A.I.S. RESOURCES LIMITED

CONDENSED INTERIM FINANCIAL STATEMENTS

FOR THE THREE MONTHS ENDED MARCH 31, 2015 AND 2014

(Unaudited)
(Expressed in Canadian dollars)

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the interim financial statements have not been reviewed by an independent auditor. These condensed consolidated interim financial statements for the three months ended March 31, 2015 and 2014 have been prepared by and are the responsibility of the Company's management. They have not been reviewed by the Company's independent auditor.

A.I.S. RESOURCES LIMITED

Statements of Financial Position

As at March 31, 2015 and 2014

Canadian dollars

	Note		March 31 2015		December 31 2014
ASSETS					
Current assets					
Cash	3	$	42,473	$	37,645
Notes receivable	5		12,052		11,154
Deferred financing cost	7		8,906		-
Prepaid expenses			20,061		14,236
Total current assets			83,492		63,035
Non-current assets					
Marketable securities	4		75,344		123,885
Other investment	6		236,974		-
		$	**395,810**	**$**	**186,920**
LIABILITIES					
Current liabilities					
Accounts payable and accrued liabilities			89,817		89,381
Due to related parties	7		4,665		4,425
Total current liabilities			94,482		93,806
SHAREHOLDERS' EQUITY					
Common shares	8		3,625,057		3,625,057
Reserves			144,697		144,697
Subscription funds	8		301,250		-
Deficit			(3,769,676)		(3,676,640)
			301,328		93,114
		$	**395,810**	**$**	**186,920**

The accompanying notes are an integral part of these financial statements.

Note 10: Supplemental information with respect to cashflows

Note 13: Subsequent events

Martyn Element, Director Hubert Marleau, Director

A.I.S. RESOURCES LIMITED

Statements of Loss and Comprehensive Loss

For the three months ended March 31, 2015 and 2014

Canadian dollars

	Three months ended	
	March 31, 2015	**March 31, 2014**
REVENUE:		
Other Income	$ 9,050	$ -
Investment income (loss)	(1,727)	1,408
	7,323	1,408
EXPENSES:		
Consulting	31,050	35,450
General and administrative	8,425	2,891
Management fees	22,500	22,500
Professional fees	12,170	36,035
Project examination	-	13,793
Rent	10,461	8,683
Shareholder communication	1,629	1,453
Travel and promotion	6,884	8,808
Unrealized loss on marketable securities	1629	4,083
Unrealized foreign exchange (gain) loss	5,455	(333)
	100,359	133,364
Loss and comprehensive loss for the period	$ (93,036)	$ (131,956)
Loss per share - $ per share		
Basic and diluted	**$ (0.01)**	**$ 0.01**
Weighted average number of shares outstanding	**6,506,763**	**4,006,763**

The accompanying notes are an integral part of these financial statements.

A.I.S. RESOURCES LIMITED

Statements of Changes in Equity

As at March 31, 2015

Canadian dollars

	Common shares					
	No. of shares	Share capital	Subscriptions	Reserves	Deficit	Total
Equity December 31, 2013	4,006,763	3,145,982	$ -	$ -	$(2,666,500)	$ 479,482
Subscription funds received			55,000			55,000
Loss for the three months ended March 31, 2014			-		(131,956)	(131,956)
Equity March 31, 2014	4,006,763	3,145,982	$ 55,000	$ -	$(2,798,456)	$ 402,526
Equity December 31, 2014	6,506,763	$3,625,057	$ -	$ 144,697	$(3,676,640)	$ 93,114
Subscription funds received			301,250			301,250
Loss for the three months ended March 31, 2015			-		(93,036)	(93,036)
Equity March 31, 2015	6,506,763	$3,625,057	$ 301,250	$ 144,697	$(3,769,676)	$ 301,328

The accompanying notes are an integral part of these financial statements.

A.I.S. RESOURCES LIMITED

Statements of Cash Flows

For the three months ended March 31, 2015 and 2014

Canadian dollars

	Three months ended	
	March 31, 2015	**March 31, 2014**
CASH PROVIDED BY (USED IN) OPERATIONS		
Loss for the period	$ (93,036)	$ (131,956)
Adjustments for items not involving cash:		
Accrued management fees	4,665	22,500
Accrued interest	(246)	-
Accreted interest	(652)	-
Loss on sale of marketable securities	2,625	-
Unrealized loss on marketable securities	1,785	4,083
Unrealized foreign exchange loss (gain)	5,837	(333)
	(79,022)	(105,706)
Changes in non-cash working capital:		
Prepaid expenses	(5,825)	(11,000)
Accounts payable	(5,401)	62,224
	(90,248)	(54,481)
CASH FLOWS FROM INVESTING		
Sale (purchase) of marketable securities	44,131	(247)
Purchase of investment	(236,974)	-
	(192,843)	(247)
CASH FLOWS FROM FINANCING		
Subscriptions received	301,250	55,000
Deferred financing cost paid	(8,906)	-
Advances from (repayments to) related parties	(4,425)	3,866
	287,919	58,866
Net change in cash balances	**4,828**	**4,137**
Cash at beginning of period	37,645	244,720
Cash at end of period	**42,473**	**$ 248,857**

Note 9: Supplemental information with respect to cashflows

The accompanying notes are an integral part of these financial statements.

1. General

A.I.S. Resources Limited (the “Company” or “A.I.S.”) is incorporated under the laws of Bahamas Islands. The registered office of the Company is located at 308 East Bay Street, Nassau, Bahamas. The business of AIS is to hold various investments in marketable securities.

During the three months ended March 31, 2015 the Company received share subscriptions for 1,205,000 units at $0.25 per unit totaling totaling $301,250 as partial proceeds of the private placement announced January 7, 2015. Subsequent to March 31, 2015 the Company received additional share subscriptions for 1,125,000 units at $0.25 per unit totaling $281,250

During the three months ended March 31, 2015 the Company subscribed for 619,286 shares of Buda Juice LLC a private company at $US $0.30 per share for a cost of $ 236,974 ($US 185,786) in a partial fulfillment of its intention to purchase up to 1/3 of Buda Juice LLC. Subsequent to March 31, 2015 the Company subscribed for an additional 711,245 shares of Buda Juice LLC for a cost of $ 262,783 ($US 213,374).

During the year ended December 31, 2014 the Company closed non-brokered private placements totaling 2,500,000 units at a price of $0.20 per unit for aggregate gross proceeds of $500,000 and began actively investigating potential investments in preparation for reactivation to the TSX exchange.

Going Concern

The financial statements have been prepared on the basis of accounting principles applicable to a going concern which assumes that the Company will continue its operations and will be able to realize the carrying value of its assets and discharge its liabilities in the normal course of business. The ability of the Company to continue as a going concern is dependent upon the continued financial support from related parties, the ability of the Company to raise equity financing to continue investment activities and upon future profitable operations or proceeds from disposition of investments. Given the operating losses accumulated in the last number of periods, the Company’s ability to realize its assets and discharge its liabilities depends on continued support from its directors, the ability to raise further funds to provide working capital and ultimately on generating future profitable operations. These uncertainties cast a significant doubt on the ability of the Company to continue operations as a going concern. The financial statements do not reflect adjustments to the carrying values of assets, liabilities or reported results should the Company be unable to continue as a going concern. At March 31, 2015, the Company had a working capital deficiency of $10,990 (December 31, 2014 – $30,771) and accumulated losses of $3,769,676 (December 31, 2014 - $3,676,640).

2. Basis of preparation and significant accounting policies:

(a) Statement of compliance

The condensed financial statements for the three month periods ended March 31, 2015 and 2014 have been prepared in accordance with International Accounting Standard (IAS) 34 Interim Financial Reporting using the accounting policies adopted by the Company in its financial statements for the years ended December 31, 2014 and 2013.

The condensed financial statements should be read in conjunction with the Company's audited financial statements for the years ended December 31, 2014 and 2013, which were prepared in accordance with International Financial Reporting Standards ("iFRS") as issued by the International Accounting Standards Board (IASB)

The financial statements were approved by the Board of Directors and authorized for issue on June 3, 2015.

(b) Accounting policies and standards adopted by the Company

The accounting policies adopted in the preparation of the condensed financial statements are consistent with those followed in the preparation of the Company's annual financial statements for the year ended December 31, 2014.

3. Cash deposits

The Company had cash deposits of $42,473 at March 31, 2015 and $37,645 at December 31, 2014.

4. Marketable securities:

	Number of shares		Cost		Market Value
Fair value measurement using quoted prices in an active market - Level 1					
Marketable securities consist of:					
Bengal Energy (BNG)	22,666	$	525,838	$	4,307
Huntington Exploration (HEI)	1,533,333		230,000		15,333
Highbank Resources Ltd.	34,500		10,509		5,865
Noka Resources Inc.	25,000		10,225		3,250
Arctic Star Exploration	100,000		12,025		5,000
Margaret Lake Diamonds Inc.	180,000		43,200		32,400
Margaret Lake Diamonds Inc. warrants	90,000		8,511		5,139
Panorama Petroleum Inc.	90,000		19,800		4,050
March 31, 2015		$	860,108	$	75,344

4. Marketable securities (continued):

	Number of shares		Cost		Market Value
Fair value measurement using quoted prices in an active market - Level 1					
Marketable securities consist of:					
Bengal Energy (BNG)	22,666	$	525,838	$	7,706
Huntington Exploration (HEI)	1,533,333		230,000		15,333
Palos Merchant Bank	2,975		35,762		15,956
Highbank Resources Ltd.	59,500		18,125		12,495
Noka Resources Inc.	25,000		10,225		2,125
Arctic Star Exploration	100,000		12,025		3,000
Immuno Vaccine Inc.	36,500		34,811		25,550
Margaret Lake Diamonds Inc.	180,000		43,200		32,400
Margaret Lake Diamonds Inc. warrants	90,000		8,511		3,469
Panorama Petroleum Inc.	90,000		19,800		5,850
December 31, 2014		$	938,297	$	123,885

Loss from disposition of marketable securities was as follows:

	Shares Disposed		Carrying Value		Proceeds		Gain (Loss)
Immuno Vaccine Inc.	36,500	$	25,550	$	24,779	$	(771)
Highbank Resources Ltd.	25,000		5,250		4,810		(440)
Palos Merchant Bank	2,975		15,956		14,452		(1,414)
			46,756		44,131		(2,625)

5. Notes receivable:

During the year ended December 31, 2014 the Company purchased notes receivable totaling $35,000. The notes bore interest at 6% - 8% per annum. During the year ended December 31, 2014 the Company recorded interest income of $2,090 in relation to the notes. During the year ended December 31, 2014 the Company received marketable securities with a fair market value of $73,611 in settlement of the Notes and accrued interest. The Company recorded investment income of $36,521 representing the gain on settlement (2013 - $nil).

	Shares	Amount
Settlement Shares Received		
Margaret Lake Diamonds Inc.	180,000.00	$ 43,200
Margaret Lake Diamonds Inc. Warrants	90,000.00	8,811
Panorama Petroleum Inc.	90,000.00	19,800
Panorama Petroleum Inc. Warrants	90,000.00	1,800
		73,611
Notes Settled		37,090
Gain on Settlement		$ 36,521

During the year ended December 31, 2014 the Company purchased a convertible note receivable in the amount of $10,000. The note bears interest at 10% per annum. The fair value of the debt component of the Note was estimated at $7,478. The fair value of the convertible component of the Note of $2,522 was estimated using the Black-Scholes option-pricing model assuming an expected life of 1 year, a risk-free interest rate of 1.01% and an expected volatility of 66.31%. During the year ended December 31, 2014 the Company recorded interest income of $351 and an additional $803 in accreted interest income in relation to the convertible note. (2013 - $nil).

During the three months ended March 31, 2015 the Company recorded interest income of $247 and an additional $652 in accreted interest income in relation to the convertible note. (2014 - $nil).

6. Other Investment:

During the three months ended March 31, 2015 the Company subscribed for 619,286 shares of Buda Juice LLC a private company at $US $0.30 per share for a cost of $ 236,974 ($US 185,786) in a partial fulfillment of its intention to purchase up to 1/3 of Buda Juice LLC. Subsequent to March 31, 2015 the Company subscribed for an additional 711,245 shares of Buda Juice LLC for a cost of $ 262,783 ($US 213,374).

7. Related party transactions:

For the three months ended March 31, 2015 the Company recorded the following transactions with related parties:

a) $22,500 in management fees to the CEO of the Company (2014 - $22,500).

b) $9,000 in consulting fees to the CEO of the Company (2014 - $nil).

c) $9,450 in accounting fees to a company controlled by the CFO of the Company (2014 - $nil).

d) The Company recorded $10,461 in rent expense to a company controlled by the CEO of the Company (2014 - $8,683).

These transactions were conducted in the normal course of business on commercial terms, thus, recorded at the exchange amount established and agreed to by the related parties.

Key management compensation in the three months ended March 31, 2015 and 2014 was as follows:

	Three months ended March 31, 2015	Three months ended March 31, 2014
CEO for management fees	$ 22,500	$ 22,500
CEO for consulting fees	9,000	-
CFO for accounting fees	9,450	-
Balance, end of period	$ 40,950	$ 22,500

Amounts owing to related parties at March 31, 2015 and December 31, 2014 was as follows:

	March 31, 2015	December 31, 2014
CEO for accrued management fees	$ 4,665	$ 4,425
Balance, end of period	$ 4,665	$ 4,425

8. Share capital:

(a) Authorized:

The authorized shares of the Company can be issued in any combination of common and preferred shares up to $5,000,000 with no par value.

(b) Issued:

6,506,763 common shares with a value of $3,625,057 were outstanding at March 31, 2015 and December 31, 2014.

During the three months ended March 31, 2015 the Company received share subscriptions for 1,205,000 units at $0.25 per unit totaling $301,250 as partial proceeds of the private placement announced January 7, 2015. Subsequent to March 31, 2015 the Company received additional share subscriptions for 1,125,000 units at $0.25 per unit totaling $281,250.

On April 23, 2014, the Company closed a non-brokered private placement of 2,300,000 units at a price of $0.20 per unit for aggregate gross proceeds of $460,000. Each unit is comprised of one common share and one half share purchase warrant. Each full warrant is exercisable at $0.50 for one year from date of issuance. The full amount of the proceeds was attributed to the shares, hence the value of the warrants was estimated at nil.

On May 15, 2014, The Company closed an additional non-brokered private placement of 200,000 units at a price of $0.20 per unit for gross proceeds of $40,000. Each unit is comprised of one common share and one half share purchase warrant. Each full warrant is exercisable at $0.50 for one year from date of issuance. The full amount of the proceeds was attributed to the shares, hence the value of the warrants was estimated at nil.

(c) Warrants:

The following warrants were outstanding:

	March 31, 2015			December 31, 2014		
Expiry Date	Number of shares	Weighted average exercise price	Weighted average life in periods	Number of shares	Weighted average exercise price	Weighted average life in periods
April 23, 2015	1,150,000	$0.50	0.05	1,150,000	$0.50	0.30
May 15, 2015	100,000	$0.50	0.15	100,000	$0.50	0.40
	1,250,000	-	0.05	1,250,000	-	0.30

Subsequent to March 31, 2015 1,250,000 warrants expired unexercised.

8. Share capital (continued):

The changes in warrants were as follows:

	Three months ended March 31, 2015			Year ended December 31, 2014		
	Number of Shares	Weighted average exercise price	Weighted average life in periods	Number of Shares	Weighted average exercise price	Weighted average life in periods
Balance, beginning of period	1,250,000	$0.50	0.30	-	$ -	-
Granted in period	-	-	-	1,250,000	$0.50	0.65
Exercised in period	-	-	-	-	-	-
Expired in period	1,250,000	$0.50	0.65	-	-	-
Balance, end of period	-	-	-	1,250,000	$0.50	0.30

(d) Stock options:

On April 23, 2014, the Board of Directors approved a stock option plan whereby up to 630,676 common shares may be issued.

On April 28, 2014 the Company awarded 450,000 incentive stock options exercisable at $0.28 per common share to directors, officers and consultants of the Company, expiring on April 27, 2019. The fair value of $103,636 was estimated using the Black-Scholes option-pricing model assuming an expected life of 5 years, a risk-free interest rate of 1.67% and an expected volatility of 119%. The Options vest as to one third immediately and as to an additional one third on the first and second anniversaries of the date of grant. In the year ended December 31, 2014 the Company recognized stock based management fees of $34,798 (2013 - $nil) and stock based consulting fees of $34,798 (2013 - $nil).

On May 21, 2014 the Company awarded 200,000 incentive stock options exercisable at $0.60 per common share to a director and certain consultants of the Company, expiring on May 20, 2019. The fair value of $117,339 was estimated using the Black-Scholes option-pricing model assuming an expected life of 5 years, a risk-free interest rate of 1.56% and an expected volatility of 119%. The Options vest as to one third immediately and as to an additional one third on the first and second anniversaries of the date of grant. In the year ended December 31, 2014 the Company recognized stock based consulting fees of $75,102 (2013 - $nil).

A.I.S. RESOURCES LIMITED
Notes Condensed Interim Financial Statements

For the three months ended March 31, 2015 and 2014
Canadian dollars (Unaudited)

8. Share capital (continued):

The following share options were outstanding:

	March 31, 2015				December 31, 2014			
Expiry Date	Vested and exercisable	Number of shares	Weighted average exercise price	Weighted average life in periods	Vested and exercisable	Number of shares	Weighted average exercise price	Weighted average life in periods
April 28, 2019	150,000	450,000	$ 0.28	4.21	150,000	450,000	$ 0.28	4.26
May 21, 2019	66,667	200,000	$ 0.60	4.15	66,667	200,000	$ 0.60	4.40
	216,667	650,000	$ 0.10	4.05	216,667	650,000	$ 0.10	4.30

The changes in options were as follows:

	Three months ended March 31, 2015			Year ended December 31, 2014		
	Number of Shares	Weighted average exercise price	Weighted average life in periods	Number of Shares	Weighted average exercise price	Weighted average life in periods
Balance, beginning of period	650,000	$ 0.10	4.40	-	$ -	-
Granted in period	-	-	-	650,000	$ 0.10	5.00
Exercised in period	-	-	-	-	-	-
Expired in period	-	-	-	-	-	-
Balance, end of period	650,000	$ 0.10	4.15	650,000	$ 0.10	4.40

9. Reserves:

	Three months ended March 31, 2015	Year ended December 31, 2014
Balance, beginning of period	$ 144,697	$ -
Stock-based compensation expense (Note 7)	-	144,697
Balance, end of period	$ 144,697	$ 144,697

10. Supplemental information with respect to cashflows:

Cash paid for Interest $ nil

Cash paid for income taxes $ nil

11. Financial instruments and financial risk management:

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Inputs that are not based on observable market data.

The Company, through its financial assets and liabilities, has exposure to the following risks from its use of financial instruments.

(a) Fair Value:

The fair value of marketable securities is disclosed in note 4 of the financial statements and is based on quoted market prices – Level 1.

The fair value of the debt component of the convertible note is based on Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly – Level 2

The fair value of the convertible component of the convertible note is based on Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly – Level 2

The fair value of investments in warrants is based on Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly – Level 2

The fair value of Other Investment, designated as available for sale, is based on Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly – Level 2

The Company's financial instruments other than marketable securities as at March 31, 2015 and December 31, 2014 include cash, notes receivable, accounts payable and accrued liabilities. The fair value of these financial instruments, approximate their carrying amounts due to their short terms to maturity.

(b) Credit risk:

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Cash and cash equivalent deposits are placed with financial institutions that have a high credit rating and the Company considers the credit risk on bank deposits to be insignificant. The Company considers the credit risk on loans receivable to be low. The carrying amounts of cash, cash equivalent deposits, accounts receivable and notes receivable represents the maximum exposure to credit risk.

The Company avoids complex investment vehicles with higher risk such as asset-backed commercial paper and derivatives contracts and acquires equity investments.

11. Financial instruments and financial risk management: (continued)

(c) Liquidity risk:

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions without incurring unacceptable losses or risking harm to the Company's reputation. The companies, in which A.I.S. holds shares, have varying degrees of liquidity and there is no assurance that the investment can be sold at the quoted market price.

(d) Market risk:

Market risk is the risk that changes in market prices, such as foreign exchange rates, commodity prices and interest rates will affect the Company's net earnings or the value of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable limits, while maximizing returns.

(e) Equity price risk:

Equity price risk arises from the fluctuations in the trading price of equity securities. The Company monitors the mix of marketable securities in its investment portfolio based on market expectations. The investments are recorded at fair value which is affected by changes in the market price of the equity securities. The nature of the equity investments exposes the Company to significant equity price risks.

(f) Interest Rate Risk:

The Company is not exposed to significant interest rate risk.

12. Management of capital structure:

The Company considers the amount of capital it requires in proportion to the associated risks. Generally it is the Company policy to operate with an under leveraged financial position but as conditions warrant, it may from time to time depart from this policy and use debt. Liquidity and cash management is the highest priority. Therefore adjustments may be made to the capital structure in light of changes in economic conditions and the risk characteristics of the investment portfolio. The capital structure can be adjusted in a variety of ways as circumstances may change, including: purchasing shares for cancellation (Normal Course Issuer Bid); issuing new common and preferred shares; and increasing or repaying long-term debt. The Company's objectives when managing capital are the safeguarding of assets.

The Company's share capital is not subject to external restrictions.

The Company has not paid or declared any dividends since date of incorporation, nor are any contemplated in the foreseeable future.

13. Subsequent events

Subsequent to March 31, 2015 the Company received share subscriptions for 1,125,000 units at $0.25 per unit totaling $281,250 as partial proceeds of the private placement announced January 7, 2015.

Subsequent to March 31, 2015 the Company subscribed for 711,245 shares of Buda Juice LLC for a cost of $ 262,783 ($US 213,374) in a partial fulfillment of its intention to purchase up to 1/3 of Buda Juice LLC.