Unlimited CAD\$</u>
Balance at close of the month	<u>4,115,227,104</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>4,115,227,104</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>
Increase/ (decrease) during the month	<u>0</u>	<u>N/A</u>	<u>0</u>	<u>N/A</u>
Balance at close of the month	<u>4,115,227,104</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	6,867,080 (Remarks: See Note A)	
(Note A)							
2. Post-IPO Share Option Scheme							
(26/01/2012) Class "A" common shares	0	0	735,131	0	0	94,619,380 (Remarks: See Note B)	
(Note B)							
3. N/A							

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

For Main Board and GEM listed issuers

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value		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
		at close of preceding month	Exercised during 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					
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 (Note 1)	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 (Note 1)	N/A					
Subscription price	N/A					
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)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
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 (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)	0	N/A
2. shares (Note)	N/A	N/A
3. (/ /) shares (Note)	N/A	N/A
Total D. (Ordinary shares)	0	
(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 (<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	Class of shares issuable	Issue and allotment date : (dd/mm/yyyy)	(/ /)	(/ /)	AGM approval date: (dd/mm/yyyy)	Class "A" Common Shares			N/A	N/A
4.	Bonus issue			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	

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

5. Scrip dividend <table data-bbox="430 817 694 884" style="display: inline-table; vertical-align: middle;"> <tr> <td style="padding-right: 5px;">At price :</td> <td style="padding-right: 5px;">State currency</td> <td style="border-bottom: 1px solid black; width: 50px;"></td> </tr> </table>	At price :	State currency		<table data-bbox="702 672 1085 1008" style="width: 100%;"> <tr> <td style="border-bottom: 1px solid black;">Class of shares issuable (<i>Note 1</i>)</td> <td style="border-bottom: 1px solid black; width: 100px;"></td> </tr> <tr> <td>Issue and allotment date : (dd/mm/yyyy)</td> <td style="text-align: center;">(/ /)</td> </tr> <tr> <td>EGM approval date: (dd/mm/yyyy)</td> <td style="text-align: center;">(/ /)</td> </tr> </table>	Class of shares issuable (<i>Note 1</i>)		Issue and allotment date : (dd/mm/yyyy)	(/ /)	EGM approval date: (dd/mm/yyyy)	(/ /)	<table data-bbox="1157 985 1364 1030" style="width: 100%;"> <tr> <td style="border-bottom: 1px solid black; width: 50%;">N/A</td> <td style="border-bottom: 1px solid black; width: 50%;">N/A</td> </tr> </table>	N/A	N/A
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												
6. Repurchase of shares	<table data-bbox="702 1142 1085 1478" style="width: 100%;"> <tr> <td style="border-bottom: 1px solid black;">Class of shares Class "A" common repurchased (<i>Note D</i>)</td> </tr> <tr> <td>Cancellation dates : (dd/mm/yyyy)</td> </tr> <tr> <td>EGM approval date: (dd/mm/yyyy)</td> </tr> </table>	Class of shares Class "A" common repurchased (<i>Note D</i>)	Cancellation dates : (dd/mm/yyyy)	EGM approval date: (dd/mm/yyyy)	<table data-bbox="1157 1456 1364 1500" style="width: 100%;"> <tr> <td style="border-bottom: 1px solid black; width: 50%;">N/A</td> <td style="border-bottom: 1px solid black; width: 50%;">N/A</td> </tr> </table>	N/A	N/A						
Class of shares Class "A" common repurchased (<i>Note D</i>)													
Cancellation dates : (dd/mm/yyyy)													
EGM approval date: (dd/mm/yyyy)													
N/A	N/A												
7. Redemption of shares	<table data-bbox="702 1612 1085 1881" style="width: 100%;"> <tr> <td style="border-bottom: 1px solid black;">Class of shares redeemed (<i>Note 1</i>)</td> <td style="border-bottom: 1px solid black; width: 100px;"></td> </tr> <tr> <td>Redemption date : (dd/mm/yyyy)</td> <td style="text-align: center;">(/ /)</td> </tr> <tr> <td>EGM approval date: (dd/mm/yyyy)</td> <td style="text-align: center;">(/ /)</td> </tr> </table>	Class of shares redeemed (<i>Note 1</i>)		Redemption date : (dd/mm/yyyy)	(/ /)	EGM approval date: (dd/mm/yyyy)	(/ /)	<table data-bbox="1157 1870 1364 1915" style="width: 100%;"> <tr> <td style="border-bottom: 1px solid black; width: 50%;">N/A</td> <td style="border-bottom: 1px solid black; width: 50%;">N/A</td> </tr> </table>	N/A	N/A			
Class of shares redeemed (<i>Note 1</i>)													
Redemption date : (dd/mm/yyyy)	(/ /)												
EGM approval date: (dd/mm/yyyy)	(/ /)												
N/A	N/A												
8. Consideration issue <table data-bbox="430 2049 694 2116" style="display: inline-table; vertical-align: middle;"> <tr> <td style="padding-right: 5px;">At price :</td> <td style="padding-right: 5px;">State currency</td> <td style="border-bottom: 1px solid black; width: 50px;"></td> </tr> </table>	At price :	State currency		<table data-bbox="702 2027 1085 2150" style="width: 100%;"> <tr> <td style="border-bottom: 1px solid black;">Class of shares issuable (<i>Note 1</i>)</td> <td style="border-bottom: 1px solid black; width: 100px;"></td> </tr> <tr> <td>Issue and allotment</td> <td style="text-align: center;">(/ /)</td> </tr> </table>	Class of shares issuable (<i>Note 1</i>)		Issue and allotment	(/ /)	<table data-bbox="1157 2116 1364 2161" style="width: 100%;"> <tr> <td style="border-bottom: 1px solid black; width: 50%;">N/A</td> <td style="border-bottom: 1px solid black; width: 50%;">N/A</td> </tr> </table>	N/A	N/A		
At price :	State currency												
Class of shares issuable (<i>Note 1</i>)													
Issue and allotment	(/ /)												
N/A	N/A												

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			
	date : (dd/mm/yyyy)	(/ /)	
	EGM approval date: (dd/mm/yyyy)		
9. Capital reorganisation	Class of shares issuable (<i>Note 1</i>)	(/ /)	
	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
	EGM approval date: (dd/mm/yyyy)		
			<u>N/A</u> <u>N/A</u>
10. Other (Please specify)	At State price : currency	Class of shares issuable (<i>Note 1</i>)	
		Issue and allotment date : (dd/mm/yyyy)	(/ /)
		EGM approval date: (dd/mm/yyyy)	(/ /)
			<u>N/A</u> <u>N/A</u>
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>N/A</u>
	(2)	<u>N/A</u>
Total increase / (decrease) in preferred 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 October 2015, our Pre-IPO Share Option Scheme had 6,867,080 stock options outstanding. During the month of October 2015, Nil stock options were exercised, Nil stock options were forfeited and Nil stock options expired. As at 31 October 2015, our Pre-IPO Share Option Scheme had 6,867,080 stock options outstanding, of which 6,867,080 stock options were vested (Nil stock options vested in the month of October 2015) and available for exercise into Class “A” common shares on a 1 for 1 basis.

Note B: As at 1 October 2015, our Post-IPO Share Option Scheme had 95,354,511 stock options outstanding. During the month of October 2015, Nil stock options were granted, Nil options were exercised, 735,131 stock options were forfeited and Nil expired. As at 31 October 2015, our Post-IPO Share Option Scheme had 94,619,380 stock options outstanding, of which 60,617,323 stock options were vested (Nil stock options were vested in the month of October 2015) and available for exercise into Class “A” common shares on a 1 for 1 basis.

Note C: The Employee Share Savings Plan was discontinued by the Company on 31 August 2015.

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 October 2015, the Company had 211,230,941 warrants outstanding. During the month of October 2015, there were Nil warrants issued. At 31 October 2015 there were 211,230,941 warrants outstanding.

Submitted by: _____ Al Stark _____

Title: _____ Treasurer _____
(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.