

FORM 51-102F3

SECURITIES ACT

MATERIAL CHANGE REPORT

Item 1 Name and address of Company

A.I.S. Resources Limited  
Suite 2110 – 1177 W. Hastings Street  
Vancouver, BC V6E 2K3

Item 2 Date of Material Change:

October 4, 2016

Item 3 News Release

News Release dated October 4, 2016 disseminated under section 7.1 of National Instrument 51-102 via TheNewswire

Item 4 Summary of Material Change

See attached News Release.

Item 5 Full Description of Material Change

See attached News Release.

Item 6 Reliance on Section 7.1(2) OR (3) OF National Instrument 51-102

The Company is not relying on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

There is no omitted information.

Item 8 Senior Officers

Kiki Smith, CFO of the Company, is knowledgeable about the material change and this report. She can be contacted by telephone at 778-968-1176 or by email at [ksmith@aisresources.com](mailto:ksmith@aisresources.com).

Item 9 Dated at Vancouver, British Columbia, the October 4, 2016

"Kiki Smith"  
CFO



**TSX-NEX: AIS.H**

## **A.I.S. ACQUIRES TWO ARGENTINE LITHIUM PROJECTS AND ANNOUNCES \$500,000 FINANCING.**

Vancouver, B.C. – Oct 4, 2016 – Marc Enright-Morin, President of A.I.S Resources Limited (“AIS” or the “Company”) (TSX-NEX: AIS.H), is pleased to announce AIS has entered into an Option Agreement to purchase two lithium projects in Argentina and is pleased to announce a concurrent \$500,000 financing.

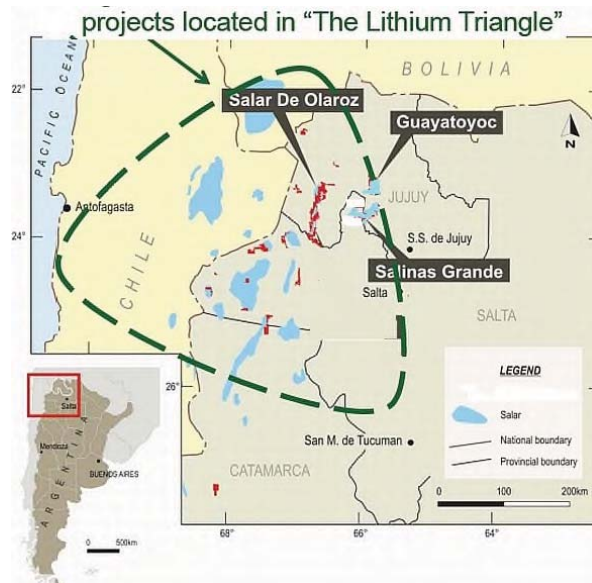
AIS has entered into a binding agreement to acquire 100% of two lithium projects in Jujuy province, Argentina, subject to TSX Venture Exchange approval. The projects are strategically located within the Lithium Triangle of South America.

**Guayatayoc and Guayatayoc III** are located in Jujuy Province along highway 11, 5 kilometres from the town of Abra Laite in the Puna plateau. The property covers approximately 5,000 hectares of the Guayatayoc Salar which hosts favourable geology for lithium and boron, located adjacent to the El Aguillar mountain range, the source of lithium and boron. Previous exploration on the property has returned values between 200 ppm and 800 ppm of lithium. The magnesium to lithium ratios are less than 4 to 1, excellent for low cost processing. Ulexite is seen in outcroppings and in layers only 30 centimetres below the surface. There is a natural gas terminal located in San Antonio de Los Cobres approximately 120km away. The area is being actively mined for borates.

A PhD study published in 2013 by Steinmetz identifies the locations of aquifers and provides a detailed analysis of the lithology of the basin. During the course of the study the entirety of the basin was covered with 2D Seismic.

**Laguna Vilama** is located in Jujuy Province, in north western Argentina along the Bolivian and Chilean borders. The property is comprised of 2,500 contiguous hectares covering the middle of the basin. Early mapping has identified a favourable environment for the presence of brines.

The Jujuy province of Argentina is a well-known, favourable mining jurisdiction. Orocobre’s new development at the Olaroz salar, hosts a JORC/NI43-101 compliant, measured and indicated resource of 6.4 Mt LCE (Orocobre website, Oct 2, 2016). Lithium Americas is developing the Cauchari salar, jointly with SQM a JORC/NI43-101 compliant, measured and indicated resource of 8.7 Mt LCE. (Lithium Americas website. Oct 2, 2016). Both are less than 100km from the properties.



Under the terms of the agreement, AIS can acquire a 100% interest in the properties by;

1. Payment of \$150,000 US for a 6 month option entitling AIS to conduct exploration, sampling, chemistry and drilling to determine the commercial viability of the projects.
2. A onetime option payment of \$4.5 Million US – payable at the conclusion of the 6 month option period.

The properties are subject to 8.5% carried-free participation required by the provincial government and a 3% royalty to the Government.

## CONCURRENT PRIVATE-PLACEMENT FINANCING

AIS intends to complete a non-brokered private placement of 2,000,000 units ("**Units**") at a price of \$0.25 per unit for gross proceeds of \$500,000 (the "**Private Placement**"). Each Unit will be comprised of one common share ("**Common Share**") of the Company and one half Common Share purchase warrant ("**Warrant**"), with each whole Warrant entitling the holder thereof to acquire one Common Share at a price of \$0.40 for a period of one year from the date of closing of the placement provided that if the closing price of the common shares of the Company on any stock exchange or quotation system on which the common shares are then listed or quoted is equal to or greater than \$0.50 for a period of fifteen (15) consecutive trading days, the Company will have the right to accelerate the expiry of the warrants by giving notice to the holders of the warrants that the warrants will expire at 4:30 p.m. (Vancouver time) on a date that is not less than ten (10) business days from the date notice is given. The Company will pay up to 10% finders fees.

The net proceeds of the Private Placement will be used to for exploration of the Company's Argentine properties and for general working capital purposes.

The CEO of the company, Marc Enright-Morin, stated: "We are pleased that we have acquired such well documented and previously researched projects in the Puna plateau. We look forward to delivering positive and exciting exploration and due diligence results to our shareholders over the coming months. Strategically AIS directors believe that investment in lithium will provide significant returns in the years to come, as the world migrates to lithium battery powered technology."

This news release has been reviewed by Mr. Phillip Thomas, BSc Geol MBusM MAIG MAIMVA

CMV CIM, a qualified person, as that term is defined in National Instrument 43-101.

The agreement and the financing are subject to regulatory approval, including that of the TSX-V.

We seek Safe Harbor.

## **ABOUT AIS**

A.I.S Resources Limited a TSX-V listed investment issuer, was established in 1967 and is managed by seasoned professionals who have a long track record of success in the capital markets. Through their extensive business network, they identify and develop early stage projects worldwide that have strong potential for growth with the objective of providing returns for shareholders.

### **Contact:**

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*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 Statements:** This document includes forward-looking statements. Forward-looking statements include, but are not limited to, statements concerning AIS's planned exploration programs in Argentina and other statements that are not historical facts. When used in this document, the words such as "could," "plan," "estimate," "expect," "intend," "may," "potential," "should," and similar expressions are forward-looking statements. Although AIS believes that its expectations reflected in these forward looking statements are reasonable, such statements involve risks and uncertainties and no assurance can be given that actual results will be consistent with these forward-looking statements. Important factors that could cause actual results to differ from these forward-looking statements are disclosed under the heading "Risk Factors" and elsewhere in the corporation's periodic filings with Canadian securities regulators.