

- AMENDED -

Form 45-106F6

British Columbia Report of Exempt Distribution

This is the form required under section 6.1 of National Instrument 45-106 for a report of exempt distribution in British Columbia.

Issuer/underwriter information

Item 1: Issuer/underwriter name and contact information

A. State the following:

Sandspring Resources Ltd. (the "Issuer")
9137 E. Mineral Circle, Suite 180
Centennial, Colorado 8011-3464
Email: jvastardis@fiorecorporation.com
Phone: (604) 690-6125

B. If an underwriter is completing this report, state the following:

- the full name of the underwriter;
- the underwriter's website address; and
- the address, telephone number and email address of the underwriter's head office.

Item 2: Reporting issuer status

A. State whether the issuer is or is not a reporting issuer and, if reporting, each of the jurisdictions in which it is reporting.

The Issuer is a reporting issuer in the provinces of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Quebec, New Brunswick, Nova Scotia, Prince Edward Island and Newfoundland.

B. If the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, name the investment fund manager and state the jurisdiction(s) where it is registered.

Item 3: Issuer's industry

Indicate the industry of the issuer by checking the appropriate box below.

- | | |
|---|---|
| <input type="checkbox"/> Bio-tech | Mining |
| Financial Services | <input checked="" type="checkbox"/> exploration/development |
| <input type="checkbox"/> investment companies and funds | <input type="checkbox"/> production |
| <input type="checkbox"/> mortgage investment companies | <input type="checkbox"/> Oil and gas |
| <input type="checkbox"/> Forestry | <input type="checkbox"/> Real estate |
| <input type="checkbox"/> Hi-tech | <input type="checkbox"/> Utilities |
| <input type="checkbox"/> Industrial | <input type="checkbox"/> Other (describe) |
-

Item 4: Insiders and promoters of non-reporting issuers

If the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, do not complete this table.

If the issuer is not a reporting issuer in any jurisdiction of Canada, complete the following table by providing information about each insider and promoter of the issuer. If the insider or promoter is not an individual, complete the table for directors and officers of the insider or promoter.

Information about insiders and promoters			
Full name, municipality and country of principal residence	All positions held (e.g., director, officer, promoter and/or holder of more than 10% of voting securities)	Number and type of securities of the issuer beneficially owned or, directly or indirectly controlled, on the distribution date, including any securities purchased under the distribution	Total price paid for all securities beneficially owned or, directly or indirectly controlled, on the distribution date, including any securities purchased under the distribution (Canadian \$)
<i>Not applicable</i>			

Details of distribution**Item 5: Distribution date**

State the distribution date. If this report is being filed for securities distributed on more than one distribution date, state all distribution dates.

May 6, 2016

Item 6: Number and type of securities

For each security distributed:

20,312,500 units. Each unit consists of one common share and one common share purchase warrant, with each common share purchase warrant entitling the holder to purchase one additional common share at a price of \$0.42 per share for a period of five (5) years from the date of issuance.

Item 7: Geographical information about purchasers

Complete the following table for each Canadian and foreign jurisdiction where purchasers of the securities reside. Do not include in this table information about securities issued as payment of commissions or finder's fees disclosed under item 9 of this report. The information provided in this table must reconcile with the information provided in item 8 and Schedules I and II.

Each jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$)	Total deemed dollar value raised from purchasers in the jurisdiction (Canadian \$)
<i>British Columbia</i>	<i>77</i>	<i>\$0.32</i>	<i>\$3,259,560</i>
<i>Alberta</i>	<i>4</i>	<i>\$0.32</i>	<i>\$13,440</i>
<i>Ontario</i>	<i>8</i>	<i>\$0.32</i>	<i>\$546,400</i>
<i>USA</i>	<i>6</i>	<i>\$0.32</i>	<i>\$364,600</i>
<i>British Virgin Islands</i>	<i>2</i>	<i>\$0.32</i>	<i>\$908,000</i>
<i>Australia</i>	<i>1</i>	<i>\$0.32</i>	<i>\$17,600</i>
<i>Argentina</i>	<i>1</i>	<i>\$0.32</i>	<i>\$107,200</i>
<i>China</i>	<i>1</i>	<i>\$0.32</i>	<i>\$1,000,000</i>
<i>Switzerland</i>	<i>2</i>	<i>\$0.32</i>	<i>\$278,400</i>
<i>Dubai</i>	<i>1</i>	<i>\$0.32</i>	<i>\$4,800</i>
Total number of Purchasers	103		
Total dollar value of distribution in all jurisdictions (Canadian \$)			6,500,000

Note 1: If securities are issued at different prices, list the highest and lowest price for which the securities were sold.

Note 2: The securities were issued in settlement of outstanding indebtedness of the Issuer.

Item 8: Information about purchasers

Instructions

A. If the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, do not complete this table.

B. Information about the purchasers of securities under the distribution is required to be disclosed in different tables in this report. Complete

- the following table for each purchaser that is not an individual, and
- the tables in Schedules I and II of this report for each purchaser who is an individual.

Do not include in the tables information about securities issued as payment of commissions or finder's fees disclosed under item 9 of this report.

C. An issuer or underwriter completing this table in connection with a distribution using the exemption in subparagraph 6.1(1)(j) [TSX Venture Exchange offering] of National Instrument 45-106 *Prospectus and*

Registration Exemptions may choose to replace the information in the first column with the total number of purchasers, whether individuals or not, by jurisdiction. If the issuer or underwriter chooses to do so, then the issuer or underwriter is not required to complete the second column or the tables in Schedules I and II.

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased Units	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
0848610 BC Ltd., 3327 Allan Road, North Vancouver, BC Contact: David Duggan Tel: (604) 999-6566	<i>N/A</i>	<i>25,000</i>	<i>\$8,000</i>	<i>Sec 2.3 of NI 45-106</i>	<i>2016-05-06</i>
2180447 Ontario Inc. 8 West Palm Court Toronto, ON M9M 1R7 Contact: David D'Onofrio Tel: (416) 520-9028	<i>N/A</i>	<i>68,750</i>	<i>\$22,000</i>	<i>Sec 2.3 of NI 45-106</i>	<i>2016-05-06</i>
485374 BC Ltd. 3771 Dollarton Highway N. Vancouver, BC Contact: Harry Pokrandt Tel: (604) 363-7742	<i>I</i>	<i>440,000</i>	<i>\$140,800</i>	<i>Sec 2.3 of NI 45-106</i>	<i>2061-05-06</i>
A.S.T. Securities and Trade Company Limited 3076 Sir Francis Drake Highway Road Town, Tortola, BVI Contact: Thomas Schulz Tel: 42 32373434	<i>N/A</i>	<i>137,500</i>	<i>\$44,000</i>	<i>Sec 2.3 of NI 45-106</i>	<i>2016-05-06</i>
ABK Consulting Inc. 1451 Howe Street Vancouver, BC V6Z 1C2 Contact: Ashton Kerzner Tel: (604) 761-1804	<i>N/A</i>	<i>15,000</i>	<i>\$4,800</i>	<i>Sec 2.3 of NI 45-106</i>	<i>2016-05-06</i>
B McCubbing Superannuation Fund PO Box 268 Nedlands, 6909, Western Australia Contact: Brian McCubbing Tel: (618) 938-6855	<i>N/A</i>	<i>55,000</i>	<i>\$17,600</i>	<i>Sec 2.5 of NI 45-106</i>	<i>2016-05-06</i>
Bebek Consulting Inc. 2960 Palmerston Avenue W. Vancouver, BC V7V 2X3, Contact: Ivan Bebek Tel: (604) 307-5808	<i>N/A</i>	<i>275,000</i>	<i>\$88,000</i>	<i>Sec 2.5 of NI 45-106</i>	<i>2016-05-06</i>

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased Units	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
<i>Beneath the Surface Capital Corp.</i> <i>410 – 625 Howe Street</i> <i>Vancouver, BC V6C 2T6</i> <i>Contact: Scott Gibson</i> <i>Tel: (604) 697-0028</i>	N/A	32,000	\$10,240	Sec 2.3 of NI 45-106	2016-05-06
<i>0923774 BC Ltd.</i> <i>4205 Rockridge Road</i> <i>W. Vancouver, BC V7W 1A3</i> <i>Contact: Robert Cabral</i> <i>Tel: (604) 315-6006</i>	N/A	875,000	\$280,000	Sec 2.3 of NI 45-106	2016-05-06
<i>Castle Rising RB Consulting Corp.</i> <i>800 – 1199 W. Hastings Street</i> <i>Vancouver, BC V6E 3T5</i> <i>Contact: Rachel Bellian</i> <i>Tel: (604) 992-5091</i>	N/A	15,500	\$4,960	Sec 2.3 of NI 45-106	2016-05-06
<i>Cpark LLC</i> <i>One South School Avenue, Suite 500,</i> <i>Sarasota, FL 34237</i> <i>Contact: Douglas Band</i> <i>Tel: (212) 348-8882</i>	N/A	70,000	\$22,400	Sec 2.3 of NI 45-106	2016-05-06
<i>Dr. Shafik Thobani Inc.</i> <i>5909 Cartier Street</i> <i>Vancouver, BC V6B 3A8</i> <i>Contact: Shafik Thobani</i> <i>Tel: (778) 834-8304</i>	N/A	15,000	\$4,800	Sec 2.3 of NI 45-106	2016-05-06
<i>Gibraltar Capital Corporation</i> <i>1800 – 1140 W. Pender Street, Vancouver, BC</i> <i>V6E 3C9</i> <i>Contact: Ryan Chan</i> <i>Tel: (604) 687-3707</i>	N/A	950,000	\$304,000	Sec 2.3 of NI 45-106	2016-05-06

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased Units	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Bank Julius Baer & Co. Ltd., Bahnhofstrasse 36, CH-8010 Zurich, Switzerland Contact: Urs Metler Tel: 41 (0) 58 888-8733	N/A	800,000	\$256,000	Sec 2.3 of NI 45-106	2016-05-06
Meridian Global Gold and Resources Fund Ltd. PO Box 71 Road Town, Tortola, British Virgin Islands Contact: Ian Mann Tel: 441 5056715	N/A	2,700,000	\$864,000	Sec 2.3 of NI 45-106	2016-05-06
Pacific Website Company Inc. 1040 Palmerston Avenue W. Vancouver, BC Contact: Thomas Humphreys Tel: (604) 609-5139	N/A	156,250	\$50,000	Sec 2.3 of NI 45-106	2016-05-06
Quiet Cove Capital Corp. 708 – 27 Alexander Street Vancouver, BC V6A 1B2 Contact: Brian Paes-Braga Tel: (604) 616-9478	N/A	250,000	\$80,000	Sec 2.3 of NI 45-106	2016-05-06
Retirement Concepts Seniors Services Ltd. 1160 – 1090 West Georgia Street Vancouver, BC V6E 3V7 Contact: Azim Jamal Tel: (604) 662-4969	N/A	687,500	\$220,000	Sec 2.3 of NI 45-106	2061-05-06
Lundy Management Ltd. Carmana Plaza, 1128 Alberni Street, Apt. 2702 Vancouver, BC V6E 4R6 Contact: Steve Swatton Tel: (604) 441-0069	N/A	40,000	\$12,800	Sec 2.3 of NI 45-106	2016-05-06

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased Units	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
TR Trust 910 – 1050 West Pender Street Vancouver, BC V6E 3S7 Contact: Lyall Knott Tel: (604) 643-3129	N/A	162,500	\$52,000	Sec 2.3 of NI 45-106	2016-05-06
Jeremy and Maria Zimmer Living Trust 12100 Wilshire Blvd., #1150 Los Angeles, CA 90025 Contact: Jeremy or Maria Zimmer Tel: (310) 826-2060	N/A	180,000	\$57,600	Sec 2.5 of NI 45-106	2016-05-06

Commissions and finder's fees

Item 9: Commissions and finder's fees

Instructions

A. Complete the following table by providing information for each person who has received or will receive compensation in connection with the distribution(s). Compensation includes commissions, discounts or other fees or payments of a similar nature. Do not include information about payments for services incidental to the distribution, such as clerical, printing, legal or accounting services.

B. If the securities being issued as compensation are or include convertible securities, such as warrants or options, add a footnote describing the terms of the convertible securities, including the term and exercise price. Do not include the exercise price of any convertible security in the total dollar value of the compensation unless the securities have been converted.

Full name and address of the person being compensated	Compensation paid or to be paid (cash and/or securities)				
	Cash (Canadian \$)	Securities			Total dollar value of compensation (Canadian \$)
		Number and type of securities issued	Price per security	Exemption relied on and date of distribution	
Richardson GMP Limited 500 – 550 Burrard Street Vancouver, BC V6C 2B5	\$13,140.00	N/A	N/A	N/A	\$13,140.00
Haywood Securities Inc. 700 – 200 Burrard Street, Vancouver, BC	\$22,308.00	N/A	N/A	N/A	\$22,308.00

Full name and address of the person being compensated	Compensation paid or to be paid (cash and/or securities)				
	Cash (Canadian \$)	Securities			Total dollar value of compensation (Canadian \$)
		Number and type of securities issued	Price per security	Exemption relied on and date of distribution	
<i>Haywood Securities USA Inc. 700 – 200 Burrard Street, Vancouver, BC</i>	<i>\$4,240.00</i>	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	<i>\$4,240.00</i>
<i>Canaccord Genuity Corp. 2200 – 609 Granville Street Vancouver, BC V7Y 1H2</i>	<i>\$2,720.00</i>	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	<i>\$2,720.00</i>
<i>Raymond James Ltd. 400 – 925 W. Georgia Street Vancouver, BC V7Y 1H2</i>	<i>\$570.00</i>	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	<i>\$570.00</i>
<i>Leede Jones Gable 1800 – 1140 W. Pender Street Vancouver, BC V6E 3G1</i>	<i>\$220.00</i>	<i>156,250 Units</i>	<i>\$0.32</i>	<i>Sec 2.3 of NI 45-106 2016-05-06</i>	<i>\$50,220.00</i>
<i>1051730 B.C. Ltd. 989 Nelson Street Vancouver, BC V6Z 2S1</i>	<i>\$26,400</i>	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	<i>\$26,400.00</i>
<i>PowerOne Capital Markets Limited 2210 - 130 King Street West Toronto, ON M5X 1E4</i>	<i>\$23,320.00</i>	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	<i>\$23,320.00</i>
<i>Angen Capital Corp. 3302 – 1495 Richards Street Vancouver, BC V6Z 3E3</i>	<i>\$27,590.00</i>	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>	<i>\$27,590.00</i>

Note 1: Each unit consists of one common share and one common share purchase warrant, with each common share purchase warrant entitling the holder to purchase one additional common share at a price of \$0.42 per share for a period of five (5) years from the date of issuance.

Certificate

On behalf of Abattis Bioceuticals Corp. I certify that the statements made in this report are true.

Date: May 18, 2016

Sandspring Resources Ltd.
Name of Issuer (please print)

Harpreet Dhaliwal, CFO / Tel: (604) 609-6141
Print name, title and telephone number of person signing

/s/ "Harpreet Dhaliwal"
Signature

Instruction

The person certifying this report must complete the information in the square brackets by deleting the inapplicable word. For electronic filings, substitute a typewritten signature for a manual signature.

Item 10: Contact information

State the name, title and telephone number of the person who may be contacted with respect to any questions regarding the contents of this report, if different than the person signing the certificate.

IT IS AN OFFENCE TO MAKE A MISREPRESENTATION IN THIS REPORT.

Notice - Collection and use of personal information

The British Columbia Securities Commission collects and uses the personal information required to be included in this report for the administration and enforcement of the *Securities Act*. If you have any questions about the collection and use of this information, contact the British Columbia Securities Commission at the following address:

British Columbia Securities Commission

P.O. Box 10142, Pacific Centre
701 West Georgia Street
Vancouver, British Columbia V7Y 1L2
Telephone: (604) 899-6500

Toll free across Canada: 1-800-373-6393 Facsimile: (604) 899-6581