

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**
July 11th, 2013
- Item 3. News Release**
The News Release dated July 18th, 2013 was disseminated via Marketwire.
- Item 4. Summary of Material Change**
Lions Gate Metals Inc. Welcomes New Directors
- 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, 778-328-2281.
- Item 9. Date of Report**
July 22nd, 2013



LIONS GATE METALS

Schedule "A"

Lions Gate Metals Inc. Welcomes New Directors

Vancouver, BC Canada, July 18th, 2013 – Lions Gate Metals Inc. (TSX-V: LGM) ("Lions Gate" or the "Company") is pleased to announce that Messrs. William Filtness and Murray Oliver were elected to the board of directors at the Company's Annual General Meeting on July 11th, 2013.

William Filtness obtained his Chartered Accountant designation in 1980 while articling with Coopers & Lybrand's ("C&L") Vancouver office. He spent fourteen years with Aurizon Mines Ltd., and since 2003 has served as President of KCT Consulting Inc. Mr. Filtness has been the Chief Financial Officer of various TSX and TSX Venture Exchange listed companies since 1988.

Murray Oliver holds a B.A. in economics and has over 19 years' experience as a private consultant providing corporate finance, restructuring and shareholder communication services to both private and public companies.

The Company reminds shareholders that Messrs. Michael Sweatman and John Tapics did not stand for re-election to the board of directors in this last Annual Meeting. The Company wishes to thank both Mr. Sweatman and Mr. Tapics for their time and dedication to the Company and wishes them the very best with their future endeavours.

About Lions Gate Metals

Lions Gate is a public Canadian based, junior resource company focused on the exploration, development, and acquisition of both advanced and early stage mineral projects.

Sincerely on behalf of the Board of Directors,

"Arni Johannson"

Arni Johannson
Chairman and Interim President and CEO
Lions Gate Metals Inc.

For further information contact:
Arni Johannson, Chairman and Interim President and CEO (778) 328-2281

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FUTURE EVENTS COULD DIFFER MATERIALLY FROM THOSE ANTICIPATED IN SUCH STATEMENTS. IMPORTANT FACTORS THAT COULD CAUSE ACTUAL RESULTS TO DIFFER MATERIALLY FROM THE COMPANY'S PLANS OR EXPECTATIONS INCLUDE AVAILABILITY OF CAPITAL AND FINANCING IN CONNECTION WITH THE COMPANY'S PROPOSED PRIVATE PLACEMENT, GENERAL ECONOMIC, MARKET OR BUSINESS CONDITIONS, REGULATORY CHANGES, TIMELINES OF GOVERNMENT OR REGULATORY APPROVALS AND OTHER RISKS DETAILED HEREIN AND FROM TIME TO TIME IN THE FILINGS MADE BY THE COMPANY. ACCORDINGLY, READERS ARE ADVISED NOT TO PLACE UNDUE RELIANCE ON FORWARD-LOOKING STATEMENTS OR INFORMATION.