

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 9, 2016

Item 3 News Release

News Release dated August 9, 2016 disseminated under section 7.1 of National Instrument 51-102 via Marketwired

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. He 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 9, 2016

“Kiki Smith”
CFO



TSX-NEX: AIS.H

AIS RESOURCES LIMITED ANNOUNCES OPTION GRANT AND SHARES FOR DEBT TRANSACTION

VANCOUVER, BRITISH COLUMBIA – AUGUST 9, 2016) - **A.I.S. RESOURCES LTD.** (TSX - NEX: AIS.H) (the "**Company**" or "**AIS**") is pleased to announce that effective August 5, 2016 it has granted 565,000 stock options to certain directors, officers and consultants pursuant to the Company's Stock Option Plan. The options have an exercise price of \$0.12 per share and an expiry date of August 5, 2021.

The Company also entered into a shares for debt agreement, effective August 5, 2016 pursuant to which AIS will issue 1,250,000 common shares in satisfaction of \$125,000 of indebtedness owed to two directors of the Company for unpaid fees.

AIS determined to satisfy the indebtedness with common shares in order to preserve its cash for acquisition and development of its investments. The shares will be issued upon acceptance by the TSX Venture Exchange. The common shares issued in satisfaction of the indebtedness will be subject to a four-month hold period from the date of issuance.

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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