

**FORM 51-102F3**

**Material Change Report**

**ITEM 1. NAME AND ADDRESS OF COMPANY**

Lions Gate Metals Inc. (the "Company")  
Suite 880 – 609 Granville Street  
Vancouver, BC V7Y 1G5

**ITEM 2. DATE OF MATERIAL CHANGE**

April 12, 2011.

**ITEM 3. NEWS RELEASE**

The Company filed a news release on April 12, 2011, with the TSX Venture Exchange and the British Columbia, and Alberta Securities Commissions on SEDAR. The Company disseminated the news release through Marketwire.

**ITEM 4. SUMMARY OF MATERIAL CHANGE**

The Company announces that a total of 135,000 incentive stock options have been granted to directors, officers and employees of the Company pursuant to the Company's Stock Option Plan. The options are exercisable for a period of 5 (five) years at a price of \$0.90 per share. The stock option grants are subject to regulatory approval.

**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 TRANSACTIONS**

Not applicable.

**ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102**

Not applicable.

**ITEM 7. OMITTED INFORMATION**

No information has been omitted on the basis that it is confidential information.

**ITEM 8. EXECUTIVE OFFICER**

Contact: Blair McIntyre, President Telephone: 604-683-7588

**ITEM 9. DATE OF REPORT**

DATED April 12, 2011

## Schedule "A"



### LIONS GATE METALS INC. GRANTS STOCK OPTIONS

**Vancouver, BC Canada, April 12, 2011 – Lions Gate Metals Inc. (TSX-V: LGM) ("Lions Gate" or the "Company")** is pleased to announce that a total of 135,000 incentive stock options have been granted to directors, officers and employees of the Company pursuant to the Company's Stock Option Plan. The options are exercisable for a period of 5 (five) years at a price of \$0.90 per share. The stock option grants are subject to regulatory approval.

#### **About Lions Gate Metals**

Lions Gate is a Canadian based, junior resource company focused on the exploration, development, and acquisition of both advanced and early stage Copper projects. LGM owns 100% of three substantial copper and molybdenum projects located in British Columbia. LGM's flagship project is the Poplar porphyry copper - molybdenum deposit near Houston, BC. The Huckleberry Mine, located approximately 35 kilometers southwest of the Poplar Deposit, produces copper and molybdenum from a deposit of similar age and setting.

Sincerely on behalf of the Board of Directors,

*"Arni Johannson"*

Arni Johannson

Chairman & Interim CEO, Lions Gate Metals Inc.

For further information on the Company and its projects please visit: [www.LionsGateMetals.com](http://www.LionsGateMetals.com)

or contact us at:

Lions Gate Metals Inc.

Blair McIntyre, President

(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.