

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:

September 19, 2016

Item 3 News Release

News Release dated September 19, 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.

Item 9 Dated at Vancouver, British Columbia, the September 19, 2016

"Kiki Smith"
CFO



TSX-NEX: AIS.H

A.I.S. RESOURCES LIMITED ANNOUNCES CLOSING OF \$200,000 PRIVATE PLACEMENT

VANCOUVER, BRITISH COLUMBIA – September 19, 2016) - **A.I.S. RESOURCES LIMITED**. (TSX - NEX: AIS.H) (the "**Corporation**" or "**AIS**") is pleased to announce that it has completed the sale of 1,333,333 ("**Units**") for gross proceeds of \$200,000 pursuant to its previously announced non-brokered private placement (the "**Private Placement**"). Each Unit was issued at a price of \$0.15 and is comprised of one common share ("**Common Share**") of the Corporation 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 \$0.25 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 Cdn \$0.35 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 net proceeds of the Private Placement will be used for general working capital purposes.

All securities issued under the private placement will be subject to a four month hold period from the closing date under applicable Canadian securities laws, in addition to such other restrictions as may apply under applicable securities laws of jurisdictions outside Canada. The private placement has received conditional acceptance from the TSX Venture Exchange.

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

Marc Enright-Morin

President and Chief Executive Officer

(778) 892-5455

memorin@aisresources.com

"ADVISORY: This press release contains forward-looking statements. More particularly, this press release contains statements concerning the anticipated use of the proceeds of the Private Placement. Although the Corporation believes that the expectations reflected in these forward-looking statements are reasonable, undue reliance should not be placed on them because the Corporation can give no assurance that they will prove to be correct. Since forward-looking statements address future events and conditions, by their very nature they involve inherent risks and uncertainties. The intended use of the proceeds of the Private Placement by the Corporation might change if the board of directors of the Corporation determines that it would be in the best interests of the Corporation to deploy the proceeds for some other purpose. The forward-looking statements contained in this press release are made as of the date hereof and the Corporation undertakes no obligations to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws. Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.