

STIKEMAN ELLIOTT

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BY SEDAR

March 23, 2012

Alberta Securities Commission
British Columbia Securities Commission
The Manitoba Securities Commission
New Brunswick Securities Commission
Newfoundland and Labrador Department of Government Services and
Lands
Nova Scotia Securities Commission
Ontario Securities Commission
Prince Edward Island Securities Division
Saskatchewan Financial Services Commission

Dear Sirs and Mesdames:

Re: Final Short Form Prospectus of Sandspring Resources Ltd. (the "Issuer")

We refer you to the final short form prospectus (the "**Prospectus**") of the Issuer dated March 23, 2012 relating to the issuance of common shares of the Issuer.

We consent to being named in the Prospectus on the face page of the Prospectus, under the heading "Interest of Experts" and to the use of our legal opinion set out under the heading "Eligibility for Investment", which opinion is provided as of the date of the Prospectus.

We have read the Prospectus and have no reason to believe that there are any misrepresentations in the information contained in the Prospectus that are (i) derived from our legal opinion provided in the Prospectus, or (ii) within our knowledge as a result of the services performed by us in connection with such opinion.

This letter is provided pursuant to the requirements of applicable securities legislation and is solely for the information of the addressees and is not to be relied on by

Yours truly,

(Signed) STIKEMAN ELLIOTT LLP

TORONTO

MONTREAL

OTTAWA

CALGARY

VANCOUVER

NEW YORK

LONDON

SYDNEY