

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
October 16, 2013

Item 3. News Release
The News Release dated October 24, 2013 was disseminated via Marketwire.

Item 4. Summary of Material Change

Lions Gate Metals Inc. has formally ended its agreement with Canadian Dehua International Mining Inc. (“Dehua”) for the purchase of the Company’s Poplar Copper, Gold and Silver Project near Houston, BC. Under the terms of the Letter of Intent (“LOI”) announced on October 19th, 2012, Dehua was to have acquired a one hundred percent interest in Poplar by paying the Company \$15,000,000 in cash and performing work on Poplar over a two-year period. Dehua has provided notice that it does not intend to make further payments as outlined in the LOI.

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
October 24, 2013



LIONS GATE METALS

Schedule "A"

Lions Gate Metals Inc. Terminates Agreement on its Poplar Project with Canadian Dehua International Mining Inc.

Vancouver, BC Canada, October 24th, 2013 – Lions Gate Metals Inc. (TSX-V: LGM) ("Lions Gate" or the "Company") announces that it has formally ended its agreement with Canadian Dehua International Mining Inc. ("Dehua") for the purchase of the Company's Poplar Copper Gold and Silver Project ("Poplar") near Houston, BC. Under the terms of the Letter of Intent ("LOI") announced October 19th, 2012, Dehua was to have acquired a one hundred percent interest in Poplar by paying the Company \$15,000,000 in cash and performing work on Poplar over a two-year period. Dehua has provided notice to the Company that it does not intend to make further payments as outlined in the LOI.

John Cavanagh, CEO of Canadian Dehua International Mining stated, "We thank Lions Gate for the opportunity to work on the Poplar Project. Although we were not able to undertake a drilling program in 2013, we do hope to work with Lions Gate in the future".

Mr. Arni Johannson further commented, "Although we were happy with the transaction with Dehua we are equally happy to have another opportunity to work on this great project. We will keep our lines of communication open with Dehua and look at all our options moving forward to advance the Poplar project."

Lions Gate Metals Inc. is a Canadian company with an attractive share structure, listed on the TSX Venture Exchange. Currently debt-free, with projects in British Columbia, Canada, Lions Gate is actively seeking new global opportunities in the commodities space.

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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