

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 12, 2016

Item 3 News Release

News Release dated August 12, 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 kiriakismith@yahoo.com.

Item 9 Dated at Vancouver, British Columbia, the August 12, 2016

"Kiki Smith"
CFO



TSX-NEX: AIS.H

A.I.S. RESOURCES LIMITED ANNOUNCES AMENDMENTS TO OPTION GRANT AND SHARES FOR DEBT TRANSACTIONS

VANCOUVER, BRITISH COLUMBIA – AUGUST 12, 2016) - **A.I.S. RESOURCES LIMITED.** (TSX - NEX: AIS.H) (the "**Company**" or "**AIS**") announces that 565,000 stock options ("Options") granted to directors, officers and consultants of the Company as announced on August 9, 2016, have been amended to have an exercise price of \$0.15 per common share ("Share"). The original exercise price was \$0.12 per Share.

The Company also announces that it has issued Options to purchase 300,000 Shares of the Company to its directors, officers and consultants with an exercise price \$0.15 per Share, for a period of five years.

The Company has also amended the shares for debt agreement, announced August 9, 2016 pursuant to which AIS will issue 562,000 common shares in satisfaction of \$84,300 of indebtedness owed to two directors of the Company for unpaid fees and expenses. The original amount was 1,250,000 common shares in satisfaction of \$125,000 of indebtedness.

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.

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