

Balance at close of the month

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 30/11/2012		
To : Hong Kong Exchanges and Cl	earing Limited		
Name of Issuer Su	nshine Oilsands Ltd.		
Date Submitted 06/	12/2012		
I. Movements in Authorised Share	Capital		
1. Ordinary Shares			
(1) Stock code : <u>2012</u> D	escription : <u>Class "A</u>	A" Common SI	hares
Balance at close of preceding mont Increase/(decrease)		No par value	Authorised share capital (State currency) Unlimited CAD\$
merease/(decrease)	1,158,000		CAD\$
Balance at close of the month	2,817,924,16	No par value 1 CAD\$	Unlimited CAD\$
(2) Stock code : N/A D	escription : <u>N/A</u>		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mont	h <u>N/A</u>	N/A	N/A
Increase/(decrease)	N/A	N/A	N/A

N/A

N/A

N/A

2. Preference Shares

2. Preference Shares			
Stock code: N/A Descri	ription: <u>Class "G"</u>	'Preferred Sh	nares
	No. of preference shares	Par value (State currency) No par	Authorised share capital (State currency)
Balance at close of preceding month	60,740,000	value CAD\$	Unlimited CAD\$
Increase/(decrease)	(300,000)	No par value CAD\$	N/A
Balance at close of the month	60,440,000	No par value CAD\$	Unlimited CAD\$
Stock code : N/A Descri	ription : Class "H'	'Preferred Sh	nares
	No. of preference shares	Par value (State currency) No par	Authorised share capital (State currency)
Balance at close of preceding month	22,200,000	value CAD\$ No par	Unlimited CADS
Increase/(decrease)	0	value CAD\$	N/A
Balance at close of the month	22,200,000	No par value CAD\$	Unlimited CAD\$
3. Other Classes of Shares			
Stock code : N/A Descr	ription: N/A		
	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	N/A
Increase/(decrease)	N/A	N/A	N/A
Balance at close of the month	N/A	N/A	N/A

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	
	(1) – Class "A" common shares	"A" "H" prefer		No. of other classes of shares
Balance at close of preceding month	2,816,766,161	N/A	82,940,000	<u>N/A</u>
Increase/ (decrease) during the month	1,158,000	N/A	(300,000)	N/A
Balance at close of the month	2,817,924,161	N/A	82,640,000	<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	z simie opiio.	Movement dur			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
(dd/mm/yyyy) and class of shares			Cancelled/			
issuable	Granted	Exercised	Forfeited	Lapsed		
1.Pre-IPO				•		
Share Option						
Scheme						
(09/09/2010) Class "A" common shares (Note 1) 2. Post-IPO	0	1,020,000	892,933	0	0	140,116,720 (Remarks: See Note <u>A</u>)
Share Option Scheme (26/01/2012) Class "A"						31,778,180
common shares	0	0	267,333	0	0	(Remarks: See Note
						<u>B)</u>
(Note 1)						
3. N/A						
shares	N/A	N/A	N/A	N/A	N/A	N/A
Silares	11/11	11/11	11/11	11/11		

		I of frame board and oblive house to
(<i>Note 1</i>)		
Tot	al A. (Ordinary shares)	1,020,000
	(Preferred shares)	N/A
	(Other class)	N/A
Total funds raised during the month from exercise of		
options (State currency)	CDN\$279,000	

Warrants to Issue Shares of the Issuer which are to be Listed No. of new No. of new shares of shares of issuer issued issuer which during the may be issued month pursuant pursuant thereto as at Currency of Nominal value at Exercised Nominal value thereto close of the Description of warrants nominal close of during the at close of the month (Date of expiry - dd/mm/yyyy) value preceding month month 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 (Note 1) N/A Subscription price N/A EGM approval date (if applicable) (dd/mm/yyyy))N/A 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 N/A N/AN/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/AN/A N/AN/A N/A N/A N/A N/A Stock code (if listed) N/A Class of shares N/Aissuable (Note 1) N/A Subscription price

For Main Board and GEM listed issuers

Description of warrants (Date of expiry - dd/mm/yyy	nominal	f Nominal value a close of preceding month	during the	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	y) varue	preceding monu	1 monu	month		
(if applicable)	(\NT/A				
(dd/mm/yyyy)	(/ /)N/A	_			
		Tot	(Prefe	nary shares) N/A rred shares) N/A Other class) N/A	A	- - -
Convertibles (i.e. Convertible	e into Shares of the	Issuer which are t	o be Listed)			
Class and description	Currency of amount outstanding	Amount at close of preceding month	e Converted 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 shar		monun	monu	month		
(Note C)						
		<0.740.000	(200,000)	60.440.000	0	27 002 400
Stock code (if listed)	<u>N/A</u> 	60,740,000	(300,000)	60,440,000	0	27,802,400
Class of shares issuable (Note 1)	Class "A" communication shares \$0.0005 per Class					
Subscription price EGM approval date (if applicable)	preferred sha	re				
(dd/mm/yyyy)) 2. Class "H" preferred shar (Note C)		<u>//A</u>				
	 N/A	22,200,000	0	22,200,000	0	10,212,000
Stock code (if listed)	N/A					
Class of shares	Class "A" com	non				
issuable (Note 1)	share \$0.0005 per Clas	s "H"				
Subscription price EGM approval date	preferred shar					
(if applicable) (dd/mm/yyyy) 3. N/A	(/ /)N	//A				
	 N/A	N/A	N/A	N/A	N/A	N/A
Stock code (if listed)	$\frac{N/A}{N/A}$	11/71	11/71	11/71	1 V / <i>F</i> 1	1N/ FA
Class of shares issuable (<i>Note 1</i>)	N/A					

				For Main Board	and GEM liste	d issuers
	Currency o amount	f Amount at close of preceding	Converted during the	Amount at close of the	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 and description	outstanding	g month	month	month		
Subscription price EGM approval date (if applicable)	N/A					
(dd/mm/yyyy) 4. N/A	(/ /)N	<u> </u>				
		N/A	N/A	N/A	<u>N/A</u>	N/A
Stock code (if listed)	N/A					
issuable (<i>Note 1</i>) Subscription price	N/A N/A					
EGM approval date (if applicable) (dd/mm/yyyy)		N/A				
			(Prefe	inary shares) $\underline{130}$ erred shares) $\underline{(30)}$ (Other class) $\underline{N/2}$	(000,000)	(Note C) (Note C)
Any other Agreements or Arra than under Share Option Schen		e Shares of the Issu		be Listed, inclu		

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: 1. N/A	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 1)	N/A	N/A
2. N/A (/ /) shares (Note 1)	N/A	N/A
3. N/A (/ /)	NI/A	NI/A
Total D. (Ordinary shares) (Preferred shares)	N/A N/A N/A N/A	N/A
(Other class)	IV/A	

Class of shares issuable Class of shares iss		Type of Issue	Issued Share Capital				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		Type of Issue		Class of charas issuable				
At price : currency								
Class of shares issuable N/A N/A	1.	Rights issue	At price : State currency		(/	/)	
Class of shares issuable Class of shares iss					(/	/		27/4
2. Open offer At price : State currency Issue and allotment date : (dd/mm/yyyy)							N/A	_ <u>N/A</u>
2. Open offer At price: State currency State currency State (dd/mm/yyyy)								
Class of shares issuable N/A N/A	2.	Open offer		Issue and allotment	(/	/)	
Class of shares issuable Class of shares iss				EGM approval date:	(/	/)	
State currency							N/A	N/A
Class of shares issuable								
Class of shares issuable (Note 1) 4. Bonus issue Somethat the content of the content	3.	Placing	At price : State currency		(/	/)	
Class of shares issuable (Note 1) 4. Bonus issue Issue and allotment date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)					(/	/)	
4. Bonus issue Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) ((dd/mm/yyyy)				•			N/A	N/A
4. Bonus issue date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)								
(dd/mm/yyyy)	4.	Bonus issue			(/	/)	
					(/	/		
							N/A	N/A

For Main Board and GEM listed issuers

Class of shares issuable		Type of Issue		•	or man	<u> </u>	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
Serip dividend								
Class of shares Cancellation dates : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) N/A								
Class of shares Class "A" common repurchased (Note D)	5.	Scrip dividend			(/ /)		
Class "A" common repurchased (Note D) Cancellation dates: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) Class of shares redeemed (Note I) 7. Redemption of shares (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A Class of shares issuable (/ /) Sample of the common repurchased (Note D) N/A				EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
EGM approval date: (dd/mm/yyyy) N/A Class of shares redeemed (Note 1) Redemption date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A Class of shares (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A State (Note 1) Issue and allotment (/ /) date: (dd/mm/yyyy) EGM approval date: (/ / /) EGM approval date: (/ / /)	6.			Class "A" common repurchased (<i>Note D</i>)				
redeemed (Note 1) Redemption of shares Redemption date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) N/A Class of shares issuable (Note 1) 8. Consideration issue At price: State currency EGM approval date: (/ /) Issue and allotment (/ /) date: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)				EGM approval date:			N/A	_ <u>N/A</u>
shares (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) N/A Class of shares issuable (/ /) (Note 1) State (Note 1) Issue and allotment (/ /) date: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)				redeemed (Note 1)				
8. Consideration issue At price: State State currency State State currency State Class of shares issuable State State State State State Class of shares issuable Class of shares issuable State State	7.			Redemption date : (dd/mm/yyyy)	(/ /)		
8. Consideration issue At price: State Issue and allotment date: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)				EGM approval date: (dd/mm/yyyy)	(/ /)	<u>N</u> /A	N/A
8. Consideration issue At price: State currency — Issue and allotment date: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)								
8. Consideration issue At price: currency date: (dd/mm/yyyy) EGM approval date: (///) (dd/mm/yyyy)								
(dd/mm/yyyy)	8.	Consideration issue						
<u>N/A</u>				EGM approval date: (dd/mm/yyyy)	(/ /)	<u>N</u> /A	N/A

For Main Roard and GFM listed issuers

N/A

	Type of Issue				j	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
			Class of shares issuable (Note 1)				
9.	Capital reorganisation		Issue and allotment date: (dd/mm/yyyy)	(/ /)		
			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)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	N/A
				Ordinary s Preferred s (Other	shares	N/A	
To	otal increase / (decre	ease) in ordinary shares durir	ng the month (i.e. Total of A to	E):	(1) 1,158,000	
					(2	· -	
To	otal increase / (decre	ease) in preferred shares duri	ng the month (i.e. Total of A to	E):		(300,000)	

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

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	anv)٠
remarks (11	any	,.

Note A: As at 1 November 2012, our Pre-IPO Share Option Scheme had 142,029,653 stock options outstanding. During the month of November 2012, 1,020,000 stock options were exercised and 892,933 stock options were forfeited. As at 30 November 2012, our Pre-IPO Share Option Scheme had 140,116,720 stock options outstanding, of which 129,982,947 stock options were vested (200,000 stock options vested in the month of November 2012) and available for exercise into Class "A" common shares on a 1 for 1 basis.

Note B: As at 1 November 2012, our Post-IPO Share Option Scheme had 32,045,513 stock options outstanding. During the month of November 2012, Nil stock options were granted and 267,333 stock options were forfeited. As at 30 November 2012, our Post-IPO Share Option Scheme had 31,778,180 stock options outstanding, of which 10,592,727 stock options were vested (Nil stock options vested in the month of November 2012) and available for exercise into Class "A" common shares on a 1 for 1 basis.

Note C: According to the conversion schedule disclosed in the audited financial statements for the year ended 31 December 2011 (note 12), the total Class "G" and Class "H" preferred shares were available at a conversion rate of 46% based on the vesting terms. During the month of November 2012, 300,000 vested Class "G" preferred shares were converted into 138,000 Class "A" common shares at the conversion rate of 46%. The ending balance of Class "G" and Class "H" preferred shares outstanding as at 30 November 2012 was 60,440,000 and 22,200,000, respectively, which if converted, would result in the issuance of a total of 38,014,400 Class "A" common shares (27,802,400 if converted from Class "G" preferred shares and 10,212,000 if converted from Class "H" preferred shares).	
	•
Submitted by:	_Al Stark
Title:	Treasurer

Notes:

1. State the class of shares (e.g. ordinary, preference or other).

(Director, Secretary or other duly authorised officer)

2. If there is insufficient space, please append the prescribed continuation sheet.