

FORM 51-102F3
MATERIAL CHANGE REPORT

ITEM 1. Name and Address of Company

Select Sands Corp.
Suite 310 - 850 West Hastings Street
Vancouver, British Columbia
V6C 1E1

ITEM 2. Date of Material Change

December 15, 2016

ITEM 3. News Releases

A press release in the form of Schedule A attached hereto was disseminated on December 15, 2016 via Marketwired news service.

ITEM 4. Summary of Material Change

Select Sands Corp. ("Select Sands" or the "Company") (TSXV: SNS | OTCQX: SLSDF) has announced that through a wholly-owned subsidiary American Select Corp., the Company has completed its previously disclosed transaction (see press releases dated October 4, 2016 and November 4, 2016) with Tuttle Holding, LLC, Steve Hackmann and Ozark Premium Sand, LLC ("OPS") in which Select Sands has purchased OPS's wet/dry processing plants, operating equipment, saleable inventory, real estate, and customer lists amongst other miscellaneous assets owned by OPS, located in Northeast Arkansas, USA.

Following this acquisition, the Company has name-plate capacity of 600,000 tons per year of finer-mesh silica products (40/70 and 100 mesh sand), capable of year round production and access to the Union Pacific Rail Line.

The Company has approximately CAD\$ 11.6 million of cash on hand following closing of the transaction.

ITEM 5. Full Description of Material Change

5.1 Full Description of Material Change

See Schedule A.

5.2 Disclosure for Restructuring Transactions

Not applicable.

ITEM 6. Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

ITEM 7. Omitted Information

Not applicable.

ITEM 8. Executive Officer

The following officer of the Company may be contacted for further information:

Rasool Mohammad, B.Sc. (Mining)
President & CEO
Phone: (604) 639-4533

ITEM 9. Date of Report

This report is dated this 22nd day of December, 2016.



**Select Sands Completes Purchase of Wet/ Dry Plants,
and Sand Inventory on Union Pacific Rail Line in Arkansas, USA**

VANCOUVER, BRITISH COLUMBIA--(Marketwired - Dec. 15, 2016) - Select Sands Corp. ("Select Sands" or the "Company") (TSX VENTURE:SNS) (OTCQX:SLSDF) announces that through a wholly-owned subsidiary American Select Corp., the Company has completed its previously disclosed transaction (see press releases dated October 4, 2016 and November 4, 2016) with Tuttle Holding, LLC, Steve Hackmann and Ozark Premium Sand, LLC ("OPS") in which Select Sands has purchased OPS's wet/dry processing plants, operating equipment, saleable inventory, real estate, and customer lists amongst other miscellaneous assets owned by OPS, located in Northeast Arkansas, USA.

Following this acquisition, the Company has name-plate capacity of 600,000 tons per year of finer-mesh silica products (40/70 and 100 mesh sand), capable of year round production and access to the Union Pacific Rail Line.

Rasool Mohammad, President and CEO of Select Sands states, "We are pleased to expedite the closing of this transaction as we anticipate sand demand increasing in both the energy and industrial markets for our products. The Company continues to have a strong treasury, no debt, a premium quality silica sand while being in a position to grow its production profile and continue to build value for shareholders."

The Company has approximately CAD\$ 11.6 million of cash on hand following closing of the transaction. Pursuant to the terms of the agreement, American Select Corp. paid a total of USD\$3,317,000, after deducting a previously paid USD\$250,000 option payment. USD\$400,000 of this purchase price was satisfied through the issuance of (i) 547,381 common shares of the Company at a deemed issue price of CDN\$0.97 and (ii) 270,270 common share purchase warrants with each warrant being exercisable into one common share of the Company at a price of CDN\$0.97 for a period of two years from the date of issue. The remainder of the purchase price was satisfied with a cash payment.

In connection with the completion of the transaction, a finder's fee of USD\$93,965 was paid to DownHoleTrader, Inc. of which USD\$46,982.50 was satisfied through the issuance of 62,365 common shares in the capital of the Company.

About Select Sands Corp.

Select Sands Corporation is an industrial Silica Product company developing its 100% owned, 520-acre Northern White, Tier-1, silica sands project located in Arkansas, U.S.A. Select Sands' goal is to become a key supplier of premium industrial silica sand and frac sand to the North American markets. Select Sands' Arkansas property has a significant logistical advantage of being approximately 650 rail-miles closer to oil and gas markets located in Oklahoma, Texas, New Mexico, and Louisiana.

For more information about Select Sands Corp., please visit www.selectsandscorp.com

FORWARD-LOOKING INFORMATION

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this Release.

FORWARD-LOOKING INFORMATION

This news release includes forward-looking information and statements, which may include, but are not limited to, information and statements regarding or inferring the future business, operations, financial performance, prospects, and other plans, intentions, expectations, estimates, and beliefs of the Company. Information and statements which are not purely historical fact are forward-looking statements. Forward-looking information and statements involve and are subject to assumptions and known and unknown risks, uncertainties, and other factors which may cause actual events, results, performance, or achievements of the Company to be materially different from future events, results, performance, and achievements expressed or implied by forward-looking information and statements herein. Although the Company believes that any forward-looking information and statements herein are reasonable, in light of the use of assumptions and the significant risks and uncertainties inherent in such information and statements, there can be no assurance that any such forward-looking information and statements will prove to be accurate, and accordingly readers are advised to rely on their own evaluation of such risks and uncertainties and should not place undue reliance upon such forward-looking information and statements. Any forward-looking information and statements herein are made as of the date hereof, and except as required by applicable laws, the Company assumes no obligation and disclaims any intention to update or revise any forward-looking information and statements herein or to update the reasons that actual events or results could or do differ from those projected in any forward-looking information and statements herein, whether as a result of new information, future events or results, or otherwise, except as required by applicable laws.

Contact Information

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