

**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:

- the full name of the issuer of the security distributed. Include the former name of the issuer if its name has changed since this report was last filed;
- the issuer's website address; and
- the address, telephone number and email address of the issuer's head office.

*Select Sands Corp. (the "Issuer")
www.selectsandscorp.com
Suite 310 – 850 West Hastings Street
Vancouver, British Columbia V6C 1E1
Tel: 604 639-4533
Email: rasoolm@telus.net*

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 British Columbia and Alberta.

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 \$)
N/A			

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.

August 13, 2015

ITEM 6: NUMBER AND TYPE OF SECURITIES

For each security distributed:

- describe the type of security;

Units and finder warrants.

- state the total number of securities distributed. If the security is convertible or exchangeable, describe the type of underlying security, the terms of exercise or conversion and any expiry date; and

6,125,000 Units and 306,250 finder warrants. Each Unit is comprised of one common share and one-half of a share purchase warrant, a whole warrant exercisable to purchase a common share at a price of \$0.60 until 4:30pm (Pacific Time) on August 13, 2018. Each finder warrant is exercisable to purchase a common share at a price of \$0.40 until 4:30pm (Pacific Time) on August 13, 2018.

- if the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, state the exemption(s) relied on. If more than one exemption is relied on, state the amount raised using each exemption.

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 Canadian and foreign jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$) ¹	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
<i>British Columbia</i>	9	0.40	394,000
<i>Alberta</i>	6	0.40	146,000
<i>Ontario</i>	30	0.40	1,312,000
<i>Saskatchewan</i>	1	0.40	28,000
<i>United States</i>	2	0.40	450,000
<i>Germany</i>	1	0.40	60,000
<i>Australia</i>	2	0.40	50,000
<i>Singapore</i>	1	0.40	10,000
Total number of Purchasers	52		

Each Canadian and foreign jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$) ¹	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
Total dollar value of distribution in all jurisdictions (Canadian \$)			2,450,000

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

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)
Lagourgue Holdings Ltd 8 Smithe Mews, Ste 1903 Vancouver, BC V6B0A5 John LaGourgue 604.209.9800		80,000	\$32,000.00	s. 2.3 of NI45-106	2015-08-13
DNG Capital Corp 1090 Georgia St W, Suite 1305 Vancouver, BC V6E3V7 Nick Demare 604.685.9316		65,000	\$26,000.00	s. 2.3 of NI45-106	2015-08-13
Brad Wanchulak Family Trust 2300 - 125 9th Ave SE Calgary, AB T2G 0P6 Brad Wanchulak 403.918.1616		55,000	\$22,000.00	s. 2.3 of NI45-106	2015-08-13
Bet-Mur Investments Limited 110 Bloor Street West, Suite 1007 Toronto, ON M5S 2W7 Barry Schwartz 416.518.8788		125,000	\$50,000.00	s. 2.3 of NI45-106	2015-08-13
iBD Advisors Inc. 138 Hunt Club Drive London, ON N6H 3Y7 John Kime 519.472.0565		62,500	\$25,000.00	s. 2.3 of NI45-106	2015-08-13
Permanent Developments Ltd. #103 - 1120 Finch Ave. W North York, ON M3J 3H7 Michael Goldstein 416.446.1900		62,500	\$25,000.00	s. 2.3 of NI45-106	2015-08-13
2089636 Ontario Ltd. 602 - 250 Sydenham Street London, ON N6A 5S1 Marty Thrasher 519.432.7325		375,000	\$150,000.00	s. 2.3 of NI45-106	2015-08-13
1699821 Ontario Inc. 16 Concord Road Thornhill, ON L4J 8N5 Joseph Gorenstein 905.709.2442		62,500	\$25,000.00	s. 2.3 of NI45-106	2015-08-13
Robert Hine Professional Corporation 70 Roehampton Avenue Toronto, ON M4P 1R2 Robert Hine 416.867.8632		62,500	\$25,000.00	s. 2.3 of NI45-106	2015-08-13

1067302 Ontario Inc 38 Roycroft Way Kanata, ON K2W1C7 David Edwards 613.839.2597		5,000	\$2,000.00	s. 2.3 of NI45-106	2015-08-13
2444460 Ontario Inc. 401 Bay St., Suite 2410 Toronto, ON M5H 2Y4 Phil Leflo 647.147.2549		125,000	\$50,000.00	s. 2.3 of NI45-106	2015-08-13
49 North Resources Inc. 224 4th Avenue S., Suite 602 Saskatoon, SK S7K5M5 360.653.2692		70,000	\$28,000.00	s. 2.3 of NI45-106	2015-08-13
SJ Strategic Investments Ltd. 340 Martin King, Jr. Blvd. Bristol, Tennessee, USA 37620 John Gregory 423.989.8032		1,000,000	\$400,000.00	BCI 72-503	2015-08-13
Orca Capital Gmbh Sperling 2 Hettenshausen 85276 Germany Dan Schlummer 498.441.786.440		150,000	\$60,000.00	BCI 72-503	2015-08-13
Ganbaru Pty A/C The Superannuation Fund Po Box 192 Edge Hill, Queensland, Australia 4870 Frederic Parrish 617.404.47888		50,000	\$20,000.00	BCI 72-503	2015-08-13
Fred Parrish Investments Pty Ltd ATF Parrish Family Trust 85 Nolan Street Whitfield Cairns, Qld, Australia 4870 Frederic Parrish 617.404.47888		75,000	\$30,000.00	BCI 72-503	2015-08-13

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	Indicate if the person being compensated is an insider (I) of the issuer or a registrant (R)	Compensation paid or to be paid (cash and/or securities)				
		Cash (Cdn \$)	Securities			Total dollar value of compensation (Cdn \$)
			Number and type of securities issued (Warrants ⁽¹⁾)	Price per security (Cdn \$)	Exemption relied on and date of distribution (yyyy-mm-dd)	
Canaccord Genuity Corp. #2200 – 609 Granville Street Vancouver, BC V7Y 1H2	R	\$36,000	120,000	n/a	s.2.3 of 45-106 2015-08-13	\$36,000
GMP Securities LP. 145 King Street West, Suite 300 Toronto, ON M5H 1J8	R	\$4,500	15,000	n/a	s.2.3 of 45-106 2015-08-13	\$4,500
Octagon Capital Corporation 170 University Ave., Suite 1000 Toronto, ON M5H 3B3	R	\$12,000	40,000	n/a	s.2.3 of 45-106 2015-08-13	\$12,000
Dundee Capital Markets 1 Adelaide Street East, Suite 2100 Toronto, ON M5C 2V9	R	\$18,000	60,000	n/a	s.2.3 of 45-106 2015-08-13 ^v	\$18,000
Kes7 Capital Inc. 4880 Sherbrooke St. W, Suite 140 Montreal, QC H3Z 1H1	R	\$21,375	71,250	n/a	s.2.3 of 45-106 2015-08-13	\$21,375

- (1) *Each warrant is exercisable to purchase one common share at a price of \$0.40 until 4:30pm (Pacific Time) on August 13, 2018.*

CERTIFICATE

On behalf of the issuer, I certify that the statements made in this report are true.

Date: August 25, 2015

Select Sands Corp.
Name of issuer (please print)

Darren Urquhart, CFO, 604-639-4533
Print name, title and telephone number of person signing

"Darren Urquhart"
Signature

Instructions

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