

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company:

Lions Gate Metals Inc. (“**Lions Gate**” or the “**Company**”)
Suite 880, 609 Granville Street
Vancouver, British Columbia V7Y 1G5

2. Date of Material Change:

January 6, 2012.

3. News Release:

A news release disclosing the information contained in this material change report was filed on SEDAR and disseminated via Canada Stockwatch and Market Newswire on January 6, 2012.

4. Summary of Material Change:

The Company announces the appointment of Paul Sarjeant as President and Chief Executive Officer.

5. Full Description of Material Change:

See attached news release.

6. Reliance on Subsection 7.1(2) of National Instrument 51-102:

Not applicable.

7. Omitted Information:

Not applicable.

8. Executive Officer:

For further information with respect to this report, please contact Blair McIntyre, Vice-President of Operations of the Company, at 604.683.7588.

9. Date of Report:

January 6, 2012.



LIONS GATE METALS INC. APPOINTS PAUL SARJEANT PRESIDENT AND CEO

Vancouver, BC Canada, January 6, 2012 – Lions Gate Metals Inc. (TSX-V: LGM) (“Lions Gate” or the “Company”) is pleased to announce that, effective immediately, Paul Sarjeant, P. Geo., will be joining the Company in the role of CEO and President. The Company has entered into a Consulting Agreement with Mr. Sarjeant’s wholly-owned Company, Doublewood Consulting Inc. (“Doublewood”). The Company has granted to Doublewood an incentive stock option representing the right to purchase up to 150,000 common shares of the Company, exercisable in whole or in part on or before January 5, 2017 at a price of \$0.80 per share.

Lions Gate Chairman Arni Johannson stated “We are extremely pleased that a seasoned executive of Paul’s caliber has agreed to join Lions Gate. It is a step as we move the Company forward developing our exciting portfolio of base metal assets. Paul will focus on leading our geological team and ensuring that the Lions Gate story is communicated to the investment community.”

Mr. Sarjeant, P.Geo., has extensive exploration, project development and acquisition experience both in Canada and internationally and has developed a strong background in company management through various management and consulting positions with a number of private and publicly traded resource companies. After graduating B.Sc. Honours, Geological Sciences from Queen's University in 1983, Mr. Sarjeant began his career with Echo Bay Mines Ltd working on various projects in northern Canada, including the Lupin Mine and skarn projects in British Columbia and Ecuador. He ascended to Senior Geologist, International Exploration Group, responsible for project evaluation outside of North America, including precious and base metals projects in South America, East Africa, South East Asia, Russia, Mongolia, Australia, New Zealand and Europe. From 1993 until 1996, he was President and CEO of Auric Resources - a precious metals exploration company focused on Peru. From 1999 to 2006, Mr. Sarjeant operated a successful securities business focused on strategic planning and investment analysis giving him unique insight into the needs of institutional and retail broker investment communities. In 2007, Mr. Sarjeant took on the role of President and CEO of Grandview Gold and currently serves as a director on a number of public and private companies.

Arni Johannson has resigned as CEO and will continue in the role of Executive Chairman. Blair McIntyre has resigned as President and will assume the role of Vice President Operations.

2011 Milestones:

- Completed a National Instrument 43-101 compliant resource calculation for Poplar.
- Completed over 16,000 metres of drilling at costs below \$200 per metre at Poplar.
- Filed an Annual Information Form (“AIF”) which will enhance capital market access.
- Negotiated Option to earn 75% of ROK-Coyote.
- Completed preliminary exploration at ROK-Coyote, Poplar Regional and Hudson Bay Mountain.
- Staked additional claims to the south west of Poplar Project.

2012 Goals:

- Publish an updated National Instrument 43-101 Resource Estimate for Poplar.
- Continue drilling to expand and enhance the Poplar Project.
- Continue exploration of Poplar Regional to include geophysics and drill targets.
- Drill target identification and possible drilling at ROK-Coyote.

About Lions Gate Metals

Lions Gate is a Canadian based, junior resource company focused on the exploration, development, and acquisition of Copper projects. Lions Gate owns five substantial projects in British Columbia. The 100% owned flagship project is the Poplar porphyry copper - gold deposit near Houston, BC. Located approximately 35 kilometres southwest of the Poplar Deposit is Imperial Metals' Huckleberry Mine which produces copper and molybdenum from a deposit of similar age and setting. In 2011, LGM optioned the right to acquire 75% of the ROK-Coyote project near Iskut, BC which sits adjacent to Imperial Metals' Red Chris Project. These two projects are the main focus of the 2012 Exploration Program.

Sincerely on behalf of the Board of Directors,

"Arni Johannson"

Arni Johannson
Chairman of the Board, Lions Gate Metals Inc.

For further information on the Company and its projects please visit our web site at www.LionsGateMetals.com or contact us at:

Lions Gate Metals Inc.
Blair McIntyre, Vice-President of Operations
(604) 683-7588

Neither the 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

Statements in this release that are forward-looking statements, are subject to various risks and uncertainties concerning the specific factors identified in the Company's periodic filings with Canadian Securities Regulators. These factors include the inherent risks involved in the exploration and development of mineral properties, the uncertainties involved in interpreting drill results and other exploration data, the potential for delays in exploration or development activities, the geology, grade and continuity of mineral deposits, the possibility that future exploration, development or mining results will not be consistent with the Company's expectations, accidents, equipment breakdowns, title matters, labor disputes or other unanticipated difficulties with or interruptions in production and operations, fluctuating metal prices, the possibility of project cost overruns or unanticipated costs and expenses, uncertainties relating to the availability and costs of financing needed in the future, the inherent uncertainty of production and cost estimates and the potential for unexpected costs and expenses, commodity price fluctuations, currency fluctuations, regulatory restrictions, including environmental regulatory restrictions and liability, competition, loss of key employees, and other related risks and uncertainties. The Company undertakes no obligation to update forward-looking information except as required by applicable law. Such forward-looking information represents management's best judgment based on information currently available. No forward-looking statement can be guaranteed and actual future results may vary materially. Accordingly, readers are advised not to place undue reliance on forward-looking statements or information.