

FORM 51-102F3
Material Change Report

- Item 1. Name and Address of Company**
Lions Gate Metals Inc. (the “Company”)
Suite 490 – 580 Hornby Street
Vancouver, BC
V6C 3B6
- Item 2. Date of Material Change**
January 1st, 2013
- Item 3. News Release**
The News Release dated January 2nd, 2013 was disseminated via Marketwire.
- Item 4. Summary of Material Change**

Lions Gate Metals Inc. Cancels Option Agreement and Announces Management Changes
- Item 5.1 Full Description of Material Change**
For a full description of the material change, see Schedule “A”.
- Item 5.2 Disclosure for Restructuring Transaction**
Not Applicable.
- Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**
Not Applicable.
- Item 7. Omitted Information**
Not Applicable.
- Item 8. Executive Officer**

The following Senior Officer of the Company is available to answer questions regarding this report:

Arni Johannson, Chairman and Interim President & CEO, 604-614-1034.
- Item 9. Date of Report**
Dated at Vancouver, BC, this 2nd day of January, 2013.



LIONS GATE METALS

Schedule "A"

Lions Gate Metals Inc. Cancels Option Agreement and Announces Management Changes

Vancouver, BC Canada, January 2nd, 2013 – Lions Gate Metals Inc. (TSX-V: LGM) ("Lions Gate" or the "Company") announces that it is returning the ROK Coyote project (the "Project") to Firesteel Resources Inc. ("Firesteel").

The Company has made a number of offers to Firesteel to acquire a 100% interest in the Project; however, these offers have been rejected. It is therefore with regret that the Company has chosen to return the Project to Firesteel, in good standing, ahead of the next payment due under the January 2011 option agreement (the "Option Agreement").

A final proposal and release notice was delivered to the Firesteel board of directors on December 20th, 2012 and expired December 31, 2012 at 5:00pm (PST). Lions Gate was informed by Firesteel that the offer - composed of shares and cash - was not in the best interest of their shareholders. As a result of this decision, Lions Gate will be cancelling its Option Agreement for the Project.

Commenting on the return of the Project, Mr. Arni Johannson stated, "The Board of Lions Gate felt that the ability to earn only a 70% interest in the project for significant multi-year work payments in addition to cash and share payments to the Vendor did not make fiscal sense with the current market conditions in the junior resource sector. As such we tried to modify our Option Agreement to better reflect the prevailing economic realities and were unable to secure new terms."

The Company today also announces the appointment of Sharon Muzzin, CA, as Chief Financial Officer, replacing David McAdam who has resigned from the position. Ms. Muzzin is a CA with over 25 years of experience providing management services to both private and public entities including several public companies in the mining industry.

Sincerely on behalf of the Board of Directors,
"Arni Johannson"

Arni Johannson
CEO & Chair
Lions Gate Metals Inc.

For further information on the Company contact:
Blair McIntyre, Exec VP of Lions Gate Metals (778) 837-6812

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