

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:

August 25, 2016

Item 3 News Release

News Release dated August 25, 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 August 25, 2016

"Kiki Smith"
CFO



TSX-NEX: AIS.H

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

VANCOUVER, BRITISH COLUMBIA – AUGUST 25, 2016) - **A.I.S. RESOURCES LIMITED**. (TSX - NEX: AIS.H) (the "**Company**" or "**AIS**") is pleased to announce that it intends to complete a non-brokered private placement of 1,333,333 units ("**Units**") at a price of \$0.15 per unit for gross proceeds of \$200,000 (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 \$0.25 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 Company will pay up to 10% finders fees.

The net proceeds of the Private Placement will be used to for general working capital purposes.

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

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“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 Company believes that the expectations reflected in these forward-looking statements are reasonable, undue reliance should not be placed on them because the Company 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 Company might change if the board of directors of the Company determines that it would be in the best interests of the Company 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 Company 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.