



NOTICE OF ANNUAL GENERAL MEETING

NOTICE-AND-ACCESS

NOTICE IS HEREBY GIVEN that the 2013 Annual General Meeting (the “Meeting”) of shareholders of Lions Gate Metals Inc. (the “Corporation”) will be held at Suite 2080, 777 Hornby Street, Vancouver, BC on July 11, 2013, at the hour of 10:00 a.m. (PDT). A notice of meeting and management information circular in respect of the Meeting (the “Notice” and the “Circular”) has been posted at http://www.valianttrust.com/securityholders/notice_and_access/meeting_materials.htm and on the Corporation’s profile on www.sedar.com.

The Meeting is being held to consider the following matters:

- (a) To receive the audited consolidated financial statements of the Corporation for the fiscal year ended December 31, 2012 (with comparative statements relating to the preceding fiscal period) together with the report of the auditors thereon;
- (b) to appoint auditors for the ensuing year at a remuneration to be fixed by the directors;
- (c) to fix the numbers of directors at four (4);
- (d) to elect directors of the Corporation for the ensuing year;
- (e) to consider and if thought fit, to pass an ordinary resolution, approving the Corporation’s 10% Rolling Stock Option Plan more particularly described in the Circular;
- (f) to consider and, if thought fit, to pass an ordinary resolution to consolidate the issued and outstanding common shares of the Corporation on the basis of up to one (1) new common share for four (4) old common shares; and
- (g) to transact such further or other business as may properly come before the Meeting or any adjournment or adjournments thereof.

Shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting, must complete, date and execute the enclosed form of proxy, or another suitable form of proxy, and deliver it in accordance with the instructions set out in the form of proxy and in the Circular.

Non-registered shareholders who plan to attend the Meeting must follow the instructions set out in the voting instruction form and in the Circular to ensure that such shareholder’s shares will be voted at the Meeting. If you hold your shares in a brokerage account you are not a registered shareholder.

In lieu of mailing the Notice and Circular, the Corporation is using notice-and-access to provide access to an electronic copy of these documents to registered holders and beneficial owners of the Corporation’s common shares by posting them on the websites noted above. Registered holders and beneficial owners who have previously provided standing instructions will receive a paper copy of the Notice of Meeting and Circular.

PLEASE REVIEW THE CIRCULAR PRIOR TO VOTING

Shareholders may request copies of the Notice and Circular at no cost in the following manner:

- by calling toll-free at 1-866-313-1872;
- via email at noticeandaccess@valianttrust.com; or
- submitting an online request form at:
http://www.valianttrust.com/securityholders/notice_and_access/request_paper_copies.aspx.

A request for paper copies should be sent so that it is received by end of business on June 24, 2013 in order to allow sufficient time for the shareholder to receive the paper copy and return the proxy by its submission deadline.

If you have any enquiries on this Notice, the notice-and access provisions or how to request materials please call the Corporation's Transfer Agent, Valiant Trust Company at 1-866-313-1872.

Only shareholders at the close of business on May 31, 2013 are entitled to receive notice of and vote at the Meeting.

DATED at the City of Vancouver, in the Province of British Columbia, on the 31st day of May, 2013.

BY ORDER OF THE BOARD OF DIRECTORS

/s/ "Arni Johannson"

**Arni Johannson,
Chairman and Interim President and Chief Executive Officer**